

Oathbound® Wrack & Ruin

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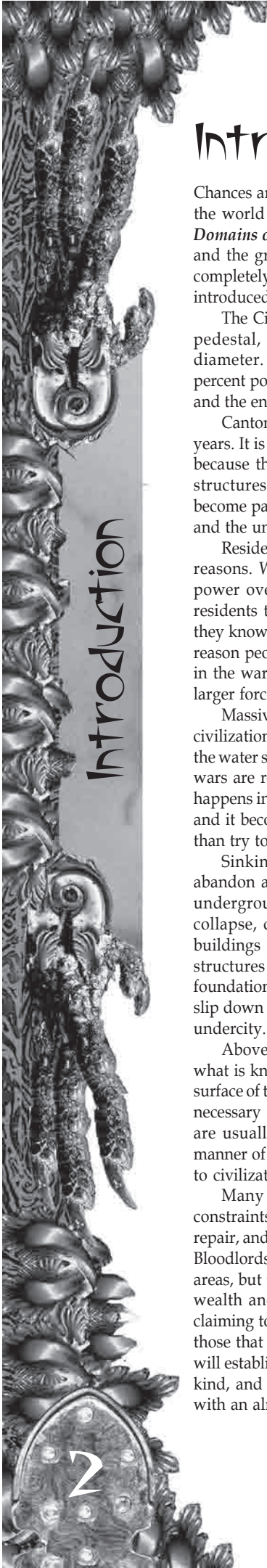
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Introduction

Chances are that if you are reading this, you are no stranger to the world of the Forge or the City of Penance. *Oathbound®: Domains of the Forge* deals with the larger picture of the world and the great city. This book is set within the city, but more completely details the lost city and the sunken areas that are introduced in chapters 6 and 7 of the core book.

The City of Penance is vast. Built atop a quarter mile high pedestal, the massive circular city is sixty-seven miles in diameter. Despite its size however, Penance is only thirty percent populated. The rest of the surface has been abandoned, and the entirety of the city is built over areas that have “sunk.”

Cantons, once populated, often remain so for thousands of years. It is common for the population to eventually empty out because the residents leave, a massive die-off occurs, or key structures sink. When this happens, those parts of the city become part of the ruin consisting of the lost city, “the wrack,” and the undercity, “the maze.”

Residents leave one area of the city for another for many reasons. When an oppressive Bloodlord rises up and grabs power over an inhabited canton, it isn’t unheard of for the residents to leave their professions, their homes, and the life they know to find a canton more to their liking. War is another reason people will leave an area. Whether a group is involved in the war, or their territory becomes a battleground between larger forces, many people leave to find safer places to live.

Massive die-offs are also an unfortunate fact of life in any civilization eventually. Sometimes disease causes it, sometimes the water sources become foul or poisoned, and sometimes great wars are responsible for killing off the inhabitants. When this happens in Penance, the way of life in an area is effectively over, and it becomes far more practical for people to relocate rather than try to rebuild.

Sinking is another consideration that causes people to abandon areas of Penance. Sinking occurs when some of the underground structures supporting a building or dwelling collapse, causing a single or sometimes multiple inhabited buildings to fall beneath the surface of the city. The affected structures are sometimes unable to withstand the change in foundation, and they crumble, but just as often the buildings slip down more or less intact, adding to the ruined maze of the undercity.

Above-ground areas that are abandoned become part of what is known as “the wrack.” These are lawless zones on the surface of the city that have less than the one thousand occupants necessary for a Bloodlord to take control. The structures here are usually in a state of disrepair, and are inhabited by all manner of beings from loners to those whom are truly dangers to civilization.

Many come to the wrack in order to break out of the constraints of civilized Penance, while others come to build, repair, and encourage others to move in so that they can become Bloodlords themselves. People usually resist moving into these areas, but they may be lured by the promise of just laws, more wealth and prosperity, or simply the attitude of the person claiming to be in charge (whatever that may be). In some cases those that have been drawn by the flock from the same world will establish their own canton in order to be with more of their kind, and will restore a fallen canton rather than try to fit in with an already established society.

Some Bloodlords that are already established within the City of Penance come to the wrack in order to spread their influence. Sometimes they offer settlers compensation to make their homes in these often times dangerous areas. Sometimes they march soldiers in to take abandoned cantons one building at a time. In some cases the bounders that squat in these areas are evicted if they don’t meet with the standards the conquering Bloodlord has established, while in other cases they actively seek to recruit the current residents as new citizens.

Structures become part of the maze by sinking, or by being built over. After a structure has sunk, it is normal for the people of the city to simply patch up the hole in the ground and build something atop it. The structure that has sunk is forgotten over time, and many are loath to enter the sunken structure due to the risk of collapse while they are inside.

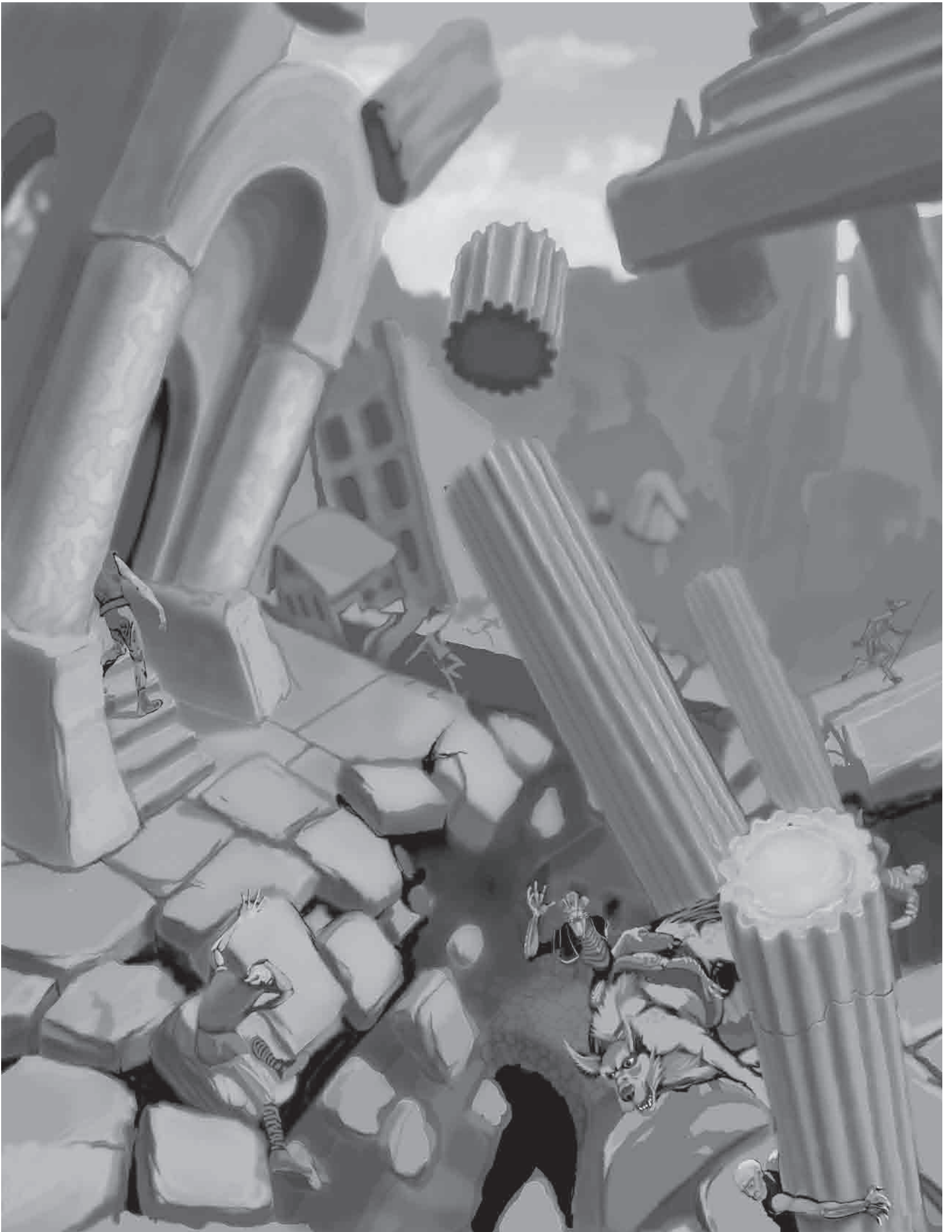
Structures that are old, unsightly, or simply don’t fit with the plan of the new Bloodlord are often built over, using that structure as part of the foundation for new buildings. While some decry this as a dangerous practice, many buildings are designed with reinforced walls capable of supporting far more weight than that of the building. This is done as a safety matter as well as a method of allowing people to expand their houses. In the City of Penance the houses and other structures are built very close together, which makes expanding structures outward next to impossible, and the only direction left to expand is upwards.

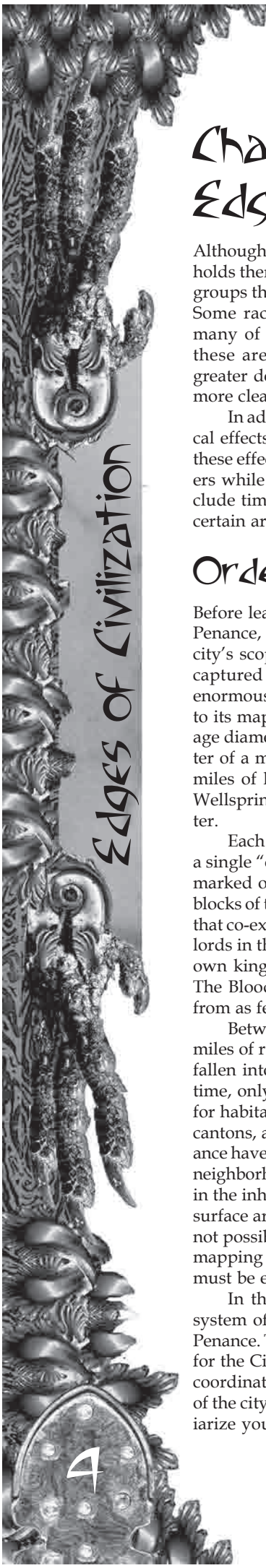
Upwards expansion and sinking over the millennia have given birth to the maze. Beneath the streets of Penance are layer after layer of buildings that are no longer inhabited. Because of the random way that they sink and settle, a rasher exploring the undercity often finds rooms that are connected, though they originally belonged to separate structures. A person may begin their journey in the living room of a small house, only to open the door into an enormous banquet hall. From there she might fit through the un-repaired cracks in a wall to find herself in a room filled with gears and other enormous moving parts. Opening the door from there might lead to an enormous drop-off with a multi-story building no more than fifty feet across from her.

The maze is a complex place that is used for numerous purposes. Rogues and others that wish to move from one area of Penance to another unnoticed may travel through the undercity in order to reduce their chance of being spotted. The homeless and the dejected sometimes make their way underground, and many beasts that have been driven out of the city have come here to live.

As one descends deeper, the ruins become much more dangerous. The structures here have compressed a great deal, which makes it difficult to fit through many of the narrow passageways, and the chance of structural collapse here is greatly increased. It is known that great riches and treasures await the brave souls that risk life and limb to explore these long forgotten buildings.

Welcome to Uncivilized Penance: Wrack and Ruin. This book contains everything you need to bring the wrack and the maze to life in order to set adventures in this region. Within you will find information on the people and beings that have an interest in these areas, the horrific new monsters and denizens that make their homes here, information on getting in and getting out, organizations, new equipment, new spells, and more.





Chapter 1: The Edges of Civilization

Although the wrack and the maze are generally not bloodholds themselves, there are power structures in place and groups that are interested in the goings-on in these areas. Some races gravitate towards unpopulated areas and many of the established Bloodlords of Penance watch these areas carefully. These powers are explained in greater detail, and a mapping system is introduced that more clearly defines the unsettled areas of Penance.

In addition to this, there are numerous unusual magical effects that are leftover from previous ages. Some of these effects can be little more than annoyances to explorers while others are quite lethal. The effects detailed include time displacement, strange gravitational effects in certain areas, and other magical fields.

Order from Chaos

Before leaping right into the mad jumble of the ruins of Penance, it is first important to get a basic grasp on the city's scope. Penance is no ordinary city, and cannot be captured by an ordinary map. Its scale is staggeringly enormous, and its unique depth adds a third dimension to its maps. The city is roughly circular, having an average diameter of 68 miles, and the bulk of it stands a quarter of a mile high. The city takes up nearly 3,500 square miles of land, with 200 of these being occupied by the Wellspring, the deep, effervescent lake in the city's center.

Each square mile in Penance roughly corresponds to a single "canton." Cantons are arbitrary divisions of land marked out by the Queen, and which form the building blocks of the Bloodholds, the individual sovereign nations that co-exist within the city. There are over seventy Bloodlords in the City of Penance itself, each one essentially its own kingdom with its own laws, customs, and culture. The Bloodholds of the city vary greatly in size, ranging from as few as 1 to as many as 105 cantons.

Between the Bloodholds of the city stand miles and miles of ruined cantons – former holdings that have now fallen into disrepair. It is estimated that at this point in time, only 30 percent of the city's surface is currently fit for habitation, meaning that there are about 987 "active" cantons, and 2,302 ruined ones. Most of the ruins of Penance have been forgotten, and no longer bear street names, neighborhood distinctions, or even navigable streets. Even in the inhabited parts of the city, the areas just below the surface are also nameless and uncataloged. It is therefore not possible to pinpoint places in Penance with standard mapping techniques; a much more mathematical method must be employed.

In the book "Plains of Penance," we introduced a system of radial coordinates for measuring the wilds of Penance. This same system has been carried over and used for the City of Penance, with one minor change—a third coordinate, measuring a point's depth below the surface of the city, has been added. Take a few moments to familiarize yourself with this system before jumping into the

rest of the book. Radial coordinates are not at all difficult to understand, but may need some getting used to.

Radial Coordinates in the City

Basic radial coordinates measure all points in relation to a single location, which in this case is the Queen's citadel in the center of the city. The coordinates consist of an angle (measuring the location's variance clockwise from due north), and a number (the location's distance in miles from the citadel). A location 40 miles due east of the citadel, for example, would be measured as 90°, 40 mi.

To these basic coordinates now add one more number, the location's depth below the surface, in feet. This coordinate is measured downward, starting from 0 at the current street level. So now, for example, a point twenty feet into the undercity that is located 30 miles south of the citadel is recorded as 180°, 30 mi, 20'.

A point's depth rating is a very useful piece of information. Since the city has been built upward over time, a location's depth gives a good gauge of its age. On average, the city rises about 5 feet every 1,000 years, although as one gets lower and lower into the layers, they begin to compress, and estimation is impossible. Basically figure that the age of any point below 500 feet can only be determined by direct observation. Depth ratings may never exceed 1,000 feet anywhere in the city; the oldest layers of the city have all been compressed into a 320-foot-high plateau of solid earth.

It is important to note that this depth coordinate has little relation to a location's global elevation, as the city's surface varies greatly in elevation from point to point. The 0 level in the Alliance, for example, is 1320 feet higher than the 0 level a half-mile away in Utopia. Do not worry about this; a location's depth is infinitely more important gamewise than its precise elevation.

This radial system is used throughout Penance by most rafters and mapmakers in order to pinpoint locations in the city. Those who can afford luxuries often employ a device known as a radial compass (see appendix) that reads one's exact location at all times. The system has also been used throughout this book when appropriate. When a specific location is discussed, its coordinates are also given. Using a basic protractor and a ruler, you can easily locate the place on the map of the city. The scale on the map provided is one inch per 10 miles. The ruler may be used by itself to find the distance between any two points.

Races in Ruins

Many races come to the wrack and the maze. Sometimes this is because they don't fit in well with civilization, sometimes this is because of a racial tendency that causes them to prefer to be alone, while some races have extremely evil tendencies, and they prefer to stake their claim over less populated areas where they can abuse, bully, and kill less powerful beings without the ramifications they would face within the civilized areas. The racial presence of the ruin is as follows: Lunars 25%, Humans 20%, Valco 10%, Scar 10%, Faust 5%, Silvers 5%, Nkoll 5%, Chromithians 4%, Frey 3%, Wyrghith 3%, Pickers 2%, Asherake 2%, Gnarl 1% and 5% other.

Asherakes are by nature a violent and brutal race, and many of those brought to the Forge find themselves unable to adapt to the civilized bent of the city. These individuals often end up making their homes deep in the lost city, far from the dangerous border areas, and use their wings to maneuver about the pedestal in search of prey.

Bandersnatches live near the surface of civilized Penance and burrow upwards to abduct people. They live in more or less intact buildings beneath the surface. Because it is so difficult to detect their lairs, and the fact that they live so near the civilized portions of the city, bandersnatches are considered to be one of the more urgent dangers of living in Penance.

Faust are far more common in the wrack and the maze than they are in civilized Penance. Since they are generally of an evil bent, faust have a much easier time surviving in areas where they can be true to their nature and not be forced into keeping their evil natures in check. They are some of the greatest forces of evil in uncivilized Penance, and they can be found in the roles of crime lords, information brokers, assassins, and thugs.

Frey are not as common here as they are in the civilized areas of Penance, though they occur in larger numbers than many of the other races of the Forge. Their inquisitive nature draws them to explore the places that most others fear. Many frey enjoy plundering the sunken structures within the maze in search of long lost treasures. Others are commonly used by some of the bosses of these areas as spies or messengers. In one case, a group of frey has claimed the remains of several sunken buildings that merged together in a very confusing manner and consecrated it as a new temple to their goddess, Mother Lucindara. Many frey that have found their way to this location report that it is the greatest temple they have seen, though some find themselves lost within it for weeks.

Gnarl are one of the greater monstrous hazards of the maze. The most notorious example of these impressive creatures is the Grinder, but more ordinary examples of these creatures can be found throughout the maze. Many are completely uncivilized and prey on any creatures passing through their territories while others have organized into a group called The Ground (detailed on page 76), which worships the Grinder.

Humans, being one of the most versatile races of the Forge, are found in large numbers both in the maze as well as within the wrack. If they don't have any business that draws them to these areas, they have a tendency to create it. Whether they seek to establish control over an uncivilized area, escape civilization to found a strange new cult, or go exploring in search of lost treasures, humans are there in large numbers.

Lunars prefer their own kind, hence their difficulty inhabiting civilized areas with many other races. They are chaotic and they like to be able to hunt prey in their wild forms. Though they are present within the wrack, they are more often encountered in the maze where they normally establish small family groups. They are also known to create large hunting lodges for other lunars to organize and go after some of the more powerful denizens that live in the maze.

Nkoll, long thought destroyed in civilized Penance, still exist below ground. After their defeat at the temple that they erected to serve their snake god Akaya, the sur-

living members retreated below ground where they established an even greater temple that is the center of their civilization today. Unlike their ancestors, the nkoll are not presently engaged in a holy war with the intention to conquer all of Penance. Instead their goal is to maintain the large numbers of bloodholds they have conquered below ground, continue to build their numbers, and slowly conquer more territory until they can make another great stand against Penance. Nkoll are fully detailed in Chapter 2.

Pickers are found in the uncivilized regions for one of two main reasons. The first is that, though they are known to pack large numbers of their own into the buildings, sometimes those families and groups like to move away from society and spread out over a much larger area. Because of their size, pickers are more easily able to crawl through the often tight passages of the maze, which makes them one of the most successful races that belong to the rafters guild.

Scar are found in isolated pockets in the lost city. These shockingly hideous folk tend to hide themselves away from other races, and their settlements are difficult to spot, even one is wandering through them. Scar are not opposed to civilization, they simply realize that they cannot fit within it easily. Scar usually dwell near settled areas of the city and venture into them on occasion to purchase supplies and food. Scar are fully detailed in Chapter 2.

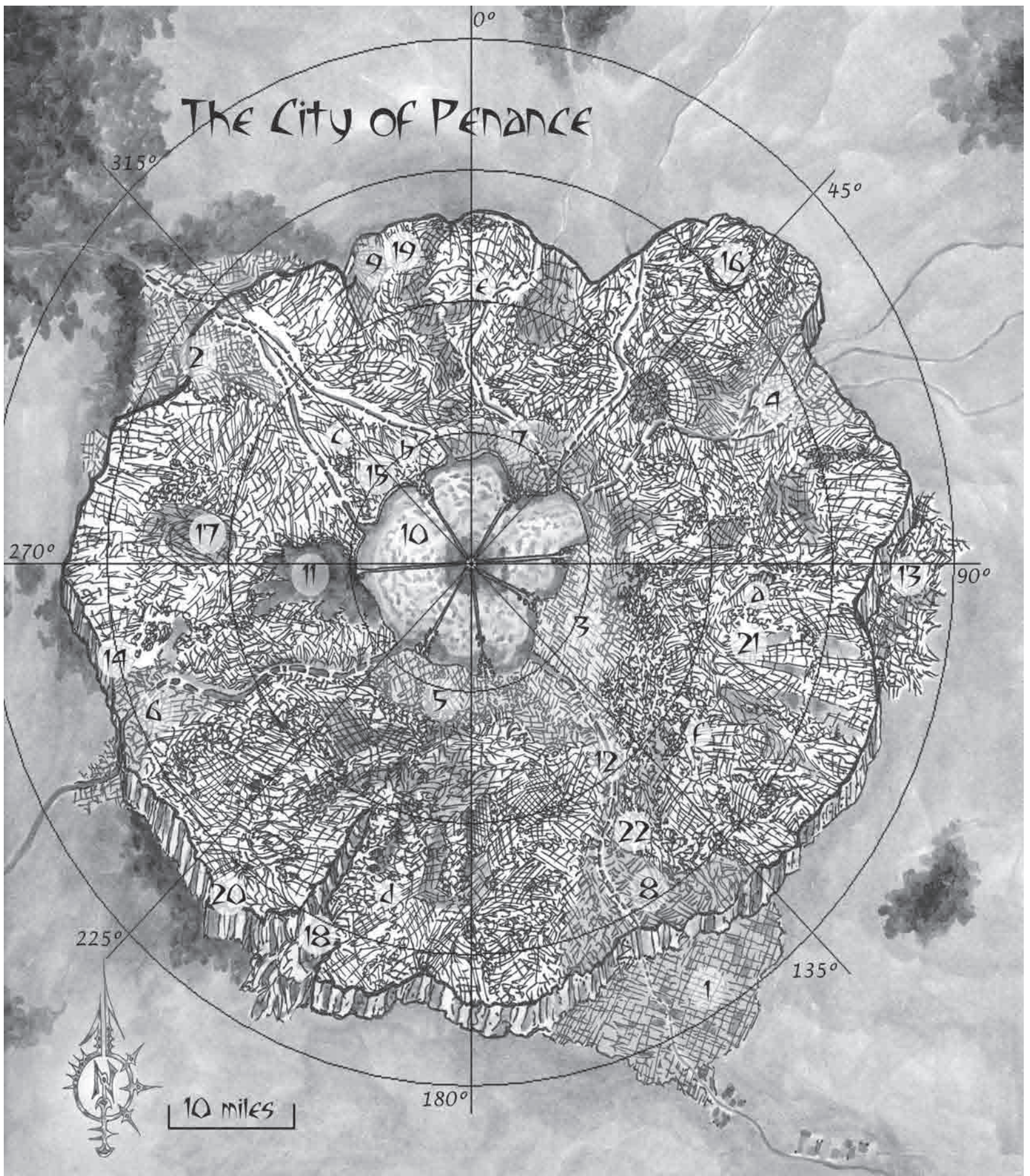
Silvers make themselves just as comfortable in uncivilized areas as they do in civilized areas. Their greater goals, to get others to serve them, remain largely unchanged. In many areas of the wrack, silvers lead the charge to reclaim lost areas so that they can rise to the position of Bloodlord. In the maze, silvers organize people into parties that delve into the forgotten depths to uncover lost treasures.

Valco are nomadic, primitive, and not trusted by society as a whole. Because of this, they find the perfect home in the wrack where they can avoid most other races. Just as the faust have been their long-time friends, they have close ties here as well, often acting as strong-arms for faust crime lords or regional rulers. Despite the depths to which many valco have sunk, there are groups of them that have a strong sense of honor, and fight to keep the evil forces at bay. These groups are known to escort people through hostile territory and help those that find themselves the victims of savage attacks.

Wyrghith are cousins of the drow, having evolved in the undercity of Penance for many ages. Like the drow, wyrghith are cruel, domineering, and despise light. Few citizens of Penance even know of the wyrghith's existence, as they make their homes deep in the darkness of the undercity. Wyrghith are fully detailed in Chapter 2.

Schemes of Power

Though lost, both the wrack and the maze are sources of endless possibilities for the Bloodlords and other people of power. Some view the wrack as the perfect area to expand their holdings into while others are well acquainted with the treasures contained within the ruined areas, and



- | | | | | |
|---------------------|-----------------------|------------------|------------------------------|---------------------------------|
| 1. Utopia | 7. Barrowhold | 13. Atone | 19. Khulzak | a. Cassia's Crater |
| 2. Illumina | 8. The Alliance | 14. The Aviary | 20. The Lightless Wilderness | b. Fopol's Palace |
| 3. The Golden Shore | 9. Divinia | 15. Doravum | 21. Sarrissar | c. The Great Archive |
| 4. Hammerfall | 10. The Wellspring | 16. Erad | 22. Ulderach | d. Israfel's Slide |
| 5. The Oasis | 11. The Queen's Green | 17. The Furnace | | e. Menagerie of the Slaughtered |
| 6. Blackwall | 12. The Hub Tavern | 18. Scopas' Rift | | f. Fortress of Vercingetorix |

seek to possess them. Listed below are many of the major players in Penance, and how they invest their resources into these areas.

Lord Penates and the Alliance

The core function of the Alliance is to stand against Lord Abbydon and prevent what many feel is an inevitable incursion onto the pedestal. Because of this, most of their resources are spent fortifying their defenses, spying on Abbydon, and attempting to broker arrangements with other Bloodlords for added protection.

The Alliance is interested in the wrack as well as the maze because they fear that these are areas that Abbydon could easily expand into without much of a struggle. In an attempt to thwart that possibility, Lord Penates and many of the other Bloodlords of the Alliance have numerous agents stationed roaming the wrack, looking for signs of Abbydon's forces moving in. In addition to this, they are in the good graces of the rafters guild, who they have also hired to report to them if there is suspicion that Abbydon is moving forces up through the ruins somehow.

The Alliance is interested in resettling some of the abandoned territory just outside their own cantons. Though they are unable to devote a great deal of resources towards any form of organized push into those areas, they do encourage some of their excess population to expand into the abandoned areas. In some cases, they have been known to pay for renovations to run-down deserted houses, relocate shops, and provide a limited number of troops to help fortify the new settlements.

Lady Hyperia

Like all bloodholds, Barrowhold has lost cantons (or sections of them) to the sinking that occurs throughout the city. Of course it is completely unacceptable when this happens, and Lady Hyperia commands those areas to be rebuilt and reclaimed as quickly as possible. It takes little convincing to behoove the plebian class to take action when she calls for an area to be rebuilt since doing so can lead to their promotion to a higher class.

Aside from newly sunken areas, the Barrowhold doesn't put a great deal of resources into the expansion of its territories since it is already growing and expanding into these areas naturally and without any help from the establishment. As sections of the Barrowhold become overcrowded, people leave their homes and neighborhoods to move into the unpopulated areas that border the bloodhold. In many cases this is because a bit of simple renovation can increase the size of their dwelling considerably, which in turn can later increase their social standing.

The ruins are the perfect place for Lady Hyperia to dispose of her political enemies. Not only did she lure her brother Rhodomon to his death in a hostile area beneath the city by using a purposely altered map, but she has used this same trick to dispose of some of her more powerful allies as well. The one piece of bait that she can always use is the first crown of the Barrowhold; an item that sunk with a building a millennia ago, and has been sought by the Trinakia family ever since. Occasionally,

when Lady Hyperia must resort to blatant assassination to dispose of a political threat (or a simple annoyance), she has the assassin dispose of the body in the maze so that it will never be found and used as evidence against her.

Lord Galak Mabon and Blackwall

Since the walls of Blackwall are designed to keep slaves in, there aren't a lot of beings that go out of the bloodhold. Also since the population of Blackwall falls into the categories of noble and slave, and most nobles don't particularly cherish the idea of risking their lives by leaving Blackwall, the majority of the expansion into the surrounding cantons is done through the employ of mercenaries. Lord Mabon does little to encourage the exploration or settlement of these areas due to the fact that it tends to happen with or without his support.

When a noble family seeks to expand, mercenaries are usually hired from the many groups that already inhabit the wrack, and they are paid to clear an abandoned canton of any squatters. Once this is done, the mercenaries are kept on as guards while the nobles who built the great mansions enter the conquered territory with their slaves. Their job is to restore the buildings in the area, while the mercenaries are to protect the nobles, to make sure the slaves don't escape, and to prevent any outsiders from entering the newly conquered land.

The maze would be of little importance to nobles except for the fact that their enormous structures sink at a much more rapid rate than the rest of the city, creating great holes in the cantons that must be patched and built over. The lost areas are usually written off as completely lost, though there are a small number of noble rashers that make a living by journeying into the maze to recover lost possessions that have sunk with the homes of the other noble families.

Lady Salamis and Divinia

Divinia is surrounded by the lost city, which is something that is viewed as more of a barrier to its expansion than an opportunity. Because of this, little growth has occurred in recent years. Most of the followers of Yamir feel that their time is better served in prayer than by expanding into the fallen and barbaric lands that border them.

The one exception to their policy of leaving the lost city unclaimed is a canton to the north of the city. Lady Salamis, in a religious fervor, declared that a single bordering canton must be captured so that the entire canton may be turned into the greatest temple to Yamir in all of creation. To this end, Lady Salamis has ordered large numbers of troops into this area to evict the many bounders that live there. When they take a block or two, the structures in that area are flattened and the rock and masonry is brought to a central location where it is recycled to be used for the great temple.

The maze is virtually ignored by Lady Salamis. Beneath there is no light, and there is no hope of converting others to the worship of Yamir, so it is lost and worthless. When a building sinks, they make an effort to recover lost treasures, and then quickly patch over it. Staying

uninvolved in the undercity goes with a price however. A great infestation of monsters has formed under much of Divinia, and they have found routes to and from the surface, which has led to numerous attacks on the people that live there. In addition to this, the inhabitants of Khulzak (see Chapter 4) frequently raid Divinia. Because of this, Divinia has doubled the guard that patrols the streets, and for the first time, they have begun hiring adventurers to delve belowground and clear it of monsters, offering 100 gp upon proof of a slain monster.

Lord Narcis and The Golden Shore

No stranger to the ruins, Lord Narcis has an interest in the lost city as well as the maze. Since Narcis takes a largely “hands off” approach to the people in his cantons, his main goal is expansion. This includes expanding into existing cantons, but it also involves reclaiming territory that has been lost and abandoned.

In order to encourage new colonization of the lost city, Lord Narcis offers 90 gp annually to any family or group that moves into a house or structure in a portion of the lost city that borders the Golden Shore. This has worked out wonderfully as many people have moved away from some of the more congested cantons so that they can help expand The Golden Shore. Aside from the additional gold and the freedom from taxation, Lord Narcis offers no illusions of protection. People that move to the lost city do so at their own risk until the area has been established as an official canton.

As most know, Lord Narcis has an incredible appetite for food, constantly indulging to the point of gluttony. While he is brought the most wondrous delicacies from numerous far away locations within the Forge as well as the many bloodholds and non-associated cantons, he is also very interested in the foods that are brought from the maze. He hires adventurers to bring back the bodies of slain beasts or unique edible plants while he employs the most skilled chefs to prepare them properly. Not only does this feed his obsession for food, but it is also an ingenious way to keep the dangerous populations of monsters living below ground under control.

Lady Megaera and Hammerfall

Chief among Megaera’s concerns is the lost city and the maze. Her traitorous former companion Talamus (who now goes by the name Bloodsheen) escaped into the maze after Megaera defeated the Vampire Toshengrave. Talamus sought refuge below the city and began building up forces to oppose Megaera from Toshengrave’s former treasury. His agents constantly embark upon missions of destruction aimed at either Hammerfall proper, or the regions around it. Megaera is well aware of the fact that there is an evil lord that openly opposes her and her people, though she has yet to discover that Bloodsheen is her former companion Talamus.

Megaera finds herself at a disadvantage, fighting a war against an unknown enemy on two fronts. Talamus orders numerous hit and run attacks against Megaera’s guards, supply buildings, and some of the innocent citi-

zens whose only wrongdoing is being in the wrong place at the wrong time. These attacks originate in the lost city just as often as the attackers come up through the maze.

To combat this threat, Megaera employs as many rashers and mercenaries that wish to fight for her bloodhold, provided that they are not of evil alignment. There is also a rafter’s guild within Hammerfall. The guild has been asked to locate their enemy, but has so far been unsuccessful in their search.

Nich Belus and Illumina

Belus is an artist, as are the majority of people that live in Illumina. The lifestyle of this place is communal and free, with an emphasis on art and love. Because of this, the majority of them are quite content to abstain from outward expansion and risky delves into the maze.

They do realize that the maze could pose a considerable threat without agents keeping an eye on the activities below, and Belus has a fondness for rashers, so he has put the word out that he will make certain that any rashers that venture into the maze for the purpose of information gathering will be given a place to live within his cantons, and they will be regarded as heroes. Throughout Illumina are numerous statues and paintings devoted to rashers, many of them still living, who have explored below ground and helped keep this a safe place to live.

Lord Flollo and The Oasis

Flollo has always been intrigued by the maze, and he spent a great deal of time down there before becoming a Bloodlord. Occasionally he finds the time to return to the maze and have adventures, though he keeps this from the people he serves since most would consider such activities extremely irresponsible.

Since Flollo’s rise to power, the cantons surrounding the Oasis have filled up quickly with people drawn here because of Flollo’s kind and just rule. While any group of people is welcome to move in and create a new canton under his control, he offers them only the protection of his militia for repayment.

Flollo’s followers view the maze as a place of adventure, and many recount the tales of Flollo and Panthus as they explored the maze all those years ago. Many of the people of the Oasis share Flollo’s sense of adventure, or at least seek to emulate his exploits, by venturing down below, often joining the rafters’ guild. Because of this, the maze beneath the Oasis contains far fewer monsters and other threats than they do in other areas. In fact, the undercity of the Oasis is considered to be the safest place in the city to begin one’s career as a rafter.

Lord Abbydon and Utopia

Unlike the majority of the other bloodholds in Penance, Utopia is located at the base of the pedestal as opposed to being on top of it. For this reason it is not adjacent to either the lost city or the maze. On the other side of the pedestal walls however, is the bottom most portion of the maze, and the Lightless Wilderness bloodhold (see Chapter 4) is nearby. Lord Abbydon seeks to accomplish two things. The first is to become a god, while the second is to

conquer the City of Penance. Both the lost city and the maze play into his schemes, though he has had limited amounts of success in both areas.

One of the major plans Abbydon is working on is to funnel enough warriors up the pedestal and into the lost city where they can stage an attack on the Alliance. In many cases, prisoners who have committed minor offenses are freed, provided that they join his legions in the lost city. While this seems a good plan, he has attempted this many times over the years, and ultimately his soldiers have always been noticed before they are able to build up a sizeable enough force to conduct an attack that might yield results. In most cases the soldiers are rounded up by the militia of the Alliance and sent back to him, but in some cases they have been imprisoned and forced to serve lengthy sentences.

Abbydon has also long sought to use the maze as a means of moving an army up to a point on the pedestal where they can make a surprise attack from below. While there are no known ways through the cliffs of the pedestal, numerous tunnels that run below the maze itself and under the walls were built by some of the first inhabitants of Penance. Abbydon has found many of these tunnels and sent numerous expeditions into the maze from there, but they have yet to find a route to the surface that is clear enough to march an army through. Several of them have encountered the Lightless Wilderness in their wanderings, and have been quickly put to the sword before useful information could be gathered. Abbydon has recently become aware of this bloodhold in the maze and is considering whether or not he should attempt to conquer it.

Odyar Khan

Quite possibly the most influential bard in the City of Penance, Odyar Khan is no stranger to the lost areas of the city. When traveling from one bloodhold to another, Odyar often stops his swan ship along the way to investigate the ruins himself and gather information. Odyar is familiar with many of the mercenary bands that claim the no-man's land between bloodholds, and is on friendly terms with most of them. Even the most brazen groups know of his reputation and do not try to pry tactical information out of him.

Odyar almost never delves into the maze, though he has a number of contacts that make their livings by venturing underground, and they keep him well informed of the goings-on. Odyar frequently tells the brave tales of Lord Flollo and Rigus Panthus, who explored the maze for years before Flollo became a Bloodlord. This telling often inspires the listeners to tell stories of their own which are sometimes flights of fancy, and other times true. Odyar is more interested in an exciting tale as opposed to a strictly historically correct one, and he has written many songs about the heroic exploits he hears by fireside.



Ness Panthus

Ness Panthus has little care for the goings on in the lost city, but little happens within the maze that he doesn't know about. Although he is the ombudsman of the Rafter's guild, Ness makes frequent journeys below so that he can remain aware of the conditions the guild's members are subjected to there.

Ness's contacts range throughout the City of Penance, so if something is happening within a different bloodhold, he is usually aware of it. This has served both him and many of the other Bloodlords on numerous occasions in the past. Often times the rafter's guild finds out about one of Lord Abbydon's exploration parties before they venture too deeply into the maze, and Ness orders that they purposely collapse areas ahead of the party to keep them from finding any passages suitably large to march an army to the surface. This can cause some shifting of ground above, but this is seen by most as a price of keeping Abbydon at bay.

Lucius Tristram

As a stalker, one of the most successful ones in Penance, Lucius Tristram must make numerous forays into the lost city and the maze. Although he can navigate the lost city quite well without a guide or additional henchmen, he usually brings a member of the rafter's guild with him when tracking someone through the maze.

Tristram has numerous houses spread out over several bloodholds. In addition to this, there are many other dwellings in the lost city that he has claimed, repaired, and renovated. He has done this so that he can have a comfortable and familiar place to stay when traveling between bloodholds. They also give him places to retreat to in case he finds himself in a desperate confrontation. Each house is staffed by several servants that occasionally accompany him to the various bloodholds to pursue their own interests before returning.

Queen Israfel

Israfel watches the lost city and the maze closely, dispatching her black birds to witness important events. She is constantly on the lookout for individuals or groups that seem to be gaining power and influence. When a piece of the maze collapses causing a structure to sink, she is pleased whether she favored the person owning the dwelling or not. If it was a weak person losing his house, then that person was not strong enough to one day challenge her. If that person was strong and she favored him, she is comfortable in the knowledge that they will rebuild, and when they do so, they will most likely be more powerful than they had been before.

It is surmised that the Queen quietly toils at the deepest levels of the undercity, shoring up the foundations there and ensuring that her creation does not collapse completely. Though there is little evidence to support this claim, it does explain somewhat the physical paradox of the pedestal's existence.

A Look at Cantons

The city's cantons are the fundamental building blocks of power and culture in the great city. What exactly is a canton though, and how are its boundaries marked? Other than by being defined as square-mile sized designations of land, the cantons of Penance are not greatly detailed in *Oathbound: Domains of the Forge*. This section is intended to fill in these gaps.

Ancient Lines

No two cantons are exactly alike. The queen drew up their boundaries ages ago, long before inhabitants were ever brought to the Forge. While most would assume that the lines of Penance are clear and regular, this is in fact far from the case. Israfel's map is drawn out like a jigsaw puzzle, the size and shape of each piece unique and irregular. The queen's intention or purpose in using such a method is entirely a mystery, although most believe that she deliberately intended the layout to invite confusion, conflict, and division. If nothing else, it provides job security for a class of people known as the proctors, highly paid individuals in charge of assaying and surveying the lines of the domain, and keeping the Bloodlords informed as to how their actions impact the queen's laws. Proctors study the queen's laws as well as her actions, providing the necessary interpretations of her words, and gauging the consequences of disobeying her wishes.

When studying cantons, Proctors work chiefly with boundary maps, but in order to prevent mistakes, often rely upon direct observations. Though apparently arbitrary, the lines of Penance are real enough, and can be detected by anyone with a certain amount of training on the subject. Canton lines are read through the simple application of the *detect magic* spell, although only those who know what they are looking for can see them (at least one rank in Profession (Proctor) must be purchased). Most proctors in Penance are of the picker species, as these creatures are able to see magical auras with their natural vision.

An interesting yet little-known fact of the Forge is that canton lines can be detected over its entire surface, not just in the domain of Penance. The Queen, however, is the only of the Seven that takes any notice of them. Some believe that the lines are formed by veins of some sort of unknown mineral that is buried deep beneath the earth. Oddly though, the veins cannot be detected in any of the gray border areas or anywhere in the domain of the Kiln. Throughout history, a number of people have attempted excavations of the lines in order to discover the mysterious source of their power. Though many have gone miles below the surface, only one attempt has ever been remotely successful. This test was undertaken by a mathematically minded proctor who had devised a method for measuring the strength of the boundary readings. He compared the strength of the reading on the surface of the Forge to the readings taken at various depths, and calculated an estimate of the probable depth of the lines' source. His estimation was a little over a thousand miles, or approximately at the center of the planet.

Boundaries within the City

Whatever the imagined source of the lines, in Penance at least, they have become quite real. Most boundaries in the inhabited part of the city have been proctored long ago, and are now quite obvious to even the most dim-witted seed. The cantons of Penance form its basic neighborhoods, each one just slightly different in character than its neighbors. People identify with their cantons, and take a certain amount of civic pride in them. Often one's canton defines one's class or position in society. Only the elite may be able to afford a home in a fashionable canton, while others might have to settle for life in a slum. Each canton has its own name and its own history; no two cantons have ever been held by the same exact set of Bloodlords at the same exact points throughout time. Such distinctions often lead to bitter rivalries between these neighborhoods, rivalries that remain even when the cantons are eventually folded into the same Bloodhold.

The most visible demarcations between cantons are the walls. These are fortifications, commonly built around individual Bloodholds, but over time, as each canton is added or lost individually, the walls eventually follow all canton lines quite closely. Walls are usually of stone, and are gated where major thoroughfares intersect them. Most bloodholds build walls around their holdings; not only do the walls help repel invaders from other Bloodlords or marauders from the wrack, they form a clear barrier that indicates where a lord's protection starts and stops. The walls also help support the foundations of the city; since canton lines do not change over time, these walls stand atop other walls that once served the same purpose, virtually guaranteeing that they will not sink.

Not all boundaries are defined by fortified walls, however. Within larger bloodholds, many of the inside walls have been taken down and replaced with other features, most commonly with grand avenues, or occasionally with canals or parks. This is done to solidify the unification of an area, ensuring that divisive rivalries do not override the national spirit. It is a fact of life though, that most of these dismantled walls end up back in place within a matter of a few decades, tools in the city's great game of conquerors.

Local Distinctions

In many ways, each canton within the great city can be viewed as a small city in and of itself. Each one has its own name, its own center, its own distinctions, and its own style. A canton may be famous for the excellent silver jewelry it produces, its particular recipe for ale, or perhaps for its wealth of architecture. Other cantons may be infamous, known more for the stinginess of their inhabitants, or the unpleasant odor created by their most prominent industry. Most cantons can never shake off their particular reputations, even over hundreds or thousands of years.

Cantons are prone to sinking and rebuilding at all points in their history. They are only fully abandoned, however, when their particular style of culture is not deemed worthy of the expense of rebuilding. Generally, it is much cheaper for a resident to simply relocate when his house falls into ruin than it is to rebuild or repair the

structure. If no status or benefit is to be gained by living in a particular canton, then it will slowly die off of neglect. In most parts of the city, the newer cantons are the most desirable. They are safer, more stable, and the architecture and fittings all match with the latest fashions. As a canton gets older though, its buildings begin to show signs of wear and the residents begin to find them distasteful. Those who can afford to move out to newer neighborhoods do so, and poorer citizens move in. Eventually, this process continues until the residents can no longer afford to maintain their homes, and the canton is lost to the power of time.

Many years later, a lost canton may be rebuilt as the need for space and for new constructions becomes critical. Generally, the old name of the canton is revived, but it is not unheard of to assign the place a new name in an effort to erase whatever of its history may still linger in the minds of the people. Construction teams are sent in, and the old foundations are shored up, new supports are added where needed, and if necessary, the city streets are raised up another level.

Though cantons vary greatly from one to the next, when they are first built or rebuilt, certain features are nearly always provided. The most important is a source for water. Fresh water in Penance always comes from the Wellspring or from one of its six rivers. If the canton is not located near to one of these sources, then a channel must be created. Channels are usually laid down first before the city street is elevated, and are accessed through wells built into the street above. Most cantons already have water channels running through them at some level or another, and new wells are simply built above old ones; it is only the depth to which one must plumb that varies. If the water channels of a particular canton no longer draw water though, for whatever reason, new ones must be constructed, requiring great feats of engineering and expense. This is usually one of the most common reasons for building a canton up instead of renovating the old streets.

Other common features are not as universal, but include a canton center, a courthouse, a barrack, and an arena. Canton centers are usually open squares that serve as the social focus for the canton. People gather here for holidays, performances, shopping, and the like. Stocks stand in the canton center for the punishment of lawbreakers. The center almost always has a well, and invariably has a position marker. These markers list the name of the canton, its radial coordinates, and the date it was commissioned. Lettering in the markers are carved out of marble and filled with lead, ensuring that they do not wear out with the passage of time. Position markers can be found throughout the undercity, and are extremely important for rafters and others hoping to navigate in the maze.

Courthouses are the legal centers of the canton, and are the seat of the judge and the bailiffs. Most courthouses have a few cells where short-term prisoners may be kept. Barracks are scattered around the canton, and are usually located near the walls. These house any defense forces that the Bloodlord may keep to protect the area from invaders. Barracks are usually run by a Vanguard, who handles the recruiting and commissioning of all the mercenaries that work beneath him. This helps to keep the

defense forces local and loyal to the area. Arenas are entertainment centers. Not all are built for combat; most accommodate more sporting events than battles. Most arenas in Penance are open to the air, although a few have permanent roofs, and some even have retractable tent-like coverings.

Most buildings in Penance are at least three stories high. Though all kinds of architecture may be encountered, the most common structure is the multi-use type. These buildings have blocks of residential flats on the upper floors, and business spaces at ground level. Even many single-family houses are built this way, with the family business located directly below the living space. These commercial spaces can be used for a wide variety of purposes, from clothing stores, to public houses, to apothecaries, to bakeries, and more. When these buildings fall into ruin, they add greatly to the difficulty in exploring the area, as one can never tell what type of item one might find in any given part of the city.

Warped Realities

The unbound god's magic combined with permanent spells and great age has created a magical "soup" within much of the maze. For every new area encountered, there is a 15% chance of encountering an area with warped magical effects. These effects vary greatly; sometimes they are stationary, while in other places they move from location to location, changing their area of effect on a weekly or sometimes daily basis. These areas are sometimes referred to as "wild zones," as well as "organic magic," for lack of a better description.

Magical Fields

Magical fields cover a range of effects. These are the most commonly encountered form of organic magic, and usually have familiar effects. The expanded rafter prestige class contained in this book has additional abilities that allow them to more easily detect the presence of magical fields.

Impede Magical Movement: Many areas impede the use of teleportation, dimension doors, and other spells that allow for instantaneous travel. If a creature attempts to teleport, dimension door, or otherwise move via magical means through these areas, their movement is cut short at the edge of this field. When this happens, creatures will never reappear in a solid wall. In such cases, the creature is deposited in the closest non-solid location. Creatures may find themselves in a hostile area or one where the floor is many feet below them, causing a fall.

These fields may be detected from the outside through the use of *detect magic* and may be identified with *analyze dweomer*. These effects may not be temporarily interrupted.

Teleportation Wards: These function the same as the spell *teleportation circle* and were fairly common ways of protecting the entrances to what were once critical areas. These are areas where a creature passing through is teleported elsewhere unless he or she possesses a special key, makes a certain gesture, says certain words, or performs other specific actions that disarm the teleporter.



In some cases, the teleporter was set to deposit the creature in an area that no longer exists. When this happens, it is deposited at the proper location in relation to the location of the teleporter. For example, if the original location that a teleporter was to deposit the creature 20 ft. down and 50 ft. behind them, they would still be teleported to an area 20 ft. down and 50 ft. behind them, even though the shifting and sinking of buildings may have changed the actual room or area this was originally. When this happens, creatures are never teleported into a solid wall. In such cases, the teleporter deposits the creature in the closest non-solid location. A teleporte may find themselves in a hostile area or one where the floor is many feet below the location where they appeared, causing a fall.

In cases where the teleporter is a spontaneous event rather than being a pre-planned security measure, affected creatures are teleported to a random location within the surrounding area.

A variation on these wards was used as a transportation method, or as a way to guard secret areas. Only those who speak the proper command word are teleported, all others sense no effect.

A rogue or rafter (only) may use the Search skill to find these areas and temporarily interrupt the effect,

though they may not be permanently disabled without the use of *dispel magic*, or other similar spell. The DC in each case is 34.

Anti-magic Fields: Many areas are protected against magic itself. When a creature enters these areas the following effects occur: magic of any form may not be cast, ongoing magic spells are disrupted, and weapons, armor, and other magic items temporarily lose their magical enhancements. Upon exiting these areas, any magical enhancements are returned to magic items, though spells must be recast in order to regain their effects.

The only time this anti-magic fails is when an artifact or relic passes within these areas. When this happens, an enormous magical surge sweeps through the area causing 3d12 points of damage to any creatures failing a reflex save (DC 15, save for ½ damage). Following the surge, there is a 50% chance that the artifact will not work properly for 1d6 hours. Artifacts not affected function normally, even within this area.

Anti-magic fields may be detected from the outside through the use of *detect magic* and may be identified with *analyze dweomer*. These effects may be temporarily interrupted through the use of *dispel magic*, or other similar spell. The effective caster level in each case is 20.

A rogue or rafter (only) may use the Search skill to find these areas and temporarily interrupt the effect, though they may not be permanently disabled. The DC is 34.

Magic Amplified Zones: Areas where magic is amplified are also present. When these are encountered, creatures may cast spells at their normal level + 1d4. This does not grant creatures additional spells that they would not normally have access to. This effect disappears immediately upon the creature's exit from this area, and may not be interrupted, but it may be detected through the use of *detect magic* and may be identified with *analyze dweomer*.

A rogue or rafter (only) may use the Search skill to find these areas and temporarily interrupt the effect, though they may not be permanently disabled without the use of *dispel magic*, or other similar spell. The DC in each case is 30.

Fear Zones: Creatures may find themselves in intense fear zones. These areas cause the same effect as the *fear* spell as though cast by a 15th level wizard and may cover any sized area.

A rogue or rafter (only) may use the Search skill to find these areas and temporarily interrupt the effect, though they may not be permanently disabled without the use of *dispel magic*, or other similar spell. The DC in each case is 30.

Monster Lures: Sometimes these divert creatures of a specific type from an area, while in other cases functions as a trap so that invading creatures may be directed to a particular area. Similar magic may repel any creatures that have an intelligence score beneath a certain score (usually 6). This functions as the spell *suggestion*, however it may lead creatures to a dangerous area. Targeted creatures are allowed a Will save (DC 20) to resist the lure.

A rogue or rafter (only) may use the Search skill to find these areas and temporarily interrupt the effect, though they may not be permanently disabled without the use of *dispel magic*, or other similar spell. The DC in each case is 35.

Gravitational Anomalies

Some places in the maze are marked by strange gravitational effects. The cause of these gravitational anomalies is unknown, though many believe them to be a separate phenomenon from the standard effects caused by the magical long-term effects colliding in this region. Some have put forth the explanation that these areas were originally designed this way, and were used as traps to keep unwanted people out of secure areas. Others suggest that these could be areas where palethian have died.

Proper precautions to avoid damage include roping themselves to a fixed object, roping to other creatures, wearing a ring of *feather fall*, and employing the use of other magic that lessens or negates the effects of falling. Creatures that do find themselves falling take normal damage, as explained in Chapter 4 of the DMG. Gravitational anomalies may not be detected, and the effects cannot be interrupted. The expanded rafter class contained within this book has additional abilities that allow them to more easily detect and react to the presence of gravitational anomalies.

Reverse Gravity: This functions the same as the spell of the same name. Because of the unpredictable and strange magical properties in the maze, reverse gravity in a large area may only extend upwards only a certain number of feet. When this happens, the creature caught in the effect will fall upward the specified distance, decelerate the number of feet equal to the original distance of the initial reverse gravity (taking minor damage if anything solid is encountered), and then fall back into the reverse gravity area. This causes a "bobbing" effect that lasts for 1 minute for every 10 ft. of the original reverse gravity field. Ultimately the creature stops, levels out, and is suspended in midair where the normal gravity and the reverse gravity meet.

Sideways Gravity: This functions the same as the spell *reverse gravity*, except that the pull of gravity shifts forward, backwards, left, or right rather than straight up. Unless specified otherwise, the gravity has the normal pull. Often times this effect will pull creatures down a long hallway, or into a large room, with the wall at the far end being the "bottom" of the affected area. In such cases, a creature falling takes normal damage from the fall.

Awkward angle gravity: This functions the same as the spell *reverse gravity*, except that the pull of gravity pulls creatures at an angle rather than straight up. Unless specified otherwise, the gravity has the normal pull. Often times this will pull creatures toward the corner of a room, or may focus on a trap or a chute that will deposit the creature in a different area or room. Ordinary falling damage may result in these areas, although the awkward angle of the gravitational pull often times leaves fixed objects in the path that victims can cling to when falling.

Increased Gravity: The pull of gravity is stronger in these areas than it ordinarily would be. For every half G increase, the die used to determine damage is increased by one. In addition to this, attacking, defending, and movement become more difficult. Use the following chart to determine the effects of increased gravity:

G Force	Damage Die (per 10 ft.)	Attack/AC modifier	Move Reduction*
1	1d6	-	-
1.5	1d8	-1	2 ft.
2	1d10	-2	5 ft.
2.5	2d6	-3	7 ft.
3	2d8	-4	10 ft.
3.5	3d6	-5	13 ft.
4	2d10	-6	15 ft.
4.5	2d12	-7	18 ft.
5	3d10	-8	20 ft.

* A creature never moves less than 5 ft. per round.

Decreased Gravity: The pull of gravity is weaker in these areas than it ordinarily would be. In decreased gravity areas, the damage dice is decreased. For every increment of G decrease, the die used to determine damage is decreased and the length one must fall to sustain damage is increased. Use the following chart to determine the effects of decreased gravity:

G Force	Damage Die	Attack/AC modifier	Move Increase
.5	1d4 (per 20 ft.)	+1	+ 5 ft.
.25	1d3 (per 30 ft.)	-2	+10 ft.
0	-	-2	-10 ft.

Time Anomalies

In some areas the very flow of time itself can be altered or distorted. These areas fall into the categories of phantom time zones and time flow anomalies. Time anomalies may not be dispelled or interrupted.

Phantom Time Zones: Because of the age of the city, there are phantom time zones; ghosts of ancient civilizations. Entering these zones takes one back to the ghost of a past era, where creatures can explore and interact with the people that lived at that place and time. Changing the present by altering the past is impossible as these are simply reflections, but information gathering is possible.

Creatures enter these areas via portals. Leaving these areas can be difficult. In some cases the same portal that allows the creature to leave a ghost time pocket is located in exactly the same place on the other side, whereas in other cases, the return portal may be some distance away. There is however, always a portal that allows creatures to return to their own time within the surrounding area. This portal remains in place for as long as the creature remains at this point in time, and as long as the original time anomaly stays in place. A time anomaly cannot disappear, trapping a creature in the anomaly. In some cases, time anomalies are permanent; whereas in other cases they disappear the moment a creature has entered it.

Anything taken out of the zone ages immediately and crumbles to dust unless it is of a very durable nature. Paper and leather items are the most likely to disintegrate immediately while items made of wood, stone, or ceramics tend to fare better. Anything living that is brought through is immediately aged the number of years equal

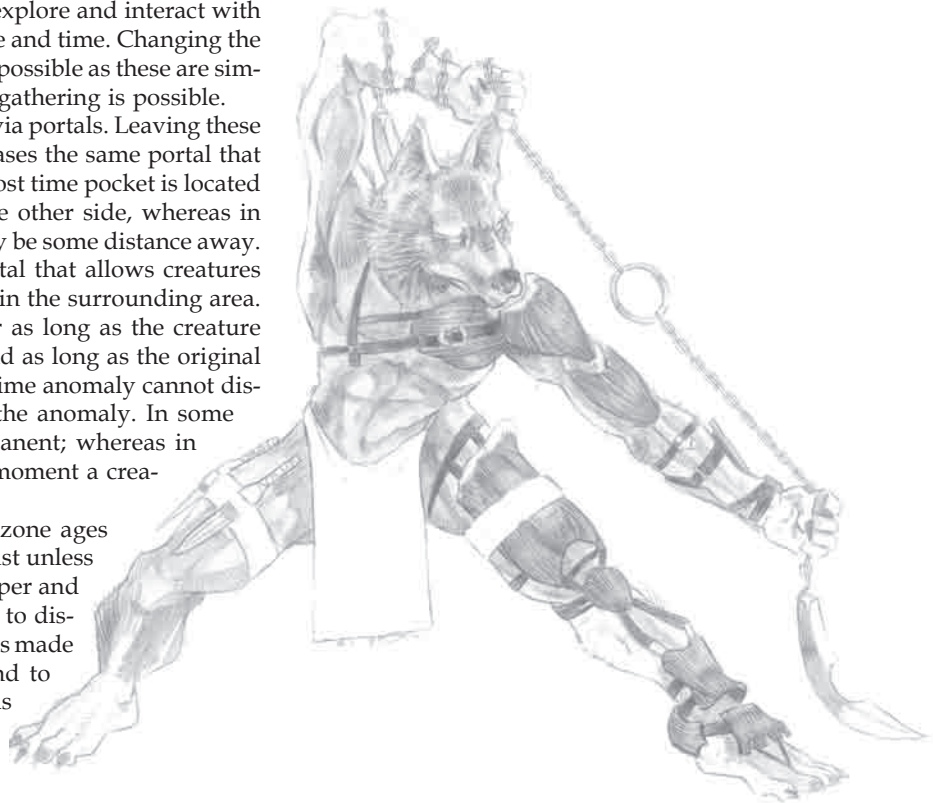
to the time distortion, leaving all but the most long-lived creatures little more than a shriveled corpse.

Time anomalies are easy to detect. They are usually open doorways, mirrors, or sometimes two dimensional distortions that seem to cut through an area. A creature looking into a portal to a ghost time period sees what is on the other side, though the image appears in black and white. When the creature crosses over to the ghost time, colors become normal for that period, though these are often more vibrant than they are in the present day because the paint or materials are newer.

Time Flow Anomalies: There pockets of space where time flows differently; either faster or slower. Ancient objects may be preserved in areas where the time is slower; however, the creature may find that the world has changed a great deal when they emerge from one of these zones. Fast time pockets allow actions to occur instantaneously, allowing creatures to undergo a long grueling challenge and then emerge a moment later.

The rate of time that passes varies depending on the specifics of the area that has been opened. In slowed areas, one minute in the time anomaly may equal five minutes, an hour, a day or even a year in the outside world. The same holds true for faster areas as well. The rates may be arbitrarily set, and may even fluctuate while the creature is inside.

Regardless of the rate of flow, the laws of physics remain constant. A creature dropping an item in a fast time pocket does not see items drop slower than they otherwise would. All functions of time, speed, and effects function as though time is flowing normally. The only difference that can be perceived is the amount of time that has passed in the outside world when leaving these areas.



Chapter 2: People and Powers

The lost areas of Penance are home to many creatures that have unique features not seen elsewhere in the city or in the rest of the Forge. Creatures and beings that have made their lives below ground or in the ruined areas have in many cases benefited from the highly magical nature of the Forge, evolving in ways that aid their survival here.

Among these variations are several new races, including the nkoll and the scar. Also provided are new prestige classes, such as the expanded Rafter class and the Spellwarden, new gifts, numerous new prestige races, and a new racial template for species that have evolved in the undercity.

New PC Races

While the Forge contains an enormous number of races that have been pulled in from other worlds, some of them can only be found if one goes looking for them. Often the races unique to the ruins usually only accept the company of others of their species, are extremely reclusive, or are so hostile that they are driven out of any civilized areas that they attempt to enter.

While these races aren't generally found among the regular population of the Forge, exceptions can and do occur. Every member of every race, with only a few exceptions, is a unique individual. They may leave their people because of new friends they have made, because they don't believe in their society's ideals, or because they wish to live a life of exploration.

The Nkoll

The nkoll are an aggressive and charismatic snakelike species that have tentacles for limbs. They reproduce rapidly, often overrunning large areas with their spawn. They come from a world called Kasara, where they had risen to a position of dominance over all other species. Though they have a natural aptitude for martial fighting, they prefer to avoid combat whenever possible. Instead they are adept at charming monsters and converting them into their protectors and soldiers.

Type: Humanoid (reptilian)

Personality: Nkoll believe that they are the superior species, and cannot tolerate civilized Penance where the "infidels" walk in open defiance against them. They are haughty, quick to anger, and they hold grudges against anyone that they perceive to have wronged them. Few individuals of this species break with this philosophy, and the ones that decide to follow a different set of values are

severely reprimanded and must undergo years of intensive sessions with nkoll priests who try to reeducate them. Those that leave nkoll settlements without first being given permission from the high priests are usually hunted down and killed.

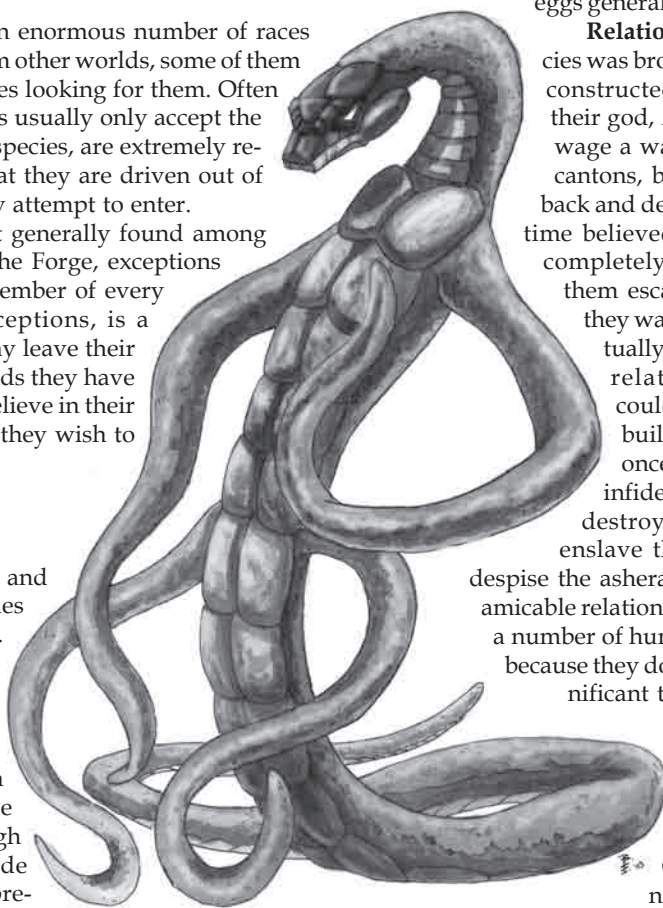
Physical Description: Nkoll are reptiles, and have the bodies of large snakes, on average twelve feet long. About two feet below the head, however, a nkoll has four tentacles each of which are about ten feet long and are strikingly snakelike in their own appearance. Unlike snakes though, nkoll posture is normally upright, with their heads about four feet off the ground and their tails trailing out behind them, pushing them forward. Nkolls do not have opposable thumbs, but do have opposable tentacles; a nkoll can wield a normal weapon or device, but it must use two tentacles in the place of one arm. Though a nkoll can naturally attack with four tentacles at once, it can only attack with two weapons at a time.

Like snakes, nkolls are reptiles, and reproduce sexually, the female laying one egg a month. Nkoll eggs generally take six months to hatch.

Relations: Shortly after their species was brought to the Forge, the nkoll constructed an enormous temple to their god, Akaya. They then began to wage a war against the surrounding cantons, but were eventually beaten back and destroyed. Most beings at the time believed that the nkoll had been completely wiped out, but a few of them escaped into the maze where they wandered for a time and eventually found a large area that was relatively quiet where they could begin recovering and rebuilding. It is their intention to once again rise up against the infidels above so that they may destroy the ones that resist, and enslave the rest. They particularly despise the asherake, though they have had amicable relations with the faust. Nkoll keep a number of human, picker and frey slaves because they don't consider them to be significant threats.

Nkoll Holdings: The nkoll have one enormous bloodhold called Sarissar located beneath the lost city 10 miles east of The Golden Shore. They almost never venture to the surface, and aside from repelling unwanted incursions into their holdings, and gathering food, they rarely interact with non-nkoll.

Religion: The focus of the nkoll lifestyle is their worship of the god Akaya, an enormous serpent many miles long. Akaya teaches that the nkoll must rise up and conquer all who would stand against them. In return for conquering the world, they will be rewarded upon their death, at which time they will be able to acquire anything or fulfill any desire they may have.



Aside from the simple directive to conquer, Akaya is a cold and uncaring god. It is said that any nkoll that doesn't sufficiently please Akaya through his or her conquests will be summarily eaten upon arrival in the afterlife. Those that please Akaya will be ignored.

Images of snakes, tentacles, and the skulls or other mutilated body parts of their enemies are common decorations in nkoll temples. Services take place every second day, and attendance is mandatory. Illness is not an excuse for a nkoll not to attend service since the priests demand the right to heal the faithful or summarily end their existence if they cannot be healed.

The most sacred item in nkoll religion is the pool of Akaya; a fountain that slowly circulates small amounts of Akaya's blood, taken from the snake-god's home plane, with fetid water from the surrounding area. Any creature that wades into the pool is immediately and painfully transformed into an aberration. The first pool of Akaya was built in the nkoll's first temple on the surface and was recently rediscovered (see *Waters of Akaya*, which is a free download from www.bastionpress.com).

Since moving into the maze, the nkoll have constructed a new pool of Akaya, and they use it to create hideous monsters to defend their territory.

Language: The nkoll have their own language, but make a point of never teaching it to another race. It is a sacred code to them. Outsiders who know the nkoll tongue are always punished by death. The nkoll language is a slithery sounding tongue, with a complex pictographic alphabet, each character representing a single syllable. There are thousands of different characters in the alphabet. It is rumored that the nkoll tongue has a few secret syllables (and hence characters) that are only known by the god Akaya, and if spoken (or read), can cause one to go insane.

Names: Nkoll names are generally short with few vowels. They are particularly fond of S's, R's and T's. Normally, the nkoll only share their family name with those outside of the church. In the rare instances that they choose to interact with outsiders, they never give their first names, and sometimes withhold even their family name. Nkoll families correspond to a single character in the alphabet; supposedly when Akaya created the nkoll, he created a male and female for each piece of his language. Over the years, many families have become more numerous than others, and some characters are now unrepresented altogether.

Male Names: Ss'rtal, R'k'til, K's'tan'il, Mess'k'ta

Female Names: Kr'stim, Rass'al, K'm'ral, Ss'kall'a

Family Names: Lath, Krall, Sselln, Taa.

Adventurers: The only adventuring nkoll are ones that are on some sort of holy quest, or ones that have turned their backs on their own kind and survived their escape. Those that do escape their society are almost never foolish enough to try to come back. Those that do return must come with an army or be sacrificed to Akaya. Those few that seek out the company of other races tend to be complete opposites from the common nkoll, having a gentle and compassionate nature and the will to help others. They have turned completely away from the worship of Akaya, and often try to warn the Bloodlords aboveground about the growing threat the nkoll pose to their holdings.

Nkoll Racial Traits

- Nkoll gain +2 to Dexterity, +2 to Charisma, and -2 to Wisdom.
- Nkoll have a natural armor class bonus of +2.
- Nkoll are medium sized and have a movement rate of 30 ft.
- Nkoll have a level adjustment of +3. Refer to the Powerful Races as PC's sidebar from *Oathbound: Domains of the Forge* for more information.
- Nkoll have a +3 racial bonus to Escape Artist, Hide, and Move Silently. They also receive a +4 bonus to all Balance, Spot, and Listen checks.
- Nkoll have natural weaponry: They have 4 tentacles, each with a 10 ft. reach and capable of doing 1d6 points of damage, plus a poisonous bite that does 1d4 points of damage. The save DC vs. this poison is equal to the nkoll's Con score. Nkoll poison does 1d4 points of initial Constitution damage, and an additional 1d6 points of secondary Constitution damage 1d4 hours later.
- *Darkvision (Ex):* The nkoll can see in total darkness, out to 60 feet. Darkvision is black-and-white only, but is otherwise like normal sight.
- *Constrict (Ex):* A nkoll can crush its opponent after making a successful Improved Grab check. The amount of damage inflicted is 1d8 + Strength bonus.
- *Improved Grab (Ex):* If a nkoll hits an opponent of the nkoll's size category or smaller with at least three of its natural attacks in a single round, it deals normal damage, plus it can attempt to start a grapple as a free action without provoking attacks of opportunity.
- When a nkoll gets a hold after an improved grab attack, it pulls the opponent into its space. This act does not provoke attacks of opportunity. With a successful hold, it may either constrict the opponent (see above) or simply use two of its tentacles to hold the opponent while it deals with other threats. If it chooses to do the latter, it takes a -4 penalty on grapple checks but is not considered grappled itself; the nkoll does not lose its Dexterity bonus to AC, still threatens an area, and can use its remaining attacks against other opponents. It can even move (possibly carrying away the opponent), provided it can drag the opponent's weight.
- Automatic Languages: Nkoll. Bonus Languages: select from Chromithian, Common, Dover, Drow, Elvish, Faust, Hovara, Nightling, Picker, Undercommon, and Valco.
- Due to their unusual physical characteristics, a nkoll has a unique set of magic item "slots." A nkoll may wear 1 helm, 1 pair of lenses, 1 cloak, 1 piece of jewelry, 1 suit of armor, 1 robe, 1 shirt, 2 pairs of bracers, 4 rings, and 1 belt. A nkoll cannot wear gloves or boots.

- A nkoll generally does not wear armor; if it does, it must be specially made (4 times ordinary price). Since nkolls are snakes, only flexible armor types (i.e. leather, chainmail, padded, etc...) are allowed.
- Nkolls reach adulthood at age 14, and begin middle age after 30 years. They are considered old at 45 years, and venerable at 60. Few live longer than 80 years.
- Favored Class: Sorcerer. A multiclass nkoll's sorcerer class does not count when determining whether he suffers an XP penalty for multiclassing. Nkolls are lazy creatures obsessed with power, and the way of the sorcerer is the most natural to them.

The Scar

Dwelling in the far and dusty corners of the great City of Penance are a strange and most unlikely race. These people, the scar as they are called, have the outward appearance of human lepers, yet they are not ill, in fact their bodies are quite strong and healthy, it is merely their skin which is disfigured. The scar are hosts to a symbiotic parasite which lives in their skin and which is necessary to their survival. Unfortunately, as a side affect of the parasite, thick welts, scars, blotches, and lumps appear on the skin of the scar, above where the parasites feed. Scars are surface dwellers, and crave sunlight to survive, yet find it difficult to fit into Penance society, even given the variety of species in the city. Therefore most of the scar have settled in what is called the wrack, the abandoned and ruined regions of the city. Most scar dwell on the fringes of common society – far enough away to live alone, yet close enough to be able to walk masked into town upon occasion and purchase supplies.

Type: Humanoid (Human)

Personality: Most scar are exceedingly shy, and feel uncomfortable outside of the company of their own kind. Scar are very self-conscious about their appearance, and greatly fear the gawks, stares, gasps, and other humiliating actions that accompany their presence amongst the general public. A scar's consciousness is an odd and constant mixture of fear and shame. Despite their apparent perspective on things, scar are very much enamored of beauty and are extremely susceptible to the presence of a finely featured face. Many handsome people have made the mistake of showing affection towards a scar, reaping the immediate rewards of gaining a dedicated and enthusiastic thrall who waits upon their every command, yet courting disaster, as inevitably the scar is eventually rejected for a more aesthetically pleasing mate and the strong natural jealousy of the scar comes out in its full fury.

Amongst their own kind, scar are much more even tempered, and a strong feeling of community is shared. Most scar do not find each other's physical appearance pleasing, and most relationships are based more around companionship than attraction. Scar see their existence as somewhat of a curse and a burden, and they bond together to help their brethren in their plight. Scar's rarely believe in the promise of a better world in the hereafter, but more of a better future ages down the road. They see their current existence as somewhat of a waiting game, their spirits passing from body to body until history once again favors their kind. The average scar is outwardly quite humble, yet inwardly, bristles with great pride.

Scar generally go about masked and covered in loose robes in order to hide their disfigurements, even when they live alone. It seems that even a scar prefers not to look at himself. There are isolated individuals and even some rare communities that view the scar's blemishes with pride and lust, but these are not the norm. If a scar does find another of his kind attractive, it is usually because of

the unique scar patterns wrought upon her face or body, not simply because of the disfigurement in general.

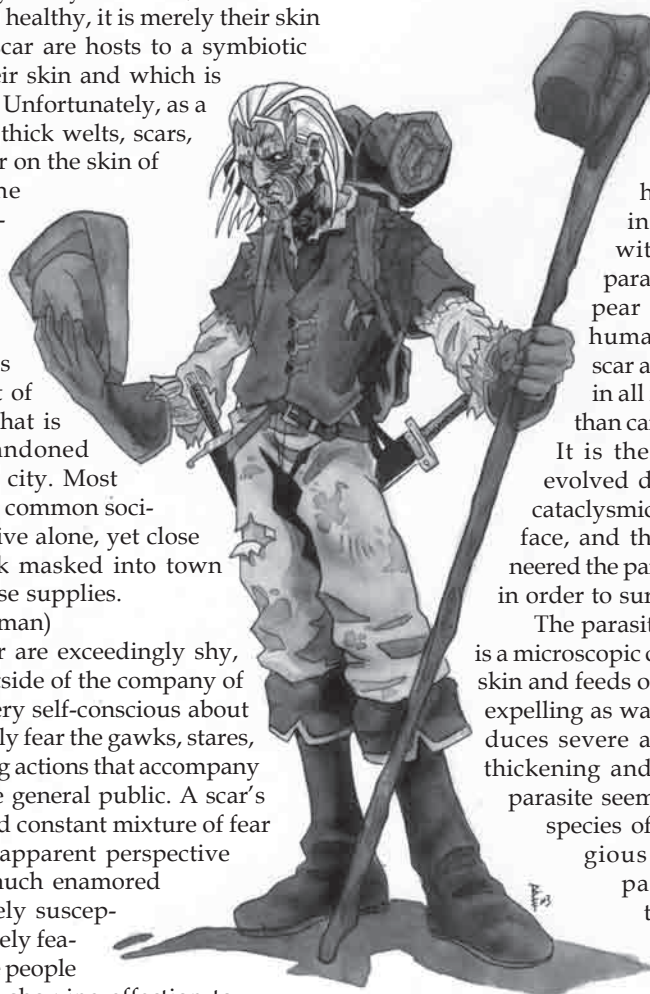
Physical Description:

The scar are very similar to humans in overall appearance; in fact if they are ever raised without the influence of their parasites, they grow into what appear to be very beautiful albino humans. However, in this state, scar are extremely sensitive to light in all forms, and anything stronger than candlelight burns them terribly.

It is theorized that scar originally evolved deep underground, but some cataclysmic event forced them to the surface, and that the race genetically engineered the parasite that preserves their skin in order to survive.

The parasite itself is quite interesting. It is a microscopic creature that lives beneath the skin and feeds off of the bacteria found there, expelling as waste a toxic chemical that produces severe allergic reaction, and causes thickening and distortion of the skin. The parasite seems unable to survive in other species of creatures, and is not contagious except between scar. The parasites can be transmitted through the exchange of blood, or most commonly, through the umbilical cord to an unborn child.

If infected, a scar not born with the parasite experiences extreme pain and discomfort for the first few weeks of exposure, but after that, the nerves become dulled to the pain, and no notice is taken of the invader. Scar parasites are difficult to get rid of; they are not removed by *cure disease*, *remove curse*, or similar spells, as they are a natural part of the body's functions, much like the bacteria



that dwell in a human's lower intestine. A *limited wish* spell or similar magic will do the job, but natural alternatives are much cheaper. Arris, an herbal toxin found in Wildwood kills off the parasites in three oral doses. Once a scar has reached adulthood however, the changes to her skin are permanent, and removing her parasites produces no visible change, with the exception that the parasites are not automatically passed to her children. Scar without the parasite are not immune to diseases as their brethren are however.

An adult scar with the parasite is human in shape and function, but has a hideously ugly and distorted appearance. Its skin is a thick mass of scar tissue, generally with scars raised upon scars raised upon scars with no patch of skin left undistorted. The color of their skin is typically the bright scarlet of a laceration, with a wide variety of distorted hues mixed in collections of blotches, bruises, liver spots, boils, and hives. Scars have no body or facial hair at all, but thick snow-white locks grow upon their heads. Their eyes are pale white with pink irises that darken to blood red in the presence of the parasites.

Because of the great discomfort that the parasites cause, scar are adapted to living with constant pain, and their bodies have become relatively numb. Scar can still feel sensation, and enjoy pleasurable contact, but pain, except in its extremes, does not bother them at all. Torture, for example, is not particularly effective on a scar, and they are well suited to heavy labor.

Relations: Scar do their best to avoid society and other races. Normal humans and even most non-human races regard them with disgust and trepidation. There are endless myths and rumors about the scars' condition, most either describing it as deadly or wildly contagious, and usually both. Most scar sequester themselves in the ruined areas of the city, and never enter the civilized zones at all. Only a few scar walk among the general public, and these almost always are masked and fully clothed. Most scar in civilized lands are there on errands, purchasing goods to bring back to their colonies in the wrack. Few if any live amongst the common people, and those that do rarely find acceptance and peace there.

Scar Lands: Scar seeds arrive from a variety of desert worlds, lightly populated, sparse in vegetation, and burned harshly by their suns. Most come from nomadic cultures, peoples that wander the deserts in pursuit of food and precious water. Scar mythology tells tales of brighter days passed, when their civilization was much more advanced and settled; this probably explains why the scar almost all invariably choose to settle in the great city instead of the harsh deserts of Arena or the empty wilds of Penance. Currently the scar dwell in isolated pockets in the lost city upon the fringes of more populous areas. The scar rarely build up their areas, but live within the ruins as if they were natural caverns or woods. Most scar settlements make efforts to make their home look empty and abandoned from the outside, so that no one can tell they are there. this is largely a defense mechanism to protect themselves from the slavers or predators of the city, but also serves to keep gawkers away. In a few places, the scar have gathered enough of their numbers together so that one of them claims the title of Bloodlord, but this title is kept silent as well, much for the same reasons.

Religion: Most scar have been settled in Penance long enough that their religions are little different than those of the other inhabitants here. Overall, scar religions vary greatly, but individual settlements are usually fairly unified in belief.

Scar seeds, if religious, usually have a loosely monotheistic faith. The details vary from world to world, and culture to culture, but their basic theory is that the scar were created by a powerful god of darkness and once lived gloriously in her presence. However, one of the goddess' children broke her commandments and created light. The child was cast out of the scar lands and ended up creating his own lands and followers. Ages of conflict ensued, and the dark goddess was eventually destroyed by the light. Her people, the scar fell to the enemy, and were forced into eternal slavery in a land of perpetual brightness. Most sects await the coming of a messianic figure that is supposed to quench the light of the world and lead the scar into a new age of godless freedom.

Some scar know of the land of Eclipse, and all, of course, know of the undercity, but those that have been exposed to the parasite are no longer adapted to life in the darkness, and do not attempt to return there. A few isolated scar have created colonies of uninfected children in the maze, but many end up contracting the parasite eventually, and are forced back above ground. There has developed a fairly sizable population of unexposed scar in the land of Eclipse, and sometimes rich scar ship their newborn children there to live the promised life of beauty and freedom.

Language: Scar have human voices, and in Penance they have chosen to speak the common tongue. Variances do occur, and a number of scar have foreign sounding accents. About two thirds of all scar seeds speak a strange tongue, but because of the variances between worlds, there is no one language that can be called Scar. All seeds learn common upon arrival if they did not know it already.

Names: Scar naming methods are essentially the same as those of humans, except that since scar families are more matriarchal, they take their mother's clan name instead of their father's. Scar names can vary greatly, but a few of the most common are listed below.

Male Names: Alvar, Asakas, Jari, Mikko, Paavo

Female Names: Jukka, Kaija, Marja, Reima, Tuula

Clan Names: Emestari, Makela, Salonen, Sikivi, Viren

Adventurers: Scars are natural adventurers, as they are used to living somewhat outside the norms of typical society. Most scars develop roguish talents, as the skills they learn in order to hide their presence and disguise their ugliness from outsiders lend well to stealth and espionage. Scars also make excellent warriors, as they have a high tolerance for pain. Scars are flexible however, and can learn nearly any art, excepting those requiring great personal magnetism.

Scar Racial Traits

- Scar gain a +2 to Constitution and suffer a -2 to Charisma.
- Scar have no level adjustment.
- Scar are medium size, and thus gain no bonus or penalty to AC or to attack rolls. A scar has a base speed of 30.

- Scar receive a +2 racial bonus to all Fortitude saving throws, as they have thick skin and feel little pain.
- The above +2 saving throw bonus also applies to any Will saves made due to pain, such as with torture.
- Scar are immune to all non-magical types of disease as long as their parasites remain alive. Scar also receive an additional +2 racial bonus to all saving throws vs. magical disease.
- Scar also get a +4 racial bonus to Concentration checks, as they are little affected by physical pain.
- Scar have *Fire Resistance* 5.
- Scar in their natural state receive a -10 penalty when attempting to influence the attitude of an NPC. When masked or disguised, this is reduced to a -5. Magical forms of disguise eliminate this penalty altogether.
- Scars raised without their parasite receive none of the above modifiers. Instead they have a +2 to Charisma, *darkvision* 60 ft, and take 1 hp of damage for every minute in which they are exposed to bright light.
- Automatic Languages: Common. Bonus Languages: select from Chromithian, Dover, Elvish, Faust, Hovara, Nightling, Picker, and Valco.
- Scars reach adulthood at age 15, and begin middle age after 35 years. They are considered old at 53 years, and venerable at 70. Few live longer than 110 years.
- Favored Class: Rogue. A multiclass scar's rogue class does not count when determining whether he suffers an XP penalty for multiclassing. Scar are accustomed to operating on the fringes of society and hiding their identities, and the skills of the rogue come naturally to them.

The Wyrmath

The wyrmath are a sub-race of drow that has been changed through the magic inherent in the Forge. Though the ancestors of the wyrmath were drow, the mutation into this race took place thousands of years ago and the majority of wyrmath currently found are the fifth or sixth generation.

Type: Humanoid (elf)

Personality: The wyrmath are haughty and cruel. They believe that if they had greater numbers they would easily be able to drive the other creatures from the maze and claim it for themselves as their great prize. Eventually they would also drive the other races from the surface of Penance, and leave that area a ruin as a testament to their supremacy.

Physical Description: Occasionally the wyrmath are mistaken for lunars when encountered. Like the drow, the wyrmath have jet-black skin and hair that is usually white, but sometimes contains a hint of another color such as blond, blue, or lavender. The eyes of the wyrmath are multi-faceted, which provides them with the ability to see at close, medium, and far ranges. They have the typical drow build - light, with fine features, though their arms and legs are slightly more flexible and covered in very fine hairs that they use to climb walls.

Relations: The wyrmath associate with ordinary drow, but they consider themselves superior to them physically, mentally, and spiritually, so they prefer to take them as slaves. They associate with other races when necessary, often forming alliances with them if they have something to offer. These alliances are almost always eventually broken, as the allied creatures either betray the wyrmath, lose power, or grow too powerful for their liking.

Wyrmath Holdings: The wyrmath have a bloodhold named Ulderach, which consists of five cantons 5 miles south of the Oasis. The bloodhold is ruled by their matriarch Malcayne Larayth.

Religion: As is common with most drow, the wyrmath worship the spider goddess. Because the wyrmath have taken on many spider-like traits, they consider themselves to be more faithful and closer to the source of their religion than their parent race. This belief has sparked a great deal of ill-will between the them and the drow, although since the wyrmath possess actual holdings while the drow's settlements are limited to small pockets, neither side has chosen to declare a holy war.

Because the wyrmath consider themselves to be naturally closer to their goddess, in practice they are often less devoted than many of their drow cousins. They still conduct ceremonial sacrifices to their goddess, but they often conquer new territory and spread their influence for their own glory as opposed to doing it for the glory of their deity.

As is typical for the drow, wyrmath temples contain numerous depictions of spiders and webs. Each canton within Ulderach contains a massive temple, and each major house is expected to have a family temple. Because of their more relaxed practice of faith however, the temples are often far from full during times of worship, and more often than not, the public ones are used as neutral territory where the different families can gather to build alliances or discuss differences without the fear of the violent conflicts that often occur at other venues.

Language: Wyrmath language has not evolved enough to be considered different from drow. Drow do say that the wyrmath have a distinct accent though. In addition to their own language, wyrmath often learn the languages of their enemies and slaves.

Names: Wyrmath names are the same as drow names.

Adventurers: Wyrmath leave their bloodhold mainly for one of two reasons. They have either done something to offend Malcayne Larayth, or they do not hold with the sinister ideals of the wyrmath and seek a better life elsewhere. The former is a much more common cause than the latter. Even so, Malcayne Larayth is more willing to pardon individuals under her control than many drow are because of the required numbers of followers that must be in her territory for it to be considered a bloodhold. Because of this, it is far more common to encounter a war party of Wyrmath than it is to encounter a wyrmath adventurer.

Wyrmath Traits

- +2 to Dexterity, +1 to Intelligence, -1 to Constitution. Wyrmath are as nimble as drow, but are slightly healthier and slightly less intelligent.

- Wyrgith are medium-size. Their base speed is 30 ft., climb 20 ft.
- Spell resistance equal to 11 + character level.
- Immune to *sleep* spells and effects.
- +2 racial bonus on Will saves against spells and spell-like abilities.
- Wyrgith do not sleep or dream. Instead they meditate in a deep trance for 4 hours a day. A wyrgith resting in this fashion gains the same benefits a human does by sleeping for 8 hours.
- *Poison (Ex)*: Wyrgith have sharp fangs that can deliver a neurotoxin to their enemies. In lieu of one of their typical attacks, the wyrgith can attempt to bite a single foe. The wyrgith delivers this as an unarmed attack. If successful, the victim must make a Fort save (DC 10 + the wyrgith's character level) or become paralyzed 1d4 rounds later for 6d10 minutes. Once a successful poison attack has been delivered, the wyrgith must wait 10 rounds for its body to produce more poison.
- *Darkvision (Ex)*: Wyrgith can see in non-magical darkness up to a range of 160 ft. This vision is black and white only.
- *Light Blindness (Ex)*: Abrupt exposure to bright light (such as a *lightning bolt* in a dark room), blinds wyrgith for 1 round. When operating in an area of continual bright light (such as a *daylight* spell), wyrgith suffer a -1 circumstance penalty on all attack rolls, saves, and checks.
- *Elven Blood (Ex)*: Wyrgith are considered to be elves for purposes of racially specific abilities and efforts. Wyrgith age as elves do.
- *Spell-like abilities (Sp)*: 1/day – *dancing lights*, *darkness*, and *faerie fire*. These abilities are as the spells cast by a sorcerer of the wyrgith's character level.
- +2 racial bonus on Listen, Search, and Spot checks. Wyrgith that pass within 5 feet of a secret or concealed opening or door are entitled to a Search check as though actively looking for it. In addition, all wyrgith can use the Innuendo skill untrained. Wyrgith climb as though under the effect of *spider climb*, granting them a +8 bonus to all Climb checks.
- *Automatic Languages*: Drow and Undercommon. Bonus languages: Abyssal, Common, Draconic, Dwarven, Elven, Faust, Infernal, Nightling, Nkoll.
- *Favored Class*: Wizard. A multi-classed wyrgith's wizard class does not count when determining whether he suffers an XP penalty for multi-classing. The Wyrgith intellect excels at magical research and study.
- Effective character level (ECL): +3.

New Template: The Lost

The lost are familiar races that have evolved in the undercity over many generations to become native there. This template can be applied to any standard surface dwelling race to better adapt them for life in the maze.

Creating a Lost

"The Lost" is a template that can be added to any creature from the following categories: Aberration, animal, beast, dragon, fey, humanoid, magical beast, monstrous humanoid, outsider, or vermin (referred to hereafter as the "base creature"). The Lost appear very similar to their surface dwelling or ordinary cousins, though they are better adapted to living underground. Most creatures that live in the maze for more than one generation eventually evolve into one of the lost. The lost template can be applied to creatures that normally live underground. It uses all of the base creature's and special abilities, except as noted below:

Hit Dice: Same as base creature

Initiative: Same as base creature

Speed: Same as base creature

AC: +2 dodge bonus. These creatures have developed a keen survival instinct that allows them to anticipate and move out of the way of attacks that target them.

Attacks: Base creature +2 (due to Strength increase)

Damage: Base creature +2 (due to Strength increase)

Face/Reach: Same as base creature

Special Attacks: Destructive Harmonics

Special Qualities: Adapted lungs, Adapted stomach, Darkvision, Scent, Reverberating Harmonics, Protection from Sonics.

Saves: Fort: see below, Ref: insight bonus of +3, Will: unchanged.

Abilities: Same as base creature, except for Strength, which is +4

Skills: Same as base creature, plus racial bonuses to Balance +2, Climb +6, Hide +2, Move Silently +4, Spot +3.

Feats: Same as base creature

Climate/Terrain: Any underground

Organization: Same as base creature

Challenge Rating: Base creature +2

Treasure: Same as base creature

Alignment: Same as base creature

Advancement: Same as base creature

Despite their subterranean upbringing and their fondness for foul food, the Lost are usually social beings that enjoy the company of other intelligent species. When encountered underground, the Lost are often trying to protect their homes from the many threats within the maze. Those encountered on the surface are usually explorers and adventurers.

Combat

Adapted Lungs (Ex): Often forced to breathe stale and fouled air beneath the surface, The Lost gain a +2 bonus

to any Fort saves that are made against gasses, smoke, or other atmospheric hazards.

Adapted stomach (Ex): Underground races are scavengers and hunters. They are often forced to eat carrion in order to survive. The Lost are able to eat many foods that most creatures consider completely unpalatable, and thus receive a +2 Fort bonus against any toxins or poisons that are ingested.

Darkvision (Ex): The Lost can see in total darkness with a range of 60 ft.

Destructive Harmonics (Su): A Lost creature can blast sonic energy in a cone up to 60 feet long. It can tune the harmonics of this destructive power to affect different types of targets. This attack is straining on the creature, and can only be made once per minute.

Flesh: Disrupting tissue and rending bone, this horrible attack deals 4d6 points of damage to all within the cone (Reflex half DC 15).

Nerves: The Lost can focus its harmonics to subdue rather than slay. This attack plays havoc with nerves and sensory systems, dealing 6d6 points of subdual damage to all within the cone (Reflex half DC 15).

Material: The Lost chooses wood, stone, metal, or glass. All objects within the cone made of the attuned material must succeed at a Fortitude save (DC 15) or shatter. Only objects (or portions of objects) that have up to 30 hit points are potentially affected by this attack.

Protection from Sonics (Ex): While they can be affected by loud noises and sonic spells (such as *ghost sound* or *silence*), The Lost are less vulnerable to sound-based attacks (+4 circumstance bonus on all saves) because they can protect their ears.

Reverberating Harmonics (Su): The Lost can use a wall, a ceiling, or even a floor to reflect its Destructive Harmonics attack (except those that would damage the reflecting surface). This attack affects all within 30 feet of The Lost, which is immune to the effects of its own ability.

Scent (Ex): This ability allows The Lost to detect approaching enemies, sniff out hidden foes, and track by sense of smell. Creatures with the scent ability can identify familiar odors just as humans do familiar sights.

The Lost can detect opponents within 30 feet by sense of smell. If the opponent is upwind, the range increases to 60 feet; if downwind, it drops to 15 feet. Strong scents, such as smoke or rotting garbage, can be detected at twice the ranges noted above. Overpowering scents, such as troglodyte stench, can be detected at triple normal range.

When a Lost detects a scent, the exact location is not revealed — only its presence somewhere within range. The Lost can take a move or attack action to note the direction of the scent. If it moves within 5 feet of the source, the Lost can pinpoint that source.

A creature with the scent ability can follow tracks by smell, making a Wisdom check to find or follow a track. The typical DC for a fresh trail is 10 (no matter what kind of surface holds the scent). This DC increases or decreases depending on the strength of the quarry's odor, the number of creatures being tracked, and the age of the trail. For each hour that the trail is cold, the DC increases by 2. The ability otherwise follows the rules for the Track feat. Creatures tracking by scent ignore the effects of surface conditions and poor visibility.

Lost Characters

Characters with The Lost template are native to the Forge, so they are lacking arrival gifts. They were born underground and they have lived their entire lives underground. They seldom venture to the surface because the light is painful to their eyes, but those that do usually have goggles that filter out the painful rays of the sun.

Prestige Classes

The prestige classes that are common among the characters that explore the ruins either grant them additional powers that aid in their survival in these often unkind places, or they grant them an extra measure of power that is respected here. These classes are designed for characters that will spend the majority of their adventuring career on the Forge. Though they may have some special abilities that might be of use in other campaign settings, many of the benefits of these classes are specifically useful to the Forge and the lost areas of Penance in particular.

Characters that take the new expanded rafter prestige class are likely to spend a great deal of the campaign exploring the maze. If his travels only peripherally deal with the maze, then this prestige class might not be the best choice for him. Similarly, the Spellwarden grants the user additional control over the god's magic that pervades the Forge; if the Forge is introduced as a change of pace for a continuing campaign, then the Spellwarden might not be the best choice to advance in since the character would lose all of the special abilities she gained by taking this class upon exiting the Forge.

Career Rafter

Like the standard rafter, the career rafter is a solitary explorer with a sixth sense for picking his way through complex ruins, mazes and catacombs. They are excellent guides and scouts whose skills and knowledge have safely guided groups deep into the unknown. A career rafter has a love of history and discovery and enjoys nothing more than being the first person to set foot in a lost cavern or an ancient tomb. They have a penchant for maps, and take great pleasure in studying, collecting, and crafting them.

What separates the career rafter from the standard rafter is that the career rafter has a complete devotion to their subterranean exploits; they have seen more and lived through it, they have trained ordinary rafters, and they fully intend to stick to the path of the rafter for the entirety of their adventuring lives.

Career rafters usually have a reputation that surpasses the standard rafter, and they command the highest prices for leading expeditions into the maze. Unlike standard rafters, they are usually not looked down upon as lower class members of society since most of them manage to acquire a great deal of wealth and fame. Career rafters that survive to a ripe old age usually can afford to retire to enormous mansions or serve in the courts of Bloodlords throughout Penance.

Hit Die: d8

Table 2.1: Career Rafter

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Special
11th	+8	+3	+7	+7	Detect Time Distortion
12th	+9	+4	+8	+8	Repair Structural Integrity
13th	+9	+4	+8	+8	Detect Gravitational anomalies; Stop Fall
14th	+10	+4	+9	+9	Detect Magical Field
15th	+11	+5	+9	+9	Maze Lore

Requirements

The character must be a 10th level rafter.

Class Skills: The career rafter's class skills are the same as those of a base rafter, with the addition of Diplomacy (Cha).

Skill Points at Each Level: 6 + Int modifier

Class Features

The following are class features of the career rafter prestige class.

Weapon and Armor Proficiency: Career rafters are proficient with all simple and martial weapons. Rafters are proficient with light armor but not with shields.

Detect Time Distortion (Su): The career rafter is able to detect a faint chill or an old musty smell carried in the air that suggests a time distortion is nearby. If the career rafter passes within 50 ft. of a time distortion portal (see Chapter 1), the career rafter is entitled to a Search check (DC 25) to detect it and determine the proper path to the time distortion portal.

Repair Structural Integrity (Ex): The career rafter has learned not just how to detect failing structures, but how to repair them when encountered. They often carry small amounts of water and bonding agents with them so that they can quickly scrape together crumbled mortar, rock, and other materials, and patch holes, which allows for a more safe expedition into an area. If the career rafter judges a structure's integrity to be poor, he can buy 1d100x 10 hours of safety by repairing the structure. Repairing structural integrity requires 1d10 hours of work per 1000 ft. section being fixed. This ability can be used once per structure per day. The base DC for the check is 15 (Disable Device), and the DC is modified by the following factors:

Condition	DC Mod.
Structure's supports are visible	-3
Structure is made of metal	+3
Structure is made of stone	+0
Structure is made of earth	+2
Structure is made of glass, crystal, or other exotic material	+4
Damage was deliberately disguised	+5

Detect Gravitational Anomalies (Ex): Through experience and survival, the career rafter is able to detect nearby gravitational anomalies (see Chapter 1). If the career rafter passes within 50 ft. of a gravitational anomaly,

he is entitled to a Search check (DC 20) to discover the presence and determine the direction of pull of the gravity.

Stop Fall (Ex): If the career rafter has taken a misstep, or a spell has caused him to materialize into nothing but empty air, the rafter can use this ability to stop his fall before reaching the bottom, avoiding any damage associated with the fall. This is done through the use of quickly thrown grappling hooks, or grabbing onto an object protruding out into the path of the fall. Make a Reflex save (or substitute the Tumble skill); the base DC is 15, which is modified by the following factors:

Condition	DC Adj.
Slippery area	+4
Dry rock	-1
Numerous outcroppings	-2
Numerous handholds nearby	-2
No handholds nearby	+5

Detect Magical Field (Su): Through experience and survival, the career rafter is able to detect nearby magical fields (see Chapter 1). If the career rafter passes within 50



ft. of a magical field, the career rafter is entitled to a Search check (DC 20) to discover the presence and determine the nature of the hazard.

Maze Lore (Ex): The career rafter has been around the maze for such a long time that he has literally become a walking library of underground lore and can recall specific information from memory. The knowledge he possesses is either due to the stories he has heard from other rafters, from first hand experience, or from books that he has read in the library. He is able to recall maps, remember secrets, or know where to start tracking down forgotten lore. The rafter is able to use his Knowledge(arcana) or Knowledge(history) skills to recall some kind of relevant information. This type of search takes 4 minutes of concentration per skill check. The base DC for such a check is 10, and is modified by the following:

Situation	DC
Information sought is recent (less than a year old)	-5
Information is no longer known by any living being	+5
Information has been suppressed	+10
Information is old (per 100 years, up to 1,000)	+1
Information is old (per 1000 years, up to 10,000)	+1
Information is old (per 10,000 years)	+1

The possibility of success at a remember check supposes that the career rafter has been exposed to the information that is sought. A GM who wants to keep something a secret may simply say that it is not known, or he may provide misleading or incomplete information, with the knowledge originally gained through rumors or unreliable accounts.

Channeling

There is a special form of magic unique to the Forge, known as channeling. Channeling was first introduced in *Plains of Penance*. This section is a summary of the explanation given in that book.

Channeling is the act of focusing the untapped divine power of the Forge into a specific purpose. Unlike clerics who act as proxies for their god's magic, channelers directly wield the power of a true god. The most notable effect of this difference is that channeling deals with supernatural power, and spell resistance is ineffective against it. Unfortunately, channeling only functions on the Forge, due to the very special divine conditions found here. Channelers who leave the plane of the Forge lose all ability to use their magic, although it is always possible that there are some rare worlds out there with an equivalent force to tap into.

Since mortals are not gods however, they must specialize in what they can do with this power. Each path possible with channeling is represented by a different class, which must be taken as one learns the skills involved. Two channeling classes were presented in *Plains of Penance*. A third is presented here, the Spellwarden. Though each path of channeling is different, all channelers share a few key concepts:

Power Points: A channelers does not have to memorize spells like a wizard does, nor is he limited, like a sorcerer, to a fixed number of each power he possesses. A channelers power is limited only by his physical and

mental endurance. This endurance is measured in power points. A channelers power points are equal to his Con bonus times his total level in all channeling classes. A 5th level spellwarden with a 17 Con would have 15 available power points. Each magical effect a channelers casts costs him a certain number of power points. Power points can only be restored by rest. A full 12 hours of peaceful rest (which does not need to be continuous), fully restores a channelers points. Fractions of points cannot be restored.

When a channelers runs out of power points, he can still channel effects, but he takes mental or physical damage each time he does so, depending on his exact class; spellwardens take 1d8 points of damage for every overmaxed power point. Overmaxed power points do not count against a channelers total after he has rested. A channelers dropped to below -10 hit points due to overmaxing is permanently destroyed, and cannot be resurrected.

Casting Actions: Channeling the innate energy of the Forge is a standard action that does not provoke an attack of opportunity. Effects do not require extra time to prepare, unless specifically noted. Channeling does not require arcane gestures, material components, or spoken words; it only requires concentration. A channelers must make a concentration roll if he takes damage before channeling in the same round. Failure does not indicate the loss of any power points, simply the inability to achieve proper focus at that time.

Spell Levels and Caster Levels: Most channeling effects can be affected with standard magic. If a channeling effect needs to be assigned a spell level for whatever reason, simply use the number of power points poured into the effect. The caster level for effects is the caster's total character level in all spellcasting and channeling classes. Caster level is important when dispelling effects or overcoming spell resistance.

Notation: In the prestige class listed below, channeling powers are listed with an extra set of parenthesis after their names. This entry lists the power point cost of the ability. If an "s" is listed after the number, this means that the power is stackable, and can have a greater effect if extra power points are used. The number listed with the "s" is the minimum number of power points that can be used to cast the ability. A channeler may stack any number of power points into an ability without increasing the casting time of the ability, unless noted otherwise.

The Spellwarden

A spellwarden is a specialized channelers, one who employs the magic of the Forge to control and manipulate existing magical energies. Spellwardens are patient souls, not flashy aggressive wizards hurling energy wildly about, but careful precise casters, relying on defense and forethought to win their battles rather than on quick force. A spellwarden's key power is the creation of bindings, which are, quite literally, wards that hold spells, and which are then triggered at some future date. These bindings are unique and quite versatile, as nearly any spell or magical ability can be locked into a ward.

The path of the spellwarden is nearly as old as Penance itself, and its history is closely tied with the great city's past. The advent and inventor of the spellwarden's

Table 2.2: The Spellwarden

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Special
1st	+0	+0	+0	+2	Channeling, Bind, Detection
2nd	+1	+0	+0	+3	Resistance
3rd	+1	+1	+1	+3	Unravel
4th	+2	+1	+1	+4	Fixate
5th	+2	+1	+1	+4	Seeing
6th	+3	+2	+2	+5	Locate, Seal
7th	+3	+2	+2	+5	Counterbind
8th	+4	+2	+2	+6	Circle
9th	+4	+3	+3	+6	Chamber of Binding
10th	+5	+3	+3	+7	Bind Soul

powers are long lost within the fog of time, but it is evident that the class has played an important part in the history and formation of the unofficial capital of the world. To this day rafters still run afoul of ancient bindings deep within the maze, and it is surmised that it is only through the efforts of ancient spellwardens that the pedestal of the city has managed to rise to its current proportions, magically reinforced by ages old magical bindings set at its very foundations. Some believe that most of the magical, time, and gravitational anomalies found deep in the undercity are the results of ancient wards that have slowly degenerated and evolved under the weight of the ages. Even today though, spellwardens are important figures in the City of Penance, respected and highly paid individuals whose duty it is to protect and preserve the city, its culture, and its inhabitants.

The path of the spellwarden is not for everyone, and those few who have a talent for it find themselves in high demand. Most spellwardens in the city are in the direct employ of Bloodlords, wizard's academies, churches, or other large organizations. Spellwardens, although specialists, must carry an exceedingly broad array of knowledge within their heads, as the applications of their magic are nearly endless. In fact, most spellwardens have a dense background in standard magic, whether it be divine or arcane in nature. Though the impression of a spellwarden is of one who enhances others' powers, the best of them manage to transcend their traditional roles and achieve incredible levels of power. Some of the greatest villains and overlords in the city's history have been spellwardens, master manipulators who find ways to bind all others to their service.

Unless a spellwarden is paired with a traditional mage or cleric, it is essential for him to collect wands and scrolls in order to perform his rituals. The few spellwardens that strike out on their own discover that over half of all their earnings go directly into the purchase of such items, and find that it is extremely important to develop a good source for them. Spell wardens are often hired to accompany parties of rashers, but see little combat. Instead their efforts are utilized in more restful times, whether it be in protecting the group while it camps, covering the parties rear, or assisting the rafters in safely scouting ahead. Though many rashers view spellwardens as expensive luxury items that don't pull their own weight, the statistics speak for themselves; par-

ties with but a single spellwarden have a significantly higher survival rate than all others.

Spellwardens are seldom found outside of the major cities of Penance, and nearly all of them make their homes within the great city itself. For those who want to learn the path, it is essential to travel to the Pedestal. The easiest way to begin the discipline is to enroll in the spellwarden college in the Oasis Laboratory. The school is expensive, but loans are available for good students, and graduates find that they are able to pay off their training quickly. It is also possible to apprentice for another spellwarden, or to even self-teach if one has access to the right library. Of course, classically trained channelers usually obtain higher paying positions. Schools generally require that applicants have a strong background in magic, but it is still possible for others to learn the profession. Monks occasionally show an affinity for spellwarding, and the rare rogue has applied himself to the discipline as well.

Unlike with arcane magic, becoming a spellwarden requires both physical and mental training. As the spellwarden is a type of channeler, the condition of his body is essential to his ability to channel binding energies. The stronger the spellwarden's Constitution, the more magic he can control safely. If a spellwarden ever becomes fatigued, the divine power that he pushes through his body begins to wear away at it, breaking down the body's mortal fibers. Most spellwardens take care to obtain magical devices to boost their physical health and stamina.

Hit Die: d6

Requirements

Alignment: Any lawful
Constitution: 12 or higher
Feats: Endurance, Evolve
Knowledge (arcana): 5 ranks
Spellcraft: 5 ranks

Class Skills: The Spellwarden's class skills (and the key ability for each skill) are Alchemy (Int), Appraise (Int), City Lore (Wis), Concentration (Con), Craft (Int), Cipher Script (Int), Disable Device (Int), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Knowledge (all) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Scry (Int), Search (Int), Sense Motive (Wis), Spellcraft (Int), Spot (Wis).

Skill Points at Each Level: 4 + Int modifier

Class Features

All the following are class features of the Spellwarden prestige class.

Weapon and Armor Proficiency: Spellwardens are not proficient with any additional weapons beyond what they already know, with the exception of the quarterstaff, which nearly all Spellwardens carry. Spellwardens are not proficient with any additional types of armor or shields.

Channeling (Sp): The spellwarden is a type of channelers. See the channeling section above for details.

Power Limit: When a spellwarden runs out of power points, he can still channel effects, but he takes physical damage each time he does so. This damage is equal to 1d8 for every power point he expends.

Stacking Limit: Some of a spellwarden's powers are stackable, indicated by an "s" after the power point cost. A spellwarden has no stacking limit to his powers other than his power points available and his current hit points. Note that spellwardens that kill themselves by overmaxing may never be resurrected.

Bind (1,s)(Su): Bind is the basic ability of the Spellwarden. It allows him to contain an existing magical energy (usually a spell) within a physical object. The bound spell is not released until specific conditions are met or until a specific duration has passed. For example, a spellwarden may bind a fireball for 100 years into a paving stone under the condition that it will go off if anyone steps upon the stone. A spellwarden may bind a spell of his own casting, or he may work in conjunction with another spellcaster. Many spellwardens use spell scrolls prepared for them by powerful wizards. The spellcaster must willingly work with the spellwarden in order to create the binding. This ability serves only to delay the effect of a spell, once it is triggered, the spell is gone.

Any non-living object may be used as the binding point. Bound spells may only be set to be triggered by limited conditions. The most common is contact; if someone touches the object, then the spell is released. The second most common is approach; the magic is unleashed if someone comes within a fixed distance of the object. The final condition is as a portal; the binding is placed upon a doorway, archway, tunnel or other means of passage; when someone passes through the portal the spell is triggered. A command word may also be worked into the triggering; upon approach, contact, or breach of portal, if a specific word is spoken, the spell will not go off. Optionally, the command word may be reversed so that the spell goes off only if the person speaks the word. This option is often used with *teleport* and healing type spells.

A binding require two actions to complete. First the binding is created, then the spell is cast into it. A bound spell remains in place until the set duration of its binding runs out. When this occurs, the spell either goes off or fizzles out; the option is set by the spellwarden upon creation of the binding. If a binding



Table 2.3: Binding

Condition	Additional Point Cost	Duration	Additional Point cost
Contact	+1	Up to 1 day	None
Approach	+1 per 5 feet	Up to 1 month	+1
Portal	+2	Up to 1 year	+2
Command Word	+1	Up to 10 years	+3
		Up to 100 years	+4
		Up to 1000 years	+5
		Indefinite	+6

is ever *dispelled*, it behaves as if its duration has expired.

The base power point cost for Bind is equal to the level of the bound spell (or if it is a channeling effect, the number of power points used to create it) divided by three, rounded up. This cost is modified by the triggering condition and the maximum duration of the binding as detailed in **Table 2.3: Binding**. *Range*: Touch

Detection (1)(Su): This simple ability allows a spellwarden to detect any bound spells within a line of sight of up to 60 ft. Under the *detection*, these bindings appear as glowing runes. If the spellwarden succeeds at a Spellcraft check (as with *detect magic*), the school of the bound spell may be determined. Ordinary *detect magic* highlights bindings, but it is the bound objects and not the bindings that are seen, and the school always appears to be abjuration. *Detection* has a duration of 10 rounds per use. *Range*: 60ft.

Resistance (1,s)(Su): This ability gives the spellwarden a resistance against all channeling based effects, plus a standard spell resistance. The provided spell resistance is equal to 20 plus the number of power points stacked into the ability. Against channeling effects, *resistance* requires channelers to stack extra power points into each effect to overcome the resistance. For example, if two power points are spent on *resistance*, the spellwarden receives a SR of 22, and another spellwarden would have to spend 4 power points in order to *locate* him. The *resistance* effect can last for up to ten minutes per use. A spellwarden may temporarily suspend his *resistance* in order to accept a beneficial spell. *Range*: Self

Unravel (1,s)(Su): Spellwardens have strong powers to manipulate magic, and are able to snuff it out when they find it. This essentially works as a targeted dispel, and may be applied against only one enchantment at a time. Unlike with *dispel magic* though, unravel is always successful, there is no dispel check necessary.

If a binding is unraveled, it will behave as if its duration had expired. If any effect treated with the *permanency* spell is unraveled the spellwarden must expend half as much XP as went into the *permanency* to remove it, not including the power point cost that must be spent to unravel the original spell. Note: objects and creatures created by artificers are real, and cannot be unraveled.

The base point cost to unravel a channeling effect is the same as the point cost that went into creating it; standard spells cost 1 point per spell level. However, this cost assumes that the spellwarden's caster level is greater than or equal to that of the caster of the effect; if it is not, the spellwarden must stack on one extra power point per two differences in caster level in order to unravel the effect.

For example, a level 5 wizard/level 6 spellwarden (caster level 11) attempts to unravel a *polymorph other* spell cast by a 20th level sorcerer. The cost is 4 power points (4th level spell) plus 5 (because of the caster level difference of 9), for a grand total of 9. *Range*: Close (25ft. +5ft./2 levels)

Fixate (1,s)(Su): This unusual ability is a powerful defensive mechanism learned by the spellwardens. Petrify allows a spellwarden to, with a glance, prevent an opponent from moving. This ability is resolved as a gaze attack, and the opponent receives a Will saving throw to ignore the effect (DC = 12 + power points spent + spellwarden's Cha bonus). While the opponent is petrified, the spellwarden cannot take any actions other than walking or speaking without breaking the effect. If line of sight is ever cut off, the effect ends as well. A spellwarden may fixate more than one opponent at a time, but no more than one person per every two full levels he has achieved in this class. The power point cost for multiple opponents is resolved as if the targets were all fixated separately. *Range*: Medium (100ft. +10ft./level)

Seeing (1)(Su): Spellwardens are able to create special bindings that are attuned to their physical beings. These bindings do not contain spells, but instead allow the spellwarden to see and hear through them as if he were present. These bindings are created using the Bind ability, and may either be passive, or they may telepathically alert the spellwarden when their conditions are triggered. There is no range limit to this ability (other than that required when creating the binding), however, the Spellwarden must be located in the same domain as the binding he is attempting to look through.

When a spellwarden looks through a binding, he must enter a trance, and cannot move his body without breaking off the effect. While in the trance he can see and hear through any one of his special bindings just as if he were physically located in its place. Lighting conditions apply; if it is dark, the spellwarden requires *darkvision* or similar magic. The spellwarden may make Spot or Listen checks as needed as if he were present. While *seeing*, the spellwarden cannot see anything at his physical location; he may hear normally however. A spellwarden may break a trance at any time for any reason. Because of the nature of this ability, it overcomes wards such as *nondetection* and *mind blank*, but is fooled by simpler magic, such as *invisibility* or *silence*.

The power point cost to make the initial binding is exactly the same as if binding a 1st level spell. Trigger costs and duration costs apply normally. The key difference is that a seeing binding is not dispelled if its condition is ever triggered; it fades only when its duration expires. A

spellwarden may create any number of seeing bindings at a time; each one gives him a different location into which he can spy.

Seeing through a binding costs 1 power point for up to one minute of observation. Renewing the trance or switching between bindings requires a second power point to be spent. Point cost is per trance; seeing through a binding for only ten seconds still burns a full point. *Range:* See Text

Locate (2)(Su): A spellwarden that detects a seeing binding attuned to another spellwarden may analyze it to determine the creator's current location. This information is given by a mental tug in a particular direction and an approximate range (given in 100 foot increments). If the creator is dead or not within the current domain, no reading is given. *Range:* Touch

Seal (1,s)(Su): Seal magically shuts a door or portal, giving it the physical properties of its surrounding walls, although its appearance is unaltered. An optional command word can be added to the seal, allowing a person speaking the word to open and pass through the door normally. A chest or a book can be sealed as well; a sealed chest can still be smashed open, and a sealed book behaves as if it were a solid block of wood. A *seal* effect, of course, can be *unraveled* or *dispelled*.

The power point cost to *seal* an object is 1 per 10'x10' square surface of the portal (or fraction thereof) plus a separate cost for duration (the same costs as for *bind*). For example, to *seal* an ordinary door for ten years costs 4 power points. *Range:* Close (25ft. +5ft./ 2 levels)

Counterbind (2,s)(Su): Experienced spellwardens have developed swift reflexes, and may use their *bind* ability as a counterspell against an enemy caster. This essentially delays the effect of the spell, effectively making it worthless for the purpose it was intended. To *counterbind* a spell, the spellwarden must prepare an action and wait for an enemy spellcaster to cast. When the spell is cast, the spellwarden must succeed at a Spellcraft check (DC = 15 + the spell's level). If the check fails, the spell is cast as normal. If it succeeds, however, the spell becomes bound into the spellwarden's weapon (or optionally onto the ground upon which he stands). Use of a touch condition allows a spell bound within a spellwarden's weapon to affect a target upon a successful blow.

A *counterbind* has the same power cost as a standard bind, plus one additional point. The spellwarden need only expend power points if his Spellcraft check succeeds. *Range:* Medium (100ft. +10ft./level)

Circle (3,s)(Su): This ability works as *resistance*, but the effect extends in a sphere out from the spellwarden's body. All creatures and objects within the sphere are protected as if by the spellwarden's *resistance* ability.

The power point cost for *circle* is the same as for the *resistance*, plus an extra cost dependent upon the radius of the circle.

Circle Radius	Additional Point Cost
5 ft.	2
10ft.	4
15 ft.	5

So for example, a SR of 23 cast in a 10 ft. circle would require the expenditure of 7 power points. As with *resistance*, *circle* lasts for ten minutes. *Range:* Self

Chamber of Binding (2,s)(Su): This ability is an extension of the *bind* ability, it allows a spellwarden to prepare a space in which the bound spell is continually in effect throughout the full duration of the binding. For example, a spellwarden may bind the spell *reverse gravity* into a chamber for 100 years; gravity in the chamber is then reversed for the entire duration. This enchantment can be applied to any spell or effect unless its duration is listed as instantaneous.

In order to prepare a chamber it must be fully enclosed, and emptied of all creatures (within limit of course - insects, rats and the like are inconsequential). The chamber cannot be larger than 100ft. in any one dimension. Doors and portals leading into the room must be shut. Five binding points must be selected within the room, and then the ritual must be begun. The ritual takes 1 hour to perform per level of the spell bound (or per power point of the channeling effect bound). The spellwarden must occupy the room during the ritual; if any of the doors to the chamber is opened during the ritual, it must be restarted. At the end of the ritual, the spellwarden expends the power points required and bound spell begins taking effect one minute later.

The bound spell's area of effect increases to fill the entire chamber. If the spell is designed to affect an individual, then it affects all who enter the room. The effect of the spell ends immediately on a creature if it ever leaves the chamber. For example, a chamber is bound to turn all who enter it into toads; all creatures transformed remain toads unless they hop out of the chamber, at which point they immediately revert to their natural state. If the bound effect requires a saving throw, one is made each time a given creature enters the chamber; once a creature makes his save he does not need to roll again unless he exits and then re-enters the chamber.

Command words assigned to the chamber toggle the effect of the room. In other words, the command word

Table 2.4: Chamber of Binding

Condition	Additional Point Cost	Duration	Additional Point cost
Always On	+0	Up to 1 day	+1
Entry	+1	Up to 1 month	+4
Command Word	+1	Up to 1 year	+7
		Up to 10 years	+10
		Up to 100 years	+13
		Up to 1000 years	+16
		Permanent	+20

turns the effect off, then on, then off, then on again as it is repeated.

The power point cost for the *chamber of binding* is one point per level of the bound spell (or power points of the bound effect), plus an additional cost for any duration or triggering condition. Refer to **Table 2.4: Chamber of Bindings** for these durations and the costs of altering them.

Additional power points may be stacked into the ritual in order to protect the chamber from being *dispelled* or *unraveled*; these points are added to the caster level of the effect, and require extending the ritual by one hour per point. *Range:* Channelers must be in the chamber

Bind Soul (Special)(Su): This powerful ability allows a spellwarden to hold complete power over a particular individual by binding its soul. To do this, the spellwarden must first know a creature's true name, and then must prepare a chamber of binding to hold its body using his *fixate* ability as the base spell. The creature must then be caused somehow to enter the room (often it is summoned). Only the specific creature named in the chamber binding ritual will trigger the room's effect. If the creature enters the room and fails its save vs. the *fixate* effect, it becomes trapped, and the spellwarden may then bind its soul.

To bind a trapped creature's soul, the spellwarden begins a second ritual that creates a sixth point of binding in the chamber. This ritual takes one minute per hit die of the creature to be bound, and costs one power point per hit die plus a duration cost (use the duration costs for *chamber of binding*). Once the ritual is finished, the soul is bound, and the creature must obey without question all commands issued by the spellwarden. This effect lasts until the duration expires, or until the chamber of binding is *dispelled*, *unraveled*, or destroyed. The chamber itself must be targeted in order to dispel the effect, not the affected creature. *Range:* Channelers must be in the chamber

New Gifts

Gifts are special powers that many inhabitants of the Forge receive due to the pervasive magic of the plane. Gifts are introduced in the Book "Oathbound: Domains of the Forge," Chapter 1.

New Arrival Gifts

Each outsider that arrives in the Forge receives an extraordinary power, referred to as an arrival gift. These gifts fade if the character leaves the Forge. Some say that they are given by the Feathered Fowl as an enticement to remain; others believe them to be the effect of the land itself. The truth is that these gifts actually come from the magic of the god who originally created the plane, and whose life essence still permeates this world. They are not so much consciously bestowed as they are fragments of his shattered energy. For more information on arrival gifts, see *Oathbound: Domains of the Forge*, page 20.

The following arrival gifts may be bestowed upon any character, though they are particularly geared towards characters that live in the lost city or in the maze.

Bladder of Holding: You seem to have an extra-dimensional space inside your body, making the elimination of liquid waste unnecessary. This is especially nice

because it eliminates the discomfort that comes with the need to fulfill this particular bodily function. This allows you to feel better in general, granting a +1 bonus to your Constitution score.

Coordinated: You are easily able to do multiple things at once without incurring ordinary penalties. This benefit is the same as the Two Weapon Fighting feat. Characters that already have this feat are not eligible for this arrival gift.

Determined: Once you have set a goal in mind, you cannot be dissuaded from that goal by apparent barriers, adversity, or pain. This ability grants you the power to continue to stand and fight without losing consciousness until your hit points have dropped past -5. You lose consciousness at -6 hit points, and death occurs at -10.

Judge of Character: You have a knack for judging people's intentions based on their appearance and a few quick words. You receive a +4 bonus to Sense Motive on anyone that you are dealing with, whether they are a new acquaintance or an old friend.

Jumpy: You are constantly alert for any sign of trouble. Some say that you are jumpy or twitchy, when in fact you just have a knack for knowing when that shadow looming out from around the next corner is something that will try to kill you and your friends. With this arrival gift, you are never surprised, though you are not able to protect party members from surprise.

Mr. Creepy: Your eyes no longer require moisture, so you never need to blink. This makes you more perceptive, granting you a +4 bonus to Spot.

Night Eyes: Your eyes adjust to darkness, allowing you to see without the presence of light. This gift grants darkvision at a range of 60 ft.

Overbearing: Your outward personality is amplified when in the presence of strangers, causing some to view you as obnoxious. You can choose to be less forceful in your conversations, but this trait can be a wonderful way of dealing with problematic or unlikable people. This gift adds +3 to Bluff, and +2 to Diplomacy, and +2 to Intimidate.

Slippery: You have a natural talent for wriggling away from things that try to grab you. Your armor class increases by 3 when a creature tries to use grab, improved grab, or make a grapple attack against you. In addition, you receive a +3 to all opposed grapple rolls when attempting to break a hold on you.

New Earned Gifts

Cheat Death: You have a natural talent for eluding situations that should result in your demise. Once per day you may re-roll any failed saving throw if failure would result in the death of your character.

Detachable Head: Your head may be removed from your neck for up to 10 rounds without causing death. A creature that uses a coup de grace against you fails to kill you, though your hit points drop to 0. The *vorpal* weapon quality is ineffective against you.

Fast Healer: You seem to heal faster than most people. You may take a lot of damage in a fight, but you always seem to be ready for more the very next day. This gift allows you to heal at twice your normal rate.

Kinship with Stone: Stone, mortar and ceramics aren't as much of a barrier for you as they are for most characters. Once per day you are able to merge your body with stone, as per the *meld into stone* spell.

Luck of the Cat: Despite numerous hazards that you seem to find yourself wandering into, you always seem to move away unscathed. You may have nine lives, or you may just be very quick. This arrival gift grants a +4 insight bonus to all Ref saves.

Mr. Lucky: Things seem to go in your favor more often than for most people. This gift allows you to take 20 on one roll per day without incurring the loss of time that this normally takes. In addition to this, you may take 20 on a single combat roll per day. This does result in a threat and possible critical hit.

Swindler: You have gained the ability to fast talk people involved in the trade of goods, and are therefore able to get the best possible deal all the time. Roll d100 whenever you are in a situation where you are negotiating for the purchase or sale of something. When selling an item, you will add that percentage to the value of the item you are negotiating for. If you are negotiating to buy an item, subtract that percentage from the cost of the item.

Note: Any time you use this ability to purchase an item at more than a 50% discount, there is automatically an implied understanding that you owe the seller some favor at some point in the future.

New Prestige Races

As the energy of the world pushes its inhabitants to their full potential, some individuals may find themselves actually physically evolving. At any point in time, a character may spend a specific number of experience points to enhance his race. A character may never spend so many experience points that he drops in level. Full details outlining prestige races can be found in *Oathbound: Domains of the Forge*, page 61.

Focus of the Arachnid

Those that follow this path seek to become more successful hunters, using the traits of the spider to elevate themselves to the top of the food chain.

Compound-Eyed Creature

Cost: 3,000 XP

Minimum Level: 4th

Prerequisite: None

Unavailable to: Creatures with the Focus of the Green, creatures with Focus of the Serpent, and non-meat eating creatures.

Foci of the Wrack

Focus of the Arachnid	Exp. Cost
Compound-Eyed Creature	3,000
Eight-Legged Creature	4,000
Web-Spinning Creature	5,200
Focus of the Chameleon	Cost
Color-Changing Creature	2,000
Fast-Running Creature	3,000
Dry Creature	4,000
Focus of the Cockroach	Cost
Dual-Brained Creature	4,500
Exoskeletoned Creature	5,500
Hard to Kill Creature	6,500
Focus of the Exile	Cost
Awakened Creature	3,000
Opened Creature	6,000
Transformed Creature	10,000
Focus of the Mole	Cost
Nocturnal Creature	3,000
Scent-Guided Creature	6,000
Burrowing Creature	9,000

Details: A compound-eyed creature gains 4d6 tiny eyes, which replace the creature's standard eyes. These eyes increase the viewable area and allow the creature to view numerous things at once.

Game Effects: Gain low-light vision. Creature is immune to all effects that cause blindness. Gain racial bonuses of +6 to Spot checks and +4 to Search checks.

Eight-Legged Creature

Cost: 4,000

Minimum Level: 5th

Prerequisite: Compound-Eyed

Details: Eight-legged creatures sprout however many appendages it takes to give them 8 legs. Arms count as legs, and they elongate, but they do not lose their ability to grip items. This gives the creatures the ability to climb walls, and grants them greater balance.

Game Effects: Creature gains +10 to climb speed (or a climb speed of 10), also a racial bonus of +5 to Balance checks. The creature's base speed also increases by 10 ft. per round.

Web-Spinning Creature

Cost: 5,200 XP

Minimum Level: 6th

Prerequisite: Eight-Legged Creature

Details: The creature evolves special glands at the tips of its legs, allowing it to spin a web, which allows it to more easily catch prey, and to descend long distances. The creature's natural hunting instincts improve, and allow it to be a more effective predator.

Game Effects: Gain a +8 racial bonus to Hide and Move Silently. Web Spinning Creatures are also able to attach their web to a fixed point and descend any distance without falling at a rate of 20 ft. per round.

Focus of the Chameleon

Creatures that take this prestige race desire to enhance their ability to survive in unfriendly conditions. Their bodies become harder and their instincts become sharper.

Color-Changing Creature

Cost: 2,000

Minimum Level: 3rd

Prerequisite: None

Unavailable to: GM-specified races.

Details: The creature is able to change the color of its skin in order to blend in with its surroundings.

Game Effects: The creature gains +10 to all Hide checks (not effective with heavy clothing).

Fast-Running Creature

Cost: 3,000 XP.

Minimum Level: 4th

Prerequisite: Color-changing

Details: These creatures are able to move and run faster than a typical creature. This Enables them to put more distance between them and pursuers and cover more ground in a shorter period of time.

Game Effects: Base move increases by 10, also the creature can run at 5 times its normal movement rate. This stacks with the Run feat, increasing to 6 times their normal movement rate.

Dry Creature

Cost: 4,000 XP

Minimum Level: 5th

Prerequisite: Fast-running

Details: A dry creatures has evolved to be more at home in hot and dry climates. Their tolerance to heat increases drastically, and they require little water to survive.

Game Effects: Constitution increases by +2. Not subject to the effects of extreme heat or thirst. Gain Fire Resistance 3.

Focus of the Cockroach

Creatures that chose the Focus of the Cockroach are interested in trading good looks for sheer durability. These are some of the most resilient creatures in the Forge due to the redundancy and durability of their bodies.

Dual-Brained Creature

Cost: 4,500 XP

Minimum Level: 5th

Prerequisite: None

Unavailable to: Creatures with Focus of the Deep, Focus of the Green, GM specified races.

Details: The creature grows a second brain in its abdomen. This brain acts as a backup, containing all information within the primary brain. It does not act autonomously unless the primary brain is disabled or dismembered.

Game Effects: Not susceptible to Intelligence damage. Decapitations are not immediately fatal; if the head is not reattached within 1 day, the creature dies 2d20 days later.

Exoskeletoned Creature

Cost: 5,500 XP

Minimum Level: 6th

Prerequisite: Dual-brained

Details: The skin of the creature is replaced with an all-encompassing, jointed, black carapace.

Game Effects: Gain non-removable armor that covers the entire body. (Armor Class +4, Max Dex +5, Armor Check: -2, spell failure 15%, speed 30/20, Wt. 20 lbs.). Gain a permanent Damage Reduction of +5. The creature is also no longer susceptible to subdual damage. This comes with a -2 penalty to Charisma.

Hard to Kill Creature

Cost: 6,500

Minimum Level: 7th

Prerequisite: Exoskeletoned

Details: This creature takes a beating and manages not only to survive but even thrive. It has an uncanny knack for bouncing back despite unusually harsh punishment. Blows that stun or kill ordinary creatures barely phase Hard to Kill creatures.

Game Effects: The creature is not susceptible to death from massive damage. The creature still loses consciousness at -1 HP, but is not dead until -25 HP. Also gain a +5 to all Fortitude saves.

Focus of the Exile

This unusual focus is not available to most creatures. To begin it, one must first be marked upon the face with one of the seven brands of exile scattered throughout the Forge. Few willfully choose this fate, even in exchange for the great powers this focus can grant, as it means that one is permanently barred from Penance society on pain of death. The path of the exile is the most obscure of all those ever developed, and very few of those actually marked even know of it.

GM's Secret: Each of the Seven bears one of the brands of exile upon their true bodies; each has a different mark. These brands were used to bind them to their oaths. The brands of exile are also the mysterious keys to the

seven citadels of the Forge. Anyone with a brand can pass through the doors of the one citadel that corresponds to his specific mark. The brands were scattered throughout the multiverse, but were eventually forgotten by their guardians, found by mortals, and then brought back into to the Forge by the Seven. This focus represents both the power of the brands themselves and the distortion of that power wrought by the Grey Stranger.

Awakened Creature

Cost: 3,000 XP

Minimum Level: 4th

Prerequisite: Must bear mark of exile.

Unavailable to: Unmarked Creatures

Details: An awakened creature has had its mind opened to the nature of the plane of the Forge. It can sense the



forces that bind the plane and its guardians. Such creatures become attuned to the Seven and become aware of things mortals were never meant to understand.

Game Effects: The creature can sense the presence of any of the Seven or their spies if they are within 1,000 feet. The creature can also detect the exact distance and direction to the guardian of the domain it is in at all times. The creature is also aware of when the guardian uses its pull ability.

Opened Creature

Cost: 6,000 XP

Minimum Level: 7th

Prerequisite: Awakened

Details: An opened creature has become even more attuned to the laws and bindings of the plane upon which it dwells. It also begins to take some of the bindings of the plane upon itself.

Game Effects: The creature is instantly intuitively aware of all official laws which hold sway over whatever territory it currently resides in. This applies to laws set by mortals such as the Bloodlord, as well as to laws set by immortal creatures set by gods or the Seven. It knows, for example, that no gods are allowed to enter the plane of the Forge as well as perhaps the exact fine for littering in Hammerfall. It also knows when its presence as an exile is outlawed. The creature understands the secret language of the Seven, and can speak to them in their own tongue, as well as read and understand their books of binding (if it can gain access to one). The creature also becomes bound by the secrecy of the plane; any knowledge it receives of the bound god or its prison it is unable to speak of or impart to another in any understandable way.

Transformed Creature

Cost: 10,000 XP

Minimum Level: 11th

Prerequisite: Opened.

Details: A transformed creature has shed off its previously mortal shell and become something more than it was. It has increased awareness of the laws that surround and bind it, and can exert its will against them.

Game Effects: The creature stops aging, and will never die except from violence. The creature also gains a limited *improved invisibility* against all creatures that bear its same brand (one of seven), including the Feathered Fowl with the matching symbol and his spies. This invisibility overrides any power of vision, including *true seeing* and *blindsight*, but has no effect at all against creatures without the proper brand. This power may be used, functioning as the spell in all other regards, up to three times per day. Finally, the creature can determine all laws that bind and affect individuals within its line of sight. This ability requires one full round of concentration per target in order to use. This ability may reveal the contract placed upon a slave, for example, or the complex rules that bind one of the Seven. This last ability, however, will only work upon the member of the flock bearing the same symbol as the transformed creature. If a transformed creature bears more than one brand, these powers stack in terms of whom they affect.

Focus of the Mole

Creatures that take this prestige race try to avoid the hazards of the surface world by traveling through the ground. In addition to this, they are less dependant upon light, and are able to make much greater use of their keen sense of smell.

Nocturnal Creature

Cost: 3,000 XP

Minimum Level: 4th

Prerequisite: None

Unavailable to: GM Specified races

Details: Creatures with this prestige race are active primarily at night rather than the day. Though they suffer no penalties during the daylight, they are better able to see and react to situations at night or in the darkness.

Game Effects: At night, or in dimly lit or dark areas, these creatures receive a +2 to initiative, a +4 racial bonus to Reflex saves, and a +4 racial bonus to Spot checks.

Scent-Guided Creature

Cost: 6,000

Minimum Level: 7th

Prerequisite: Nocturnal

Details: Scent-guided creatures are able to function normally if their eyesight is impaired.

Game Effects: Gain the *Scent* exceptional ability. Also gain *blindsight* 60 ft. Scent guided creatures do not lose this ability, even if they are the target of *blindness* or similar magic. In addition, this ability allows the creature to detect and interact with invisible creatures as if they are fully visible, unless they have also taken measures to fully mask their scent.

Burrowing Creature

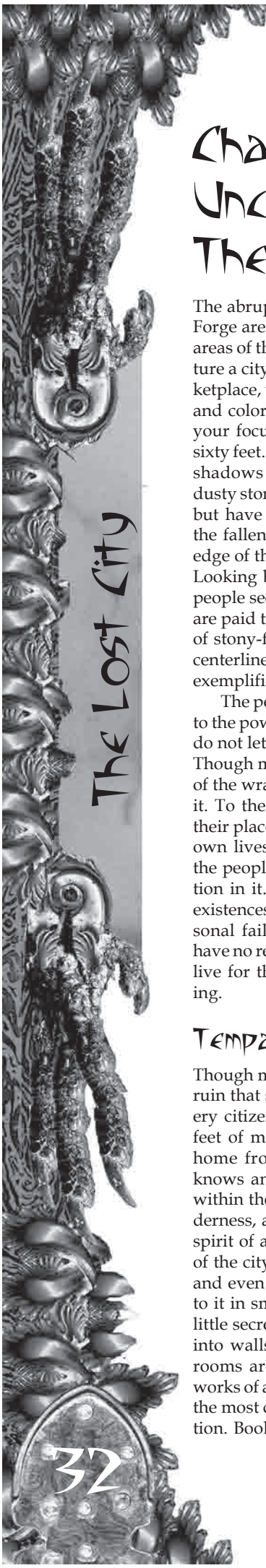
Cost: 9,000

Minimum Level: 10th

Prerequisite: Scent-guided Creature

Details: These creatures are able to move through the earth while still maintaining their awareness of creatures on the surface.

Game Effects: Gain a burrow speed of 15. While burrowing, the creature can hear and sense the vibrations of others that are on the surface above where they are burrowing. The burrower can ambush a creature on the surface by burrowing under it and attacking. This works much like the Pounce ability, allowing the creature to make a full-round attack even though it has moved. The burrower also can move into the target's square without provoking an attack of opportunity.



Chapter 3 - Uncivilized Penance: The Lost City

The abrupt and extreme differences that characterize the Forge are nowhere more evident than in the lost city, the areas of the Pedestal known collectively as the wrack. Picture a city street; along one side of it imagine a busy marketplace, with vendors and merchants, strolling shoppers and colorful merchandise upon display. Now slowly let your focus drift across the street, a distance of perhaps sixty feet. Crumbling edifices hulk uninhabited. Moss and shadows work intricate and strange patterns into the dusty stone. The sounds of the marketplace are still heard, but have become muffled, distorted, and echo amongst the fallen pillars. Wide holes gape in the pavement, the edge of the road suddenly dropping away into darkness. Looking back across at the marketplace, the faces of the people seem hazy and indistinct. None of their attentions are paid to this faded and beautiful scene. Only the gazes of stony-faced soldiers, positioned at intervals along the centerline of the street peer in your direction. This scene exemplifies the heart and spirit of Penance.

The people of Penance are accustomed and acclimated to the power of time, yet, unlike many other cultures, they do not let it interfere with their enjoyment of the present. Though many seeds are disturbed by the close prescience of the wrack, the bulk of the lifers are quite comforted by it. To these people the wrack is a constant reminder of their place in history, and the ephemeral qualities of their own lives. Though some might find this disheartening, the people of Penance have discovered their own liberation in it. This perspective help them to take their own existences less seriously, to revel in the fact that their personal failures, shortcomings, and even their successes have no real relevance to the future, allowing them to truly live for the moment, finding happiness in simply existing.

Tempassing

Though most people of Penance pay little attention to the ruin that surrounds them, they are not ignorant of it. Every citizen in Penance knows that someday, a hundred feet of masonry and supports will separate his current home from the city's surface, and that everything he knows and seeks will one day be forgotten and buried within the maze. To the lifer, the ruin of the city is a wilderness, a place of mystery, discovery, and wonder. The spirit of adventure that surrounds the present-day ruins of the city works its magic upon the citizens of Penance, and even if they cannot participate in it, they contribute to it in small ways. Lifers in Penance love to stow away little secrets for future explorers to find. Boxes are sealed into walls, jewels are stuffed down cracks, and hidden rooms are filled with little treasures and personalized works of art. As most cannot afford to leave items of value, the most common treasures are simply pieces of information. Books and diaries are tucked away in airtight con-

tainers, or sealed in glass or wax. Sometimes collections of poetry, biographies, or even works of fiction are written, shown to no one, and then stashed away for some unknown future hand to find. Many explorers consider these finds greater treasures than magical rings or gold coins, as they are infused with life and spirit.

There is a unique spiritual concept held by most lifers, that of immortality of a sorts through the passage of one's personal thoughts and treasures through the ages. This concept has been given a name, tempassing. To tempass means to touch the strand of a story longer than one's own existence, a story of which one does not know the beginning or the end, or even the meaning, but one which all told, catches the eye of god (or one's equivalent concept). For example, a person hears a song, and then writes it down and stashes it away. Two thousand years later it is discovered, revived, and treasured by a young bard. It is again recorded and forgotten, but turns up again six hundred years later as an anthem that sparks a rebellion.

Each time a rafter discovers a stashed treasure, they are tempassing, each time something one truly loves is hidden away, it is part of a tempass. To tempass, one does not need to create some great stir in the future, but merely to touch a single person's heart or imagination. Lifers have the greatest affection for a tempass, and value it above all other mundane experiences of life. It is a long-standing tradition in the City of Penance to leave something one cherishes behind whenever one must abandon one's home, and not doing so is considered one of the greatest wrongs one can commit.

The Wrack

With the above concepts in mind we can then enter the lost city with the proper perspective. Though the wrack is dangerous, unpredictable, and vast, it is also an endless source of culture, ideas, romance and mystery. Walking into the wrack is like taking a journey into the past, seeing the sights of yesteryear and receiving a visceral lesson in the effects of time. Ancient buildings remain untouched and uninhabited, and forgotten civilizations lie exposed, as if in a picture book. Unlike in the maze, where fallen structures have been shored up and marred with supports, retaining walls, and darkness, the lost city is exactly as it was when it was originally abandoned, and retains a much more natural and romantic feel. The suns beat down upon the fallen stones, and rain washes the ruins. Flowers and grass grow amongst the cracks, birds sing atop the crumbling walls, and small animals scurry about in the shadows. Many lifers consider the wrack to be their favorite place on all the Forge, and choose to have their ashes scattered amongst its streets after their passing.

There is one major problem though, that serves to scar the romanticism of the lost city, the incredible danger one places oneself in when entering it. By law, the wrack is a lawless area, and the Queen actively patrols it to ensure that no Bloodlord attempts to enforce his laws within it. Because of this, the wrack has become a haven for monsters, criminals, outcasts, and desperate people of all sorts. Murderers and thieves can wander the broken streets of the wrack without fear of arrest, and cultists and mad

sorcerers perform strange rituals unchecked within its borders. Of course, as many argue, it is precisely these dangers that actuality preserve the romantic spirit of the wrack. If soldiers were allowed to police the area, the lost city would become overrun with explorers, quarrymen, opportunists, tourists, and antique merchants. In short, in no time, all of the hidden treasures would be fished out, all of value would be lifted, and the wrack would indeed become a dead area.

Today, only the bravest, the most adventurous, and the most foolish of citizens ever venture into the lost city. Few trips if any are ever uneventful and unfulfilling, but these souls truly take their lives into their hands. Aside from the natural risk of collapses, and the likelihood of getting lost, the most common dangers of the maze are bandits and slavers. These groups are encountered quite frequently, as they are concentrated on the borders of civilized areas, upon which they prey. If one can get past their ranges, the city is considerably safer, more quiet, and free to explore. It is here, in the heart of the lost city, that most of its treasures lie undiscovered. This region is home only to the dead and to monstrous predators, creatures that have no interest in the treasure itself, but plenty in those who seek it.

Of course, if one pokes around long enough in the wrack, it is inevitable to stumble upon some small pocket of civilization. These may be tiny colonies of exiles, or even entire isolated bloodholds. Some explorers have even spread rumors of obscure bloodholds, long cut off from the rest of the city, that are not even aware that other peoples, cultures, or bloodholds exist. They simply view the world as their small island of peace surrounded for miles on all sides by an impassable ocean of hungry beasts and dying landscapes.

Ways In and Out

The safest and most effective way, obviously, to enter the wrack is to fly. Flying carries one over whatever walls, turnpikes, checkpoints or blockades may separate the wrack from one's bloodhold, and also allows one to easily bypass the dangerous border areas filled with slavers and bandits. Flying creatures also may easily pick and choose where they want to go in the wrack, including many areas unreachable by conventional travel, and can enter at nearly any point. Only a few bloodholds, most notably Blackwall, have flying soldiers patrolling their borders, and these are easy enough areas to avoid. Of course, flying has its own unique problems, including that one is a highly visible target when surrounded only by sky, and the rare flight-capable monster or villain can easily spot you. The greatest drawback to flying, however, is that very few people have the ability to do it. The standard explorer must deal with taxes, entry points, unstable terrain, collapses, local residents, and wide chasms.

One's best entry point to the wrack depends much upon where one is, and what one desires to do. Experienced explorers generally begin a trip into the lost city upon a ship. From the Wellspring, one can navigate down any of the city's rivers, or land at any point along the retaining wall. The rivers are the key, as nearly all have ruined sections of the city lining parts of their banks, and

it is fairly simple to pick a point to land far enough away from civilized part that one is guaranteed relative privacy. Because these areas are unclaimed, there are no landing fees to pay, and no local laws to worry about. Boats also serve as easy ways to carry treasures back home, and can function as small bases of operations. The drawbacks of using a boat, however, are river fees (see below) and risk of theft. Since ships are quite visible, they are targets for theft from any other vessel on the rivers that may see them moored in an uncontrolled area. It is essential that all explorers traveling by ship hire additional mercenaries to guard the boat while the main group wanders the ruin, otherwise one's vessel is guaranteed to be gone upon one's return. Portable, folding, and hidable boats are a fair option, as is arranging with a shipping company to drop you off and pick you up at a specific date and place. This last option is extremely popular, and most such companies charge only a few gold pieces (20 or so per person) for their services.

For the poor explorer, or those with little time on their hands, entering the wrack on foot is always an option. This method varies greatly depending upon where one lives. In some places, one can simply walk down the street and right into the lost city, in others however, it is necessary to go through a checkpoint or to scale a wall. The problem with traveling by foot is that the area one enters is usually extremely well explored, and unlikely to contain anything of value, plus the fact that these areas are extremely dangerous. In some places, major roads travel through the lost city. These are important caravan routes, and are generally quite safe, as long as one stays within sight of the road. These roads serve as decent entry points for foot travelers, as one can get far enough away from a civilized area to find interesting items, including tempass caches. Roadsides are still heavy areas of bandit and slaver activity though, and are not as safe as water landings.

Entrances to most roads and gates are fitted with checkpoints. These are guarded turnstiles or portals where soldiers inspect all who come or go through them. This is basically to keep bandits and spies from entering the bloodhold, but also serves as a way to block the easy exit of known criminals and wanted men. Soldiers generally ask questions regarding one's business, residence, citizenry, and profession, and sometimes engage in searches of one's body or carriage. In most areas, honest citizens have little to fear from such treatment.

Taxes, River Fees, and Border Tolls

Exploration, like any other profession, generates income, and is subject to taxation. Taxes are collected quarterly in Penance, and are collected only upon personal incomes. There are no separate sales or business taxes in Penance, as it is too burdensome to keep track of all transactions in the city. Taxes are set up to be roughly ten percent of one's quarterly income. Tax amounts are not based upon actual income, but upon assumed income, as dictated by one's stated profession, and one's apparent level of luxury. In other words, explorers are free to bring home whatever treasures they collect in the lost city, and do not need to pay any import fees or tariffs. One must however, de-



clare one's profession as an explorer to the tax collector (or a delver, if one goes below the surface), or one is subject to heavy fines if one is found out. These fines typically work out to four times the normal tax. Full-time explorers are generally taxed either 30, 75, 150, or 225 gp per quarter based upon their apparent level of wealth.

Though most bloodholds do view found treasures as income, a handful of smaller states tax explorers immediately upon reentry to the bloodhold, taking from 10 to 40 percent of everything of value found. These objects are not taxed again, although income derived from sale of such objects is.

Most governments do not gather their revenues solely from taxes alone, and nearly all have some system of fees in place. Fees are costs for the use of certain government services. Most explorers only have to worry about the fees for entry and exit into their bloodholds, these are usually collected along the rivers, and along the border checkpoints. Not all bloodholds have border fees; see the specific entries below for details. Certain bloodholds also require all explorers to join the local rafter's guild. Guild fees in each area are also listed below; those marked with a * are required fees for residents of the area.

Specific Bloodholds

The most common entry points and border conditions for each of the major bloodholds are detailed below.

The Alliance: Allied areas are under threat from Utopia, and a guarded wall surrounds them. Besides the river exits, the two major caravan routes out are the ring road to the west, running along the edge of the pedestal, and the lost highway running northeast from Belmus' holdings. These roads connect to small independent bloodholds currently being courted to join the Alliance. Gates also open every mile or so in the wall into the wrack. Guards at the checkpoints inspect travelers for mischief, but do not charge a toll.

Border Tolls: None; *River Fees:* Only a lift fee for the falls (See ODF page 158); *Rafter Guild Membership:* 10gp per month

Barrowhold: A sturdy wall surrounds this area, and only citizens of rank 6 or higher are allowed to leave without their master's presence. All who leave the territory must display their rank, and pay a border toll. Non-cargo vessels must also pay an entry fee (cargo vessels pay a 5% tariff). Major exits are the three rivers, the Wellspring,

and Trinakia avenue running west into the wrack. Some flying guards patrol the border, but this is mostly for show.

Border Tolls: 1sp per point of rank; *River Fees:* Border toll plus boat fee of 2sp per foot of length; *Rafter Guild Membership:* 25gp per month*

Blackwall: Blackwall has the tightest borders in the city. The black wall surrounds the territory, and no one may leave except for foreigners and the nobility (who may take their slaves with them). An army of asherake guards patrol the skies above the wall. There are only five exits from the bloodhold: the two river gates, one road to the Oasis near traitor's gate, and two roads running north. All who come and go are inspected thoroughly, except for nobles of very high status.

Border Tolls: 2gp per person, 10% or cargo's value for merchants; *River Fees:* (entering only) 2gp per person for natives, 20gp for non natives, or 10% of cargo's value for merchant ships; *Rafter Guild Membership:* 20gp per month*

Divinia: No foreigners (except diplomats) are allowed into Divina. The borders are walled and well patrolled. Some airborne soldiers patrol the entire territory. Actually, exploring the wrack is illegal unless one is employed in officially expanding the territory. No one is allowed out of Divina without express consent of the church.

Border Tolls: n/a – money is illegal in Divinia; *River Fees:* n/a – no rivers; *Rafter Guild Membership:* n/a – not a legal profession

The Golden Shore: The Golden Shore does not have walls around it except along its north and south edges, where it interfaces with other bloodholds. The eastern border opens right out into the wrack, and is only lightly patrolled by soldiers who only really concern themselves with bandits or slavers. Those coming from the Hub, the Oasis, or Barrowhold are looked over, but are only stopped if they appear suspicious.

Border Tolls: None; *River Fees:* (exiting only) 1 sp per 3 feet of length; *Rafter Guild Membership:* 15 gp per month

Hammerfall: Hammerfall is a safe and inexpensive place from which to investigate the wrack, but it can be restrictive. Border guards patrol the numerous gates into the bloodhold and explain the local laws to all foreigners. Tolls are not charged, but many items are not allowed to be brought in, including indecent material, slaves, and narcotics. Interesting finds are occasionally confiscated and destroyed by the guards. The major entrance is the river. A few caravan routes run north and south from the territory toward minor bloodholds.

Border Tolls: None; *River Fees:* Only a lift fee for the falls (See ODF page 207); *Rafter Guild Membership:* 15gp per month

The Hub Tavern: The Hub Tavern is not governed, although it does have private guards to prevent violence. The fastest way into the wrack from the Hub is over the Golden Shore bridge and through the infamous Den district. About three or four blocks from the Hub, the Den begins to fall into ruin.

Border Tolls: None; *River Fees:* none; *Rafter Guild Membership:* n/a

Illumina: Illumina is a walled territory, although its guards are concerned with little but the safety of the people coming and going. Citizens of Illumina do not use money, and entry fees do not apply except to foreigners.

Foreigners are given a certificate upon entering with their cash on hand recorded, and must present it upon exiting. Excess goods or monies must be explained, and may be either taxed or confiscated. Thieves are arrested. Besides the river, five major roads lead out of Illumina to the south and east. Most connect with minor bloodholds. The great lane is the safes and most common, leading southeast towards the Queen's Green and the Wellspring.

Border Tolls: 1 gp per person (foreigners only); *River Fees:* Only a lift fee for the falls (See ODF page 217); *Rafter Guild Membership:* 5% of all goods found.

The Oasis: All walls within Lord Flollo's territory have been torn down, except for those necessary to the pedestal's stability; this gesture is one of openness and friendship to all the people of the Forge, it also serves to inspire the local people to rebuild the wrack at a fast pace, thus expanding the bloodhold. The one exception is to the east, where Lord Narcis' wall clearly marks the border. Walls have been replaced with open streets, and soldiers patrol them on kith, looking out for suspicious characters or people in distress. Where bandit raids are more common, soldiers are more concentrated. No tolls are charged for travelers, as Flollo thinks this helps inspire commerce. The major exit routes are the Xanthus River and the two ends of the Rigus canal – the eastern end leads to the Hub, and the western connects with the road to Blackwall. The Oasis has more explorers and rafters than any other territory, so border areas are relatively well mapped and free from trouble. The entire southern border of the Oasis is a popular crossing point for delvers and explorers.

Border Tolls: None; *River Fees:* None; *Rafter Guild Membership:* 30gp per month

Utopia: Geographically, Utopia has no connection to the lost city, and therefore attracts few if any resident explorers. Some residents leave the territory on occasion to explore parts of the upper city, but hardly any do this as a profession. A few select residents, all officially intelligence officers, are given license to explore Aganippe, Ismarus, and the base of the pedestal. All who come and go from Utopia are subject to stern inspection and interrogation, and no weapons may be carried into the bloodhold. Major entrances are the river, two stairways leading to the Alliance, and three roads leading out onto the plains.

Border Tolls: 2 gp per person; *River Fees:* 10 gp per person on board, or 5% of the ship's cargo (for merchant vessels); *Rafter Guild Membership:* No rafter's guild.

Conditions, Travel and Hazards

Despite what most people believe, the terrain in the Lost City is actually more dangerous than even that of the maze. In the undercity, the most unstable areas have been at some point either reinforced, walled off, or shored up. For all its apparent randomness, someone has actually paid some attention to ensuring that the maze holds together. The wrack, on the other hand, has simply been abandoned, generally because of collapse. The main reason the lawless areas just on the edge of society don't

damage civilized life much is that the outlaws are in as much danger as their victims. The truth is, that if the lost city were inhabitable, it would be inhabited. The exiles, bandits and slavers that roam the wrack are all desperate souls of some sort, and a great many of them end up falling prey to the simple poor conditions of the area.

The active City of Penance itself is a difficult place to navigate. With the exception of a few major roads, all streets meander wildly, and every few blocks a staircase, elevating platform, or ladder takes one up to the next section. Even under optimal condition this is a frustrating prospect; getting lost is easy, and travel for more than a short distance can be quite exhausting. When the streets, ladders, landings, and stairways begin to crumble out from beneath one's feet, travel becomes difficult indeed. Chasms may form across a path, requiring bridging, leaping, or finding another way around, the stones beneath one's feet may give way under the weight of a body, and walls and buildings may collapse when handled. Plus, if one is ever ambushed, one must abandon caution and pray that one's pursuer falls through the pavement first.

Though the lost city is unlikely to crumble away at the footfall of a solitary person picking his way though carefully, any large group or anyone carrying heavy equipment should hire a guide, either an engineer or a rafter, to plan out one's path. The wrack itself is simply a damaged cityscape. Streets still mostly follow their original path, and buildings have not yet been converted to new purposes. A bakery, for example, is likely to still have bakery equipment in it, and not ammunition for troops. One can navigate using the suns and stars, and compasses function properly. Travel is done on the streets, and large holes can be easily spotted and avoided. All objects are likely to be located in or near their natural locations – no arrangement or clearing has been done to the area.

The best way to avoid collapse in the wrack is to move slowly, and to stay away from buildings and walls. Unfortunately this is also the best way to be seen by predators and bandits, and should only be done in areas known to be clear of threats. Experienced guides usually stay close to walls, testing out the ground as they go, and keeping a sharp ear out for unusual sounds. Upon hearing a predator, they quickly hide themselves in the nearest cover (usually a standing doorway) and wait patiently for it to pass. Travel in this way is slow (about ½ a mile an hour), but fairly safe. If one needs to go faster, one's risk of danger increases. Consult the **Table 3.1** for specifics.

Table 3.1 – Lost City Travel Risks

Speed*	Collapse	Predator	Squatter	Sinking
0.5	5%	15%	5%	10%
1.0	10%	20%	10%	25%
1.5	15%	25%	20%	40%
2.0	15%	30%	30%	55%
2.5	10%	35%	40%	70%
3.0	5%	40%	50%	85%

* miles per hour

Table Notes

Roll once in each column per hour of travel. If an event is rolled, consult the entry below. The table assumes a small group (1-10 people) on foot with hand carried equipment.

If a cart is employed, more people are added, or pack animals accompany the party, subtract 5% for each condition from all rolls. Note that bandits and predators encountered may decline to attack larger groups. Precautions, such as silencing magic, camouflage, and the like should add a bonus (GM's choice, depends on the situation) to some or all rolls.

Collapse: A collapse means that a structure, typically a building or wall, has fallen upon the party, usually doing damage. Roll 1d6 six sided dice to determine damage. Party members are allowed Reflex saves (DC = the damage dealt) to avoid all damage. Those who fail the roll must save again (same DC) or become trapped under the rubble.

Those pinned may be allowed to free themselves with a Strength check (DC 25), those that fail must be dug out. A digger may clear away 5 times his heavy load rating (based upon his Strength) in one minute. Collapses pile 200 lbs. worth of material around a person per point of damage dealt. While pinned, creatures take 1d6 points of subdual damage per minute. If they fall unconscious, they must make a Fortitude save (DC 15) or begin taking 1d6 points of normal damage per minute until dead.

Collapses may attract predators or bandits (percent chance equal to damage of the collapse). Note that if one moves quickly, collapses are more easily avoided.

Predator: Since the lost city is ecologically barren, it does not support much animal life, and the only creatures found here are monster types, those who survive by preying upon intelligent species. The type of predator encountered is up to the GM. The most common predators in the wrack are derelicts, lectors, quillions, swarms, and slags. Undead are also quite common, though only those sorts that can withstand sunlight. Predators are less common than squatters, but have better senses to hunt down prey.

Squatter: Rolling a squatter encounter means that the party has been spotted by an intelligent creature of some kind. This might be a group of slavers, a fellow explorer, or an individual cutpurse. On average, these people will be hostile 70% of the time. It is up to the GM to determine the exact nature of the encounter. Note that some individuals, upon sizing up the party, are likely to simply hide away.

Sinking: A sinking is simply the ground under one's feet giving way and sending one plummeting into the undercity. This means a fall, dropping the party 10-60 feet into the undercity. Individuals may avoid the fall by leaping clear, requiring a Reflex save (or Jump check, whichever is better) vs. a DC of 10+1d12. Like a collapse, a sinking may attract predators and bandits (percent chance equal to the DC of the save). The risk of a sinking increases greatly with one's speed, as one is less able to inspect the ground before walking upon it.

Getting Lost

Unless one can take to the air, getting lost in the wrack is a serious issue. Though not everyone can afford one, the most important device in an explorer's pack is a magical item known as a Penance compass. This compass is similar to a normal one, except that it is attuned to the Queen's citadel instead of the north pole. Along with the pointer is a readout that lists the unit's distance from the citadel.

More expensive versions also list their depth. Armed with this device, and a decent map of Penance (such as the *pro-
tean maps* detailed in the *Oathbound* hardcover), one should be able to find where one is at all times. It is best to jot down one's exact reading every ten minutes or so, forming a history of sorts, so that one may follow one's trail back to one's starting point at any time. To get back to one's last reading, a character must succeed at a City Lore or Intuit Direction check. The DC of the check is the number of minutes of travel between the reading and one's current position. Failure means that number of minutes has been wasted, but the check may be retried.

For those without either a Penance compass or a map, the lost city itself is a hazard; one place pretty much looks the same as another. Streets are not straight, and one can end up going in circles without even knowing it. For every quarter-mile of travel, there is a cumulative chance of losing one's bearings. This is determined by an Intuit Direction (or City Lore) check. For this check, the DC is 10 plus one per quarter mile traveled since leaving the known map. Failure means that one cannot determine how to get back to where one started from. A roll of 1 indicates that the character thinks he knows the way back, but is quite wrong. Each party member may roll separately. If everyone fails the check, the party is hopelessly lost, and must get back to civilization by another means. It is possible to avoid these checks by carefully marking one's path through the wrack, but this is hazardous, as it can attract attention from predators and unsavory parties, and may be subject to malicious tampering.

If one becomes lost, the most logical course is simply to move straight ahead in a single direction until one arrives at a landmark, such as a river or a bloodhold. In order to do this, knowledge of how to use the suns and stars to tell direction is essential (Intuit Direction DC 7) yet thankfully easy. This method presupposes that one will not be blocked by unstable terrain, high walls, or deep crevasses. It also invariably is not the easiest path to follow, and often leads to further dangers. A better method may be to locate a water source, and follow it to the next civilized area it feeds into. This is a much faster means of escape, but with one drawback. Most creatures and bandits in the wrack need water, and are likely to spot a group of people marching past as they are drinking their fill.

If one can find one, official canton markers are also useful in discovering one's location. These markers are generally placed in the canton's central square, and have their map coordinates engraved upon them. Of course, knowing where one is does not necessarily mean that one can safely get to anywhere else, but that is another matter.

Survival Tips

Maneuvering through the wrack is a treacherous business, and requires its own set of skills and precautions. A few of the most basic are listed below. Survival efforts reduce the chances of an encounter (see Table 3.1), but may reduce one's maximum speed below the normal 3 mph. Note: No matter how many precautions one takes, encounter percentages never drop below 5%.

- **Stay in a group:** Many predators and bandits prefer to pick off lone wanderers. The larger your group, the less likely you are to be attacked.
- **Spread out:** The ground in the wrack is old and unstable. The more weight on it in one spot, the more likely it will give way. It is best to stay about ten feet apart from all other members of your group. (Reduce sinking chances by 5%)
- **Rope up:** If the group spread out and lashes all members together with a rope, it is almost guaranteed that no one will be lost to a collapse of footing. Those who fall will be supported by the rest of the group. (Add +8 to Reflex saves to avoid sinking)
- **Test the ground:** Probing the ground ahead of you as you go reduces your chances of walking over unstable ground. A pole works, but not well. A device called a polebarrow (see Appendices) can be purchased for next to nothing, and is fairly reliable. (*Pole:* Reduce sinking percentage by 3%. Reduce max possible speed by .5 mph; *Polebarrow:* Reduce sinking percentage by 10%. Reduce max possible speed by 1 mph)
- **Duck and roll:** If one is caught in a collapse, roll into a ball and use your hands to protect the back of your neck. This reduces the chance that you will be pinned under heavy rubble by keeping the arms and legs from being trapped. (Reduce collapse damage dealt and the DC to avoid being pinned by 1d6, Increase the DC to escape all damage by 2)
- **Watch for tracks:** The lost city has been abandoned for many years. Most areas are covered by a great deal of dust and debris. Footprints are easily discernable, and a clear sign that something has been in the area in the last few weeks. (Reduce squatter and predator percentage by 2%. Reduce max possible speed by 0.5 mph)
- **Cover your tracks:** Travelers are few in the wrack, so predators have to search for them carefully. If a predator sees fresh tracks, it will follow them. Tracks can be obscured or interrupted by sweeping or by being covered with rubble. Climbing high walls and jumping chasms instead of finding a way around is not a bad idea if one can manage it safely. (Reduce predator percentage by 10%. Reduce max possible speed by 1 mph)
- **Sniff the air:** The wrack should smell somewhat like a basement. If there are any other scents perceivable, than something is amiss. A dung or urine smell indicates the recent presence of a creature of some sort, generally a monster. Undead creatures also have their own distinct smell. (Reduce predator and squatter percentage by 3%, or %5 with the *scent* ability. Reduce max possible speed by 0.5 mph)
- **Come prepared:** Bring all the necessary tools for exploration. Always carry shovels in case of collapse; strong rope and portable ladders are extremely useful as well.

Rebuilding the Wrack

Though the life cycle of a canton can be seen as a natural process, a key part of this cycle, rebuilding, requires a great deal of mortal effort. Recovering a canton that has been lost to the ruin is not an easy undertaking, and is not carried out without good reason and at great expense. Cantons are rarely lost all at once; most active cantons see minor sinkings from time to time, but the resulting hole is shored up and rebuilt without causing great disruption to the general population. A fully ruined canton is usually the end result of a long period of neglect and poverty, and usually sits abandoned for several centuries before it is ever reintegrated into a bloodhold. Simply entering such an area is dangerous, and attempting large-scale construction in it is foolhardy, especially so if one's efforts are being undermined by opposing political forces or squatters. For those who still want to take their chances, this section provides a primer of sorts for recovering lost cantons.

Preparation

Rebuilding the lost city simply cannot be done by one person, even one of supernatural power or ability. It requires many teams of men, some for security, some for engineering, some for construction, and some for running supply trains. It also requires a large amount of funding, mostly for supplies and salaries. Before one can start clearing monsters and driving piles, one must first arrange for these matters.

Funding is usually the first step, as it allows one to then hire workers. Construction costs per acre average 150,000 gp, and 16 acres worth of funding is generally considered necessary to begin building. The very rich, or established construction companies can skip this step, but most must deal with it. The usual method is by selling off the future property to be created by the construction. The canton is explored and surveyed, and a sample blueprint for the new area is drawn up. The property is then advertised and individual buildings and units are presold. Usually the canton designers have a particular demographic or gimmick in mind for the canton, enabling them to narrow their marketing push. A canton, for example, may be built for people less than 4 feet in height, for only doves, or for lovers of a particular sport or activity. This process can take many months, and assumes that the salesman will be the first to clear the canton. Since the lost city is lawless, it is possible for several different people to try to sell the same patch of land at the same time. Many people still will buy these plots, as it is by far the cheapest way to get a piece of brand new property in Penance. Sales vary from canton to canton, but builders on average take in about 300,000 gp per acre for presales.

Once the required funding has been collected (2,400,000gp), hiring a crew can commence. The average reclamation team numbers 1,500 people, usually 1000 for construction, 300 for security, 100 for engineering, and 100 for shipping and purchasing. hiring this many people can take a great deal of time, but many construction companies will lease out their staff if they are short of work. In fact a few companies exist only as middlemen, temp

agencies of sorts for construction teams. If one starts in a major civilized area of Penance, a team can be assembled in about a month on average.

Securing the Area

Once the team is ready, it is time to begin clearing the construction area of squatters and monsters. One thing to keep in mind is that it is impossible to build an entire canton at once. A square mile is a massive area, and contains thousands of buildings. To control a canton and to establish the rule of law, one need not occupy all of it, one can simply cram enough people into one little corner to meet the minimum requirements of 1,000 residents.

In Penance, an acre generally holds about 66 residents, so one need only build up 16 of the cantons 640 acres in order to reestablish it as a civilized place. Generally the piece of the canton nearest to civilization or the most stable is built up first, and then those who have paid for property are moved in. (Most presale agreements include a clause assuring that the buyer will move into the property as soon as it is ready.) This selected area is the first to be secured.

Securing an area involves sending armed men into it, and killing or driving out all living creatures found there. This also normally includes the area up to thirty feet down into the undercity, and within a hundred feet of its perimeter. Before securing an area though, it is best to scout out the entire canton and ensure it is not already claimed by another builder or by a hidden Bloodlord. Rafterers are employed to scout under the surface, and proctors are brought in to determine the exact boundary line. Securing the area takes time, as fighting and troops can easily cause a collapse. The men take one small section of the area at a time, and lay out broad, flat planks as they go to keep the ground from giving way. Thoroughly securing an area takes about one day per acre, or sixteen days of initial work.

Building a Foundation

Early on in the process, the architect should have determined where the current canton level will be maintained, and where the streets will have to be raised up. This largely depends on the building material of the existing structures. Stone structures provide solid foundation, and are difficult to remove, and so are built over. Wooden buildings do not fare as well, and can for the most part be disassembled and hauled off, or burned and leveled.

Building a solid foundation is the most challenging part of clearing a canton, and involves the greatest time and expense. On average, figure about one month per acre to do this. While one builds a foundation, one may be at constant peril of sabotage from opposing builders or bloodholds, and one's security force must maintain vigilance to keep predators away from the workers. this is all on top of the inevitable onslaught of natural collapses and accidents that will occur. If one's security force has not properly cleared the area, or if one's engineers have not planned the construction properly, the workers will get injured and die, and if morale drops enough, they will

abandon all work on the project, leaving the enterprise dead in the water, and with huge debts. It is best not to skimp.

Where the current street level is maintained, all rubble is hauled away, and most existing structures (unless they are particularly sturdy) are knocked down. The supports below the street are checked and reinforced, and a new horizontal surface applied to the ground. Where the street must be raised, supports are anchored in the existing ground, and a new street surface is built at about 10 feet above. Provisions must be made at this time for proper water supply and drainage. The different levels are then connected by ramps, ladders, steps and other methods.

The cheapest street surface is of course wood, but this is frowned upon, as it is highly prone to rotting and causing sinkings. Iron sheeting is quite strong, but must be carefully rustproofed. Earth is sometimes used, filling in the entire level below, but the amount required is difficult to procure. Stone is the most common solution, but quite hard to assemble. Petrified wood is easy and strong, but very expensive. Modern methods make use of a substance called quickrock (see Appendices).

Building a quickrock street involves first constructing a thin layer of wood. The quickrock is poured onto the wood, and iron bars are set into it to provide strength. Tiles and flagstones can be affixed atop the surface for fashion purposes, but are not necessary. When the quickrock dries, it leaves a flat, strong, and smooth rock surface, which can support a great deal of weight. Once this foundation is ready, buildings can be set atop it.

Raising Structures

With a solid foundation, work proceeds quickly onward. Building materials are now hauled in, and structures are assembled. The type of construction depends upon the master plan for the canton, and the wishes of the pre-buyers. Except for most residential customers, a buyer essentially buys a generic building and then requests how it will look. The architect usually predetermines what the plot will be used for, and then seeks out buyers of the right profession. This keeps the city planner's vision intact, but allows the area to have a natural and organic feel. An architect may leave a space on his plan for stables, for example, but the buyer of the plot determines their appearance. The original selling price set the mark for the wealth level of the buyer, and the ornateness of the structure is in proportion to this factor.

On average about a third of any given area is public space: streets, parks, canals, etc... The rest of the square footage can be divided up and sold. The median finished plot costs around 10 gp per square foot, but this varies greatly depending on the complexity of the building to be constructed. One acre has about 30,000 square feet of saleable area, and if fully sold, nets about 300,000 gp. For the purchasers, a small business, such as a tavern or a shop, may cost about 9,000 gp, while something like a temple may cost 50,000 gp. Residential buildings come in two forms, rental and resident owner. Rental buildings are convenient for the builder, as they need only make one sale of the whole building instead of ten or so for each separate unit. Resident owner buildings can bring in more money though if they fill up. Expect to pay 5,000

gp to purchase a single unit in a ten unit building (3,000 sq feet) or 35,000 for the whole building. Residential square footage is more expensive than most, as it is stacked several stories high, and costs more to build.

Once all the buildings have been erected in the first 16 acres, the new residents and shopkeepers are moved in, and the canton is ready to be claimed.

Claiming the Canton

Once 1,000 people are moved into the refurbished canton, it is no longer considered lost, and a Bloodlord may be named to preside over it. Of course this is all determined ahead of time, and the new residents have been well briefed upon who their new lord will be and what laws they will soon be subject to, or else they likely would never have moved in the first place. On average the time it takes a canton to get from ruined to ready for claiming is a year and a half.

Unless the builder intends to name himself or one of his friends the Bloodlord of the canton, it is necessary to court and make an arrangement with an existing Bloodlord. Usually, this is not a difficult decision, physical location almost always determines the possible lords a canton may have, as most Bloodlords do not want to try to support a canton that is physically separate from their main bloodhold. Builders are actually well advised to work only on cantons that border on only one bloodhold, as political maneuverings can cost them control over the area, their reputation, and a great deal of money. A handful of cantons between the Oasis and the Golden Shore stand abandoned for just this reason, builders are afraid that either Narcis' troops or Flollo's pioneers will wrest the land away from the other lord before building has been complete.

Cantons rarely are exchanged for free in Penance. When the canton is folded into a bloodhold a great deal of money also usually changes hands between the Bloodlord and the builder. A partially built and occupied canton can generate a lot of profit as new buildings are added and sold, and is a huge moneymaker for whoever holds it. Typically either the builder gives a sum of money to the Bloodlord and then retains ownership of the area, or the Bloodlord gives over money to the builder with the understanding that the builder leaves when the work is completed. The Bloodlord now owns all the undeveloped land, and can build upon it and sell it as he sees fit. Undeveloped land generally generates about 150,000 gp of profit per acre as it is built up. Builders generally can sell this land to Bloodlords at 10,000 gp per acre, and can "buy" it from a lord for 30,000 per acre. Therefore, builders who want to stay in it for the long-term may end up with a higher net (187,200,000 gp), but must put up a large initial sum (18,200,000), and spend 93,600,000 more on construction for an overall profit of 75,400,000 gp. Builders who start up a canton and then leave can expect a total payout of about 6,200,000 gp, about a hundredth of the profit compared to a builder who stays, but requiring much less time and risk (see below).

These numbers look good in theory, but often Bloodlords and builders don't have such large amounts of cash lying about. The most common deal is a partial sell, with the bulk of the canton going to the Bloodlord, a portion of

it remaining owned by the builder, and no cash at all changing hands. The Bloodlord then sells the extra acreage to other builders who can work to complete the canton concurrently. These transactions leave 156 acres in the hands of the original developer, and the rest with the lord. This method Usually ends up earning the builder a profit of 23,400,000 over 13 years. Lord Floflo of the Oasis is well known for popularizing this method, allowing a bloodhold to expand rapidly.

When the 1,000th resident of a canton is officially moved in, the builder of the canton typically claims the canton in the name of the prearranged lord. If someone manages to somehow declare another Bloodlord first, the residents immediately often pack up and move back out, canceling out the lord's claim. Usually the move is then attempted again a day later and the builder again tries to claim the area. If again disruption occurs, an invasion is in order.

A builder who attempts to name himself as Bloodlord had better be ready and able to defend the area from invasion, as it will be invaded. He also must be able to sell this idea to his buyers. Generally only religious leaders can benefit from this strategy..

Completing the Canton

Once the first sixteen acres have been built, and the canton has been claimed, the rest of the area (624 acres) must be completed. This requires a massive amount of work, many years of hard labor, and great risks. On average, fully finishing a previously ruined canton takes fifty years. If more builders are thrown at the projects, the construction time is faster, but generally not less than five years. Over this time Bloodlords and laws change, and the canton develops its own identity, reputation, and culture. It is rare for the original builder to retain control of the whole process; usually the undeveloped land passes into the hands of the Bloodlord after a few years.

Because of the time involved in completing a canton and the amount of risk involved in the process, builders rarely reap the kingly profits that they see on paper. Most are lucky to get around half of what is expected, as bribes, accidents, collapses, monsters, and politics connive to leech out their profits. Building companies generally come in two types, clearing houses which spend two years ramping up a canton before selling it to a Bloodlord and moving to the next one, and architectural firms which are more interested in completing a single artistic vision and spend decades carefully restoring a single canton. As a land buyer, it is important to determine which you are dealing with. Architectural firms generally charge more for land, but usually end up better places to live, and are the better long-term investment.

Most cantons are never really fully completed. Some areas are too unstable to build on, and other time, the builders simply run out of funding or initiative. Most cantons in the city contain an area that is within its borders, and therefore subject to laws, but is still ruined. Most are walled off for the safety of the inhabitants. These areas are called "vacant lots" and are typically the haunts of teenagers, transients, and future rafters. Bloodholds that have expanded rapidly, such as the Golden Shore or the Oasis, often have cantons where the bulk of the residents

are crammed into a small area of double tall buildings, and much of the actual canton lies in ruin or is empty parkland.

Once a canton is complete, it generally has a lifespan of about 2,000 years before it again falls into ruin.

Time and the Wrack

The wrack is an eternal, ever-changing historical document. While the maze may grow little by little, it remains largely the same from age to age. The wrack, on the other hand, is a visible map of recent events, the rise and fall of kingdoms and lords, and the progress of culture and fashion. Only one small portion of the maze may be revealed at any one time, but with a single flight, the whole of the wrack unfolds before one's eyes. Visible lines show where bloodholds begin and end, and where ruins of different ages clash together to form the great city. It is said that seeing the city in this way is like a form of precognition. One can tell where civilization is creeping, and where chaos is getting in. New empires blossom out, and old empires spiral in upon themselves as if they are mere rashes on the broad face of the city landscape.

Though less glamorous, exploring the wrack can be vastly more rewarding than delving the maze. For the most part, the wrack explorer gets to inspect an area many thousands of years before it ever becomes a part of the undercity, meaning that by the time the delver gets to it, there is little of value left except for truly hidden caches and sheer historical data. Most artifacts, such as furniture, personal possessions, and even most tempasses are taken away long before the area is ever built over. For this and many other reasons, most starting explorers spend the first few years of their careers above ground. Armed with a polebarrow, rope, a sack, a pickaxe, and a potion of *fly* in case of emergencies, these young amateurs bravely wander the streets of the lost city, in search of easy to find treasures. The following section is designed to be of interest for these folk, providing a guide of sorts for the more recently lost areas of the city, where the picking might still be somewhat easy to come by.

Newly Lost Bloodholds

When speaking of the wrack, the term "new" is used a bit loosely. Traditionally, the "new" areas of the lost city are those that have fallen during the reign of the oldest existing bloodhold. At this time, the oldest active bloodhold in the city is Barrowhold, still kicking after just over 3,000 years, nearly a record within verifiable history. Explorers usually stick to these areas, as they are more likely to contain treasures. Note that areas under 100 years in age are mostly avoided, as they have not properly settled yet, and are much more prone to collapse.

The most visited areas of the lost city are listed below, in alphabetical order:

Atone (Lord Maran; 60 cantons, 90°, 34 mi): Atone was the brainchild of a young idealist that wanted to claim the title of Bloodlord, but had few resources or opportunity. Instead of building within the traditional city walls, Atone was built at the base of the pedestal, as far away as possible from the hotly contested river regions. A natural inward curve in the city's wall provided a natural defense

for the area. Lord Maran, the founder, decided that it was much cheaper and easier to build on the solid earth outside the wall than on the unstable pedestal. Maran had a massive number of simple wooden houses and shops built in the area, and ended up enticing many of the city's poor to relocate to his hold. The lack of wealth of these citizens contributed to Maran's success, as no other lord was much interested in taking responsibility for the people. Atone grew rapidly in size, and began slowly to splinter into pieces, with ne'er-do-well criminal types squaring off against Maran and the area's working poor. Though originally known for manufacturing sturdy leather goods (amongst other trades), Atone eventually was overshadowed by its splinter bloodholds, which were a hotbed for the manufacture and invention of narcotics and poisons. His dream now whittled down to a mere five cantons out of once dozens, Lord Maran committed suicide by setting a massive fire to the entire area 343 years ago. The fire raged through the cheap wooden houses, and destroyed the whole lower city. The secrets of many potent and deadly concoctions are thought to have been lost in the blaze, and some still seek them out. A few small bloodholds still exist at the edge of Atone's ruins, but the bulk of the area is still an ashen hulk. Atone is supposed to be one of the safest areas to explore in Penance, as it is situated on firm, hard ground, and many young delvers make their first trial run here. Most find a number of metal or stone objects, some valuable, some not.

The Aviary (Lady Shirill; 6 cantons, 255°, 30 mi): Lady Shirill was the only known vogel Bloodlord in all of Penance's recorded history. Though typically the vogel are peaceful and nature-loving creatures, lady Shirill proved to be an exception. Allying herself with a small colony of Asherake, the vogel served as the brains for their brawn. The creatures used their natural capacity for flight to make numerous raids on ships running along the Xanthus, and slowly accumulated great wealth. The group also began to abduct people, one at a time, and carry them off into slavery. As their numbers grew, Shirill set up the Aviary, a pirate bloodhold of sorts where only flying creatures were allowed to be called citizens. The aviary was located deep in the wrack, on the far western edge of the city. The bloodhold served as a repository for booty and treasures of all sorts, many of which were hidden away by the flying pirates. Eventually, the bloodhold's raids became too frequent, and a number of the more civilized peoples living along the Xanthus joined forces, and attacked the area. Though the Aviary was built like a confounding maze out of ruined and crumbling buildings, the combined forces of three armies were too much for the pirates, and they all either fled the area, or were killed. The aviary's slaves were freed, and the area became lost. Two of the pirate lady's former cantons are now a part of present-day Blackwall, ironically one of the unified states that freed the area. The other four still lie in ruin, and it is rumors that many caches of goods still lie undiscovered amongst its strangely constructed buildings. Many of the pirates original traps still function, and provide dangers for explorers. The aviary has been lost for 1,197 years.

Doravum (Lord Fopol, et al.; 33 cantons, 310°, 10 mi): At the founding of Barrowhold, the bloodhold Doravum was at its heyday, and in direct competition to the wealth and influence of Serapis Trinakia. Doravum was posi-

tioned on the northwest shore of the Wellspring, between the two branches of the Aegis river, and dominated trade in the northern part of the city. It was here that Serapis first earned his great reputation as a strategist and politician, and his council added vastly to Doravum's size and wealth. As a gesture of great thanks, Lord Fopol of Doravum used his troops and influence to clear and protect a small area to the east for Serapis to claim as his own, and Barrowhold was born. To his credit Serapis himself remembered well the debt he owed to Fopol's land, and even came to its rescue at one time, arriving to fight off the army of a rival Bloodlord when all appeared lost.

The alliance between the two areas flourished for many decades, but eventually grew into a bitter rivalry between the various successors of the two friends. Barrowhold and Doravum competed for the same shipping, the same goods, and the same markets, and enmity eventually turned to war. This famous conflict lasted for ninety years, until the eighth lord of Barrowhold, Eliaures, a dark sorcerer, poured the life force of an entire one of his cantons into a single enchantment. Eliaures killed tens of thousands of his own people, but spelled the ultimate doom of Doravum. To this day, any who die within the former bloodhold's borders rise again within a day as an undead being. Fear began to take hold of Doravum, as its aged began one by one to die off and the rise to haunt the area. The people felt that the land was cursed, and simply packed up to move elsewhere. Massilia, the champion of Doravum, a proud hero, made a solemn vow to destroy Eliaures, whose body could not be harmed by any mortal weapon, and left Penance, and eventually the Forge altogether, on a great quest. A year later (1,537 years ago), Massilia returned. Without warning, from a mile above the city, he pierced the left arm of Eliaures with a fiery arrow, said to have been called *Unhowde on Red*. Within a few hours, Eliaures' body slowly evaporated away like smoke, and Doravum appeared to have conquered its neighbor. However, in the champion's absence, the people of Doravum had abandoned the area, and the champion's right to slay a lord was nullified. The Queen intervened, slaying Massilia, and Barrowhold went to Eliaures' daughter.

All of Doravum is still unclaimed by any lord, and thousands of hungry undead roam the region, oddly never leaving its boundaries. Doravum is largely intact, although its many riches left with its citizens. Still there is much in the way of art and knowledge to be found here, as most explorers are kept at bay by the great curse and the area's current occupants. As a footnote, the canton that Eliaures destroyed still stands untouched, although it has never been cleared of its wealth and artifacts. It lies on the bank of the Aegis, just south of Trinakia Avenue. It is said that nothing will grow in this place, and that natural animals are never seen here. Even squatters never seem to settle in the area. Many explorers have investigated the canton, but all have left it empty-handed within a day, swearing that there is nothing of interest or value there.

Erad (Lord Watt; 10 cantons, 40°, 33 mi): This area fell 600 years ago due to a horrible plague. Worried that the contagion would spread, its neighbors built a wall all around the area, and prevented the inhabitants from leaving. Some escaped through the maze, but most either died

from the plague or the following period of starvation. Since most of the inhabitants never left, and there were few sinkings, Erad is literally bristling with artifacts. Erad was located near the northeast rim of the city, a few miles from present-day Hammerfall. The area is under-explored, as many treasure seekers are afraid of contracting the famous rotting disease that killed Erad's people. Those who do extract treasures from the area often lie about their origins in order to find a buyer. Ironically, the bloodhold was famous for the longevity of its inhabitants. The details of their methods are now lost, but may lie somewhere within the area's ruin. Erad is easily located by the plague wall, which still stands and is clearly visible from the air.

The Furnace (Lord Ösanis; 30 cantons, 276°, 23 mi): The furnace was an unusual bloodhold, founded by the Lord Ösanis, a knük from the domain of the Kiln. Ösanis was a monk of Lemnos and founded the bloodhold to spread the teachings of Bathkol, the unanswered question. The furnace was a religious hold, based upon the principles of meditation and inward reflection. Before one could officially join the church, one was required to take up the profession of a blacksmith. If one managed to last seven years at the trade, one was allowed to join the clergy. As one achieved various stages of enlightenment, one was moved upward in the church hierarchy, being given increasingly more secret knowledge and further responsibility. Ösanis himself was long lived even, for a knük, and is said to have spent nearly all of his time silent and motionless in the high temple. The thousands of skilled smithies in the Furnace produced an amazing amount of high quality goods, and brought a great deal of wealth into the region. The skill and vigilance of the monks also served to stabilize the bloodhold, and keep it peaceful and very safe. Ösanis' reign lasted over 200 years, but eventually crumbled 941 years ago in what is now the year 0. When the shadow of the great eclipse fell across Penance, a mass insanity of sorts seemed to strike the furnace. Ösanis let out a scream that could be heard throughout the city, and the monks of the Furnace went mad, tearing down buildings, setting fires, and attacking the citizens. Many people dies in the frenzy, and many others fled the area. At the height of the madness, Ösanis sank with his great temple into the maze and was presumed lost. Though many people remained when the dust settled, all inner members of the church were destroyed, and the bloodhold was never the same. Over the next ten years people left the area in droves, and it eventually fell into disrepair. Many explorers seek out the area hoping to find record of the church's secret knowledge. The furnace is easily located, as the many coal fires within it have given the entire area a permanent black shroud, easily visible from the air or the ground.

Lost City Sites

In addition to entire bloodholds that have been lost, the Wrack contains a great many famous individual sites. Most famous sites in the wrack are much more well known than any given site in the maze; this is because, historically speaking, the sites in the wrack are still within recent memory. Sites in the maze may be greater in glory and mystery, but they are mostly known through rumor

and hearsay; sites in the wrack do exist, and their historical relevance can be easily researched and verified.

This section provides detail on a number of the better-known sites of the wrack, providing both historical background and information for explorers.

The Queen's Green

The Queen's personal garden covers an enormous area of the lost city, sprawling over about fifty-five square miles. Though the queen prohibits settlers, visitors are tolerated, as long as they don't damage any of the landscaping. Though there is little opportunity to find treasures, the Green is a fascinating place, and offers great insight into the mind of Israfel, it also is one of the most stable places in Penance, and Explorers can wander through the area without any fear of collapse or sinking. The only souvenirs that the Queen permits taking out of the green are the bodies and possessions of visitors who never quite made it back home. Some of the more unique locations in the green follow:

The Greenmaze: The greenmaze is a three-dimensional hedge maze covering an entire canton. Unlike most hedge mazes, the greenmaze is enclosed on the top, its passages formed like tunnels instead of hallways. The tunnels twist and turn, weaving in and out of one another like the twigs of a bird's nest. The maze is filled with many chambers, some containing treasures, other traps, and some odd installation pieces. The maze has not been fully explored due to its size, and even many rafters consider it to be impossible to map. There are several entrances to the maze, and a number of predators have taken up residence in it due to the number of visitors. It is not known whether the maze has a central chamber, as no one has ever reliably claimed to have found it. The greenmaze is located in the southeastern part of the Green, one mile from the Wellspring.

Israfel's Zoo: Much of the Green is part of the queen's private collection of creatures, and it is difficult to define where the zoo begins and ends. Israfel brings many unique species here that she doesn't seed anywhere else. It is thought that creatures that are very few in number on their home worlds are brought here to be preserved. Before bringing a creature, the Queen typically sculpts a careful habitat for it, simulating its natural conditions. Plants, insects, soil, and other creatures from the animal's home world are imported, and arranged over a sizable area, typically about a 150 foot square. These habitats are scattered throughout the Green. Some of them are caged off, while others are open to the rest of the park. Typically, herbivores are caged in for their own protection, but predators are left free to hunt. Unlike at most zoos, the animals here frequently eat the visitors that come to examine them.

Pond of Sorrows: Though small and unimpressive looking, this brackish pool is one of the most highly sought locations in the Green. Located at the far western end of the Green, the Pond of Sorrows sits at the center of a small once-tasteful garden, surrounded by crumbling sculptures and overgrown shrubs. The pond itself is said to be a negative wishing well of sorts. Tradition has it that if one throws something of value into the pond and then wishes ill to befall someone, that one's wish will come true. The

greater the value of the sacrifice, the more likely and severe the outcome. It is surmised that a great amount of wealth must lie at the bottom of the inky water, but that the full misfortune of the pool will fall upon anyone who attempts to recover its horde.

Pyramidal Park: This area lies at the center of the Queen's Green. It is considered to be Israfel's private retreat, and is one of the most beautiful places in Penance. Israfel has spent a great deal of time and energy on the place, and is very protective of it. The park is named for a tall pyramid at its center. Pyramidal park is more fully detailed in the adventure, "Black on Black," at the end of this book.

Queensbridge: The bridge leading from the Queen's citadel to the Green is the only one in the city that is not covered with a bustling marketplace. The bridge is considered a part of the Green, and most mortals stay off of it. When the Queen founded the green, she destroyed all the structures on the bridge and replaced them with an eclectic collection of statues depicting her. It is surmised that the Queen collected the icons from throughout the maze and the wrack over a number of years. The statues are all slightly different in age and style, but all show some representation of the queen. The statues are placed shoulder to shoulder and entirely fill both sides of the eight-mile span.

Scopas' Rift

Though detailed in "Oathbound: Domains of the Forge," Scopas Rift is a key area for explorers and delvers, and deserves some further mention here. The Rift is the most common starting point of new members of the Oasis' rafter's guild, and many services and features of the area cater to exploration. The Rift itself is much less rife with monsters and pitfalls than the rest of the city, and is a good place to begin one's training. Also, as exploring the area requires digging, and therefore effort, there is still plenty to find. A few of the key locations in and near the Rift follow:

The Cliffs: From the street level of the city to the top of the rubble pile in the rift is a sheer drop of 500 feet. Along these cliffs one can literally see the undercity stacked up upon itself. Steel wire nets have been fastened over all of the cliffs in order to stabilize them and to keep the rift from widening further, but a number of gates in this fencing allow explorers through at various levels. The netting provides easy handholds, and most humanoids find it easy to climb up and down and all around on the cliffs, in search of an area of interest. From the cliffs one can get into the rest of the great maze of Penance, and this is one of the safest way to attain depth in the undercity. The other advantage the cliffs have is that they are the only place in the city where sunlight shines into the maze and fresh air abounds, making delving simple and easy.

Excavations: In order to explore more than the surface of the rubble pile, one needs to dig down into it, creating something of a mineshaft. Over the years, this has been done many times, and a vast network of tunnels and shafts have been dug. The most recent ones are still guarded carefully by their creators, but most are abandoned, allowing one to take over where the last digger

left off. the excavations are located throughout the rift area, and are nearly innumerable. Many miners dwell in the nearby Vyman's warren, and offer their experienced services to any who can afford them. digging in the rift is dangerous, as the rubble often shifts, causing collapse, but the rewards are often worth the risk.

Vyman's Warren: This three-canton area is an independent bloodhold, largely populated by frey, sitting on the very edge of the rift. A trade road leads between the Warren and the Oasis, carrying most of the rift's explorers, and taking away most of its treasures. Vyman's Warren actually extends three levels down into the undercity, and is supplied with fresh air from the nearby cliffs. The Warren offers excellent access to the rift, and a friendly tax rate, which brings many rafters and explorers to take up residence here. Vyman's Troops patrol the rift area, particularly near the Warren, and keep the peace. Like troops out on the open plains, they physically stop all fights that they encounter, regardless of the cause, and without stating a reason. This serves to keep the rift safe from monsters and brigands. The Warren contains a great number of hotels, many of which offer very useful services, such as lab space and equipment, appraisals, and winches leading right down over the cliffs. The Warren's shops and industries are largely centered on the rift, and include all kinds of tools and digging equipment. A very comprehensive library focusing on the rift and its contents occupies part of the warren, taking up all three levels and then some. Next door to it is a large tower holding a museum that reconstructs the rift, showing a different period of its history on each level, all in chronological order. As one ascends the tower one moves up the rift, and forward in time.

The Wash: Due to the size and weight of the rift, it is much affected by the force of gravity. Over the years it has gotten lower and spread out farther into the plains. At the far end of the rift is an area called the Wash. As the rubble in the rift flattens, a variety of small objects creep south and get spat out of the end. The wash is where the rubble meets the open plains, and it is a dense mass of rubble, artifacts, and scavengers. All sorts of objects can be found here, and excavation of the rift is quite safe and easy. Scavengers have a few small worries though, one is their fellow explorers, who often try to move in on anyone who seems to have found anything of note, and the second is the stout colony of barbarians that has taken up residence in the forest at the western end.

Other Sites

Though smaller in scope than the major sites detailed above, the following areas are well known to explorers and rashers. Some have been explored many times, while others have proven too dangerous for all comers.

Cassia's Crater (100°, 24 mi): Two hundred years ago, a meteorite struck the pedestal in the canton of Cassia, in the eastern part of the city, creating a large crater and causing a great deal of shaking and several sinkings. It seems that the meteorite has some unusual properties, because all of the monsters in the area are drawn towards the crater. Many explorers have attempted to recover the

object, but it has buried itself deep in the pedestal, and the surrounding crater is rife with horrible monsters, making getting to the thing nearly impossible.

Fopol's Palace (325°, 10 mi): The curse of Eliaures, which was responsible for destroying the bloodhold of Doravum has held strong for many hundreds of years, despite the efforts of many who have tried to dispel it in order to claim the area. The first problem is that it is impossible to determine where the curse is centered. The most likely candidate for this distinction is the former palace of the Lord Fopol, the seat of Doravum's government. This is surmised because the undead that plague the area seem to concentrate about the palace, and make great efforts to impede the progress of any who try to enter it. The building itself is vast, and nearly filled with undead bodies, mostly soldiers of Doravum and Barrowhold that died in the battles that took place soon after the curse. No one has ever succeeded in fully exploring the place.

The Great Archive (312°, 15 mi): This library is the most commonly visited place in the wrack, and is fully detailed in the book *"Oathbound: Domains of the Forge."*

Israfel's Slide (195°, 17 mi): Along the main caravan route leading from Vyman's Warren the Oasis is a strange area. This place, known as Israfel's Slide is a section of the city that seems melted and fused together to form a smooth ramp that spans 300 feet and leads right into the wrack. Allegedly the Queen melted some buildings that offended her and created this slide, which quickly sends anyone who sets foot on it sliding down to the lower end, located deep in the wrack. While historically it has been seen as a novelty, lately it has acquired a sinister reputation. A band of faust has been using the slide to ambush caravans along the trade route. The vanguard of the faust jumps out near the caravans, and with the assistance of a few gnarl, grab and throw the people and carts down the chute. The bulk of the bandit party waits in ambush at the other end, ready to pounce on anything that comes sliding down. Once the ambush is finished, the members of the first group then jump onto the slide and slip away. If the ambush goes badly, the whole party disperses and slips into the undercity.

Menagerie of the Slaughtered (2°, 22 mi): This grisly ruin was once one of the largest museums in Penance, but its original exhibits are greatly obscured by its present contents. The buildings is where Israfel brings the bodies of those who break her laws. Israfel displays the bodies in the museum's halls, often hanging them from the walls where once hung famous paintings or great works of art. Sometimes the corpses are left partially dissected, with body parts stretched out and pinned to the wall in some sort of abstract pattern. The names of those slain are always written in their own blood nearby. Many of the valuables are stripped before the bodies are dumped here, but there is still much to be found. Unfortunately the building is terribly haunted. Visitors are tolerated, but anyone who takes away any of the corpses or attempts to resurrect one is slain and added to the collection.

Fortress of Vercingetorix (125°, 23 mi): This sturdy castle stands deep in the wrack in the southeastern part of the city. It was originally built as a military stronghold by the lord Vercingetorix, who was eventually besieged, holding out in the structure for over a year before finally

succumbing to starvation. The fortress itself is extremely well designed, and its stone walls are reinforced with an adamantine skeleton. Currently the building is held by the rafter's guild of the Golden Shore as an outpost. The fort is well stocked with supplies, healers, book, and guild members, and is intended to be used as a base camp for guild members wishing to explore the wrack or the maze in the area. Explorers who run into trouble are expected to run back to the fortress, where the gates are then shut on whatever is pursuing them.

Lost and Branded: Peoples of the Wrack

Despite the great dangers and hazards of the wrack, there are still a great many individuals who choose to make it their home. If looked at from a certain angle, the lost city does have its advantages, the most prominent being the complete freedom from laws. Not only is one not subject to laws in the wrack, but it is the law there that there may not be any laws, and this law is enforced. One never needs to worry that one's behavior may be controlled or scrutinized. This may be the case, but this does not make one safe; one still remains alive only at the whim of all those that one comes into contact with. Anger one person, and you may forfeit your life. Those who still choose to live in the wrack are then either happy with this arrangement, or they are simply without options. Denizens of the lost city fall into one of four categories: squatters, bandits, misfits and exiles.

Squatters: Squatters are those who simply choose to live outside of society. Though most people perceive squatters as criminals, but the bulk of them are simply impoverished. These are the people that might be called homeless or vagrants on other worlds; without property of their own, these people simply wander into the wrack and find some sort of shelter to occupy. Some of them attempt to work their way back into society, while others simply scavenge a living off of the land. Squatters simply need to avoid paying taxes or rent. An interesting side effect of this is that if an area is poor enough, enough people will move into the wrack that the Bloodlord can then claim the outlying areas as his own cantons. Many Bloodlords have expanded their territories rapidly through these method, but most end up failing as quickly as they rose. Colloquially, these lords are referred to as "beggar kings."

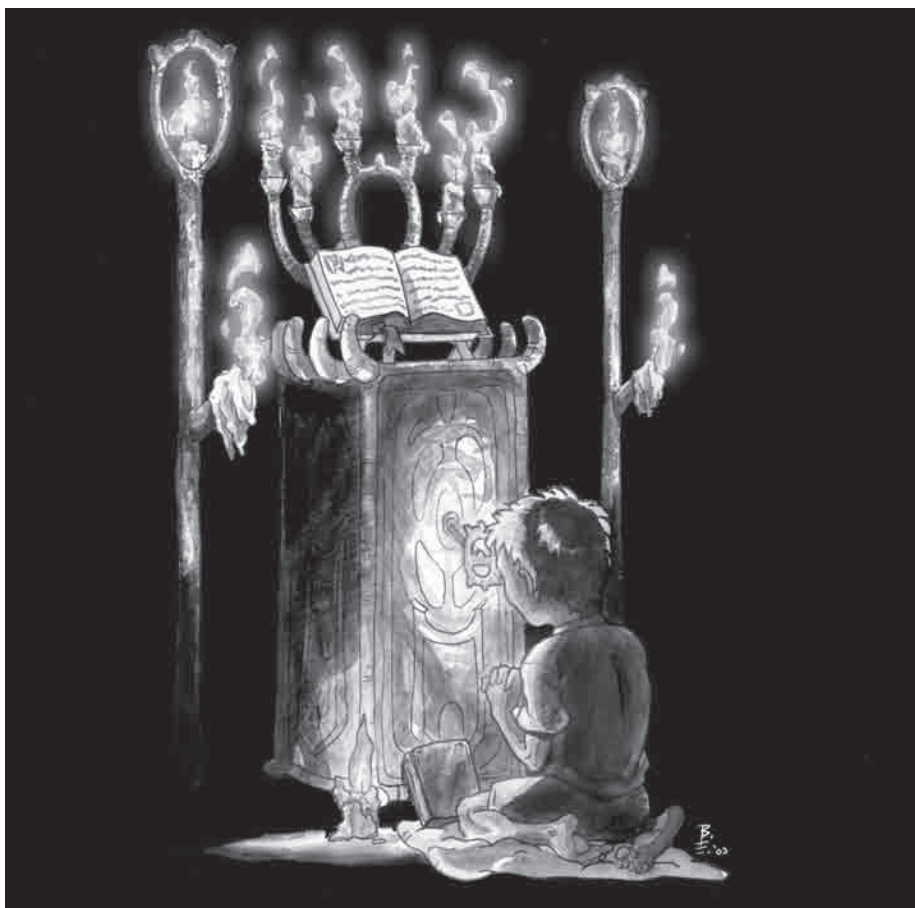
Squatters can be found throughout the wrack, but are almost entirely concentrated around the borders of civilized areas. Some squatters eke out their livings across the border as beggars or laborers. Others manage to scavenge food from the frail ecosystem that has sprouted up in the lost city; many eat rats as most of their meals. Squatters who turn their attentions to the pursuits of commonly criminal activities are given the title of bandits.

Bandits: Though there are no laws in the wrack, and therefore no crimes, people that are perceived as criminals are referred to as bandits. Generally this means that one gets one's living from some sort of violent pursuit, whether this be murder, kidnapping, or robbery. Like squatters, bandits are concentrated around the borders

of civilized areas, where there are wealthy people to prey on. Bandits slip across the border areas to commit their crimes, and then slip back into the wrack to cover their tracks. Except for those who make their living off of capturing slaves, few bandits pay much attention to the ordinary squatters, mostly as they have nothing that they want. Sometimes Bloodlords send their armies into the wrack with the orders to kill anyone they find there in order to wipe out bandits without breaching the Queen's laws. This may be extreme, but a Bloodlord who has too many border troubles with bandits generally doesn't last long, as his population soon begins to look elsewhere for property.

Misfits: Misfits are like squatters, but instead of poverty, their life in the wrack is motivated by the fact that they are too ugly, bizarre, or malformed to fit in with society. The scar (see Chapter 2) is the classic example. Demons and other outsiders may be another example. Unlike squatters, misfits generally dwell as far away from civilized areas as possible, and are little encountered. Often, if enough misfits gather in an area, it becomes an official bloodhold, and the colony of misfits becomes a legitimate political entity. It is thought that many of these isolated bloodholds exist in Penance, but no one really can claim to know about more than a few. Some misfits colonies are a mixed group of different races and deformities, others, like the scar, are united by their particular misfortune. Misfit colonies are difficult to spot, as they generally do not repair the ruined structures they live in, and being shy creatures, hide when visitors approach. Some misfits colonies are friendly to visitors, while others are protective of their secret existence, and slay any who discover it.

Exiles: The most pathetic of the peoples of the wrack are the exiles. These are those who have been branded by one of the seven symbols of exile, ancient artifacts that traditionally have been possessed by Bloodlords. Laws regarding exiles do not come from the Queen, but are regarded as one of the traditional laws of the city. It is thought that the Palethian itself created the brands and first decreed their purpose. The law of the brands is this: anyone bearing one of the brands upon their faces is not permitted to physically enter any active bloodhold, and cannot be given any rights by the law of any lord. Because of the permanence of this punishment, exile is reserved for only the worst and greatest of criminals. Because of past abuses of the brands by certain lords, some



Bloodlords, such as Follo, have attempted to cancel the exile law in their own holds. However, all such attempts are met with great resistance from the population, who regard breaking the tradition as a terrible omen of misfortune.

Most exiles last less than a month in the wrack, as they quickly succumb to its dangers. Some fall prey to collapses, others are eaten by monsters, and some are killed by squatters, misfits, and bandits. Exiles are blessedly free from the interest of most slavers, although sometimes armies from Arena do their recruitment in the wrack. Most exiles that survive generally either find their way out of Penance altogether, or they discover the legendary bloodhold of Exilium, a fabled misfit colony of and for exiles.

Law from Chaos: Powers of the Wrack

Though there are no political organizations allowed in the wrack, it is still good to have friends. Organizations exist throughout the lost city; some are perfectly respectable, such as the rafters' guild, but most fall into the category of criminal syndicates. Though the active criminal groups that operate in the wrack are innumerable, two are by far the most infamous, and even the most ignorant lifer has heard of at least one of them. These two groups are the Band of the Red Sun and the Ragemaidens.

The Band of the Red Sun

The Band of the Red Sun was founded over twenty years ago by the then outlaw Atticus Narcis. Its original purpose was to foster a revolution east of the Wellspring, but now it currently exists to feed the coffers of the now Lord Narcis' government. This is of course, an important secret, and Narcis makes a great show of publicly decrying the group, now managed by Narcis' chief lieutenant, Sestos Malvacius. The Red Band currently makes its headquarters in the Golden Ghetto, well protected within the heart of Narcis' bloodhold.

The Red Band's business is to engage in criminal activity of any kind, and it will stoop to any level to break the law and earn a quick buck. Robbery, kidnapping, murder, assassination, arson, smuggling, and more are performed routinely by the group's literally tens of thousands of members. Malvacius runs his group like a franchise operation, and both he and Narcis reap in enormous rewards from the various activities that are carried out by others in his name.

Joining the network is simple, and requires only the willingness to perform criminal acts and to share a portion of the profits with the band. In return the Red Band offers a certain amount of protection and organization. Anyone who wishes to become a member of the Red Band must first make his way into the Golden Ghetto to meet with one of the Band's directors. The Ghetto is perhaps Penance's most dangerous place, and the only way to survive is to look very much like one belongs there. If one does not look like a mad, tough-as-nails maniac, the going might get quite rough. If one can find one's way to a director's office, one then is subjected to a rigorous examination process, always held within a *chamber of binding* set with *zone of truth*. The exam process basically boils down to what one wants to do for the Band, where one would like to operate, and whether one appears to be some sort of spy, mole, or informant.

If one passes muster, one is admitted to the band, and given an assignment. The band keeps a map of the city with all of its operatives' areas and professions marked on it, and new members are matched against the grid to determine whether they are overcrowding the market. If one wants to smuggle drugs into Hammerfall, for example, and the map shows that a great many members are already doing this task, then you will be either assigned a new area, or retrained for a new activity. You may be asked to operate in Divinia, for example, or you may be asked to instead focus on kidnappings. This organization is why most people join the Band, as it ensures that they will have plenty of work to do, and little trouble

with competition. This method prevents much gang-to-gang warfare, and maximizes the effectiveness of each member. Interestingly, the band performs very little activity in the Golden Shore, a tactic designed to give Narcis a reputation for running a safe bloodhold, and therefore increase the number of immigrants that enter his territory on a regular basis.

Red band agents also monitor criminal activity throughout the city. Unaffiliated criminals that encroach on the Band's territory may be targeted and attacked. Usually, a summons to join the Band is issued before an attack is launched.

Once one becomes an official member of the Red Band, the following conditions, benefits, and agreements apply:

Benefits: In addition to organization, members receive free training in all types of criminal activity, and access to all manner of poisons, foul magics, and other contraband. Members are also protected from harm within the borders of the Ghetto, although one must still be careful and keep one's eye's open. Members also receive the protection of the Band itself; if a member in good standing is ever arrested, the band may attempt a rescue if an opportunity can be found. Members can pay into a bribe of sorts that encourages the Band to come to one's rescue. This is an account of money that is kept by the Band, and one can put money in and take money out at any time, much like a bank account. If one is arrested and the funds in one's account will cover the cost of a rescue, the escape will be staged, and the funds taken out of the account. The account also serves as a means to pay one's minimum dues if one cannot make it to the Ghetto on a regular basis. The dues are simply taken from the account every two months, and deducted from the fees one is required to pay when one checks in.

Fees: The Band of the Red Sun takes 25% of all profits accrued by its members. Every two months each member must turn over an account of his operations and the amount made from each one. If one performs no activities, one is still expected to pay a minimum fee of 50gp per month period.

Disadvantages: Besides fees, the other disadvantages to membership are exhibited only to members who are dishonest with the Band. Anyone who betrays the Band's confidence is assassinated, and those who cheat the Band on its fees are burned with Lord Narcis' brand of exile and cast out into the lost city. The Red band employs a great number of spies and agents whose task it is to keep tabs on the Band's members. Many of these agents work with the city's judges and bailiffs. Crime reports are read and compared to the accounts that each member turns in;

Table 3.2 - Criminal Salaries

Activity	Monthly Profit	Risk	Qualifications
Assassination	1,200gp	25	Level 2 Assassin
Blackmail	1,000gp	15	Diplomacy, Forgery 6 ranks
Burglary	750gp	10	Open Locks, Move Silently 6 ranks
Kidnapping	850gp	20	City Lore 6 ranks
Mugging	300gp	15	Pick Pocket 4 ranks
Smuggling	1,400gp	30	Bluff 6 ranks
Spying	1,100gp	25	Bluff, Disguise 6 ranks

obvious discrepancies are always pursued. Few who cheat a little bit are actually caught, but all who do get caught are made an example of in the hopes that other members will tow the line.

Profits: The following profit estimations apply to members operating in the city of Penance. Numbers shown are after the Band's fees have been paid. Note that profits vary greatly from individual to individual, and from area to area. The risk listed in the table is the percentage chance that a member will be apprehended or killed in any given month. Qualifications lists the minimum skills one needs in order to be considered for the job.

Going Straight: A member may leave the band at any time if he cannot make enough of a living to pay his dues. Members that leave the band are still monitored by the bands agents, and are never allowed to enter the Golden Ghetto again, with one exception; members that have quit can rejoin the group for a one-time fee of 1,000 gp, restoring all benefits.

The Ragemaidens

The Ragemaidens are a militant group of women dedicated to freeing other women from oppressive situations. They operate in semi-independent cells of 5 to 20 with the goal of either Rescue or Revenge (hereafter referred to as RorR.) A mission may be either to remove a woman from a bad situation, or to exact punishment on someone who has hurt women. Many cells pursue both goals. The Maidens operate out of the lost city and are detailed at length in the core *Oathbound* handbook. Unlike the Red Band, the Ragemaidens are a secretive society. One cannot join the maidens without being asked to first. Generally, only those freed by the Maidens are allowed any knowledge of the guild. Some try to seek out the maidens, but this is rare, as the Maidens are very difficult to find.

The Ragemaidens have developed many special techniques over the years, and offer training in many skills to their members. Those who officially join the guild gain access to these benefits. As one progresses upward in the guild, one gains access to more knowledge and training. The Ragemaidens are not a moneymaking operation. Membership costs nothing, although donations are encouraged, and frequently given. Completing missions is more important than donating cash.

Guild Benefits

The benefits gained at each level of the guild are listed below. Note that this section uses rules first introduced in the book *Guildcraft*, also by Bastion Press. It is not necessary to own *Guildcraft* to use this information, though it is helpful. Basically, as one progresses through the guild's ranks, one gains training and benefits. One pays for one's special training with experience points; this simulates actual learning. The XP costs shown are not running totals, but the amount to be paid at each progression.

Guest: A guest is a woman who has been rescued by the rage maidens or, more rarely, has sought them out on her own. Guests have access to Ragemaiden equipment while they are preparing for their first RorR, but are not yet considered trusted members of the guild. A guest's

Table 3.3 - Ragemaiden Guild

Order	Title	XP Cost
1	Guest	0
2	Harpy	500
3	Medusa	1,000
4	Siren	1,500
5	Valkyrie	2,000
6	Phoenix	2,500

first RorR is planned by a higher-level maiden and must involve a former member of the guest's life as an adversary.

Harpy: A harpy has successfully completed her first RorR and begins training with the Maidens in earnest. This training gives her access to Ragemaiden specific feats (see below), teaches her safe poison use (as per the assassin ability) and gives her access to Bluff, Sense Motive and City Lore as class skills regardless of her character class. Harpies participate in RorRs until they are ready to execute an independent mission.

Medusa: A harpy who has completed an independent mission graduates to the level of Medusa. All Medusas gain *stinging strike* (as the Frey ability). It is at this point that maidens usually begin to specialize. Some dedicate themselves to leadership, often entering the demagogue prestige class. Others focus on rescues, while many on revenge. Those who take the latter route often train as assassins, or become Poisoned Baits (see below). Training is available in each of these pursuits by the Maidens.

Siren: A medusa who has undertaken successful rescues of three women who go on to become harpies is known as a siren. Sirens can lead group missions and call on other maidens for assistance in their RorRs. A siren gains the leadership feat for free, even if she is not yet 6th level. Also *stinging strike* damage increases to 1d6.

Valkyrie: Once a siren has successfully lead five group RorRs, she becomes known as a Valkyrie. She has free access to borrow items from the Ragemaiden arsenal, which includes magical items. Her reputation within the guild allows her to add her Charisma modifier as a morale bonus to Will saving throws to any maidens accompanying her on an RorR. This bonus can affect a number of maidens up to the Valkyrie's level, and can be applied for up to ten minutes per day. Her reputation outside of the guild adds +2 to any Intimidate checks made against men familiar with the Ragemaidens. *Stinging strike* damage increases to 1d8.

Phoenix: When a Valkyrie's cell becomes large enough, she may split off and found her own cell (she must have taken the Leadership feat by this point). Aside from the obvious benefits of leading the cell, she gains a cumulative +2 bonus to all Gather Information checks per every 5 members of her cell. Phoenixes of different cells have irregular communications with each other and occasionally coordinate efforts; each cell Phoenix has regular meetings with Briseis Sigurne. *Stinging strike* damage increases to 1d10.

Disadvantages

Though the benefits are many, all members of the Ragemaiden guild are beset with certain disadvantages, which are enumerated below:

Outlaw status – Aside from breaking the law while undertaking RorRs, in many cantons simply being a Ragemaiden is punishable by the most extreme measures.

Isolation – Ragemaidens do not associate with anyone but other Ragemaidens and those allies approved by the cell Phoenix. This can be difficult for those maidens who wish to contact their families, and it effectively enforces celibacy for those who prefer the company of men.

Obligation – A Ragemaiden may always be called on by a higher ranked maiden to participate in an RorR.

Ragemaiden Feats

The special training of the Ragemaidens gives members access to three specific new feats, as well as any combat and rogue type feats. The three new feats are detailed below:

Universal Finesse [General]

The training of the maidens assumes lesser strength and the need to rely on speed and aim as a default.

Prerequisites: Harpy; Dex 12+; Str 10+ (or size Small or less)

Benefit: Characters use their Dex bonus instead of Strength for all natural, unarmed or touch attacks, or attacks with a weapon at least two sizes smaller than themselves.

Grappled Strike [General]

The maidens are well aware that many male opponents would rather immobilize or dominate them rather than killing them outright and are trained to take advantage of this mistake.

Prerequisites: Harpy

Benefit: This feat gives a character a morale bonus to attack and damage equal to one half her BAB when attacking an opponent who is grappling her. (The maiden cannot be actively grappling in return, nor can they have initiated the grapple.) Also, if pinned, a Ragemaiden with this feat can make an Escape Artist check as a free action (vs. the opponents grapple roll), and if successful, may make a partial attack against her opponent's flat-footed AC.

Cold Rage [General]

As opposed to the hot-blooded, screaming and spitting rage of a barbarian, a Ragemaiden in a cold rage becomes even more brutally focused and efficient.

Prerequisites: Harpy

Benefit: A Ragemaiden can enter a cold rage once per day, plus once for every five full character levels. During a rage, the Maiden gains +4 to Dex and +2 to Int. The character may also designate a single opponent against whom she gains a +2 dodge bonus to AC and a +2 morale

modifier to all attack, damage, Bluff, and Sense Motive rolls. The Maiden is at -2 AC for all opponents not designated. The rage lasts up to 10 rounds, or until the maiden voluntarily ends it or focuses her attention on something other than combat.

Exilium

The bloodhold of Exilium is the most closely kept secret in Penance. It is located someplace in the wrack, but only its inhabitants know where. Some believe that the bloodhold migrates throughout the lost city, its inhabitants picking up and moving about the ruins much like the Valco nomads of the plains. The bloodhold exists as a sanctuary for all exiles marked with the brand, and functions somewhat like a religious cult, centered around the mythology of the Forge and the seven brands. The colony is growing slowly but steadily; agents of Exilium constantly roam throughout the ruins of Penance, looking for other exiles and shepherding them into the fold.

Exilium was founded twenty-two years ago, when a small group of exiles from Illumina managed to evade the gantlet set for them at the entrance to the wrack and make their way to relatively safe shelter. This place, the shell of a crumbling library, provided fair defense and plenty of reading material, and after a little scouting, usable caches of armor and weaponry were located nearby. The original group of seven tried to eke out a living in the wrack, and found it possible, but difficult. Even with their defenses, after several weeks of constant harassment from monsters and squatters, only three members survived, and they realized that they would quickly be wiped out unless they could find a way of increasing their ranks. Here is where the concept of Exilium was born. One of the three maintained the base, while the other two went out into the lost city in search of other exiles. Any they found were brought back to the base, and their numbers grew to over a dozen in the first week. Not being allowed to make laws, the group had no official leaders, although the human Gnaeus Domitius provided much of the masterminding, and eventually was the group's first Bloodlord when their number first hit 1,000.

Over the years, the group evolved and changed, eventually becoming a reasonable approximation of the haven of safety that it had always claimed it was. A culture developed, and even a religion. The main goal of the society is still growth, and most exiles who come to the bloodhold are trained to stalk the lost city in search of other exiles to add to Exilium's numbers. The greatest success of the colony was when it managed to track down and recover one of the lost brands themselves. The secrecy of the bloodhold is its chief concern, and any unbranded individuals who stumble upon it are captured and burned with Exilium's brand of exile, thus forcing them into the brotherhood.



Exilium Society

Life within Exilium is not unpleasant, if not as cosmopolitan, clean, and comfortable as other bloodholds. Water is easily gotten from the variety of rivers and channels that flow through the city, and food is obtained through hunting and cautious farming. Moss is a staple food of the exiles, and although while not tasty, is easy to come by. Because the bloodhold moves from location to location, and in order to preserve the secrecy of the colony, buildings are not fixed or maintained. The people dwell in the ruins of collapsed buildings, and take shelter within the first two layers of the maze. Camouflaged tarps are hung above the areas where people commonly walk in the open, made to look like rubble from the air.

The exiles are not idle in their pursuits, but spend their time actively bettering their situation in a number of ways. One's position in society is determined by which of the seven brands one bears on one's head. The only way to change one's role is to somehow obtain a second brand, allowing one to select between the two different occupations. It is interesting to note that some of the roles are not currently held by anyone, as only four of the seven brands have been in use in the last few centuries. Each of the brands is identified by the name of a single color, although the brands themselves are all fashioned of unpainted cold-forged iron, and the scars they impart all glow with a blue light. Lord Lothar, Exilium's current leader, came up with this system, and taught the exiles how to differentiate between the seven symbols. The seven roles of the society, the number of exiles occupying the position, and their associated brands are listed below:

- Gold (853): The gold brand is possessed by Lord Belus, and is the most commonly used brand in the city. These people are the ambassadors of Exilium, and it is their job to search through the city and to locate isolated exiles. Gold exiles are given foreknowledge of the colony's intended movements, which otherwise is only known to Lord Lothar himself.
- Red (0): The red brand is currently lost. Red exiles are the soldiers of the community, and it is their job to one day invade other territories when Exilium becomes large enough to go public.
- Green (471): Lord Narcis possesses the green brand, and he uses his much less frequently than Belus. Those with the green brand are the society's defenders and hunters. These people keep an armed guard around the perimeter of the bloodhold, and can creatures they kill are turned into food for the general population. Those who can no longer fight for whatever reason are branded with the silver mark.
- White (57): The white brand is in the possession of one of Penance's minor Bloodlords. White exiles are the seekers of knowledge in Exilium, and their role is to study the legends of the Forge and the brands and to find clues as to the existence of the three lost brands. The Exiles have a library of their

own, but many whites often make their way to the Great Archive, which is one of the few places in Penance open to exiles.

- Black (0): The black brand is lost as well. Lord Lothar has not yet declared what the role of the blacks is to be.
- Silver (1,078): The silver brand is the only one possessed by Exilium itself. The brand is mounted into a movable shrine and any children born to the exiles or captured intruders are given the mark in a religious ceremony. Any citizen of Exilium may take the silver brand at any time, allowing him the option of this role. Silver exiles are the farmers and laborers of Exilium. They are in charge of gathering the moss, herbs, and other crops, securing a water supply, and placement of the tarps.
- Bronze (1): The bronze brand is also lost, but one man somehow bears its mark. This is the lord Lothar, who runs Exilium. The bronze brand denotes the leader and high priest of the colony.

Lord Lothar

Lord Lothar is a mysterious figure, a hermit even within a society of exiles. He wandered into the colony on his own about nine years ago, and began promoting the curious collection of beliefs that the exiles now see as their religion. Lothar took over the bloodhold after the death of the lord Domitius, its original founder. Lothar has made Exilium's religion its law, and has imposed the forces division of labor between the seven castes.

Lothar is an interesting character. He is the only member of Exilium to bear the bronze mark, and he claims that there will not be any others, as the bronze brand has been forever destroyed. Whether this is the case cannot be proven, but Lothar's mark does not glow like those of the others, but instead remains a dead, incurable scar. Lothar appears to be human, but his mannerisms are strange, and he has never been seen without his heavy robes. Though Lothar appears to be able to perceive his surroundings to some extent, he is blind, and his eye sockets gape empty in his face. Lothar is a man of indeterminate age, hovering somewhere around perhaps forty years of age, and many claim that he has not changed even slightly over the years. Though Lothar possesses an incredible depth of wisdom and intelligence, he is quite guarded and highly cryptic. Most of his commands come suddenly after long periods of silence and meditation, and he spends a great deal of time alone. Lothar has an uncanny charisma, and the exiles see him almost as a divine figure of sorts, although he insists that he is only their priest.

The basic premise of Lothar's teachings is that the Forge itself is the source of all power in the universe, and it has been enslaved and its life force shattered into pieces and used to feed a menagerie of demons who masquerade as gods. All mortals are fragments of the Forge's shattered power, and all forms of divine-based religion are the means by which the "gods" slowly consume one's life force. The two goals of Exilium's religion are freedom from

the worship of gods and the pursuit of infinite truth and knowledge. The brands are said to be the keys to enlightenment, opening one's eyes and beginning one's quest towards knowledge. As proof of this, Lothar has pioneered the Focus of the Exile (see Chapter 2), which he teaches to members of his flock. He also advocates the various arts of channeling, and himself possesses skills as an artificer. Lothar's goal for the colony is to acquire the six remaining brands and to mark as many mortals as possible, thereby destroying their bonds with the demons that rule the universe and eventually starving the demons into oblivion. Though many think him somewhat mad, most exiles are inclined to follow him, as he treats them kindly, and currently they have few other options.

Politically, Lothar's rules are quite loose. There are few laws in Exilium, save that none may worship any gods, and that there shall be no murder. Those caught worshipping any god have all of their idols taken away and destroyed, and they are imprisoned for a week, alone and in the dark. Murderers are cast out into the city, and are not allowed to return unless they bring back twice as many new recruits as the number of people they killed. As the bulk of the city's current exiles are vicious criminals, this minimum set of laws suits them well. It is assumed that the laws will likely change as Exilium grows larger and more legitimate.

Rumors of the Wrack

The following rumors can be taken as fact or fiction, depending on how you wish to use them. Rumors can be useful as adventure hooks, for providing information, or for misleading a party. How you use these bit of gossip (or whether you choose to use them at all) and whether or not they are true is entirely up to you. In order to make them versatile, specific areas of the city are not mentioned.

- A group of explorers supposedly entered a sealed tomb in the wrack, apparently activating an ancient curse. Each week, one of them dies in what appears to be a perfectly ordinary accident. Only one of the party still survives, and he has been driven insane by these events.
- There is an isolated canton deep in the wrack that is completely intact. In fact it looks like it had been an independent bloodhold until quite recently. It appears as if everyone that lived there

just up and disappeared one day, leaving all of their possessions behind.

- An odd sort of crime is being reported throughout the area. A "burglar" of sorts is breaking into people's houses and leaving valuable objects behind. The objects vary greatly from place to place, but all seem to match their surroundings well, as if they were carefully chosen to go with each particular house. The perpetrator has been spotted and was followed into the lost city, where his trail grew cold. No one knows who owns the objects that have been found, or how many places have been "burgled" without anyone's knowledge.
- There is an area in the wrack of about a few city blocks where it appears that all animals that enter die immediately. The explorers that found the place were unaffected, but they said that their pack animals died immediately, and everywhere the streets were filled with the corpses of animals of all sorts, even of a large number of hideous monsters, likely attracted by the stench of the place.
- An area of the lost city comprising about five blocks has somehow acquired an elastic nature. All of the buildings, streets, and even loose objects stretch and bounce under pressure. Walking down the street is like being on a trampoline.
- There is a large area of the lost city where the suns never seem to directly shine. The entire area is shadowed, as if a heavy cloud were above it, yet nothing but clear skies is seen.
- There is a bloodhold that mysteriously appears in the wrack for a single day every hundred years. Those who dwell in it appear to only live on these particular days, as the bloodhold appears at the end of the hundred years exactly the way it was when it last disappeared. Some believe that the libraries of this bloodhold must contain information that is extremely ancient and valuable.
- A traditional colony of nightlings has formed somewhere nearby. These individuals have gone back to their old ways of theft and laziness, making bandit raids on nearby areas to acquire food and clothing.

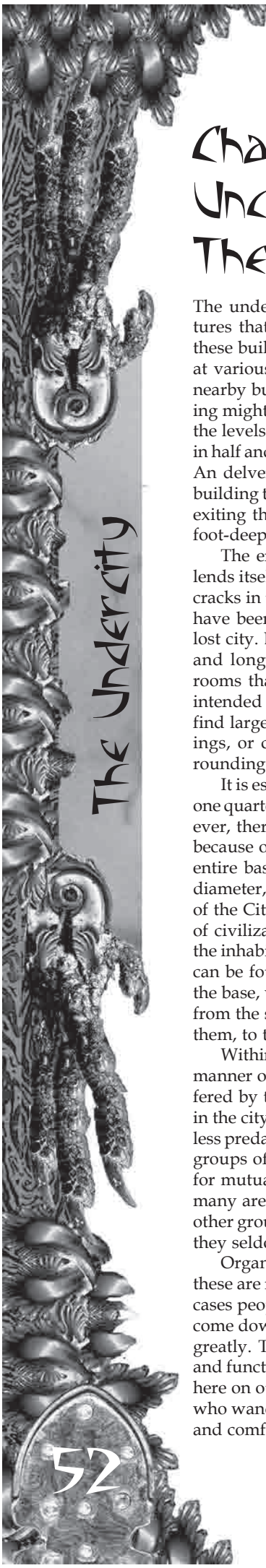


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Chapter 4 - Uncivilized Penance: The Undercity

The Undercity

The undercity is made up of layer after layer of structures that have sunk into the ground. When they sink, these buildings have a tendency of shifting, falling apart at various structural seams, and compacting with other nearby buildings that have also sunk. A five story building might fall on top of the one below it, causing three of the levels to collapse while the top two levels might split in half and settle outward into the surrounding structures. A delver exploring this building might enter into this building through one of the side buildings, and then upon exiting the room, encounter a fifteen-foot-wide, twelve-foot-deep chasm where the building split.

The entire undercity is arranged in this way, which lends itself to vast areas of rooms that are linked through cracks in the walls, holes in the floorboards, or holes that have been cut between rooms by the inhabitants of the lost city. Doorways will also often open into solid walls, and long hallways will stop suddenly because of the rooms that are now next to each other that were never intended to be. In addition to this, it is also common to find large chasms and enormous sinkholes where buildings, or clusters of buildings, stand with nothing surrounding them for sometimes tens of feet.

It is estimated that the population of the maze is about one quarter of the population of the City of Penance. However, there seems to be far fewer inhabitants down here because of how spread out it is. The maze comprises the entire base of the City of Penance, which is 67 miles in diameter, and one-quarter mile deep. While the surface of the City of Penance is concentrated into large pockets of civilization with miles of the lost city between them, the inhabitants of the maze are far less clustered, and they can be found all the way from within a hundred feet of the base, where the rooms and hallways have compacted from the sheer weight of the structures bearing down on them, to the easily accessible top layers.

Within this undercity environment can be found all manner of life that prefers the darkness and seclusion offered by the maze to the civilization and sunlight found in the city above. Creatures living here range from mindless predators that roam the area in search of food, to large groups of intelligent creatures that have bound together for mutual protection. Some of these creatures roam the many areas of the maze, living nomadic lifestyles, while other groups are anchored to a single location from which they seldom venture out.

Organizations also exist within the maze. Sometimes these are made up of denizens of the maze, while in other cases people leave the safety of the city above in order to come down here to meet. What they do down here varies greatly. The rafters are a group that explores the maze and function as guides for others that need to come down here on other business. Another group consists of priests who wander beneath the streets in an effort to render aid and comfort to those that suffer down here.

Evil is also found in abundance beneath the city's surface. There are cultists that worship foul gods, slavers who keep their living stock hidden here while they search for more wanderers that can be made to serve, murderers who hunt the loners who are easily victimized, houses of flesh where any pleasure can be bought no matter how depraved, and secret societies that hatch numerous plots that they plan to enact upon the city above. These evil deeds often go unnoticed down here, while they would normally be punished if discovered within the bounds of most bloodholds.

The maze is a serious danger to those that brave its depths. The landscape is treacherous; there are monsters, creatures and organizations at every turn that will kill wanderers with no warning and with little more motivation than that the target looks inviting. But for the majority of those that seek to explore the maze, the rewards are great; for down here, amidst the debris, is Penance's past, where all manner of exotic and priceless treasures lie buried, just waiting to be unearthed.

Organization

When a building sinks and becomes part of the maze, this isn't the end of the process of its incorporation into the greater whole, but rather just the beginning. Once a building, or whatever segment of it survives the collapse, assumes its initial position, it then undergoes a process of settling.

A newly arrived building settles by working itself into the buildings that it has fallen into. Its landing causes its initial placement among the ruins, and then gravity takes care of the rest. Normally buildings remain more or less upright, though occasionally the lack of surrounding structures causes a building to topple onto its side, or to bridge large gaps between other structures by falling diagonally.

Once the building's initial settling has occurred, the inhabitants of the maze then must cope with its presence. In some cases they simply move around it, though in most cases the arrival of new structures to the maze cuts off pre-existing pathways from one place to another, and crushes former hideouts, dens, and other abodes. The creatures that lived within these structures must then either relocate, or figure out how to incorporate the new structure within the existing area so that it can be useable and function to their advantage.

It is common for creatures to burrow holes through the walls of newly sunken buildings. In other cases, floors, ceilings, walls, and other building features are torn down. Sometimes this is to create large open areas, while in other cases it is merely to re-establish existing paths through an area. In addition to this, when a building sinks, there is suddenly a great deal of old building material that can be recycled and used to fortify other areas that are currently inhabited or otherwise in use.

Architecture

The most commonly used materials in Penance are brick, mortar, and rock. When a building made of these materials sinks, whether the original building remains intact or not, these materials can be salvaged, recycled, and used

to patch existing structures that are starting to show wear or structural instability.

Some wooden structures exist, and they do occasionally sink, but wood as a material is not strong or durable enough to stand up to the immense pressure found within the maze. It is common for wood to be found within the first layer or two of the maze. Beyond that depth, wood is found mainly in pieces since the buildings it once belonged to have long since disintegrated, collapsing from the enormous amount of pressure put upon them.

One of the major hazards of life in the maze is that, quite often, loose materials or even whole building sections fall into inhabited areas as they continue to sink and settle. While the less intelligent species have simply accepted that this is part of life in the maze, other species have come up with some innovative ways to protect their living areas.

The most common way of protecting an area is by erecting a *wall of force* and then making it permanent. As things settle above, the *wall of force* effectively stops the downward movement of those materials. Two great dangers exist to groups that have come to rely on such protective magic. Any enemy of such a group needs only dispel the wall in order to potentially destabilize the area. The other problem that can occur is when warped magic fields, as described in Chapter 1, move into areas where the wall is in effect. In some cases there is no noticeable change to either the *wall of force* or the surrounding area. In other cases the wall is dispelled, placing the community at risk of falling debris as well as the effects of the magic field.

The most enterprising solution to the problem posed by the threat of settling debris from above was invented by a group of frey, who were trying to find a way to protect their new church from settling debris. Their solution was to reinforce the structures above with pillars while erecting numerous diagonal beams that are designed to deflect falling material away from the church and its inhabitants below. This method has gained widespread acceptance and is being used in numerous areas throughout the maze.

Climate and Air

Ordinary foul air is a common killer of inhabitants and explorers within the maze. Fires beneath the surface are the most common source of fouled air. Fires are caused sometimes when buildings from the surface sink, though they are also started by careless delvers who light a fire to cook, or cast fire based spells. Sometimes fires are purposefully started with the intention of driving an underground group from its current location.

Other causes of fouled air are areas that become over-inhabited with no source of fresh air to replace the used air. If too many creatures live in the same area for too long a period of time, the air will become used and those creatures will either need to find a way to replenish the fresh air supply, or move to other areas of the maze. Additionally, air is sometimes fouled by gaseous emissions. If a thief sets off a gas trap when trying to unlock a chest, he may escape injury, though the surrounding area may

soon become inhospitable, at least for a period of time. Rules regarding foul air can be found in Chapter 3 of the DMG.

Other climate-based hazards within the maze include wet areas, cold and hot areas, and noxious areas. Wet areas are caused by a large amount of water seeping into an area. In most cases, this water originates with the rivers that flow through Penance escaping the river channels and flooding sections of the maze. Creatures moving through water that is at least knee high must move at one-quarter their normal move rate or risk losing their footing. If a character moves at more than one-quarter movement rate, he must make a Reflex save every five rounds (DC 15). If the character fails this roll, he then falls to the ground, taking 1d4 points of damage from the rugged and jagged objects found there. Creatures that run through these areas must save vs. a DC of 20 or suffer the same effects.

Cold areas are common in the maze through the middle portion of the quarter-mile-high pedestal. These are areas that are not warmed by the nearness to the ground, nor are they warmed by the sunlight above. Temperatures are usually not overly severe, although they are affected when Penance goes through a cold weather snap (during the season of Blooming), with temperatures that have been known to plummet to -15 degrees. Creatures stuck in cold areas (temperatures between 40° and 0° F.) must make a Fort save each day (DC 15) or sustain 1 temporary point of Con damage. Characters caught unprepared in a cold snap (below 0 degrees) must make a Fort save every hour (DC 15) or sustain 1 point of temporary Con damage. Proper precautions include wearing coats and other insulated garments, building a fire, and sharing body heat. Note the potential affects of fire on the air supply above.

Noxious areas are places where both the ground and the air have been fouled by a concentration of harmful chemicals, such as acid or chlorine, permeating an area. Areas that were once black dragon lairs, or hunting grounds of digesters or charrels often have this problem. Creatures can usually smell these areas from some distance and avoid them easily. Creatures passing through these areas must make a Fort save (DC 20) every minute that they remain in the area or suffer 1d4 points of temporary Con damage.

Collapse

Collapses aren't just a hazard within the maze; they are a fact of life that affects every creature living in the maze sooner or later. Collapses are caused either when a structure gives way due to a failing of structural integrity, or when a structure or support farther down in the maze collapses. When this occurs, the area crumbles and falls until it lands on something that is able to withstand the weight and strain of the falling debris.

When a collapse happens, the entire area of the maze is altered. Everything shifts down, sometimes falling apart completely. Any buildings on the surface of the city above the area that has collapsed often sink to fill the vacuum left behind. Minor collapses simply cause the sunken structures of an area to settle downward a few feet.

Chapter 4 of the DMG covers the damage sustained when a creature is caught beneath a collapse. Creatures caught on top of a collapsing area take damage slightly differently than that described in Chapter 4 of the DMG due to the layering of the maze. Falling damage must first be accounted for, then damage caused by heavy objects, and finally it must be determined whether or not the affected creatures are pinned beneath the rubble. Characters may take only ½ damage from falling objects if they make a Ref save (DC 20). To determine if a creature is pinned, that creature must make a Ref save (the DC varies as shown on the table). Consult **Table 4.1: Collapses** to determine the effects of a collapse.

A further hazard from collapses is the dust cloud that rises from the area that the debris falls into. Creatures that are not pinned beneath the falling debris must clear the area immediately or potentially suffer Constitution damage from the dust cloud. Breathing creatures unable to clear out of the area must make a Fort save (DC 15) or suffer 1 point of temporary Con damage per 10 feet of the collapse.

Digging out from a collapse is possible, the rules for which can be found in Chapter 4 of the DMG.

Life Beneath

The maze is much more than a simple collection of structures that have sunk from the surface. Within its many miles is a completely self-contained, ever-changing ecosystem. Plant life that has adapted to grow in dark areas can be found throughout the maze. Rodents are a constant supply of food for predators and creatures with a less-discerning palate. Other animals that wander the maze look for water and plants to eat, but provide an excellent source of nutrition themselves when killed and eaten.

Plants

Plants that live in the maze must come from hardy breeds, and in the absence of sunlight, they must have alternate methods of acquiring nutrients. Plants are a major source of nutrition in the maze, being easier to find than edible creatures, and more nutritious as well. Plants that grow on the surface are often brought into the maze by creatures that do commerce here, fetching twice the going rate the same plants would on the surface. By the same token, plants that grow in the maze generally will not grow in areas with sunlight, and therefore can fetch up to five times the rate that merchants within the maze would get from other inhabitants of the maze.

Most of the plants that grow in these areas are able to take root in soil with few nutrients. The majority of the soil in the maze comes from animal feces, or other biological material that has rotted and mixed with the powdered masonry or rock from buildings that have sunk. For the majority of the plants that live down here, water must also be present either as moisture in the air or standing pools, which seeps into the soil.

Adoganony: This plant grows in dry areas where few other plants will grow. It has a sticky surface that has an odor that attracts insects, which are unable to leave after

Table 4.1: Collapses

Ft. Fallen	Damage Sustained	Falling Objects	Pinning
10	1d6	1d6	DC 15
20	2d6	2d6	DC 20
30	3d6	3d6	DC 25
40	4d6	4d6	DC 30
50	5d6	5d6	DC 35
60	6d6	6d6	DC 40
70	7d6	7d6	DC 41
80	8d6	8d6	DC 42
90	9d6	9d6	DC 43
100	10d6	10d6	DC 44
100+	10d6	10d6	DC 45

they've landed. It then absorbs their bodies through osmosis. This plant is highly sought after for the melons it produces, which have a dark fleshy interior that tastes much like ground meat from various fowl.

Boriliaosia: This plant is small and leafy, and produces a legume that is highly sought after for its ability to postpone the effects of poison. When ground up, dried, and powdered, this plant has the same effects as the spell *delay poison*. This plant is extremely difficult to find, and grows in areas with large amounts of rotting food matter.

Elnis: Commonly used as a seasoning, Elnis is a fungus that grows on the walls and ceilings in dark, slightly moist areas. It is faintly red in color and is commonly used to add a tart flavor primarily to meats, though it is also sometimes used in vegetable dishes. Elnis is common throughout the entirety of the maze, though it fetches a high price in many of the bloodholds throughout Penance.

Giant's Wort: This herb grows in areas with a great deal of fine or powdered rubble. Named for its large root that tastes grainy, this is a common ingredient in breads and other dishes that would require wheat or barley above on the surface. The root can be used as a main ingredient for ale, which gives the beverage a lighter, frothier taste.

Purple Colaca: This is a purple, leafy plant that is eaten by herbivores and other creatures as a form of nourishment. More civilized creatures often use it as the main ingredient in salads. The plant tastes much like standard lettuce, except that it has a strong bitter taste. It is commonly found submerged in water in wet areas.

Raven's Tongue: This is a brown, unremarkable-looking plant that produces a long tube-shaped fruit. This fruit is harvested and used as the main ingredient in Blood Sauce, a tangy sauce that is often eaten with foods made from grains, such as bread and noodles. This plant grows in any area where there is dirt and some moisture present.

Red Weed: This plant has vines that snake out, covering an area up to five feet in diameter. This plant spreads through fine dust, and attaches to slightly decayed corpses. The plant then proceeds to suck the nutrients from the corpse, eventually leaving a dried husk that is as well preserved as some mummies. Some denizens of the maze use this plant to preserve their dead. Some of the more

barbaric cultures consume this plant during the final interment rituals after it has preserved the body of a loved one.

Sadaliberry: This plant is translucent, and grows upward, reaching heights of seven or eight feet. Sweet and nutritious translucent fruits can be harvested from these plants. Many creatures eat these directly from the plant while others grind them into jelly to be served with various dishes.

Serausarmus: The Serausarmus plant is a phosphorescent fungus that produces a green glow. It is fairly common throughout the maze, growing on the ceilings and walls of many areas. Some creatures harvest this fungus and put it into a nutrient-rich glass container that is used as a light source. Many plants that only grow on the surface grow in areas with this fungus, using the light as a source of photosynthesis.

Sweet Rose: This plant looks much like a rosebush with deep purple petals. Many denizens of the maze harvest this plant because it is easily dried, rolled, and smoked. Inhaling the smoke from this plant causes relaxation and hallucinations, a state that lasts for 1d6 hours. Creatures under the effects of this plant temporarily lose 2 points of Wisdom, but gain 1 point of Intelligence. Sweet Rose grows virtually anywhere, drawing nourishment from the very air itself.

Yellowrans: A yellow leafed plant that serves many functions in the maze. Yellowrans grow anywhere there is moisture. The leaves and stalk of this plant are often used as fibers that can be made into clothing, paper, or rope. The liquid pulp that is squeezed from the plants can be collected and used as lighting oil. The root is edible and when heated, can be seasoned a number of different ways. This is one of the most often harvested plants in the entire maze.

Animals

The majority of the animals within the maze are rodents, though there are a fair number of other animals that inhabit the area as well. All manner of beasts can be found, ranging from small and diminutive to medium-size and fleet of foot. These animals are used in some cases as beasts of burden, while in other cases they are a food source, and in other cases they are best avoided.

The lowest form of animal life within the maze are the rodents. These can be found at all levels of the maze, scurrying about in a constant struggle to eat and breed before being eaten themselves. Many of them make excellent food sources for larger creatures while others spread foul diseases from one place to another. The discerning carnivore can tell the difference between rodents that are likely to carry disease back to their fellows and ones that are mostly safe to eat.

The rodents of the maze survive largely by eating vegetables or insects. Because of their small size, they are able to hide from most predators, boring small holes in masonry walls, and hiding in the cracks of the sunken buildings. While these areas are not as secure as a walled keep, they do allow them a relatively safe refuge where they can reproduce at a rapid rate, thus supplying the next generation of quick snacks.

Alethse: The Alethse is a featherless, dark-colored avian that lives within the maze. Many believe that these creatures were pulled from a dark, sunless world, as they quickly go blind when brought out into the light. These animals are large, and they are one of the favorite sources of meat within the maze. They tend to congregate in the large open spaces that exist in many places underground.

Anioe: Similar to rats, the Anioe are six legged pests that have a reputation for absconding with unguarded food. These creatures are furry with short gray fur, a blue nose, and a blue tail. The majority of creatures within the maze abhor the notion of eating one of these foul creatures, though others consider them to be a delicacy. Anioe are herbivores, and are often found in wet, flooded areas.

Celnel: Sometimes jokingly referred to as the four-horned leathered sow, the Celnel are a form of swine that thrives within the maze by burrowing through areas of loose sediment, where they find plant roots – their main source of nutrition. These creatures have a brown coloration, occasionally with black splotches. Four short dull horns grow upon the heads of these creatures, which many believe aid them when burrowing.

Garron: The Garron is a long eared furry animal that is often hunted for food by most races that live within the maze. Garron seldom weigh more than seven pounds. Their coloring typically ranges from cream to black. These animals are strictly herbivores, preferring to eat leafy plants that are low to the ground. When cornered, it emits a raucous shriek that scares away less tenacious predators.

Klathal: Small, muscular, and lean, the klathal are to house cats what wolves are to dogs. Normally white in color with long fur, these creatures are one of the largest predators rampant in the maze. The klathal are not considered intelligent beings, though they hunt in groups, often distracting prey with a frontal assault while allowing the hunters to the side of the prey to launch the killing attack. These creatures normally leave more intelligent creatures alone. In rare instances, some klathal have been domesticated and used as hunting partners.

Perilic: The perilic is a disease-ridden pilferer that looks similar to a hairless monkey. There is some debate about whether this creature is related to monkeys, or if they are a closer relative to goblins or other humanoids. The perilic eats whatever food it can rummage, whether it be discarded meat or plants. Creatures encountering a perilic must make a Fort save (DC 15) or become infected with a disease. Infected creatures suffer 1 initial point of Con damage, and then an additional 1d6 points of Con damage within the following week. The affected creature must make additional Fort saves each week or suffer the same amount of Con damage each time the roll is failed. A successful Fort check means that the creature has overcome the illness.

Sorgal: Lumbering and clumsy, these medium-sized quadrupeds are an important food source in the maze. They are well adapted to exist within the darkness of the maze, but they lack the intelligence to survive there. The majority of intelligent and organized groups of creatures raise Sorgal in large open areas. These animals eat a mixed diet of grains, leafy vegetables, as well as small amounts of meat.

Sorind: Moist and rubbery, the sorind is a long-bodied amphibian that ranges in size from fine to tiny. Sorind are herbivores that are known for their speed. Many of the predators of the maze include the sorind as a regular part of their diet, which is often a lethal mistake. The sorind come in two varieties; green and blue. The only way to tell the difference is to hold the back of the creature to the light. Blue sorinds have extremely faint blue splotches. Green sorinds are the most common, and are edible, but the blue sorind contains a powerful neurotoxin. Creatures ingesting a blue sorind must make a Fort save (DC 20) or sustain 1d6 points of Intelligence damage. While affected, the creature hallucinates wildly, which also causes a reduction in Wisdom that lasts 1d3 days. Many creatures that are so affected wander into danger and are sometimes killed themselves.

Tamarron: The tamarron is a mollusk that resembles a slug, though it can grow as large as two and a half feet long. These creatures are indifferent to surrounding creatures, and are often accidentally squished under the heels of explorers of the maze. While often overlooked by the uninitiated, the tamarron are a valuable source of fat, which is used for lubrication, cooking, or lamp oil. These creatures survive by eating the bacteria from the walls, floors, and ceilings of the maze.

Valganaian: The insectoid Valganaian are a race of small creatures that function with a hive mind. These creatures range from three to five inches long, with a black carapace. Like many hive-based insects, these creatures are divided between the workers, the helpers, and the queen, which lays all of the eggs for the hive. The majority of the valganaian that are encountered outside of the hive gather food and slave insects for the queen. Many creatures within the maze consider it a valuable find when they stumble upon a hive of these insects. Intelligent creatures often capture them, boil them, and eat the meat from their legs and tail.

Maze Coral

The well coral in the City of Penance has mutated to live in fresh water, and generally has beneficial effects such as anchoring the retaining walls of the Wellspring in place. In the maze, due to a combination of the darkness and the innate magic of the Forge, coral that has formed here feeds off minerals found in stone. This feeding denatures the stone that the coral feeds upon, causing it to weaken and break over time.

The presence of this mutant coral has proven to have both positive and negative effects on the inhabitants of the maze. Because it often destroys the weaker rock walls, long buried areas may become accessible. By the same token, this erosion also sometimes has the effects of punching into an inhabited area, flooding a section where creatures live. Maze coral eats through rock at a rate of 2 ft. per year.

Since intelligent creatures that settle in the maze must have some sort of water source, they normally actively look for communities of maze coral, indicating a water source nearby. Many creatures find that maze coral is much harder to get rid of once it has colonized an area.

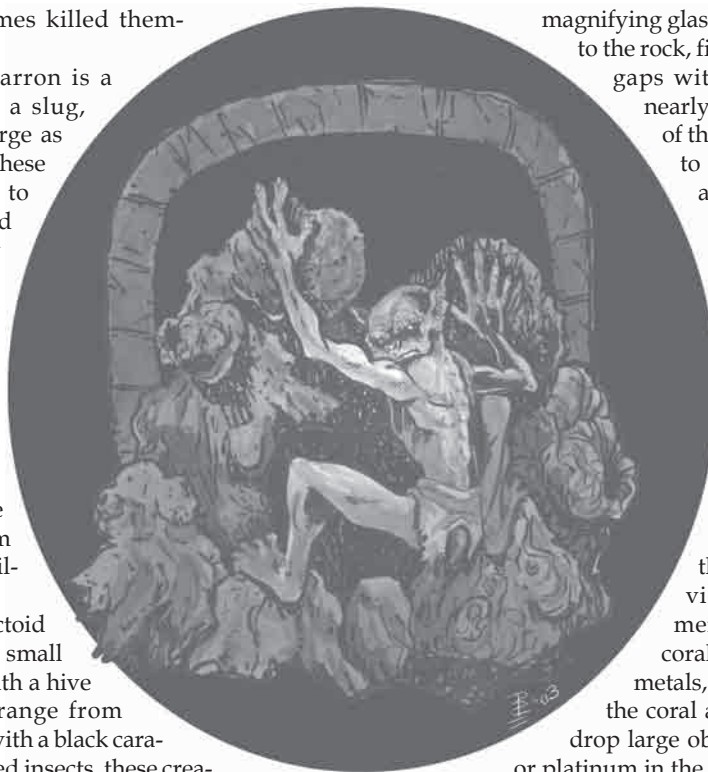
Maze coral produces young that are too tiny to be seen without some form of enhanced vision (microscopic magnifying glass, etc.). These young attach to the rock, filling in any cracks or other gaps within the rocks, making it nearly impossible to destroy all of them. Creatures that attempt to remove the coral from an area are usually able to clear away the adults, though they almost always miss the young, which causes the cracks to widen as the next generation of adults chew their way through the walls the creatures attempted to protect.

The one way to rid maze coral from an area, short of depriving them of the flow of water that provides their living environment, is quite costly. Maze coral are attracted to precious metals, and the only way to lure the coral away from structures is to drop large objects made of gold, silver, or platinum in the water nearby. It takes several weeks for the young coral to migrate to the metals, but once they have moved to it, the creatures ridding themselves of the maze coral need only to remove the precious metal objects from the water and let them dry in the air to destroy the undeveloped young.

Maze coral colonies that have died from lack of moisture are a unique addition to the layout of the maze. The colonies form large masses of solid, inert material that can block up areas, or even support surrounding structures. Sometimes caverns and tunnels can be found within the dead coral, often forming eerie catacombs of twisting passageways.

Ruined Roadways

Finding one's way into the maze is not as easy as it may sound. Bloodlords usually want to discourage the creatures under their care from accidentally wandering into the maze and getting slaughtered. When a building sinks, it is common for the area to be blockaded and then built



over as quickly as possible. This is not to say that publicly accessible routes into the maze do not exist, but they are usually maintained in such a way as to make it impossible for commoners to wander in. All rafter's guildhouses have entrances to the maze, but there are more in addition to these.

Despite the cautionary measures that are taken, most bloodholds have known routes into the maze. These routes are usually public knowledge, but the areas themselves are carefully controlled by whomever watches over them. In addition to these areas, there are other entrances such as basement doors that open up into the maze, routes in through the city's sewer, and abandoned buildings that have partially sunk, their main entrances now opening into the maze. Teleporters that link to the maze exist in many locations, and in some cases, there are simply holes in the ground that are not known to the Bloodlords.

The following is a list of known entrances into the maze in the many bloodholds:

The Alliance

Alliance Clock tower: At the base of the clock tower is the foundation of the structure, which goes deep into the ground and has many basement levels. The bottommost levels have been ordered locked by Lord Penates; however, the guardians of the structure have been known to allow reputable delvers into the sealed off areas. The lowest area contains the original front door to this structure before it sank a few stories long ago. This door leads to a sunken building that was once a palace, and from there, the rest of the maze can be accessed.

Hathor's Harem: Just as Hathor's Harem was built as a maze with numerous rooms with many varying themes, its construction was inspired by the maze. Shortly after construction, Hathor had the floor excavated and connections with the maze were built. Creatures entering the harem that ask for the "Deep Special" are actually paying for entrance into the maze from this establishment. The fee is usually ten gold pieces, but one advantage to taking this route is that guards have secured the area within a quarter mile of the establishment. Upon returning from an expedition underground, creatures that have made a profitable journey are then made comfortable and their wounds tended while they are encouraged to part with some of their recently acquired loot.

Barrowhold

Lady Hyperia's Estate: One relatively well-kept secret of the Barrowhold is that an active entrance to the maze lies beneath Lady Hyperia's estate. The entrance to the maze is hidden behind an illusory stone wall. Lady Hyperia stations as many as twenty guards within the maze to ensure that unwanted visitors don't arrive unexpectedly at her door. Generally, Hyperia uses the maze as a place to dump the bodies of people she has had assassinated, so she generally doesn't allow people to use it as a common entrance. Regardless, there are a few delvers that are in her good graces, and she has been known to make exceptions for them, provided that they don't ask any questions about what (or who) they find down there.

The Bold Rasher: This bar is located on the avenue of 1000 fountains, and is not only an extremely popular watering hole and one of the few artsy hangouts on the street, but the wine cellar also has a door that opens into the maze. The door is normally kept barred, but Gerst, the nightling that operates the establishment, often allows delvers to come and go through the door in the cellar. In return he asks for either a couple gold coins or a tale of their exploits.

Blackwall

Traitor's Gate: Built into the base of Traitor's Gate is a hidden door (Search DC 30). On the other side of this door is a dungeon where the prisoners who are awaiting execution are held. The dungeon is two levels deep, and each level is built in a straight line. The main hallway in the bottom level continues straight on into the maze. Guards enter this place only long enough to feed the prisoners a small amount of food each day, and the prisoners know well that escape lies just down the hallway. The guards openly dare them to attempt escape and flee into the maze where they know a swift death awaits them. Many rashers are aware of this entrance to the maze, and the guards look the other way as they enter if they are provided with a small bribe. Creatures hauling large amounts of loot from the maze are usually asked to part with at least 15% of it.

Blackwall Military Academy: This is not only a place of instruction, but also one of the major entrances to the maze from Blackwall. Several entrances to the maze have been excavated throughout the academy, all of which are watched over by graduates of the academy who now serve to guard these areas. Many delvers pass through the entrances into the maze, which are guarded but not blocked. One of the final tasks seniors must achieve before graduating is undergoing a successful expedition into the maze and returning alive. Parents that enroll their children into this school know that this is one condition of graduation, and occasionally they receive bad news about their children after an expedition ends tragically.

Divinia

The Tunnels: All entrances to the undercity that Lady Salamis becomes aware of are immediately built over, effectively sealing off the maze from the populace. The Tunnels is the one location in this bloodhold that has numerous unchecked entrances to the maze. Just as delvers use this as a route into the undercity, many of the denizens use this as a means to explore the surface world, which can lead to dangerous monsters escaping the maze and preying on the people of this bloodhold. Lady Salamis has vowed to find out where such monsters are coming from, but she has thus far had no luck in finding the tunnels.

The Golden Shore

Mausoleums: Though they are guarded by the undead, one of the popular routes into and out of the maze in the Golden Shore is through the mausoleums. Many of these structures have sunk over the years. When this happens,

it is normal for the owning families to build over the tops of these structures and connect them. In many cases this has opened up routes into the maze. Characters that simply pass through this area are normally left alone by the guardian spirits, but those that disturb the remains or the treasures of the dead bring the full wrath of the many undead creatures patrolling this area upon themselves.

The Aqueducts: These structures not only provide a source of fresh water for the Golden Shore, but the same water that flows through the bloodhold also flows through the undercity, providing a much needed source of fresh water. This water runs through a channel in the maze, eventually resurfacing in the wrack and eventually joining up with the river that flows through the Alliance. This is a very accessible point for creatures to enter and leave the maze. Also, because of the flow of fresh water, animals and monsters from the maze can often be found wandering the area.

Hammerfall

The Exalted Smith: Just north of the Roost is a smithy run by a retired valco fighter named Jifil. Before purchasing this building, the previous owner had used it as storage and often allowed delvers to use the basement, which has a 20 ft. hole leading to the maze. When Jifil purchased the place, he converted it into a smithy, but allowed delvers to continue to use it as an access point to the maze. Jifil keeps a young red dragon in the shop to ward off any unwanted visitors from the maze, and also to heat his forge in the morning.

Illumina

Because heroes that explore the maze are celebrated throughout Illumina, there are entrances and exits in numerous locations throughout the bloodhold. Each doorway into the maze is guarded to keep unwanted creatures from escaping into the city, but they are otherwise open to any that dare enter.

The Oasis

The Rafter's Guild: The famous home of Ness Panthus, the rafter's guild is the most commonly used entrance into the maze from the surface, though numerous other exits and entrances exist throughout this section of the city as well. The rafter's guild not only allows entrance into the undercity, but this is a place where delvers can hire rafters as guides.

Utopia

Getting into the maze from Utopia is not the easiest thing to accomplish. There are numerous tunnels that snake through the ground beneath the surface, but these tunnels are carved from solid stone, and very few of these meet up with the maze at all. Those few that do must usually be located by exploration of the tunnels. Lord Abbydon has had five different routes into the maze mapped out, but finding an easily navigable route to the surface of Penance is a feat that his agents have yet to accomplish. Not surprisingly, rafters and others within

the maze search twice as hard as Abbydon's looks for easily traveled routes, and intentionally collapse them to prevent a Utopian invasion force from reaching the Alliance.

Known Paths Through the Maze

Routes through the maze are common, but well-traveled safe ones are not. These routes consists of former river channels that have dried up, former roadways, and artificial rafter paths that cut through many levels and areas of the maze. In addition to this, numerous teleporters allow creatures to instantly travel from one location to another. Listed below are a few of the well-used paths through the maze:

The Golden Shore - Alliance Throughway: This path was formed when a former river channel sunk and dried up. The majority of the path runs no more than 100 ft. beneath the surface of the city, and it is as safe as a path through the maze can possibly be. Rashers and underground creatures travel it often, and monsters are usually hunted and killed by the tough sorts that use this underground highway. Many side passages are connected to this throughway, allowing access to many parts of the maze.

The Wellspring Circle: This tunnel is actually a very large underground roadway that was cleared out by the rafters as a means of connecting the undercity in a circle that runs under the outermost sections of the bloodholds that circle the Wellspring. This is a popular method of travel for those that wish to move between the bloodholds discreetly, and it serves as the perfect jumping-off point for creatures wishing to explore deeper into the maze. This circular path runs 200 feet beneath the surface of Penance, and is a well-used route beneath the city.

The Illumina Passage: This ruined roadway was once a major route from Illumina into and through the undercity, finally surfacing in the wrack. However, due to the increased size of the nkoll bloodhold, most creatures avoid this path completely now. The nkoll use the Illumina Passage to move about outside of their bloodhold, where they search for food. If they encounter a solitary or small group of creatures, it is normal for the nkoll to set up an ambush and attempt to take the travelers as slaves. The nkoll normally only patrol about a mile beyond the boundaries of their bloodhold, so many rashers still use this passage-way as one method of moving into the maze, though they usually find alternate routes that avoid the nkoll bloodhold completely.

Time and the Maze

No one, other than possibly Queen Israfel herself, knows when Penance first was founded. The age of the city could be measured in thousands of years, millions of years, or even more. During this time the ruins of the undercity have been piling up, one layer at a time, while the surface is constantly being rebuilt. While cantons and eventually entire bloodholds sink, nearly all buildings belonging to a bloodhold do end up underground.

At certain periods in the past, individual bloodholds would rise to such a high degree of prominence that they would have great influence over the other bloodholds in

Penance. Despite their power, eventually even these superpowers decline or disappear and are forgotten. Their buildings inevitably sink one at a time into the maze and are lost.

Although the past is buried in the maze, there are still lost bloodholds that are of interest to people today. These places may have been the birthplaces of noteworthy ideals, repositories of lost knowledge, or they may contain lost stashes of highly prized items that are still sought after. The lure of lost treasure and forgotten knowledge draws hordes of delvers, often time led by rafters, into the dark depths of the maze.

Noteworthy lost cantons include The Flagons, a bloodhold ruled by a dwarf who was said to have recipes for alcoholic beverages that put today's draughts to shame; Dak Rendallis, a bloodhold ruled by corrupt wizards who possessed long-lost arcane lore; Alluri, a bloodhold held by the picker Kaatr, which was known for its fine arts and magical sculptures; the Stinking pit, a bloodhold ruled by the pit fiend Arrgosus, which is said to contain powerful armor and weaponry that harnesses the power of the outer planes.

Quite often a delver surfaces, claiming to have discovered a noteworthy lost canton. A year ago the famed explorer Crysna Alara believed she had found the buildings belonging to the fabled bloodhold Nocatrera, a bloodhold known for their innovative approach to channeling. When historians were escorted to the site she had discovered, it became apparent that while her find was significant, it was certainly not Nocatrera, though they were unable to determine the actual bloodhold she had found. This does not mean though that no lost bloodholds are ever regained, many are discovered all the time. This section details a number of the more famous "lost" bloodholds, both found and unfound that lie in the ruins beneath the city.

Eralor

Location: Same location as the Alliance

Years of Activity: 60 years

Length of time since its fall: 3,000 years

Most Notable Leader: Seldua Felthuar

Eralor had been cobbled together from a variety of Bloodlords conquered by Seldua Felthuar. With a strong army at her back and her idea of the perfect society in mind, Seldua challenged and conquered cruel tyrants, lazy despots, and incompetent rulers to bring together a grand bloodhold. The main focus of Seldua's push for power was her desire to found a bloodhold with religion at its core. While there have been a great many bloodholds that forced the worship of a single deity, Seldua's notion was to celebrate any religion that didn't focus on an evil deity.

Seldua Felthuar's rise to power was rapid. When she was pulled to the Forge, the section of the city that is now the Alliance was ruled by Bloodlords who had formed their own form of alliance based on their disregard of the common folk and their common belief that nobility should be codified and enforced. Most of the people were poor, the taxes were exorbitant, and crime was rampant. The only reason that a city watch existed at all was to collect the taxes from the people who were being neglected.

Seldua, who had been a devout follower of the deity Larpon, was pulled to the Forge quite unexpectedly and thrown into an environment where religion of any kind had been forgotten and nearly banned by the cruel rulers of this region of the city. Once she gained her bearings in the city, Seldua decided that it would be her job to improve this area and give it a strong spiritual focus. While she was devoted to her god, she could not justify imposing her beliefs upon others, so she decided that she would encourage faith while not dictating it to her future subjects.

The first order of business for Seldua was to convince an army to follow her; not an easy task given the current political climate. She reasoned that the only place that she could find an army that would be willing to side with her would be where an existing army already stood. She doubted that the armies that had fought to acquire these cantons would be willing to work against the Bloodlords they had once supported, so she looked to the militia that protected the cantons and collected taxes. While their actions were questionable, she believed that their motives could be changed and their actions improved. Seldua arranged a meeting with the leader of the local watch and offered neither money, nor glory, but faith.

Despite the lack of laws to enforce, the militia had to deal with the numerous popular uprisings, they had to arrest people that couldn't or refused to pay their taxes, and they had to keep order in the streets. This was never an easy duty, and many of them died. While their current masters offered them a good wage and comfortable homes, Seldua offered them a place where they could come to worship the god of their choice, and a place where every time they entered battle, they could do so knowing that they were acting on behalf of whatever deity they chose to worship. In short order the militia had been turned from their current masters, and were training to fight armed soldiers rather than the usually unarmed rabble-rousers they were used to.

Lord Aghisa, the Bloodlord in charge of the small bloodhold, had been challenged for control of her bloodhold before. She was notorious for accepting a challenge, but then using her army to overpower her challenger long before the arranged duel ever took place. When Seldua issued the challenge to Aghisa, she arranged an interesting ambush. She had all of her militiamen purchase seats at an appointed day in the bloodhold's largest arena, and then let it "leak" that she would be in attendance herself that day (two days before the arranged duel). When Aghisa's army began mingling with the crowd, the militia on-hand turned on them, and a great melee erupted throughout the arena. Seldua charged into combat against Aghisa, who had come to watch, and after a well-fought battle on both sides, Seldua emerged victorious. It is said that when Aghisa died, a flock of black birds flew over the arena as though granting favor to the new Bloodlord.

In short order, Seldua converted the bloodhold to a place of free worship and worked to salvage the fighting force that had attempted to oppose her in the arena. Despite the deep cuts she was forced to make in order to weed out the warriors she felt could never be loyal to her, the end result was an army that functioned well and was ready to move to the next canton. Warfare broke out be-

tween Eralor and the surrounding cantons and lasted for two years. In the end, both through brute force or popular uprisings, the old leaders of the region fell and Seldua became a powerful Bloodlord with nearly 50 cantons under her control.

Once she had achieved peace in the region, Seldua began actively promoting the notion that Eralor was a bloodhold that would help fund any faiths that could gather a following of 200 or more beings. Because of this, churches of all sizes proliferated within Eralor. In lieu of a palace, Seldua had a great temple constructed devoted to the god Larpon. Despite the fact that this temple was devoted to her own god, she allowed the worship of any non-evil god within the temple. In addition to this, she would hold meetings between many of the more influential churches within the temple. Her goal was to not only support the growth of these churches, but also to help them maintain peace with one-another.

Ultimately Seldua Felthuar died of old age, and the bloodhold slowly disintegrated without her leadership. The structures eventually sank into the maze, and this area cleared out until the cantons that are currently in the Alliance began to form. Though they had sunk beneath the surface, the locations of the majority of the temples that were active during that time are known. Many people from all different faiths journey into the maze to witness what is left of the fallen structures. In many cases the sunken temples are the greatest known examples of temples to these deities, and as such, some are still in use despite their inconvenient location.

The temple to Larpon still exists and is visited frequently both by followers of Larpon as well as followers of other gods. Some who had journeyed there claim to have seen the ghost of Seldua, aged and serene, praying to her god just as she had in life.

Hell's Furnace

Location: Eastern Penance

Years of Activity: 40

Length of time since its fall: 9,000 years

Most Notable Leader: Larsil

Hell's Furnace was a small bloodhold, consisting of only seven cantons, and Larsil, a nightling, founded it. Initially Larsil was the head of an underground slaver's alliance. They would actively capture creatures to use as slaves, and they would also pay people to sell their friends and family into slavery as well.

Larsil was born to a merchant family that made its living from buying and selling leather goods. The nightling led an unremarkable life for many years as he helped his family with the import and export of crafted goods. Eventually he began to take an interest in mercantilism, though not the type that his family approved of. He realized that there was a very healthy and lucrative trade in sentient beings that could be sold as slaves.

Larsil invested a portion of his inheritance into a slave operation. He hired ruthless thugs that he could count on to nab the unsuspecting citizens of Penance and force them into slavery, then sell them after their wills had been broken and they had been properly trained. As his operation

grew, he entered into alliances with other slavers. The groups soon pooled their resources and moved their slaves into a holding area within the nearby maze.

Hell's Furnace began as a single canton when Larsil moved his 1500 slaves into an uninhabited area, thereby forcing Queen Israfel to recognize him as a Bloodlord. He immediately put his slaves to work fixing and renovating the ruined area he had moved into. He then invited the other slavers he had been allied with to live in his lands as slave owners.

As one of the only bloodholds that encouraged slavery and sold slaves to the other cantons in Penance, Hell's Furnace grew extremely quickly. Slave owners would move into the bloodhold to escape the persecution they would face from their home cantons. Merchants would move to in to make a living transporting slaves to and from this bloodhold. In time, the few free individuals had become very wealthy from the labor of the slaves.

Despite his success, Larsil wasn't content simply being the greatest slave keeper in all of Penance. He wanted more money and more power. Ten years after founding Hell's Furnace, Larsil dedicated much of his resources to a new goal: to become the greatest weapon and armor producer in all of Penance.

Larsil set aside an entire canton and had all of the buildings converted into smithies. Many of the slaves were taught the art of blacksmithing, and they were given much more comfortable living conditions in exchange for using their new skills. Once arms and armor were being created and sold throughout Penance, Larsil then secretly contacted wizards guilds throughout Penance in an effort to find wizards that would not object to his bloodhold due to their moral beliefs, and would be able to imbue weapons and armor with magic. Eventually agreements were made with hundreds of wizards who would circulate into Hell's Furnace long enough to make some of the best examples of their products magical.

The weapons and armor produced by Hell's Furnace quickly increased in quality as the skill of the slave blacksmiths increased and other, more experienced, blacksmiths moved into the area, lured by the high demand for their skills and excellent pay that was being offered. Within a few years, Hell's Furnace's products were commonly found throughout Penance, and they were exported as far away as Arena.

The legends of this evil place state that some of the most well built weapons and armor that have ever been seen in Penance were crafted here. It is also believed that Larsil was in possession of an enormous cache of these items. The personal collection of Larsil is rumored to have been an entire warehouse that contained hundreds of powerful magic swords, suits of armor with many unusual properties, and other wondrous items.

Hells' Forge dissolved when Larsil's great palace sank. The nightling was in his palace when the sinking occurred, and he died as the structure collapsed in on him. This was caused by a violent collapse that had rippling effects throughout the canton. Many buildings toppled, walls that held slaves disintegrated, streets and other public areas fractured, and many areas were flattened.

Taking advantage of the situation, the majority of the slaves of the bloodhold fled the area. The smiths spread out throughout the other bloodholds of the city and be-

gan producing items for other bloodholds. Most of the masters of Hell's Furnace found themselves with ruined houses and no slaves. The only thing that many of them had was gold, which they were forced to reinvest elsewhere in order to reestablish themselves.

Larsil's cache sank along with the palace. Many rashers have gone after the treasures that the building surely contains, though none have reported any degree of success in this endeavor. If Larsil's cache is integrated into a campaign, all manner of magic arms and armor can be pulled from numerous resources to fill this location. This is a place where some of the most powerful examples of magic equipment can be found. Carting away the contents of the sunken warehouse is a difficult prospect; the cache of equipment lies deep in the maze in an area that can only be reached by descending several drop offs. The building itself has partially collapsed and is quite unstable.

Maramyth

Location: Golden Shore and others

Years of Activity: 25 years

Length of time since its fall: est. 20,000 years

Most Notable Leader: Alaryn Kamyr

One of the most peaceful periods in the history of Penance occurred during the reign of the Bloodlord Alaryn Kamyr. Alaryn, a young man at the time, stood on the gallows awaiting an untimely execution for speaking out against a despotic tyrant when the black flock came for him. Upon his arrival in Penance, Alaryn quickly gained friends as he tried to fit into his new surroundings. Despite the fact that he had already faced death for being vocal about his political beliefs, Alaryn found his way to the court of the Bloodlord Zaera Bantos and advised her of many policy changes he believed that she should make.

Taken aback by the brazen young man, Zaera first picked Alaryn as a junior advisor, and then as a lover. A few years later the two were married and they wisely ruled the Mighty Meadows bloodhold. Five years later an assassin's arrow took the life of Zaera Bantos, leaving a broken hearted Alaryn to grieve. Rather than succumb to sorrow and despair, Alaryn quickly challenged the assassin to a duel and beat him in the same castle his wife was murdered in.

Alaryn, now a Bloodlord with five cantons under his control, had grown tired of the constant conflicts between the Bloodlords in Penance. Rather than isolate himself within his castle as most of the Bloodlords of the time did, Alaryn reached out to his closest neighbors, proposing an alliance. After several diplomatic sessions, an alliance was reached among five separate bloodholds, with Alaryn acting as their primary representative.

As time went by and the people's confidence in Alaryn increased, the five bloodholds made the decision to merge into a single bloodhold with Alaryn as their Bloodlord. A new name was given to this new bloodhold: Maramyth. The former Bloodlords of the five subsumed bloodholds remained Alaryn's closest advisors and he allowed each of them to oversee their original bloodholds to ensure that the people's needs were being met.

Shortly after this point, Blackmire, a competing bloodhold, launched an assault against Maramyth. Their leader, a faust named Shadsor, believed Maramyth to be

weak and he sought more territory to add to his own. The invading army was held at bay and eventually pushed back. Angered by the unprovoked attack, Alaryn ordered his army to go to Blackmire and seize control. His army performed exceptionally well, suffering only minor losses while securing the bloodhold. Shadsor managed to escape the fall of his castle and disappeared into the ruin. With their victory, Alaryn added Blackmire to Maramyth.

Over the next ten years, Alaryn remarried, wedding a beautiful princess from another bloodhold he had managed to add to Maramyth, and he arranged treaties with several other Bloodlords. Through an almost completely peaceful process, Alaryn Kamyr either ruled or had peace alliances with 85% of civilized Penance. This is a feat that had not been achieved before or since that time.

As Maramyth grew, art and culture grew as well. With the threat of war all but extinguished, people began to create great works of beauty. Ordinary buildings were often rebuilt to make them more appealing, great marble statues could be found in most cantons, and vast murals covered the sides of buildings, or were built into the roadways using colored flagstones. Theater also flourished during this time, and numerous playwrights appeared, penning plays that remain famous to this day.

Despite this period of peace and tranquility, Shadsor, the deposed faust Bloodlord had not forgotten his loss, nor had he given up on his quest to acquire Maramyth. Using a section of the ruin as his base of operations, Shadsor contacted the bloodholds and Bloodlords who had decided not to play a part in Alaryn's great plan for a unified Penance. Appealing to their suspicion of Alaryn's true motives, Shadsor was able to construct an alliance that would stand opposed to Maramyth. While they were busy creating enormous testaments to their own greatness, Shadsor was planning their demise.

Twenty-five years after taking control of the Mighty Meadows, Alaryn found his bloodhold under attack once more. The forces of Shadsor managed to bypass many of the defenses Maramyth had in place by simply traveling through the maze. When they emerged, it took little time to bring their sizeable army to bear on Alaryn's keep. A short siege ensued during which time the deposed faust infiltrated the castle and attacked Alaryn. The battle was short and decisive, leaving the wise leader of Maramyth mortally wounded.

Though victorious, Shadsor's army failed to take the castle, and the faust was soon captured and imprisoned. Despite their best efforts, Alaryn Kamyr could not be resurrected, so Agor Werla, a picker who had contributed a large bloodhold to Maramyth assumed control. Things were not to return to their previous state of bliss under the rule of Werla however. Petty disputes tore at the alliances that had been forged, and many regions declared their regional identity as separate from Maramyth. In two short years, Maramyth's alliance fractured into a dozen competing bloodholds and eventually Werla was deposed by a Bloodlord who was more interested in his personal power than the welfare of the people.

Over the years most of Maramyth has been lost to the maze. The brief rule of Alaryn Kamyr is regarded as one of the great moments in history when peace was the prevailing concept. To this day, any art proven to be from that era is usually worth twice its weight in gold. Many

believe that much of the original bloodhold of Maramyth lies intact, buried within the maze. Delves of all sorts have tried to locate the palace of Alaryn, where they believe lies the greatest storehouse of ancient art in existence. While odd pieces of art do turn up from time to time and fetch the delvers that unearthed them a fair price, no one has yet found any great repository of ancient art.

Mechanized Igniis

Location: North of what is now Barrowhold

Years of Activity: 300

Length of time since its fall: est. 12,000 years

Most Notable Leader: Valercan Tahhat

Igniis was established by a human named Valercan Tahhat, who was pulled from a mechanized world unlike the worlds that the majority of Penance's inhabitants are from. According to Valercan, technology was fully embraced in his world while magic was little more than a myth. Valercan was a scientist, and an unlikely leader of a bloodhold.

Upon his arrival, Valercan constructed numerous mechanical devices that aided him in his daily life. Most of them were powered by the suns of Penance, while some were able to store energy collected from the sun's rays and store them for later use. These devices allowed him to cook his meals without the need of a fire, wash his dirty dishes, or allow him to travel in a carriage that was not pulled by a kith.

Upon hearing about his wondrous non-magical creations, Ushag, the Bloodlord in the region Valercan had come to live in called for a meeting with the scientist. Valercan arrived in the Faust's palace as requested, and was asked to create some of these mechanized conveniences for the palace so that they might all live more comfortable lives. Valercan agreed in exchange for a comfortable room in the palace and a lab where he could continue to experiment and create new devices.

This arrangement was successful for both parties for a number of years. Valercan taught some of the people at the palace how to replicate some of his devices that allowed them to churn out more. The devices were first put to use in the palace, and then some were sold to the populace. Within a few years, a large percentage of the inhabitants in this bloodhold were living quite comfortably due to Valercan's creations.

The partnership between Bloodlord and scientist ended on a sour note when Ushag realized that this technology could be used to create powerful weapons. He told Valercan of his desire to conquer the surrounding bloodholds, and he asked the scientist to build him weapons that would allow him to do this more easily. Valercan knew well how to build weapons, but feared that doing so would do irreparable harm to Penance and possibly the entirety of the Forge. His homeworld was one of constant upheavals, where conflicts were resolved not with diplomacy or any other peaceful measures, but by which side had the most advanced weapons.

Valercan refused to build Ushag anything that could be used to harm others. Ushag threatened to put Valercan to death, to which Valercan responded by challenging him to a duel for the leadership of the bloodhold. Thinking

himself faced by a meek opponent who had never shown any aptitude for violence, Ushag agreed to the contest. It was held one week later in the great arena.

Valercan did not plan to lose this challenge, nor did he intend to allow Ushag to draw his bloodhold into a war. With a great deal of regret, he built a weapon resembling a crossbow that used a ray that seemed to harness the power of heat against an opponent. Upon their confrontation, Valercan disguised the weapon as a simple crossbow. When they dueled, Valercan offered Ushag one chance to turn back from this course of action. When the Bloodlord refused, he unleashed his weapon against the Bloodlord, burning a hole clean through his chest.

Valercan became the Bloodlord of Igniis, and he spent his life teaching others how to put technology to work for constructive purposes. He ruled for forty years, and his people were among some of the most comfortable Penance has ever seen. Following his long and wise rule, the mantle of Bloodlord was peacefully handed over to his advisor Alira.

This pattern of constructive use of technology and peaceful succession lasted for over two hundred years. During that time, the bloodhold began producing many different devices that they traded to other bloodholds. Production factories were built, people were hired for their technical knowledge, and a technological revolution began. The people of Igniis tried to make certain that their engineers stayed happy and they made every effort to keep the devices sufficiently complicated so that they couldn't be reverse-engineered by those in other bloodholds.

The mechanization of Igniis proved quite profitable, and except in a couple isolated pockets of Penance, none of the technology fell into the hands of others. The downside to this was that a great deal of toxic pollutants formed as a by-product of the factories. The leadership at the time had no experience dealing with this type of issue, so they ordered it pumped into the maze beneath. The toxins flooded a large area deep below the surface, driving the native creatures into other areas. The fumes from the flooded areas coalesced just beneath the surface of the city and began seeping out into the open air, causing an unpleasant odor in the air in.

Nobody knows quite how it happened. One day there must have been a spark within the maze beneath the city streets. The gasses that had been building up in this area exploded, causing a massive fireball to blast up through the city streets, instantly killing many of the occupants of this bloodhold, and causing the entire bloodhold and much of its surroundings to sink all at once. The explosion was so large and so bright that it could be seen miles away from Penance.

Those from the surrounding bloodholds moved in quickly to cover over the damage and inhabit this area. Expeditions were mounted to find what was left of Igniis, but they found little. It appeared that the explosion vaporized much of the maze below and the surface of the city. The buildings that survived the destruction sank so deeply into the maze that they couldn't be located.

Many believe that the wondrous items Igniis once possessed can still be found beneath the area where it once stood. There are some that would like to find examples of this technology so they can learn how it worked. Some

believe that it could be combined with magic to give them awesome powers. Lord Abbydon is one of the current Bloodlords that interested in this application of this ancient technology. He has sent numerous parties into the maze in search of relics from Igniis, but like all others that have gone in search of it, he has come up empty handed.

Additional Lost places of interest

The Laboratory of Halbarad: A recluse and a crafter of magic, the Bloodlord Halbarad developed many volumes worth of new spells during his lifetime. He would occasionally emerge from his isolation long enough to demonstrate a wondrous new spell to the most learned spellcasters of his time, and then disappear once more, leaving behind a bewildered community of arcane scholars. This laboratory sank approximately 5,000 years ago and despite the many groups that have set out to find it, there has been no success locating it.

Laboratory of Lord Zelvyr the Necromancer: Lord Zelvyr of the bloodhold Arnkos was a famous necromancer who used the undead as his police force. It is believed that upon death, Lord Zelvyr became a lich, and caused his laboratory to sink into the maze at that time. That was approximately 30,000 years ago. It is unknown whether or not Lord Zelvyr still exists, but it is known that his lab contained detailed instructions for creating almost every known type of undead. Modern day necromancers seek the knowledge that he once kept, and many are willing to brave the prospect that it might be guarded by the lich of long dead Zelvyr.

Lord Odalsar's Castle: Sixty five hundred years ago, the Kirdir bloodhold, which was originally located just south of what is now Blackwall, sat at the center of a war that involved nearly all of Penance. Lord Odalsar, a faust, had carefully manipulated the lords of the city into forming two alliances. When the violence erupted, Odalsar was in a position where he didn't need to enter the struggle on either side. Over time both sides were considerably weakened, which was when Odalsar sent his powerful armies, which had been hiding in the ruins, against many of the bloodholds that had been involved. In the end, Odalsar controlled much of the city, but only for a short time.

The riches were stripped away from most of the conquered bloodholds and brought to Odalsar's castle. It is said that the weight of the gold and other loot that was suddenly amassed there caused his castle to suddenly sink into the maze. When this happened, the former bloodholds slowly rebuilt and regained their independence. It is suggested that Lord Odalsar's castle is one of the largest undiscovered repositories of treasure in all of Penance.

Mallum's Keep: Mallum was a silver who oversaw the Taralik bloodhold approximately 2,800 years ago. What was unusual about Mallum was that his primary supporters and his generals were other silvers. While this race isn't known for their combat prowess, Mallum's silvers were quite deadly in martial combat, and as such, serve as an enigma for modern day scholars. Many seek to find Mallum's keep so that they can find any journals or equipment that was specific to silvers.

The Museum of Gold: This museum was created by the Bloodlord Tynnias of Elintirhold as a means of storing their millions of gold coins in a way where they would be under constant watch, and be extremely difficult to steal. The gold coins were melted down and crafted into statues depicting many different interesting objects. Within can be found life size replicas of soldiers of Elintirhold, a dragon, Lord Tynnias, and many other things that are found in nature. This building was famed throughout Penance, but it was completely lost approximately 4,000 years ago when the building unexpectedly sank.

Pyramid of Nubar Asetptah: The pharaoh of a land before being brought to the Forge 60,000 years ago, the Bloodlord Nubar Asetptah ordered the creation of a great pyramid, which would become his shrine and crypt upon his death. This great stone structure, 100 yards by 100 yards at its base, was constructed despite the warnings he received about the often unstable nature of the supports in Penance. Upon his death, Nubar was entombed in this structure, along with one of the largest collections of treasure and magical goods ever amassed at one location. One thousand years later it sank. The location within the city where the pyramid was constructed has been lost to time, though it is believed that the structure is still more or less intact, and rests somewhere near the bottom of the maze.

The Stronghold of Lord Unar: Just two hundred years ago, Lord Unar, whose small bloodhold was within what is now the Alliance, sank beneath the streets of Penance. Lord Unar was the head of a group of merchants who had traveled the length and breadth of the Forge, and legend states that he had an all-encompassing encyclopedia of all the creatures that lived in this world at that time. Though the demographics have changed, as they always do in the Forge, this collected information would be highly prized by scholars since all attempts to collect as much information as is present in those volumes have all ended in massively incomplete knowledge bases.

The Temple of Akaya: Sought mainly by the nkoll, this was the original temple that contained the pool of Akaya. To the people of Penance, this place was a horrible place where the forces of darkness massed and attempted to take control of the city. To the nkoll, it is the first site of worship to their snake god in Penance. Creatures that are submerged in the waters of the Pool of Akaya are immediately transformed into aberrations. For additional information, see the adventure *The Waters of Akaya*, which is available as a free download from www.bastionpress.com.

Temple of Corbar The Pure: Corbar was the deity worshipped by the dover cleric Eddair, Bloodlord of the Hagentlands. Eddair ruled from the great temple dedicated to Corbar. Within the holy structure, Eddair had created magical fields that provided massively beneficial effects for those who would pass through them. One field would heal a creature completely, another would cure any disease that might be afflicting a creature, yet another would restore any damage to ability scores. The temple of Corbar had been open to creatures of all faiths, and they asked for only a small donation for their curative services. The Hagentlands were conquered 7,000 years ago

by a horde of barbaric valco. As if in protest, the temple of Corbar sank a mere month after the bloodhold had been conquered.

Tower of Orakos the Learned: Orakos was a wizard and a rafter. Famous for his experimentation with magic, he was known to have created several tomes of new magic spells and as well as numerous rings and wondrous items. He also had a small library of tomes he had recovered from other wizards. His knowledge was lost approximately 750 years ago, after his tower sank into the undercity. Many delvers believe that his tower is still filled with magic and valuable knowledge.

Bloodholds Beneath

Although the majority of bloodholds are plainly visible above ground, the maze is not excluded the protections and recognition offered by Queen Israfel when a Bloodlord has managed to properly populate an area. The cantons of the maze still follow the same map that is used when determining whether an individual has become a Bloodlord on the surface of the city. The borders on the surface of the city simply extend all the way to the bottom of the pedestal. This actually works to the benefit of the Bloodlords of the maze because they are more easily able to squeeze the necessary occupants into the established cantons because of the layered nature of the maze.

While this can be a benefit, it can also cause great problems. If a bloodhold forms above a bloodhold below, the two areas are considered to be the same bloodhold. The new settlement's leader is not considered the Bloodlord until he confronts the Bloodlord that exists below. Assuming that he is victorious, he must then take responsibility for the creatures living below, which can prove to be problematic if they are a hostile race. Most aspiring Bloodlords are aware of this potential problem, and usually have the maze scouted out well in advance of settling an area.

Khulzak

"Death is the natural conclusion of all things. Are we not then the agents of creation?"

- Warlord Zarakus

The holdings of the faust lord Bulgash occupy 8 cantons just beneath the surface, a mile east of Divinia.

Population: 15,635

Racial makeup: Faust: 50%, Lunars: 10%, Human: 20%, Nightlings: 10%, Valco: 5%, Other: 5%.

Location: 340°, 26 mi., 200'

Khulzak is possibly the most evil, though not the most ambitious bloodhold in Penance. Founded primarily by faust who chose not to join civilization, this bloodhold intentionally formed close to Divinia so that they would have a large settlement nearby to prey on. Raiding parties against Divinia are encouraged by Lord Bulgash, and silvers are actively hunted, killed, and their flesh smelted down to create magical weapons and armor. Khulzak has few laws to encourage orderly conduct; in fact the bloodhold thrives on chaos.

The faust are clearly the most dominant species within this bloodhold, though other races are present and fill various niches within the society. The faust are given the

first pick of buildings to inhabit, the price of goods is usually about 10% lower for them, and members of other species are foolish to cause trouble with the faust since this often brings about bloody retribution from packs of faust who take it upon themselves to enforce their dominance in the bloodhold.

The other races within the bloodhold fill necessary niches, and they are generally ignored if they cause problems with one another. Nightlings are often merchants, moving goods back and forth from the surface of the city. Some humans have been forced into slavery while others are rogues and assassins. Lunars are accepted here, and many are paid by the faust to hunt. The majority of the defenders that protect the borders of Khulzak are valco.

Raids on Divinia occur often, and are encouraged by Bulgash. If a raiding party returns with the ears of some occupants of Divinia, they are rewarded with 10 gp per participant per expedition. The valco are quick to cut down any forces directed towards the bloodhold, however, lady Salamis of Divinia is barely aware of the existence of Khulzak, instead believing that most of these raids are coming from the large numbers of monsters that have chosen to move into the maze beneath Divinia.

In fact, Khulzak is partially responsible for the buildup of monsters beneath Divinia. When a monster accidentally enters Khulzak, the valco defending the bloodhold prefer to subdue these creatures rather than kill them. Once the creature is under their control, they teleport the monster to one of several locations directly beneath Divinia. In addition, monsters have been finding their own way to the maze beneath Divinia for quite some time.

Silvers are hated within Khulzak. What many of this bloodhold's inhabitants don't know is that one of Lord Bulgash's closest advisors is a silver named Pharlir. It was Pharlir who came to Bulgash with the knowledge that silver flesh can be used as a component in magical weapons. Extremely hateful towards his own race, Pharlir was the one who convinced Bulgash that silvers in the nearby area should be hunted down and smelted. If silver flesh is used as a component in magical weapons or armor, the gold and XP cost of that weapon is reduced by 20%.

Chaos is the rule of Khulzak. The valco are in place to guard the bloodhold against invaders, but the many community areas are not well policed. Murder, rape, and theft are rampant. Order is primarily established by alliances of thugs that take vengeance against anyone that harms a member of their group. The exception to this is the area where Lord Bulgash lives. The areas directly outside his palace are policed by valco, and no violence is tolerated in these areas.

The inhabitants generally approve of Bulgash's rule. Most of them are of an evil alignment, and Bulgash encourages them to be true to themselves. Those who choose to settle here understand the chaotic nature of this place, so there is very little sympathy for those who are the victims of misdeeds. In addition to this, the only people that Bulgash doesn't allow to leave the bloodhold are the slaves.

There are many people of Khulzak who plot to overthrow Lord Bulgash and claim the title of Bloodlord for themselves. Bulgash is challenged on average once per

month. On all occasions, he has responded by meeting the challenge by sending his champion, General Zarakus (mv Bbn16), to defend his hold on power.

Lord Bulgash

Lord Bulgash is a faust who was pulled into the Forge from a dark, barbaric world. Upon his arrival, he was appalled by the fact that faust were rejecting their anti-social nature and joining with civilization. He spent a great deal of time in civilized Penance, usually as part of one mercenary band or another. Even though he accepted employment from those he considered inferior, he desired to create a place in what he saw as a decadent city in which the faust could be free to follow their true natures.

While in the employ of a mercenary band, Bulgash began to contact as many other faust as possible, trying to learn their thoughts on the matter. While a large number of them liked the city and the protections they were given there, a large number felt that they didn't fit into society and were actively seeking an alternative. Bulgash stayed in contact with the malcontents while searching for a way to further his plans.

When Lady Salamis made her bid for control of Divinia by challenging Lord Ederyn, Bulgash was one of the soldiers trapped in the garden. When she spoke, most of the soldiers agreed to join her cause out of fear. Bulgash did not agree to the truce that she proposed, and her soldiers put him to the sword. Bleeding and near death, Bulgash waited for the lady to take her new recruits and leave the area. In an amazing feat of fortitude, Bulgash managed to crawl away from the scene and bind his wounds.

This encounter with Lady Salamis fostered an undying hatred of the Bloodlord of Divinia and provided him with a direction to devote his energies. Bulgash called together as many of the faust he had met who weren't content with their place in society and fostered a new group he called the Purists. The purists were charged with meeting as many faust as possible and recruiting them into their organization. Within a few short months the number of members swelled from 30 to 1,200.

The next thing Bulgash needed in order to break free of civilized Penance was a canton to claim. Though there were many locations in the wrack that interested him, he would not forget his hatred for Lady Salamis, so the choice of their new home became obvious. They would move into the maze near Divinia. Upon their arrival there, they found an area with numerous buildings that were habitable, though there was a monster infestation that needed to be taken care of before they could begin moving into the area.

It was then that Bulgash left the City of Penance to meet with a large group of marauding valco barbarians that had been terrorizing the nearby plains. In return for their loyalty, he promised them a place within the city to protect, regular warm meals, and plenty of opportunity to raid locations within the city. The valco agreed and followed him back to Penance.

Clearing the monsters proved to be but a small challenge for the combined forces of faust and valco. Once it was clear, the Purists quietly moved into the cleared out portion of the maze and began making the buildings suitable for habitation. Bulgash, as expected, took the title of

Bloodlord. Since then, numerous thugs, rogues, and outcasts from Penance have learned about this bloodhold and relocated here.

Lord Bulgash: Male Faust, Barbarian5/Fighter8/Demagogue3 - Medium Humanoid; HD 5d12+20 (Bbn), 8d10+32 (Ftr), 3d6+12 (Dem); HP 182; Init +4; Spd 50; AC 28; Atk +24/19/14 (greataxe 1d12+14, 19-20x3) or +20/+20/+15 (2 claws 1d8+6, x2; bite 2d4+3, 20); AL NE; SV Fort +15, Ref +10, Will +7; Str 22, Dex 18, Con 18, Int 13, Wis 12, Cha 17.

Skills & Feats: Bluff +9, City Lore +5, Climb +9, Craft (Blacksmithing) +15, Gather Information +9, Intimidate +19, Jump +12, Listen +12, Ride +11, Sense Motive +6; Cleave, Dodge, Great Cleave, Improved Critical (Greataxe), Point Blank Shot, Power Attack, Sunder, Track, Weapon Focus (Greataxe), Weapon Specialization (Greataxe).

Special Abilities: Darkvision 60ft, Uncanny Dodge (Dex to AC, Can't be flanked), Rage 2/day, Sway, Taunt, Threaten, Pacify, Fast movement.

Equipment: +3 flaming Greataxe, +3 phoenix Sap Hide, Boots of levitation, Circlet of blasting, major.

Gifts: Detachable Head, Determined

Bulgash's Court

Lord Bulgash believes that the only way for him to maintain a hold on power is to keep his inner circle small, and to make certain that they are all fiercely loyal. The posts that he maintains are Champion/Warlord, Treasurer, and Court Wizard. All others within his stronghold are used for their skills, but are never invited to help make decisions.

Zarakus (Warlord/Champion): Zarakus was the leader that commanded the valco raiding party outside the City of Penance before being approached by Bulgash. Though valco prefer to roam the wilds, Zarakus was interested in Bulgash's offer because his band of raiders had become a target of Lord Abbydon, who had put a bounty on their heads so high that every mercenary and assassin on the outskirts of Penance wanted their blood.

As the defenders of Khulzak, the main opposition they have faced has been monsters and the occasional band of delvers. Their job is twofold: keep strangers out of their area and maintain the secrecy of the bloodhold. Though it is inevitable that its existence will make it back to Lady Salamis sooner or later, those who have visited Khulzak have been uncommonly tight lipped. Zarakus has also put together several battle plans in case it becomes necessary to openly strike against Divinia.

Zarakus is also Bulgash's champion. Though the inhabitants of this place enjoy the benefits it offers the disorderly, many of these same people are treacherous and would have the bloodhold for themselves. It is not unusual for Bulgash to receive a challenge for the title of Bloodlord, but it is normally Zarakus who meets these challenges. Would-be Bloodlords have tried poisoning Zarakus, hiring assassins to kill him, and detaining him in order to prevent him from championing Bulgash, but all of these attempts have ended with failure, and on more than one occasion, the challenger has died horribly before getting the chance to contest anyone for supremacy over the bloodhold.

Pharlir (Wizard): Pharlir is a silver who so despises his own race that he is plotting to commit genocide against them. While his hatred extends to any silvers, he particularly hates Lord Abbydon. Though he has never met the

Bloodlord of Utopia, Pharlir believes that the church that worships Abbydon as a god is nothing short of heresy, and it is an evil that should not be.

Pharlir's hatred of his own race stems from his homeworld. Before being pulled into the forge, he had been a young promising wizard, but his natural magical aptitude led to him being ostracized by lesser spellcasters. Eventually he was kicked out of the academy where he studied, due in large to a professor who he had outwitted in class. Upon his expulsion, Pharlir killed his professor and was quickly caught by the authorities. Found guilty of the professor's murder, Pharlir would have spent the rest of his life in prison had it not been for the arrival of Israfel.

Pharlir is a mystery in Bulgash's court. It is not known that there is a silver living free anywhere in Khulzak, nor is it known that it was a silver that came up with the idea of melting down other silvers in order to more easily create magic weapons and armor. When he appears in public, Pharlir always dons burgundy robes and a keeps a cowl pulled over his face. Most people of Khulzak know better than to try gathering information about Bulgash's advisors, so the identity of their highest-ranking wizard remains a mystery.

Kredak (Treasurer): Of the original purists that are still in Khulzak, Kredak was one of the first to join Bulgash, and remains one of his most loyal supporters. He is popular among most of the faust within the bloodhold, and it is largely his influence that has made the faust the most dominant species here.

Kredak's stated job is very simple. He is to keep track of the money coming into the bloodhold's coffers, and he is the one who arranges the transfer of money when it must be spent. The unstated portion of his job is to keep close ties with the rest of the faust community and to know about it ahead of time when one of them turns traitor. Most of the challenges against Bulgash come from other species, but on the rare occasions that a faust might make a challenge, Kredak typically has the unruly faust put down before it escalates to that point.

The Lightless Wilderness

"These dark corridors are not the trappings of civilization; they are the landscape that we conquer. This is the wilderness of our choosing."

- Barbarian Chief Anoryan

Chief Anoryan's holdings are "The Lightless Wilderness" and occupy 5 cantons at the bottom of the pedestal along the southwest wall of Penance.

Population: 7,545

Racial Makeup: Human 60%, Valco 35%, Other 5%

Location: 215°, 32 mi., 1300'

At the bottom of the pedestal along the southwest wall of Penance is the bloodhold of the Lightless Wilderness. This canton actually begins in the forest that abuts the outside wall where there is a semi-permanent barbarian encampment. Due to the fact that this bloodhold starts at the bottom of the pedestal, it is the deepest bloodhold in Penance.

The Bear's Tooth clan is the founding group that settled this area. After roaming the plains of Penance for hundreds of years hunting deer, an unexpected die off of

much of the deer population forced the clan to find another means of survival or else slowly starve to death. After much debate, the great clan leader Hilthgar led the clan to the city where they expected to stay only briefly.

The initial introduction of the barbarian clan to the City of Penance was rocky. The barbarians didn't know how to behave in civilized areas and many of the people of Penance considered the barbarians to be uncultured and difficult to deal with. After the members roamed the city for a time, the entire tribe established a camp at the base of the city walls. From here, certain members of the clan could take the skins and meat they had acquired through hunting and trade with some of the people of Penance.

While exploring the forest, Hilthgar came upon a small cave. Initially he thought that he might move the tribe to the cave so that they could have better shelter, but upon exploring the cave, he found an underground tunnel that led into the maze beneath Penance. Taking his two most trusted companions, Tinnelfar and Gherulga, Hilthgar explored the tunnels and made his way into the maze. There he found a wondrous collection of creatures that lived by their speed and their ferocity. Here, there was more than enough creatures to hunt in order to feed his clan.

Hilthgar asked the barbarian merchants to gather some information about the base of the city while they were trading with the people of Penance. His chief concerns were how many knew of the cave, and how many civilized regions existed below. Upon hearing their reports, he realized that he had discovered a way into the base of the maze that few or none from the city were aware of and there was a small likelihood at best of blundering into a civilized area.

Hilthgar ordered that the entrance to the cave be guarded at all times. Hunting parties were then sent into the maze to hunt food for the tribe. The animals and monsters they found within were unusual compared to what they normally chose to eat, but nearly everything they killed was edible, and the hunt was even more exciting than it was in the plains.

Five years ago Hilthgar died in combat while fighting a Derelict (O:DF). Upon his death a new leader was chosen. The son of Hilthgar, a young lad named Jurgen Hilthgarsen, at the age of fourteen, was too young to assume leadership of the clan. Instead of transferring leadership to him, the tribe decided to make Anoryan, a fierce huntress, the new leader of their tribe. To make the new leader legal, Anoryan was married to Jurgen Hilthgarsen. Because of their age difference, this marriage has been one of convenience rather than love. Anoryan has been known to take lovers without giving Jurgen a second thought.

The clan was thriving at this point due to the availability of food and the relatively safe location of their encampment, and their ranks were swelling as more barbarians joined their clan. Shortly after assuming control of the clan, Anoryan decided that the clan should leave the forest behind and live exclusively in the maze. Her reasoning was that they would be closer to their food source and life would be far more interesting there than it was within the forest. Most of the barbarians elected to follow Anoryan into the maze to find a new way of life,

though there were a number of others who made the decision to stay behind and live within the wilderness they had always known.

The Bear's Tooth clan quickly filled up five cantons of the bottom-most section of the maze. Compared to the uppermost levels of the maze, the base of the pedestal is a strange and dangerous place. The structures at this depth may be millions of years old. Much of the original architecture has compressed a great deal under the weight of the ruins above. What were once grand halls are now barely high enough to stand up in, and what were once hallways are now crawlspaces.

Many of the structures have collapsed completely and compressed to the point where many would mistake this area for as being built from natural rock formations. Only a careful study of the materials reveals that it is made of layers of masonry that have been compressed into a single rock-like formation. Because of several streams that run under the city and through this area, and the compressed masonry, there are many open spaces that are found at this depth that appear similar to naturally formed caves.

Under Anoryan's leadership, the hunts have continued to feed the tribe, and expanded as the hunters wander farther and farther away from the settled areas. In this region there are numerous animals to hunt; in fact, much of the prey lives within the confines of the cantons the clan inhabits.

Trade continues with those on the surface, The most common trading partners are in the Alliance. They have encountered Utopia and clashed briefly with explorers who tried to pass through their area while searching for a path through the maze to the surface of the city. The Bear's Tooth clan recognized the invaders, knew what could be at stake, and engaged them in an honorable battle. In the end, the forces of Utopia were beaten back, and many of them were killed in the fighting. In truth, the clan has found a route up to the surface of the city that would serve for large forces moving through, but they have taken steps to seal off many of the corridors leading into it so that others don't stumble upon it.

The majority of the inhabitants of the Lightless Wilderness are humans, though there are a fair number of valco, and a few others from a number of other races as well. When the Bear's Tooth clan came to camp at the base of the pedestal, the entire clan was almost entirely human, though over time two smaller valco tribes merged with the human one. The relations between the two races are harmonious and humans often stand in the way of harm coming to their valco brothers, and vice versa.

Anoryan Hiltgarsen

Born after the barbarians had made their camp at the base of the pedestal, Anoryan has never known a nomadic life of hunting deer. Although the deer population made a significant recover many years ago, the tribes focus is on the discovery of the maze and living through hunting this strange and exotic location. In truth, Anoryan has no interest in moving the clan back to the plains, and she doesn't like the taste of deer meat.

Anoryan was raised as a hunter and a warrior. The Bear's Tooth clan made little distinction between the roles of the different genders, and a large number of women chose the life of hunters and warriors rather than tending

to the more domestic aspects of their lives. Of the warriors of Bear's Tooth, Anoryan is one of the fiercest fighters. In addition to this, she is tempered with wisdom, which has forged her into a great leader.

While Hiltgar was alive, Anoryan revered and respected their leader. Upon his death she was surprised that she would be put forth as the clan's new leaders. She accepted the new position, though she was unsure about marrying Hiltgar's son Jurgen. The boy is thin and is neither a leader nor a hunter. Anoryan knows that the marriage is a sham, as do many others within the clan, but it is a sham she is forced to endure to ensure the legitimacy of her rule. Despite this, she refuses to play the part of the happily married wife. Her husband is just over half her age, and she prefers to bed men that are just as skilled at hunting and fighting as she is.

Leading the clan is a job to which Anoryan is well suited. Her duties include coordinating the barbarians that search the maze for weaknesses and reinforce them. She monitors the movements of the various creatures living in the maze, and sends hunting parties into the various areas at the right time. At times she wants the creatures left alone so that they can reproduce and multiply while in other cases she wants animals hunted to provide food for the clan. Anoryan also sends exploration parties into different portions of the maze to determine if there are more fertile hunting grounds they should be using, or if there are areas nearby that would be more suitable for them to live.

Another danger Anoryan must constantly face is the threat of monsters that live in the maze. The majority of them are dangerous but can be overcome. There are those times when a very powerful creature wanders into their bloodhold and poses more of a challenge. A year ago, fifteen warriors died while battling a many-eyed floating globe that had entered their cantons. They also recently incurred the loss of three warriors when shocker lizards attacked them.

Anoryan Hiltgarsen: Female Human Bbn15 - Medium Humanoid ; HD 15d12+45 (Barbarian); HP 180; Init +1; Spd 40; AC 20; Atk +22/17/12 (bastard sword 1d10+7, 17-20x2); AL NG; SV Fort +12, Ref +6, Will +8; Str 15, Dex 13, Con 17, Int 12, Wis 17, Cha 18.

Skills & Feats: Climb +16, Diplomacy +18, Handle Animal +12, Heal +13, Intimidate +11, Intuit Direction +21, Listen +18, Ride +6, Sense Motive +8, Spot +9, Swim +2; Dodge, Cleave, Great Cleave, Improved Critical: Sword, bastard, Leadership, Power Attack, Weapon Focus: Sword, bastard

Special Abilities: Damage Reduction 2/- , Greater Rage 4/day, Uncanny Dodge (Dex to AC, Can't be flanked), Fast Movement

Possessions: +4 Bastard sword of Disruption, +4 Sap Hide, Ring of Evasion.

Gifts: Inspiring, Adorable

Anoryan's Court

Anoryan has a single advisor representing every two hundred fifty people in her bloodhold. These advisors are taken from the oldest and wisest or those that exert the most control over their particular area. She holds court once per week, during which time each of her advisors is given an opportunity to air their concerns and address issues that are pertinent within the bloodhold.

In addition to the representatives, Anoryan also keeps advisors who have little actual power, but help guide when she must make decisions. Among these are Hilthgar's friends Tinnelfar and Gherulga. Also among this group are the valco Tirmasee and Yaburr.

Tinnelfar: This barbarian has gray hair and a long beard. He stands six and a half feet tall and has a powerful sword arm. He was once the chief advisor to Lord Hilthgar, and Anoryan decided to keep him in place when she assumed the position of leadership of the clan. He has seen a great deal during his life, and he is wise, often helping Anoryan wrestle with the difficult decisions she must sometimes face.

Gherulga: Gherulga was a friend and advisor of Hilthgar. His role in the clan has always been to train new fighters and lead the barbarians into battle. He teaches a number of different fighting styles to his students, including two weapon fighting and fighting with lighter weapons. Gherulga is also responsible for the security of the bloodhold. If a monster breaks through the defenses and begins terrorizing the people, it is Gherulga's responsibility to mount an attack and either slay or drive off the monster.

Tirmasee: Five years ago the Green Rock clan of barbarians joined the Bear's Tooth clan. This was a clan of just over one thousand barbarians, mostly valco, who were drawn by the tales of strange creatures to slay and strange subterranean landscapes to explore. Upon their merger, Tirmasee assumed one of the positions at Anoryan's side. His main function is to counsel her on affairs of the bloodhold from the valco's point of view.

Lyris: The Two-axe clan, which numbered fifteen hundred, was added to the Bear's Tooth clan eight months ago. It was made up of 75% valco and 25% humans, and was led by the fierce female valco Lyris. The Two-axe clan is aware of the encounters this bloodhold has had with the agents of Utopia, and have had a number of their own people slain by Abbydon's legions. Lyris negotiated the merger of the two clans by promising to increase the bloodhold's size in exchange for a promise to work on a plan to attack Utopia. Lyris believes that it is only a matter of time before Utopia invades the maze with a full sized army intent on slaying anything they find, and tunneling up to the surface if need be. She is constantly trying to persuade Anoryan to send scouting parties into the area of the maze near Utopia, but Anoryan is still trying to gather more information from the people of Penance before sending her own people into the area.

Sarrissar

"Akaya, our lord, the great serpent many miles long, is all-consuming. Akaya is our lord and our life. He sees our plight here in these wretched lands, and he demands that we claim it for him."

- High Priest Syrranoss

Sarrissar is Lord Syrranoss' domain, his holdings occupying 10 cantons 10 miles to the east of The Golden Shore.

Population: 65,214

Racial Makeup: 80% Nkoll, 10% Human, 3% Frey, and 7% Picker.

Location: 105°, 24 mi., 660'

One of the least known bloodholds of Penance also poses one of the greatest threats to the city. Hidden well beneath the surface of the city are the vengeful descendants of the survivors of what the nkoll refer to as the great purge. An enormous temple to the serpent god Akaya had long ago been erected here, and the serpent people used this place as their stronghold and staging ground for a bloody war of supremacy.

Within the temple was an artifact called the *pool of Akaya*. When creatures are bathed in the waters of the pool, they are transformed into aberrations that are loyal to the priest holding the *amulet of Akaya*. These creatures are then used as foot soldiers, guards, or random terrors that are released against enemies.

As the nkoll threat silently grew, nearby Bloodlords became concerned about their holdings and formed a loose alliance that was directed towards the nkoll temple. Just as the nkoll were in the midst of pushing their borders outward to incorporate new cantons full of species that would become their unwilling slaves, the alliance struck and a massive battle ensued. Casualties were high for the alliance, but the nkoll temple was defeated and the nkoll were believed to be destroyed.

In truth, a small number of nkoll, who had been away in a raiding party during the attack, returned to their sacked temple as the alliance was finished mopping up the area. They waited in the shadows until the soldiers departed, then snuck into the temple and retrieved the small number of holy artifacts that hadn't been destroyed. Taking the few things that were left behind and abandoning the sacred *pool of Akaya*, the nkoll went into hiding within the maze. They wandered for a time, then found a small defensible area in the heart of what is now Sarrissar.

Thousands of years have passed since the nkoll came to this area. During that time they continued to secure small areas at a time, adding to the area they already controlled as their population increased due to their species' rapid reproduction. Without integrating with other species, the race's population climbed to the level it is currently at. Sarrissar is an isolated bloodhold, refusing to have any dealings with the other races of the surface. The only others that are allowed are the frey, humans, and pickers that wander into the canton and are subdued and forced into slavery. Members of all other races are killed on sight.

The nkoll of Sarrissar have a particular hatred of the asherake. Though these winged feline creatures are large and don't fit easily through the tunnels of the undercity, a large group of asherake once managed to work their way through the maze wandered across Sarrissar, and a fight immediately ensued. Most of the asherake in the initial encounter were killed, though a few were taken by the nkoll and forced into slavery. Since this was their first dealings with the asherake, the sheer power of this creature was underestimated, and one of the asherake that had been taken to the main temple broke free of its shackles and killed many of the priests as well as the high priest, who was also the Bloodlord.

The asherake tried to claim the bloodhold for his own, but was killed by the angry nkoll worshippers a few short hours later. This incident created a great hatred for the asherake that endures to the present day. Any asherake

that are killed while trying to enter the bloodhold are decapitated, and their heads are posted on pikes outside of their main temple.

The politics of Sarrissar are simple. The high priest is the leader of the bloodhold and the lower ranking priests are considered the community leaders. The others are divided evenly between the provider class (those who maintain the buildings of the bloodhold) and the warrior class (those who defend the bloodhold). The nkoll are the only citizens of Sarrissar; any other species encountered there are either intruders or slaves.

The high priest is determined once per generation by the nkolls' god, as indicated by a special. The majority of nkoll range in color from dark green to black. The chosen nkoll is albino with a thin blue stripe that runs from the tip of the nose to the end of the tail. Only one nkoll is born each generation with this coloration. When a nkoll is born bearing the coloration of a high priest, the high priest in power retains the position until the newborn becomes an adult.

Before being allowed to assume the title of high priest, that nkoll must first attain that rank through natural advancement in the church. Upon transfer of this rank, the former high priest is sacrificed to Akaya. It is considered an extremely ill omen for an nkoll to not be born once per generation, and if the chosen one is slain or dies of disease before ascending to the rank of high priest, ten of the most senior ranking nkoll priests must sacrifice themselves to appease their god. Chosen nkoll are not allowed to choose any fate other than to assume the title of high priest, and none have tried to reject their destiny in known history.

The nkoll are expected to be loyal to the high priest, worship the snake god Akaya, and never leave the bloodhold except to gather food or undertake a quest on behalf of the church. Any who attempt to leave are pursued and brought back to be "reeducated." This reeducation involves years of torture and intense religious study during which time they are required to recommit themselves entirely to Akaya and the high priest. Any nkoll refusing to return to Sarrissar or who escape again are killed if they are captured.

The slaves of Sarrissar are without rights, and their very lives are at the mercy of their masters. The church owns close to 200 slaves whom perform various duties while the priests focus their attention on more spiritual pursuits. Some nkoll clans, though not all, that are outside of the church hierarchy also own slaves, though there is generally more demand for slaves than there are creatures that are actually enslaved due to the remote location of the bloodhold. Because of their rarity, slaves are highly sought after, and they are often well treated so that the owners don't need to put out the money to replace them. When slaves grow old and are no longer able to work, they are sacrificed to Akaya.

The temple of Akaya is an enormous structure built many thousands of years ago by a species unknown to the nkoll. When they found the structure, it was stock full of images and icons depicting the sun, or a sun god. The ceiling of the great chamber at the center of the temple is covered with a layer of solid gold. The nkoll wasted no time deconsecrating the temple, removing and destroying every holy item within.

They then placed snake sculptures within and created new art that was more to their liking within the inside of the temple. The final item to be placed within the temple was a newly constructed *pool of Akaya*. Because of the pool, the nkoll have created numerous aberrations, which roam the maze near the entryways into the bloodhold.

Aside from their worship of Akaya, the nkoll are driven by a desire for revenge against the infidel races that banished them to the depths beneath the city. They believe that they will one day be great enough in numbers to emerge from their dark holdings to take the city by force. Ultimately they plan to control all of the Forge, just as their race controls all of the worlds that the nkoll originated on.

High Priest Syrranoss

Syrranoss assumed the title of high priest thirty years ago after achieving his rank, and sacrificing the former high priest Ressallis. There has been little unusual activity within the bloodhold during the rule of Syrranoss, though he is meeting with the leaders of the warrior class as he begins preparations to make an assault upon the surface.

Syrranoss, like most of the high priests that have come before, wants to be known for his conquests and his greatness. In addition to preparing for war, he has also been pursuing the knowledge that would make him immortal. According to Akaya's law, a nkoll high priest that becomes immortal interrupts the normal succession of high priests, and is considered to be the living incarnation of Akaya. Very few high priests have ever achieved immortality in nkoll history, and those who did were eventually slain by enemies of the species.

The next-generation nkoll born with the coloration of the high priest was born five years ago, and Syrranoss knows that it could achieve the rank of high priest within the next ten years. This has forced Syrranoss to accelerate his plans to achieve immortality. While true immortality is his primary goal, he has considered becoming a lich or other form of undead in order to maintain his hold on existence and leadership.

Syrranoss recognizes that there is a greater demand for slaves than there is supply. For this reason he has begun allowing elite members of the warrior class to raid the Golden Shore for creatures to serve as slaves. These raids are infrequent, but when captured, the new slaves are brought to the church, their wills are broken, and they are given to the most deserving clans that attend the church. This program of actively seeking slaves has made Syrranoss one of the most popular high priests in the past 200 years.

High Priest Syrranos: Male nkoll Clr15 – Medium Humanoid (Reptilian); HD 15d8 (Cleric); HP 90; Init +5; Spd 30; AC 25; Atk +13/13/13/13/11 (4 Tentacles 1d4+1, x2; Bite 1d8+5, x2) or +15/15/10/10/5 (longswords 1d8+6, 19-20x2); AL LE; SV Fort +9, Ref +10, Will +12; Str 15, Dex 20, Con 11, Int 10, Wis 17, Cha 13.

Skills & Feats: Balance +9, Bluff +4, Concentration +7, Escape Artist +8, Heal +9, Hide +8, Intimidate +4, Knowledge (religion) +5, Listen +7, Move Silently +8, Search +3, Spot +7; Ambidexterity, Cleave, Improved Two-Weapon Fighting, Multiattack, Power Attack, Two-Weapon Fighting.

Special Abilities: Poison (Ex), Constrict (Ex), Improved grab (Ex), Darkvision (Ex) 60 ft.

Spells Prepared (Clr 6/6/6/6/4/4/3/2): 0 - Cure Minor Wounds, Detect Magic x2, Inflict Minor Wounds, Read Magic, Resistance; 1st - Cause Fear, Command x2, Detect Good, Obscuring Mist, Protection from Good; 2nd - Bull's Strength, Cure Moderate Wounds x2, Darkness, Desecrate, Hold Person; 3rd - Animate Dead, Bestow Curse, Cure Serious Wounds, Dispel Magic x2, Remove Disease; 4th - Cure Critical Wounds, Giant Vermin, Restoration, Spell Immunity; 5th - Break Enchantment, Dispel Good, Flame Strike, Slay Living; 6th - Blade Barrier, Forbiddance, Greater Dispelling; 7th - Blasphemy, Resurrection.

Possessions: +3 weightless Longsword (2), +5 Studded leather armor, Staff of Frost (Charges: 50).

Ulderach

"There is hostility between the houses, and many plan to go to war with one another. I feel a great change is coming, like a hand through a spider's web. All is as I prefer to keep it."

- Malcayne Larayth

Matron Malcayne Larayth's holdings are collectively known as "Ulderach," and occupy 5 cantons in the middle layers of the maze, five miles south of the Golden Shore.

Population: 6,275

Racial Makeup: wyrgith 90%, Drow 2%, Faust 3%, other (mostly slaves) 5%

Location: 150°, 25 mi., 660'

Five miles south of the Golden Shore, in the middle layers of the maze is the bloodhold Ulderach, a bloodhold held predominantly by wyrgith. The wyrgith are divided into numerous family houses, which all owe fealty to Malcayne of house Larayath. This bloodhold has existed for several hundred years, though the matron changes frequently as houses rise and fall from power.

Ulderach is a bloodhold of deceit and treachery, where every house vies to have its matron ascend to the rank of Bloodlord. This is a cruel, yet lawful, society, with all families displaying the outward appearances of loyalty to the matron Bloodlord, but all knowing that the only way for a matron to achieve this rank is through deceit and bloodshed.

War between the houses is a common occurrence in Ulderach. Families continually rise in fortune, power, and favor, and then lose it just as quickly. The matron tries to keep the lesser families warring with one another, though she is mindful to intercede on behalf of either warring parties if the death toll climbs too high. She has barely enough followers in her cantons to hold all five of them, and she has no intention of losing a canton because one faction killed too many members of another.

The bloodhold has a full assortment of organizations and guilds. Ulderach has two rival merchant guilds, no less than six mercenary guilds, three wizards guilds, and five large temples to the spider goddess. Each guild competes against the others, and assassinations aren't unheard of if one group begins siphoning too much business away from another.

The structures the wyrgith inhabit have been completely redesigned since the foundation of the bloodhold. Most buildings had been stripped to their supporting structures and rebuild with the wyrgith's sense of style. Of the bloodholds beneath the surface of Penance, Ulderach is the most orderly and clean looking. Each of the cantons has a community center where the wyrgith have cautiously removed the structures within a large

area, leaving enormous cavernous areas, nearly a quarter of a mile from one side to the other, where the wyrgith can come together for various reasons.

The following is a listing of the major families within Ulderach:

House Kolom'K'Chit: This house is led by matron Yssylidrral, and carries a great deal of favor with the other houses. It is widely assumed that when house Larayth loses its hold on power, house Kolom'K'Chit will ascend.

House Nildren: This is a small but rising house, under the leadership of the power hungry matron J'Shani. Among this family's strengths is the mercenary group that is often employed by many of the other houses and is led by the eldest son K'ral.

House Jamyal: This is an old house that held power over Ulderach nearly two thousand years ago. Today it is dwindling under the misguided leadership of Matron Pilsitmul. Many members of this family have left the hierarchy of this house and assumed lesser positions with other houses due to their fear that this house is about to be no more. Unknown to the wyrgith of this house, Pilsitmul has been a vampire for nearly three centuries.

House Bladerecht: A family neither seen as one the rise nor losing favor, house Bladerecht is near the middle in the power structure of the bloodhold, and is viewed as one of the key elements holding the bloodhold together through the peaceful times and the frequent uprisings. The family is led by their elder matron Ouldeseff Bladerecht, who is a friend and supporter of matron Larayth.

House Sorillinith: Led by Matron Heldersingil, this house is one of the more powerful families in Ulderach, and is actively plotting to unseat matron Larayth. Several small families have allied themselves with this family, hoping that by promoting Sorillinith, they too will grow larger and more powerful. Matron Larayth has recently become aware of the schemes of house Sorillinith, and has devised a trap to lure them into the open. Should it work, it will effectively mean the end of the Sorillinith family as all members will be enslaved. Also, the smaller families are likely to be exposed as traitors, which should in turn ensure the loyalty and cooperation of other small families in Ulderach.

House Millkrieg: This house is known to play as many sides against the middle as possible, hoping to align themselves with whoever ends up the victor. So far their strategy has worked. In the past, they have managed to stay out of the majority of the conflicts within the bloodhold, while gaining in power after the dust settles. Matron Lellithil, a seductress who is known to have had numerous torrid affairs with members of many other houses, controls this family.

Matron Malcayne Larayth

Matron Malcayne Larayth was the original matron's attendant (second in line for the title matron) when the family took power seventy years ago. The family staged a nearly bloodless coup, gaining strength from the trade guilds whom they had helped make rich, and then announcing their intentions to take the bloodhold. The family in charge at the time, the Kaldinsilit'os's surrendered peacefully, but drove home their disappointment in los-

ing control of the bloodhold by assassinating the ascending matron mother. Malcayne took her place, and has watched over the bloodhold ever since.

One of the greatest achievements matron Larayth has made is fostering alliances with many of the other powers in the maze. Some of her first allies were a powerful psionic race, but large groups of faust and nightlings have also since offered their services. The nkoll have been contacted, but the differences between the spider goddess and Akaya are too great to overcome. At best, the two have worked out an agreement not to fight one another until all the other races in Penance have been destroyed.

Matron Malcayne Larayth: Female Wyrmath, Aristocrat 4/Cleric 11 - Medium Humanoid ; HD 4d8+12 (Ari) + 11d8+33 (Clr); HP 135; Init +3; Spd 30, Climb 20; AC 25; Atk +14/9/4 (Mace, 1d8+3, x2); AL NE; SV Fort +11, Ref +7, Will +14; Str 11, Dex 16, Con 16, Int 12, Wis 16, Cha 18.

Skills & Feats: Appraise +9, Bluff +14, Concentration +14, Innuendo +12, Knowledge (arcana) +4, Knowledge (religion) +6, Listen +5, Scry +8, Search +3, Spot +5. Brew Potion, Leadership, Maximize Spell, Scribe Scroll, Silent Spell, Still Spell.

Spell-like abilities: 1/day - dancing lights, darkness, and faerie fire.

Spells Prepared (Clr 6/6/5/5/3/2/1): 0 - Cure Minor Wounds, Detect Magic, Detect Poison, Inflict Minor Wounds, Purify Food and Drink, Read Magic; 1st - Cause Fear, Command, Cure Light Wounds, Obscuring Mist, Protection from Chaos, Shield of Faith; 2nd - Augury, Darkness, Death Knell, Lesser Restoration, Silence; 3rd - Animate Dead, Contagion, Deeper Darkness, Dispel Magic, Summon Monster III; 4th - Death Ward, Neutralize Poison, Sending; 5th - Flame Strike, Raise Dead; 6th - Harm.

Special Abilities: Spell-like abilities, poison bite, Sleep Immunity (Ex), Wyrmath traits (Ex), Darkvision (Ex), Light blindness (Ex), +2 Will bonus to Enchantment spells

Possessions: +3 Heavy Mace, +5 Scale mail, Ring of Protection +3; Rod of the Viper.

Important Sites

The maze itself is a collection of ruined and abandoned buildings. Many buildings that are part of it have been stripped of their treasures and their magic, but there are just as many sites lost below that are of keen interest to explorers. Some areas are difficult to find but contain great treasures, while other areas are magical or possess great beauty, knowledge, or noteworthy construction.

1. Grinder Paths

The grinder, an enormous gnarl of great repute (see *Oathbound: Domains of the Forge*, page 144) roams the maze in a vaguely circular pattern. She is both feared and hunted by the explorers of the maze. Sometimes she will stop to speak with strangers, while at other times she will do anything in her power to kill and eat individuals she has just encountered.

The grinder's path runs beneath Penance in a counter-clockwise direction. Along her path are many lairs that she has established. She rarely stays in one place long, always moving on so that she can reach the next area where she lairs. Each lair is unique and usually used by her alone.

1A. The old schoolhouse (Location: 180°, 35 mi., 400°): West of the Alliance is an old school where the grinder held Ness Panthus prisoner for several days while she

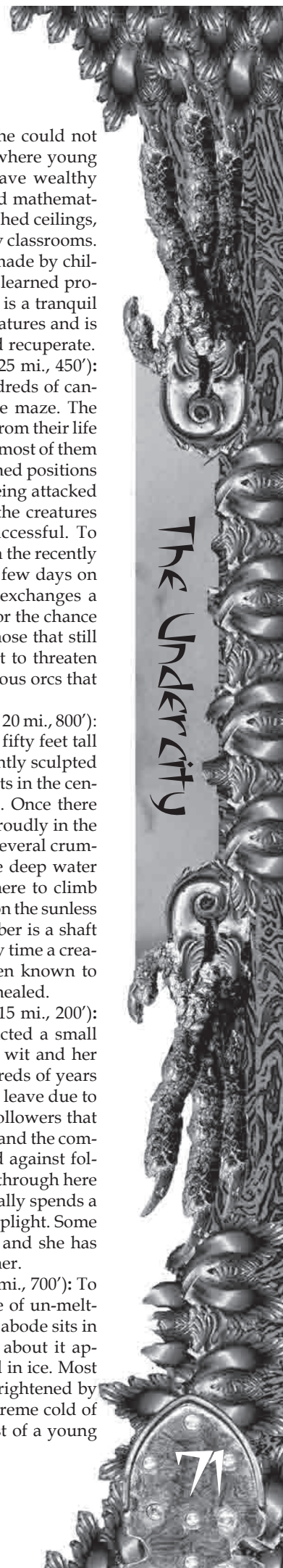
played a game of chance against him that he could not comprehend. The school was once a place where young students who were fortunate enough to have wealthy parents were sent away to learn reading and mathematics. The school is still in good shape, with arched ceilings, and long twisting corridors that lead to many classrooms. The walls are still covered in the paintings made by children, and numerous statues of animals and learned professors can be found in the classrooms. This is a tranquil place that is seldom disturbed by hostile creatures and is often used by travelers as a place to rest and recuperate.

1B. Den of Cannibals (Location: (170°, 25 mi., 450°): Northeast of the school is a den where hundreds of cannibalistic orcs inhabit a small section of the maze. The hateful creatures have not greatly benefited from their life in the Forge; the god's magic here has driven most of them insane. While those who are sane have assumed positions of leadership, they live in constant fear of being attacked by their mad people. The orcs try to hunt the creatures that live here, but are only marginally successful. To supplement their diet, they eat the flesh from the recently deceased. The grinder visits this place for a few days on her way through the maze. She normally exchanges a bounty of food she has caught in the maze for the chance to dine with these creatures on orc flesh. Those that still remember her from previous years tend not to threaten her, though she has taken the lives of numerous orcs that have challenged her in the past.

1C. The Shrine of Hestia (Location: 145°, 20 mi., 800°): This beautiful marble shrine is one hundred fifty feet tall with open sides and is topped with an elegantly sculpted dome that sits beneath a pitch black sky. It sits in the center of a large empty space within the maze. Once there had been a great statue of Hestia standing proudly in the center, but now there is nothing more than several crumbling marble benches that poke through the deep water flowing through here. The grinder comes here to climb atop the roof of the structure and look out upon the sunless surroundings, but in the center of the chamber is a shaft of light that heals 1d8 points of damage every time a creature passes through it. The grinder has been known to lead wounded explorers to this place to be healed.

1D. Smorgauth's Arena (Location: 80°, 15 mi., 200°): The great black dragon Smorgauth has attracted a small horde of creatures that are charmed by her wit and her ruthlessness. The dragon arrived here hundreds of years ago while still young, but has been unable to leave due to her enormous size. She has decreed to her followers that her arena is to have fights on a weekly basis, and the combatants should be captured monsters placed against followers that displease her. The grinder stops through here on her way through the maze, and she normally spends a few days speaking with Smorgauth about her plight. Some years she agrees to take part in the events, and she has brutally slain every opponent to challenge her.

1E. The Frozen Abode (Location: 5°, 17 mi., 700°): To the north of the Wellspring is a house made of unmelting and unbreakable ice. This medium sized abode sits in a small open area in the maze. Everything about it appears normal except that the house is coated in ice. Most creatures and delvers passing through are frightened by the unnatural cold. The truth behind the extreme cold of this house is that it is inhabited by the ghost of a young



woman who was murdered by her husband when he threw her into a raging fire. She exacted her revenge on her former spouse by freezing the blood in his veins, and ever since she has lived here, chasing any hint of heat away from it. The frozen body of her former spouse is still frozen to the floor in the main room. The grinder stops here ever year when she passes through the area, and she normally stops to talk to the cold-loving ghost.

1F. The Great Maw (Location: 265°, 12 mi., 1200'): Beneath the Queen's Green, nearly at ground level, is an area made from the compressed remains of thousands of buildings. None of the original buildings are intact; they have settled together and the masonry has compacted to form a solid layer of rock. The only way to tell that this layer is constructed from numerous different buildings is by the different colored bands found when breaking open the rock and examining it. The grinder came upon this area when it was completely solid and she has excavated several cave-like chambers from it. The grinder makes certain that this area is completely devoid of living beings when she arrives, for once every few years she gives birth here. She stays long enough to ensure that the new gnarl can hunt its own food, and then she moves on.

2. The Alliance's Rafter's Guild (Location: 165°, 35 mi., 800'): The rafter's don't officially have a guild in the Alliance, though they maintain a presence. While many believe that the leaders of the Alliance do not want the rafters to operate in their bloodhold conglomeration, the opposite is actually true. The rafters have been hired by the Alliance to gather intelligence about the undercity and, most importantly, do everything in their power to stop Utopia's agents from finding a way through the lost city to the Alliance.

The rafter's guildhouse is located several layers beneath the surface of Lord Hathor's bloodhold. It consists of three towers that are linked by skybridges. The area the towers are in is free of clutter and debris; these structures never sank, they were simply built over. At the base of the towers is a two-story building that connects the three towers.

The towers are used mainly as lookouts, but people that are being escorted through the maze by rafters may stay in the rooms within these towers. Noteworthy wizards are also known to come here for extended periods of time when they need privacy and quiet to conduct magical research. Of all the locations in this portion of the maze, this area is considered to be one of the safest places to stay because of the fortifications in place. An individual or group can rent one of these rooms for 2 gp per day.

The leader of this guild is the Mistress Aranroth, a rafter who has built up a reputation as a capable guide, a brave warrior, and a shrewd businesswoman. She stands six feet tall, is athletically built, and normally keeps her long auburn hair braided or pulled back behind her head. She is just over thirty years old and has never been married and has no known love interests. She is a wise leader of the guild, and usually prefers to meet with the Alliance concerning their arrangement herself rather than sending a proxy, earning her the respect of the leaders that help fund this guild.

The building at the base of the towers is the main guildhall used by the rafters. The guildhall is divided between personal quarters, training areas, storage for

items retrieved from the maze, and activity areas. Any rafter entering the guild for a stay of any period checks in here, and usually stays in this building for the duration of their stay unless they are escorting guests to the towers. The main room is much like that of other rafter's guilds – there is an enormous pit excavated in the center of the room that open down into the maze several hundred feet below the floor of the building. There are openings in the pit leading to many different areas; the bottom-most exit from the pit allowing access to the bottom-most layers of the maze.

The guild recruits rafters from the city that have proven themselves capable of handling the perils of the maze as well as beings that are local to this part of the maze who have proven themselves capable and honorable. When the rafters are recruiting from the surface city, they arrange secret meetings and otherwise maintain the ruse that the leaders of the Alliance know nothing of their presence.

The rafter's guild has secured an area of approximately one square mile around their guildhouse. All routes in and out of the pit beneath the guildhouse are actively patrolled by groups of 7th level (or higher) fighters who are employed by the guild. They also routinely patrol the entire open area where the guildhouse is located, and they patrol the areas above where people could potentially drop down.

The rafter's guild is well aware of Utopia's attempts to find pathways through the maze to the surface, and they actively look for any paths that could be connected, widened, or otherwise traversed by an army, and they collapse them. When they learn of a new group sent by Abbydon, they normally stay a few steps ahead of them, concealing or blocking potentially helpful passages. To date their efforts have been successful, though they are painfully aware of the fact that if Abbydon's people look long enough and far enough, they will find a way through.

3. Great Archive's Lower Reaches (Location: 312°, 15 mi., 350'): The great archive is a tall building, much of it existing beneath the surface of the city. Monks who work diligently to preserve the knowledge contained within the Great Archive staff the entire building, though the people of Penance and the surrounding area are not allowed into the bottom-most levels.

Locked away and forgotten by all but Karanth Garik and a couple of his most trusted senior monks are two floors containing forgotten and often dangerous lore. Wizard's spell books, detailed descriptions of experiments, and knowledge about the nature of the Forge itself are contained in this area. It was decided long ago that all of the information archived in this area will not be retrieved if requested unless it is by the queen herself.

At different points beneath surface level, but away from the sealed off areas, are doors leading directly into the maze. Because of these areas, the Great Archive is commonly used as an entrance and exit to the undercity. As payment for the privilege of being allowed to use these doors, delvers have an unwritten rule that any monsters near the great archive must either be slain or driven off so that they don't break into the library and damage the books or harm the monks.



4. Alfheirn's Treasury (Location: 267°, 13 mi., 100'): Beneath the Queen's Green is an area that has come to be known as the Alfheirn's Treasury. What is known about Alfheirn is that he was a famous elven Bloodlord who knew great fame as a conqueror and a plunderer. It is also known that during his long reign, Alfheirn acquired numerous magical items and artifacts, most of which never left his control. His death came quite suddenly, and was unexpected to the people of the bloodhold.

The truth of what happened to Alfheirn is not as simple as the history behind it. Alfheirn was old, even for an elf, and he did not relish the prospect of death. Over time he came to realize that there was more to the Forge than was apparent. He spent a great deal of time researching the Great Archive, speaking to knowledgeable individuals in Penance, and sent his people deep into the maze to bring back ancient records that might help him learn the secret of the Forge. Eventually he learned the truth about the Grey Stranger and his relationship to Israfel.

Alfheirn brought this knowledge to Israfel, threatening to make this information public if she didn't provide him with immortality. Israfel agreed to Alfheirn's terms, and transformed him into a lich. Unable to lead his people, Alfheirn went into hiding, proclaiming himself dead. Israfel then ordered the people of his bloodhold to take up residence in other bloodholds, then she ordered this bloodhold built over and replaced by a great garden.

Over the course of years, those serving the queen sealed off all of the entrances into the now subterranean bloodhold. Alfheirn's top advisors were transformed into undead to keep him company, but he is otherwise locked away with all of his magic items, which are almost completely useless to him now. Israfel takes great interest in this area because she is bound to keep the truth about the nature of the Forge from its inhabitants.

Locked away in his bloodhold, Alfheirn has become bitter and evil, and seeks vengeance against the queen for twisting the terms of their deal against him. He seeks to escape his prison and one day confront the queen, but he is powerless to leave. All areas within one mile of the former bloodhold borders are protected by a field that prevents teleportation, dimension door, and other spells allowing travel into sealed areas.

The former bloodhold is now a bizarre mixture of roots descending from above, tunnels through the rock and dirt that buried this portion of the city, and ancient buildings. Most of the buildings are of elvish design, and are quite sturdy despite the passing of years and the lack of maintenance.

The treasury itself has been setup to look like a museum, with magic items displayed on tables and pedestals. Nearly every known magic item can be found displayed within as well as more than a few artifacts. Entering this building is the dream of delvers throughout Penance, but should Israfel learn of anyone finding or creating a way into the treasury or even speaking to Alfheirn, she would immediately destroy the individual(s).

5. Rafter's Thirst (Location: 134°, 12 mi., 50'): Just beneath the Golden Shore is the Rafter's Thirst Inn. Owned and operated by Califel Hornendil, a female dover who is a retired rafter, the Inn is an immense structure that has been constructed among the ruins of three layers of

the maze. There are numerous ways in and out of this structure, but each is guarded by mechanical traps as well as rafters.

The Rafter's Thirst is a popular venue for meetings, entertainment, and rest. Only members of the rafters guild and wounded clients (who must be blindfolded or otherwise deprived of their ability to navigate back here) are allowed to enter the inn. When not resting, each rafter is expected to man one of the entrances to the inn for a short period of time each day, thus ensuring the defensibility of the area. Few outsiders know about this place, although hints about it are dropped to prospective members, making it one of the best-kept secrets of the rafters guild, and a popular reason to join.

6. Freyan Temple (Location: 137°, 14 mi., 240'): To many frey, the entire maze is a great temple to their gods, Mother Lucindara in particular. While this is a romantic notion, and one that makes the frey particularly interested in exploring the maze, there is a particular lack of feline oriented imagery throughout the undercity, which is why the freyan temple was established. The temple lies beneath the Golden Shore, and the frey have created a stairway in the Catnip Café, descending several hundred feet into the temple below. There are no other entrances or exits to this stairway, making it a very safe journey for frey that decide to visit this temple.

The temple consists of many different buildings and rooms that had either settled together after sinking or were originally built on top of one another, and is built over four levels of Penance. Corridors connect rooms in a very random manner with some corridors running up or down at angles while stairways connect other areas. Two doors connect to the outside maze; both of which are marked in common as well as the freyan language. One of the doors is in the second layer of the temple while the other is in the bottom layer. Any frey other than a monk opening one of these doors is against the rules, and doing so activates an *alarm* spell that alerts the monks so they can retrieve the wayward visitor.

The frey that converted this area into a temple sealed off most access points to the rest of the maze in order to make this as safe as possible for visitors, and they refinished the rooms to give the temple a uniform appearance throughout. Most of the walls have been finished in an earthy colored brick, which have been polished.

Freyan monks in the service of Mother Lucindara run this temple, although the frey that come here to worship are welcome to worship whichever freyan god they choose. These monks belong to the larger church that worships Lucindara, and most of them only stay here in shifts, rotating here between the other churches. Being assigned to this temple is highly sought after, and only the most fortunate among them are assigned here permanently.

7. The Gauntlet of Zuama Faire (Location: 225°, 30 mi., 750'): An ancient human wizard whose age is estimated to be somewhere close to 1,000 years old, Zuama Faire has become quite mad and he has retreated to the maze where he spends his time cultivating a living monster museum, which he refers to as "The Gauntlet." The Gauntlet is an area the size of three cantons, filled with deadly traps - both magical and mechanical, and creatures that Zuama has gated in from other areas within

the Forge and from other planes entirely. He is able to view any section of the gauntlet at will, and derives an immense sense of excitement and pleasure when explorers stumble into this area.

Zuama imports all manner of creatures, including demi-humans, undead, aberrations, and intelligent creatures. He is mindful of the ecologies of these creatures. A ruthless race of psionic-wielding creatures and floating globes (known as Orbs) that attack creatures with their eye beams are uncommon in this area, and usually dominate the weaker creatures. Demi-humans are occasionally used as servants, but are just as often food for the more powerful creatures here.

Zuama Faire lives in a keep at the center of his territory. He hides his identity from the majority of the creatures in the gauntlet, knowing that some of the creatures, such as the orbs, would likely try to kill him for bringing them here. When he must go out into the gauntlet, Zuama assumes gaseous form, and appears as a tall being cloaked in black. When he is seen, most creatures capable of thought assume that he is an undead creature trapped here, much as they are, and give him a wide berth.

8. Crypt of the lich lord Hadroth (Location: 70°, 22 mi., 950'): Hadroth was once a mighty human sorcerer and Bloodlord who controlled much of the area that is now Hammerfall. As he aged and his life was winding down, Hadroth decided that it was better to become undead than to die or seek the never-ending series of curatives that prolong life but can be used only a limited number of times before ceasing to have any effect. When his health deteriorated to the point where he was certain that he would soon die, he underwent the transformation into a lich.

Hadroth withdrew from the rulership of his bloodhold before undergoing the transformation. Afterwards he sought out ten of the liches within the maze and challenged them to magical duels. He won these battles, and his price of victory was that they were to serve him. Defeated, these liches' phylacteries were brought back to Hadroth's lair and given to an iron golem to guard. Hadroth made it quite clear that if any of the liches step out of line, the iron golem will destroy their phylactery without hesitation.

Hadroth's abode is an ancient mansion that has been restored and decked out in all the finest creature comforts Hadroth could acquire. The mansion is staffed and protected by undead, which are created and overseen by the liches that serve Hadroth. Many items here could be of interest to delvers, such as magical tomes, wondrous items, and the entire place, which is filled with art, gold, and other valuable items that could be resold for large sums of money.

9. Cathedral of the Feathered Fowl (Location: 0°, 20 mi., 1300'): This enormous cathedral is entirely intact despite the fact that it lies at the bottom-most layer of the maze a mere two miles from the eastern cliff of the pedestal. Within the main chamber are seven 100' high pillars in the shape of the original seven feathered fowl. There are no surviving texts that explain the purpose of this place, although there are rumors that this was the seat of a cult that worshipped the feathered fowl as divinity. This hypothesis seems to be supported by the fact that the cathedral is better preserved than any other large structure

that was built so long ago. Many explorers that have made their way to this place claim to have seen black birds in the upper heights of the structure and a few claim to have seen Israfel herself.

10. Safehouses (Location: locations vary and are numerous): Established by rafters guilds, there are numerous areas within the maze where rafters can go when they need a safe place to rest, or shelter from the hostile forces below. These are usually no larger than a single abode, sometimes being as little as a few small rooms in close proximity to one another. They are normally protected by several *glyphs of warding* which rafters can avoid tripping by speaking one of several code words.

In case the rafter was followed by something extremely dangerous that manages to enter the safehouse, most of them have a rune carved into one of the walls that, when translated into common, triggers a *teleport without error* spell that will relocate the speaker and any companions to the surface. Once used, a rune cannot be used again for 24 hours, and when it is activated again, the spell sends the next person activating it to a different location.

11. The Aquatic Nightmare (Location: 45°, 8 mi., 200'): This area just northeast of the Wellspring is the size of an entire canton and is completely flooded throughout two levels of the maze. This area is under the control of an aboleth known as Shadgann, as it has been for several hundred years. None know if this is the original Shadgann or if it is the offspring of the original that has inherited its parent's memories.

Shadgann has collected a number of aquatic creatures including groups of sahuagin, kua-toa, cuttershark, dank and other creatures that have banded together in a crude pecking order for their mutual defense. Although the aquatic environment offers some protection, many invaders have attempted to invade this place so that they can explore what was here before it was flooded. To date, none have conducted a successful raid larger than a quick swim in and out of the area. Shadgann does have connections on the surface of Penance that he can call on to carry out retribution against any party that makes it too far into this area and leaves with something valuable, or does too much damage.

12. Eledath's Den (Location: 190°, 12 mi., 300'): Located beneath the Oasis, Eledath's Den is a popular area for the many of the unsavory elements of Penance to meet and do business. The structure is a palace that was once used by an obviously decadent but long forgotten Bloodlord. The building is in excellent condition and has been renovated over the years by its current lord: the retired human master-rogue Eledath.

The den is a stopover point for rogues, slavers, criminals, and those who deal in restricted substances. Nearly anything can be bought here: weapons, slaves, mercenaries, prostitutes, assassination contracts, and other items that are not freely traded above ground. The location even boasts teleporters that link the palace with every major bloodhold in the city.

Eledath has opened up the majority of the palace to his guests, but has one simple rule for his guests: there will be no theft or murders while his guests are staying. To enforce this, he has a small but elite group of guards that have been hired to keep the peace. They are led by Jazzed, a powerful human wizard who is always on alert,

just in case one of their guests turns up dead and they need to find the perpetrator in short order. Despite these restrictions, people still violate the rules, but it happens extremely infrequently.

Because of the central location within the city, the relative peace found here, and the teleporters, this is a popular meeting place for the leaders of some of the larger organized crime organizations in the city. For them it is a venue where they can meet with few fears of betrayal to discuss business, forge alliances, or mediate feuds. Eledath normally knows of their impending arrival days or sometimes weeks in advance, and they typically teleport to within a few feet of one of the back doors so they can enter discreetly without the fear of being accosted in the surrounding ruins.

The common riff-raff normally enter through ordinary means and use this establishment as a safe place to sleep, a watering hole, and a place where they can indulge in some of their base carnal pleasures. Five large rooms of the palace are dedicated to games of chance, and there are three dining areas with their own kitchens, and each one serves different type of food to accommodate the different visitors that frequent this place. Many rogues and other unsavory delvers use this place as a base of operations, and can often be found in the common rooms. The price for a room here varies depending on the quality of the room. Cheap rooms can be had for five silvers per night while the most opulent rooms cost 100 gp per night. Average accommodations are 2 gp. per night.

13. The Great Scar (Location: 90°, 20 mi., 300'): Five miles northeast of the Golden, Shore, three hundred feet down is an enigma that has been recently discovered. A great super-strong concrete ceiling appears to have been built at least five thousand years ago over a quarter mile long rift. The ceiling supports the abandoned structures above and covers up what can only be described as an oddity within the city.

The great scar is shaped roughly like a steep sloped valley, the bottom being five hundred feet beneath the ceiling. This area was originally made up of buildings, just as the rest of the maze is, but the buildings here have been reduced to rubble, as though this was caused by an immensely powerful destructive force, which moved through and devastated this place in a single burst.

Just as mysterious as the cause of this unique area, those who have dug through the rubble have found architecture that isn't commonly found with any major known race that lives above. Many have ventured that a powerful battle was fought here between two immensely powerful beings, and the result was the annihilation of a species that lived here.

The truth is that this area was once three cantons belonging to a race of feathered humanoids called the pinoini. Many erroneously believed that these creatures were related to the feathered fowl, and eventually they themselves began to believe it to be true. A native-born pinoini cleric named A'grok rose to power among his people, and believing that he would make a wiser ruler than Israfel, he challenged the queen. Israfel took offense at the affront, but found the cleric to be far more powerful than she knew or expected – almost godlike in power. They fought a pitched battle, which ended with Israfel summoning an immense sphere of annihilation, one as

large as the ones that ripped through the city of Illium, destroying the cleric, the cantons, and the majority of their inhabitants.

Digging into the sides of the valley reveals many houses that once belonged to the pinoini. Though they are no more, there is gold, magic items, and hordes of forgotten lore hidden within this place, waiting to be found. Since it has been unknown for so long, this has also become a haven to monsters, some of them using the valley as a place to accommodate their larger than ordinary size.

14. Sarrida's Grove (Location: 145°, 25 mi., 800'): Sarrida is a wyrgith druid who has long since lost any semblance of sanity. How she learned to be a druid is a long-lost secret, even to herself. Today she tends a grove that consists of fungus and other plants that grow in the Ruin, populating it with animals such as bears, badgers, and cougars, which are normally found outside in the plain of Penance. She has magically altered these creatures adding *The Lost* template so that they can survive in this environment. At the center of this grove is a pool of brackish water that collects here from a slow drip from a sewer in the city above.

Sarrida does not take kindly to strangers entering her "grove," and neither do her magically altered creatures. Fortunately for her, she possesses no appreciable wealth or treasures, which is why most people that know of this place give it a wide berth when they must travel near it.

Talons of the Undercity

The maze may be a vast collection of sunken, built over, and deteriorating buildings, but it is not without a wide collection of groups that operate within it. One of these groups may be focused in a single area within Penance, or it may have operatives or even entire chapter houses scattered throughout the city. Due to the largely uncivilized nature of the maze, in many cases, these groups have more influence than the local Bloodlords. A few of the most influential of these groups are detailed in this section.

The Ground

The legend of the Grinder is known throughout the undercity. Some rashers hope to one day encounter her so that they can challenge her and put their combat prowess to the ultimate challenge; others simply ignore her and hope to never meet her. The Ground, however, are a group of gnarls that worship her as a god.

The Grinder is the most enduring and powerful example of the gnarl species, which is why the Ground have developed a mythology surrounding the great monster. The first tenet of the Ground's faith is that the Grinder is the god of the Gnarl, which has manifested itself in the Forge. Few of the gnarl clergy understand that there may not be another deity on the Forge, but the select individuals that are in possession of this piece of information believe that the gnarl is not their god's actual physical form, but rather a physical manifestation of their god, who resides on another plane. Their belief is further enforced by the fact that the Grinder takes only a passing interest in

their organization, choosing instead to lead through example and reputation.

Gnarls are common to many worlds other than the Forge, and in only a few of those worlds do they have a patron deity. Gnarls used to a deity have an easy time adjusting their views to believe that the Grinder is their deity's living incarnation. Many gnarl have never worshipped any deity, and find it a nearly impossible stretch to worship anything other than their stomachs.

Approximately one third of all the gnarl in the maze have converted to the worship of the Grinder, and the Ground actively seek to convert new followers. They do this by establishing temples to the Grinder throughout the maze and by proclaiming their faith to any gnarls that will listen to them, inviting them to join in a brief worship session. During this time the potential gnarl is taken to one of the temples, where it is well fed and introduced to many others who share the faith. The conversion rate is approximately one out of two.

The founder of the ground was actually killed two years ago, but he had been a particularly intelligent gnarl who was drawn to the legends of the Grinder. After studying the creature and its exploits for several years, he came to the conclusion that the grinder could only be a divine being. He then used his intelligence to convince a core group of twelve gnarl to follow him in the worship of the Grinder. This group was made up of the strong and the fanatical. To this day, all twelve are still part of the core group that wanders the maze spreading their religion.

The organization of the Ground consists of a single core group that wanders throughout the maze in a continuing mission to recruit new gnarl into their faith, while founding new temples throughout the maze to serve the gnarl who live in those areas. These temples are usually converted temples to other gods that have long since sunk or been built over. The holy symbols and depictions of the original deity that was worshipped there are reverently removed and replaced by crude artistic depictions of the Grinder. These depictions take the form of painted renderings of the creature on the walls, small stone idols, and large stone statues. On the whole, the gnarl lack artistic skill, so these icons are usually very rough, but bear some resemblance to the creature they are meant to depict.

It is rare for the Grinder to come into contact with the Ground. When it happens, the usually quiet and cryptic Grinder remains so, neither confirming nor denying the truth of its divinity. Occasionally the great creature will share a meal with members of the Ground, but it seldom stays with them for any lengthy period of time. Any member of the Ground who has come into contact with the Grinder is considered a chosen one, and it is believed that their mission within the church is to either lead one of the Grinder temples, or to join the core group that moves throughout the maze recruiting new members.

In accordance with the Grinder's behavior, the teachings of the ground are quite chaotic. They believe that the best way to live one's life is through unpredictability, a commitment not to ideals but to whim, living by instinct itself.

This organization was founded ten years ago, and its emergence signaled the start of an era where the gnarl behaved as a unified species rather than a collection of

individuals. Many of the Bloodlords are interested in this since the creatures would make powerful warriors in any of their armies. Emissaries from many of the bloodholds have approached the churches of the Ground to ask them for their assistance in one struggle or another, and in some cases the gnarl have agreed to take part in these conflicts.

Some Bloodlords on the surface of Penance see the organization of the gnarl as a threat. They view the gnarl as nothing more than savage creatures that do harm to nearly everything they come into contact with. Because of this, many Bloodlords send parties into the maze to find temples dedicated to the Grinder and eliminate them. In a few cases their efforts have been successful, either by killing all the members or by chasing them away from their places of worship, causing them to lose faith and disband. For the most part however, these efforts have been largely a wasted effort, as the survivors unite with others of the same faith and strike out against the Bloodlord that instigated the carnage against them.

The Hungered

Just south of Hammerfall is the one-canton bloodhold Nightfall, which is the home of a group of cannibals known as the Hungered. This group is led by Talamus' chief rival, Gildan (see O:DF). Through the consumption of sentient flesh, the group believes that they gain power and strike dread into the hearts of their enemies. All who face them know that if captured, they will become the main course for a feast.

The Hungered prowl the area outside of Hammerfall in search of people traveling through the area. They also make frequent excursions into Hammerfall to retrieve commoners who may be unlucky enough to be walking down the wrong street at the wrong time. When captured, a victim is normally knocked unconscious and brought back to a central location where he is decapitated, skinned, and roasted. Care is taken to burn the bones of the victim in the fire after the feast so that the victim's corpse cannot return as an undead creature. The blood is collected from the victim and taken to the leaders.

The Hungered share a common appearance. Their heads are shaved, their entire bodies are covered in tattoos, and they normally wear little more than rags for clothing. Many of the human members of this group have filed their teeth into sharp points, granting them an unarmed bite attack in lieu of one of their standard combat actions, dealing 1d4 points of damage.

Gilden Rievesen the Unclean is the vampiric leader of this group. He was once associated with the traitorous Talamus (otherwise known as Bloodsheen), but betrayed the elf and took several of Talamus' allies with him when he did so. The two are now bitter rivals, constantly attacking one-another's holdings. Talamus holds much of the maze directly beneath Hammerfall, but Gilden controls an entire canton, both above ground and beneath, which he acquired by challenging, defeating, and then eating the previous Bloodlord.

Gilden's vampirism is regarded by his followers as his greatest gift. When one of his cohorts has proven himself to be one of his most dedicated and loyal followers, Gilden rewards him by making him a vampire. This is

considered to be a great gift, and so far only ten have been allowed the honor.

Gilden uses a sunken mansion beneath Nightfall that once belonged to a wealthy merchant as his lair. This is also the place where the other vampires that help lead the group operate. While the foot soldiers of the Hungered hunt the maze, the leaders seldom leave the confines of this place, preferring to have their followers harvest the blood for them. In truth, the cannibalism of the Hungered is little more than a ploy to save Gilden the effort of having to hunt for sustenance. The group is also used as his elite group of warriors when he strikes out against others.

The people of Nightfall are aware of their leader and the Hungered, though they seldom pay it any thought. Gilden made a promise to the people of the canton that if they remained, the Hungered would not prey on them. If they left the canton, they would be hunted down and eaten. This arrangement has worked well, and the leadership functions more or less invisibly here.

Gilden's long-term goal is to one day slay Talamus, incorporate his followers into his own group, and then begin a campaign to take control over Hammerfall. For now he frequently sends the Hungered against Talamus' group and against the people of Hammerfall, often trying to assign blame to each other in an attempt to anger each of them enough to heat up their conflict. Once both sides are weak, he plans to strike a decisive blow against them both and assume control.

Gilden Rievesen the Unclean: Male Human Vampire - Clr5/Rog3/Ftr9; Medium Undead; HD 5d8 (Cleric), 3d6 (Rogue), 9d10 (Fighter); HP 120; Init +6; Spd 20; AC 27; Atk +17/17 (Slam 1d6+4) or +22/+22/+17/+12/+7 (2 bladed sword, 1d8+10, 19-20x2); AL CE; SV Fort +11, Ref +11, Will +9; Str 17, Dex 15, Con —, Int 14, Wis 12, Cha 17.

Skills & Feats: Appraise +8, Bluff +11, Climb +3, Concentration +5, Disguise +10, Hide +4, Jump +6, Knowledge (arcana) +5, Knowledge (religion) +7, Listen +11, Move Silently +11, Open Lock +7, Scry +7, Search +16, Sense Motive +9, Spellcraft +8, Spot +11; Alertness, Ambidexterity, Blind-Fight, Brew Potion, Cleave, Combat Reflexes, Dodge, Exotic Weapon Proficiency: Sword, two-bladed, Improved Initiative, Improved Two-Weapon Fighting, Leadership, Lightning Reflexes, Power Attack, Two-Weapon Fighting, Weapon Focus: Sword, two-bladed, Weapon Specialization: Sword, two-bladed.

Special Abilities: Domination (Su), Energy drain (Su), Blood drain (Ex), Children of the night (Su), Create spawn (Su), Undead, Damage reduction 15/+1 (Su), Turn resistance (Ex), Cold Resistance 20 (Ex), Electrical Resistance 20 (Ex), Gaseous form (Su), Spider climb (Ex), Alternate form (Su), Fast healing (Ex)

Spells Prepared (Clr 5/4/2): 0 - Detect Magic, Guidance, Inflict Minor Wounds, Read Magic, Resistance; 1st - Comprehend Languages, Curse Water, Protection from Good, Random Action; 2nd - Darkness, Silence.

Possessions: +5 two-bladed *vorpai* sword, +4 Half-plate armor, Ring of Invisibility, Glove of storing, Rod of Cancellation.

The Rafter's Guild

The rafters are a powerful organization within the maze that spans several bloodholds. The information presented here is an addition to the Rafter's Guild entry found in *Oathbound: Domains of the Forge* (p. 129). The rafters have a secret guildhouse beneath the Alliance, which conducts business as usual as well as working to undermine

Utopia's incursions into the maze. This guildhouse is a well-kept secret; the majority of delvers in and below the Alliance do not even know of its existence. Hired guides in the Alliance are often members of the rafter's Guild, though they do not make this information known to their clients.

The rafters' guild often takes it upon itself to bring order to the maze. If there is a rash of homicides, or a group tries to claim large amounts of territory, the rafter's guild often stands in their way. They rarely launch direct attacks against aggressive factions, but rather act as a line of communication between those who would ally themselves against the offending group, and act to subtly sabotage the aggressor's efforts. Their tactics include weakening the support structures beneath an area, cutting off popular routes connecting various sites, and hit-and-run attacks if they must become directly involved.

The Light of Freedom

Standing in direct opposition to the Band of the Red Sun in the Golden Shore is the Light of Freedom. This organization believes that slavery is inherently evil and should not be practiced within the City of Penance. The largest, most organized group of slavers in the city is the Band of the Red Sun, making them their chief enemy.

The Light of Freedom is made up primarily of rashes, though they are financially supported by many of the Bloodlords throughout Penance, including Lord Flollo and Lord Penates, who share their ideals. The chief complicating factor is that the Band of the Red Sun is an unofficial arm of Lord Narcis's government, making the Light of Freedom outlaws of sorts. To protect their interests, the Light of Freedom normally dons masks and takes steps to ensure that their identity remains unknown.

The group operates on several levels, seeking to disrupt the operations of the Band of the Red Sun. They have an agent that works within the Band of the Red Sun and informs them where and when raids will occur. They cannot act against them during every raid that is reported, but they usually try to thwart the larger efforts. In addition to this, the Light of Freedom often strikes temporary slave holding facilities and smuggles slaves to freedom.

The group normally doesn't move directly against slave owners. The group has a large amount of gold that is donated to them from the other Bloodlords and sympathetic individuals and organizations. This gold is spent to employ rafters, who subtly smuggle slaves out of their owner's estates. This operation is done slowly so as not to arouse suspicion. Should Lord Narcis learn that someone in the community is helping to support the Light of Freedom, he would immediately inform Sestos Malvacius, who would arrange a kidnapping. The abductee may either be tortured for the information they possess, or simply taken as a slave into the Golden Ghetto.

Lord Narcis has attempted to flush out some of the members of the Light of Freedom by having agents in the community vocally pretend to be against slavery, and then hope that the group will contact them. These efforts have been somewhat successful in the past, which has caused the group to become extra careful about who they contact to help them with their work. Of course, since slavery is officially illegal in the Golden Shore (except in the Ghetto,

where there are no laws at all), those who are too vocal about the issue are considered suspicious.

The Light of Freedom was founded five years ago by a formerly enslaved valco named Vornath. Vornath remains the leader of the organization, and he lives in the organization's base of operations, which is an unassuming two-story house five hundred feet beneath the streets of the Golden Shore. Operating from the maze is a large advantage to the Light of Freedom since the officials in the Golden Shore believe that the group works from within the city, not below it.

Also within the maze are several routes freed slaves take to escape the Golden Ghetto. While the agents of the Red Band don't know that the group operates from down here, they are fairly certain that the routes out of the Ghetto pass through the maze. They continually monitor the routes in and out that they are aware of, which forces the group to continually find new routes in order to avoid detection.

Vornath was originally a barbarian that made his home with others in the plains of Penance, but was captured by slavers ten years ago. He suffered through two years of imprisonment and torture as the slavers tried to sell him on the market. Two years later a wealthy human philanthropist from Barrowhold purchased him, who was preparing for a trip to Illium where he planned to study the remnants of the civilization that was once there. Vornath was bought, along with several other able-bodied slaves to be used as bodyguards. During the trip they were repeatedly attacked, several times by volt polars, and once by bandits. The attacks were savage, and claimed the lives of more than half the party of bodyguards that set out upon the expedition. Vornath proved useful both because he was physically capable of defending them against attacks, and because he was familiar with the territory. Upon their return to Penance, Vornath was freed by his owner.

Once freed, Vornath joined an adventuring company that explored the maze and made several forays into the nearby plains. In time the group had grown wealthy and decided it was time to retire. Vornath took his wealth and founded the Light of Freedom. Once the initial members were in place, he took his cause to the Bloodlords of the city that claimed to espouse equality. He was able to secure some funding from many of them on the condition that he showed them results. Within a mere two months several teams had been formed to free slaves and bring the fight to those who captured the slaves. This led to more funding, and numerous rashes who believed in the cause joined the organization.

Vornath rarely participates in raids, but instead spends his time coordinating the efforts of the organization and continuing the combat training of the new recruits. The Band of the Red Sun knows that this organization is run by someone named Vornath, though they do not know that he is a valco, nor do they know where to start looking for him.

Vornath Kalak: Male Valco - Rgr5/Bbn7/Clr4; Medium Humanoid; HD 5d10+20 (Ranger), 7d12+28 (Barbarian), 4d8+16 (Cleric); HP 188; Init +1; Spd 40; AC 20; Atk +22/17/12 (greatsword, 2d6+9, 19-20x2) or +20/15/10 (longbow, 1d8+8, x3); AL NG; SV Fort +17, Ref +5, Will +9; Str 21, Dex 12, Con 18, Int 17, Wis 14, Cha 10.

Skills & Feats: Animal Empathy +5, Climb +18, Concentration +17, Diplomacy +10, Handle Animal +12, Heal +11, Hide +8, Intimidate +10, Intuit Direction +12, Knowledge (religion) +8, Listen +11, Search +10, Swim +7, Wilderness Lore +9; Blind-Fight, Cleave, Combat Casting, Power Attack, Silent Spell, Track.

Special Abilities: Hardy, Rage 2/day, Uncanny Dodge (Dex to AC, Can't be flanked), Fast movement, Turn Undead, Favored Enemies: Nightlings, Chromithians

Spells Prepared (Rgr 1): 0 - Entangle. (Clr 5/4/3): 0 - Cure Minor Wounds, Detect Magic, Detect Poison, Light, Purify Food and Drink; 1st - Cure Light Wounds, Divine Favor, Invisibility to Undead, Sanctuary; 2nd - Cure Moderate Wounds, Lesser Restoration, Summon Monster II.

Possessions: +2 Greatsword, +4 Mighty composite longbow, +4 Sap Hide.

The Black Dagger

The Black dagger is every bit as evil as their name would indicate. Their trade is death in its many varieties. The group has two main functions: assassination for hire and poison production and sales. The group operates from the maze in nearly every bloodhold in Penance, and it has a central leadership that is located in an extravagant manor beneath the Oasis. This group is choosy about its clients, but it will take any job offered, no matter how difficult it may be.

The manor rests three hundred feet beneath the streets of the Oasis, and is largely intact, despite the fact that it came to be in the maze by sinking. This structure houses the assassins who choose to live with the guild, and is heavily fortified by a group of rogue-fighters who make sure that anyone who is unwanted never gets near the place. The interior is decorated with chandeliers, crimson curtains covering the walls, and the floors are made of polished black marble. Each assassin must pay 5 gold per night to stay here, even if they are taking a small room. The larger rooms go between 7 and 15 gold per night. The largest room that is available costs 100 gp. per night, measures at 500 square feet, and contains a pool heated by ovens below.

Assassins in Penance may belong to many different underground guilds, but the Black Dagger offers them the greatest degree of protection, though it demands a larger cut of the assassination contract amount. The standard amount paid to an assassination guild in Penance is 12%, but the Black Dagger charge 18%. Most members agree that it's a small amount to pay.

Should an assassin get caught while on an assignment, the Black Dagger has contacts with many of the more corrupt Bloodlords such as Lord Narcis and Lord Mabon. Should the guild fail in peacefully extracting an assassin from the clutches of the law, they have a small army of competent rogues and fighters that are willing to break into a jail to extract a captured guild member. In most cases this isn't necessary since the guild only recruits the best assassins in the business.

Poison production is another major trade of this guild. The poisons they manufacture have a number of different effects. Some merely cause discomfort when ingested, some cause specific types of problems such as overall weakness, loss of eyesight, rashes, skin rot, and many cause death in a number of unpleasant ways. The poisons manufactured by the guild are the first choice of the

assassins within the guild, but there are a number of well-paid merchants who fetch top dollar in the black market for these poisons. Poisons are usually sold for 10% to 15 % more than their listed price, but the merchants who sell them put their reputation on the line that the poisons will work as described.

The guild is led by a mysterious group that calls itself the Polydrols. Nobody knows exactly what the name means, but what is known is that there are between eight and twenty leaders that are drawn from the ranks of the most advanced assassins. It is suggested that its impossible to figure out who is a member based on seniority within the guild or on who is on assignment the most. All of the Polydrols take the same number of assassination assignments as the standard members. It is said that when a member is deserving enough to join their ranks, the Polydrols take the initiative to invite them into their inner circle. It is an invitation that a prospective member must not refuse. There aren't any known cases of members refusing to become Polydrols, though it is suggested that the penalty of refusal is death.

Polydrols are occasionally seen among the assassins of the guild. On these rare occasions they wear ceremonial helmets that have cowls that hang down to cover their faces. Their garb is always black with lettering embroidered in gold. To date, no one has ever challenged a Polydrol and lived. Not only does this bring the wrath of the Polydrol himself down upon the attacker, but also all other members within the area immediately jump to the defense of the Polydrol unless they too are part of the assassination attempt. This is not to say that it has not been tried in the past.

The history of the organization is as mysterious as the leadership. All that is known is that the group has existed for at least the past 20 years, though some suggest that the real length of time since it was founded is at least 50 years or even more. It originally sprang up in what is now The Oasis, and it has been centered on this area ever since.

The Spectral Hand

Five miles southeast of Divinia, in the middle layer of the ruin, is the headquarters for the Spectral Hand. This group consists entirely of necromancers who plan to raise the dead not only in pursuit of their own research, but for defense and possibly a major future offensive as well. Their ultimate goal is to one day soon secure a canton, and perhaps even a large bloodhold. Most members of the group are of an evil bent, though not all are. Wizards of honorable conscience sometimes join the ranks of the necromancers so that they can gain some degree of mastery over the undead, thus making them an indispensable resource to any party that must confront the undead.

Through their research, the Spectral Hand has created two types of undead never seen before: the spectral ravagers and the night song apparitions (see appendix). One of their goals is to perfect their craft so that they can create more new types undead that are extremely powerful. Their research is slow and meticulous, resulting in many more failures than successes. When a new form of undead appears to be successful, they put it through a series of tests to be certain that it will obey them. One diffi-

culty they continue to encounter is that the more powerful a new type of undead is, the more likely it is that it will be self aware and refuse to obey them. They are not interested in creating self-aware undead for fear that they will find a way to usurp control over the organization, or worse yet, develop a hatred for everything that is alive and try to kill the members of the organization.

The Spectral Hand's activities are centered around, but not limited to the area around Divinia. There are small chapterhouses located in the maze beneath every other major bloodhold except for Utopia. Often times the members of this organization are hired by crime syndicates or even Bloodlords. Their services include raising undead troops to help with defense, and helping to defend strongholds. Though the undead are often incapable of thinking for themselves, they make good troops because they do not suffer fatigue, they do not require food, and they do not need to be paid.

The main headquarters of the organization is a collection of six buildings that are surrounded by a thick circular wall. This complex remains largely intact, though buried under numerous other structures that were built over the top of it. The largest building is located in the middle while the other five buildings are arranged as though they are the points of a star, making this arrangement an enormous arcane circle, which have been imbued with the spells *protection from good*, and a modified version of *circle of doom* that only harms unprotected good creatures, but still grants the benefits to the undead in the area. These spells are both as cast by a 30th level wizard. Good aligned members are given an amulet that protects them from these effects. Skeletal Ravagers and Night song Apparitions guard all of the entrance and exit points from this complex of buildings.

Ultimately the Spectral Hand plans to claim some territory of their own; a prospect that makes many people in the nearby area nervous. Concerns range from whether or not the undead pose a threat to the commoners of the city to whether or not the Spectral Hand would demand the corpses of newly dead people to use as undead. Even more importantly, how concerned would the organization be with the welfare of its people? Would it make just as much sense for them to slay anyone that displeases them and then convert them into a subservient form of undead? The truth of the matter is that the leadership has an interest in taking Divinia one day, and if they succeed, they plan to use the corpses of the dead as material components for undead.

The leadership of the Spectral Hand is made up of a council of five necromancers, and it is presided over by Atanarion Telemalad the elven lich. Though Atanarion is several thousand years old, his body and face remain intact, causing him to appear to be nothing more unusual than a pale elf (an assumption that has spelled the doom of many who have tried to kill him in the past).

Atanarion founded the organization thirty years ago by appearing to infamous necromancers throughout the city and inviting them to form an alliance. In the beginning he did not reveal his undead nature, though after he had assembled a core group that had proven themselves trustworthy, he revealed his true nature and his plans to

acquire a section of Penance. Since founding their stronghold, the group has actively recruited many competent necromancers from throughout the city.

Atanarion Telemalad: Elven Male lich – Wiz19; Medium Undead ; HD 19d12 (Wizard); HP 174; Init +2; Spd 30; AC 22; Atk +8/3 (touch 1d8+4, Quarterstaff); +11/6 (crossbow 1d8+3, 19-20x2); AL LE; SV Fort +6, Ref +7, Will +14; Str 8, Dex 8, Con –, Int 21, Wis 14, Cha 11.

Skills & Feats: Alchemy +23, Concentration +22, Hide +14, Knowledge (arcana) +23, Knowledge (War) +21, Listen +14, Move Silently +14, Scry +11, Search +20, Sense Motive +12, Spellcraft +23, Spot +14; Brew Potion, Combat Casting, Craft Wondrous Item, Heighten Spell, Improved Initiative, Lightning Reflexes, Maximize Spell, Quickened Spell, Scribe Scroll, Spell Penetration, Toughness.

Spells Prepared (Wiz 4/5/5/4/4/4/–/–): 0 - *Dancing Lights, Daze, Detect Magic, Light*; 1st - *Burning Hands, Charm Person, Feather Fall, Mage Armor, Magic Missile, Summon Monster I*; 2nd - *Blur x2, Cat's Grace, Flaming Sphere x2, Invisibility*; 3rd - *Fireball x2, Flame Arrow, Fly x2, Haste*; 4th - *Minor Globe of Invulnerability, Polymorph Self, Stoneskin x2, Summon Monster IV*; 5th - *Faithful Hound, Summon Monster V x2, Teleport, Wall of Force*; 6th – *Analyze Dweomer, Circle of Death, Globe of Invulnerability, Legend Lore*; 7th - *Banishment, Forcecage, Limited Wish x2, Mass Invisibility*; 8th - *Horrid Wilting, Mass Charm, Prismatic Wall*; 9th - *Temporal Stasis, Wail of the Banshee, Wish*.

Special Abilities: Fear aura (Su), Paralyzing touch (Su); Turn resistance (Ex), Damage reduction 15/+1 (Su), Immunity: Cold (Ex), Immunity: Electricity (Ex), Immunity: Polymorph (Ex), Immunity: Mind-affecting attacks (Ex), Immunity: Sleep (Ex), Low-light vision (Ex).

Possessions: Dagger; +3 light crossbow, crossbow bolts (10), Ring of Protection +2, Gloves of Dexterity (+2), Headband of intellect (+6), Staff of Frost (Charges: 50), Bracers of armor (+6), Ring of Wizardry (I), Scrolls: Maze (15), Summon Monster IX (17); Potions: Cure Serious Wounds (5).

Familiar, Dire Rat: CR 15; Small Animal ; HD 19d8+19 (Animal); HP 133; Init +3; Spd 40, Climb 20; AC 15; Atk +14/9/4 (Bite 1d4, x2); AL N; SV Fort +6, Ref +6, Will +12; Str 10, Dex 17, Con 12, Int 1, Wis 12, Cha 4.

Skills: Climb +8, Hide +7.

Special Abilities: Disease (Ex); SQ: Scent (Ex), Alertness (Ex), Improved Evasion (Ex), Share Spells (Su), Empathic Link (Su), Touch (Sa), Speak with Master (Su), Speak with Animals of its Type (Su), Spell Resistance 24 (Su), Scry (Su)

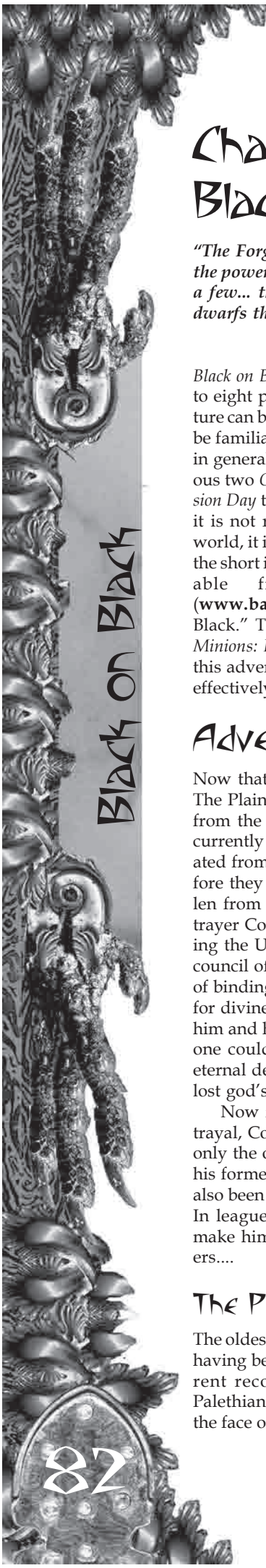
Rumors of the Ruins

The following rumors can be taken as fact or fiction, depending on how you would like to use them. Rumors can be useful when used as adventure hooks. They can also be useful to give the PC's useful information about a particular situation, or they can be used to give them misleading information if that is what you desire to do. How you use these (or whether you choose to use them at all) and whether or not they are true is entirely up to you. In order to make them versatile, specific areas of the city are not mentioned.

- A rafter made a recent trip into the maze and came back with a story about a legion of undead amassing under the banner of a mad wizard. He thinks they are preparing to strike at the surface.
- There was a massive sinking in a nearby section of the Lost City. Rumor has it that an ancient walled-in structure that was completely sealed

up is now accessible and it's filled with alien magical objects.

- A couple cantons away there was a raging fire that started in the middle of the night. People who were around at the time saw a couple strange reptilian creatures fleeing the scene right around the time when it started.
- Someone who just came back from the plains saw the strangest thing – a powerfully built human that looked much like a plains barbarian with dark hair, but incredibly pale skin, as though he hadn't seen the light of day for years, stood fighting some strange black-skinned creatures with insectoid eyes. Several of his companions lay slain at his side, and he appeared to be the final survivor.
- Some rasher that recently went deep into the maze came back with a bunch of handy clockwork devices. One of them heated his food, another caused light to shine without the use of fire, and another one made a loud noise and caused objects to shatter twenty feet away. There's a rumor that there's a wealthy merchant looking for adventurers to send into the same area that person went into.
- There's something down in the maze eating the walls. So far there's only been a few areas that have sunk because of it, but from the sounds of it, if they don't figure out what's causing the problem and how to stop it, the whole city's going to go.
- There's something strange going on with the gnarls. They've always been pretty creepy, but someone saw them organized and fighting in the streets. If that's the case we better watch out. They're mean.
- A bunch of murders have been occurring in the city. The victims seem to be ordinary people who don't appear to have any enemies. They're definitely not rashers. So far the word is that they've been taken from their homes. One guy said he saw someone being dragged off into the maze. He said the victim had a blank stare on his face, but even stranger is that he was being dragged off by a skeleton.
- People don't know it, but there's a family of dragons that live below. They shape-change into smaller creatures so that they can move around, but then they return to their standard form when they find a place big enough for them. They wait for smaller creatures and rashers to wander through, make their meal, and then move to the next place.
- The strangest thing has been happening. People's pets have been running off and finding their way into the maze. No one knows why they're doing it or where they're going. A lot of pet owners have been locking their homes down recently.



Chapter 5 - Black on Black

"The Forge teems with power—the power of the Seven, the power of ideas, and the power of individuals to name a few... then there is the power of the Stranger, which dwarfs them all."

—Mallus the Astronomer

Black on Black is an *Oathbound* scenario designed for five to eight player characters of 8th to 12th levels (the adventure can be scaled for higher levels, see below). PCs should be familiar with the City of Penance, as well as the Forge in general. It is helpful if the PCs have played the previous two *Oathbound* adventures *Dark Welcomes* and *Ascension Day* to be familiar with the campaign's storyline, but it is not required. If the PCs are new to the *Oathbound* world, it is recommended that the GM download and run the short introductory adventure, "*Waters of Akaya*," available free from Bastion Press' website (www.bastionpress.com) before beginning "*Black on Black*." The Bastion Press products *Arms & Armor* and *Minions: Fearsome Foes* were used in the development of this adventure. Though helpful, they are not required to effectively run *Black on Black*.

Adventure Background

Now that the Grey Stranger has gained solid form (see *The Plains of Penance*), his machinations to free himself from the oaths of the Forge have intensified. His focus currently is on the seven *Unhowde* weapons, each one created from a half of the soul of one of the Seven, long before they were bound. Ages ago, the *Unhowde* were stolen from the nameless god and his servants by the betrayer Colopitiron, and given to the council of gods. Using the *Unhowde* to create the seven colored oaths, the council of gods built the power to cement the great oath of binding. In a twist of irony, Colopitiron's own wishes for divine power were the words that ended up binding him and his brethren for so many countless eons, words, one could argue, that ultimately saved the seven from eternal destruction, and gave the one small hope for the lost god's freedom.

Now free, and ready to pay the penance for his betrayal, Colopitiron has returned to the Forge, and needs only the other half of his soul, *Unhowde on Black*, to gain his former powers. Unfortunately, *Unhowde on Black* has also been split in two pieces, one lost somewhere in time. In league with the Grey Stranger, Colopitiron plots to make himself whole again, a plot requiring many players....

The Plot

The oldest race on the Forge is thought to be the Palethian, having been brought here by Israfel eons before any current recorded history. Powerful and immortal, the Palethian were once thought to have been wiped from the face of the Forge, but in truth, they still exist in small,

disjointed numbers. As a whole, the Palethian seek to harness and wield the power of the Forge for themselves, but whether they wish to rule as gods or destroy all is unknown. Since the Palethian began their existence on the Forge in Penance, it is Penance that a lone Palethian has now decided to conquer.

A lone Palethian (their individual names have been forgotten by all, even by themselves), after hundreds of centuries of seclusion, is determined to unleash a plan to oust Queen Israfel and reassert his brethren as the rightful rulers of Penance—a city it feels was founded by its race and rightfully belongs to them. To accomplish this, the Palethian has enlisted the help of the Grey Stranger, newly given form (see "*The Plains of Penance*"), to separate Israfel from her city. In return for his help, the Stranger has asked the Palethian to enter the citadel and free her true form, so that she may come to him unbound. However, the Palethian does not wish to become one of the Seven, but instead seeks to betray the Stranger and kill the Queen by destroying her true form and crumbling her citadel. The Palethian has learned the process to destroy the citadel by studying the secret records of the surviving member of the group that "liberated" the Kiln 942 years ago by breaking the oath of bronze.

Unbeknownst to the Palethian, the Grey Stranger is aware of its treachery and has other plans in mind. He has no intention of allowing the Palethian to kill his beloved Israfel, and plans on taking full advantage of the creature's ignorance of the Oath of Binding to further his own designs.

The sword *Unhowde on Black* is currently in the possession of Lord Nich Belus; its power is well known, any wound it makes grows and is untreatable, even by magic. The sword's missing half its accompanying whetstone. This stone was lost over 50,000 years ago, is vital to the sword's power; the only way to heal the terrible wounds inflicted by the blade is to touch them with the stone. The gambit of the Grey Stranger is to use the greed and power of the Palethian to find the ebony colored whetstone and reunite the two artifacts with his servant.

Unhowde on Black was originally forged from one half of the original Colopitiron's immortal soul. Since his return to the Forge, Colopitiron has taken the guise of the astronomer Mallus. With only half a soul though, and without the power of the oath, he is currently relatively weak, and both he and the stranger know that he must take possession of both the sword and stone in order to again become what he once was.

The Palethian's part in the Stranger's ultimate plan is to set in motion a series of events that should uncover the mysterious hiding place of the long-lost whetstone. Since the Palethian wants to eliminate the Queen of Penance and destroy her citadel, the Stranger promises to trap Israfel so that the Palethian can access her abode unimpeded. Having recently gained substance by drinking an ancient vial of his own blood, the Stranger lures Israfel to the gray border that separates Penance from Arena and simply grips her in his hand, rendering her unable to escape. With the Queen out of the way, the Palethian is free to assault her citadel and take control of the city.

What the Palethian did not know is that, per the great Oath, if a member of the Seven is out of his domain, his citadel becomes impenetrable even to someone with a key.

The Palethian quickly discovered this, and during his subsequent frustration, the Stranger planted the idea of using the power of *Unhowde on Black* to try to enter the citadel. Using the sword and the brand of exile obtained from Lord Belus, the Palethian tried to enter the citadel along with several branded minions (possessed via the creature's dominate ability). When that attempt failed, the Palethian made up its mind instead to slay the Queen's avatar outright. With Israfel's avatar dispersed for one day, the Palethian could then assault the citadel and destroy her forever. It then returned to the Stranger to ask for Israfel's release.

Further manipulating the Palethian, the Stranger, still gripping the helpless Queen, explained that, as it currently stood, the creature was no match for Israfel unless it acquired the whetstone made to accompany the sword, thus multiplying the sword's power tenfold (a bit of a fib, really). Unable to find the artifact on its own, the Palethian used the power of *Unhowde on Black* to scratch many of the Bloodlords of Penance, as well as several other important persons. Those injured by the sword are doomed to die, as their wound festers and eventually kills, unless the victim is touched by the whetstone. The Palethian's plan is simple: set in motion the impending death of every Bloodlord in Penance in the hopes that a servant of one of the victims can find the elusive black whetstone—which the Palethian then intends to steal. The stranger also sends his sole servant, Mallus, to help the Palethian recover the stone. Once armed with both the sword and the whetstone, the Palethian plans to slay the Queen's avatar, and then obliterate her true form. In the aftermath, the Queen and the Bloodlords of Penance will be dead, leaving the Palethian (and others of its race which it will call forth) free to once again claim the city as their own.

The Grey Stranger, on the other hand, sees a different future. He knows that the stone does not increase the sword's power to destroy, and that it is quite likely that the Palethian will fall to the Queen's onslaught. He also senses the Palethian's deceit, and has no intention of allowing it to kill Israfel. The stranger will let go of the Queen the moment the stone is found. Once the Palethian is out of the way, Mallus will take possession of both the sword and the stone. Once reunited with his other half, Mallus (actually Colopitiron) regains his true form and his original power, which he intends to fully employ toward the breaking of the great oath.

Adventure Synopsis

Three days ago, the Palethian initiated its grand scheme to kill the Queen and reclaim Penance in the name of its forgotten race. Using natural spell-like abilities and ancient magics, the Palethian set off a fiery explosion of incredible magnitude within the northern tower of Lord Belus' palace in the heart of Illumina. Many scores were killed as the tower collapsed, while others were pulled from the wreckage barely alive. Lord Belus himself was nowhere to be found. The following day many Bloodlords in the city fell mysteriously ill from a small scratch inflicted by happenstance. Barely noticeable at first, the injuries quickly became infected, and soon grew into a deep and festering wound of great pain. No form of curing,

magical or otherwise, could slow or reverse the growing wounds. Within less than a week, all of these Bloodlords will be dead.

Strangely uninjured, Lord Belus pushed himself from the rubble of his palace two days after the explosion. The lord quickly learned of the status of the Bloodlords and instantly knew what had occurred: *Unhowde on Black*, the weapon Belus always wore on his back, and which was now missing, had been used against the rulers of Penance. In addition, Belus' lover and Champion, Velker Molstad, was also dying from a rotting wound. Although the Bloodlords attempted to keep it secret, word soon leaked out that the rulers of Penance were dying, and panic quickly began to spread. Amidst the chaos, the lords sent word to their most trusted agents, calling out to anyone loyal to their bloodholds to try and find a cure. This is where the adventure begins.

Episode 1: Through criers or agents of the Bloodlords, the PCs hear of the events at Lord Belus' palace. Chaos begins to take hold of Penance, which is compounded by the fact that the presence of the Queen and her flock is noticeably absent. Through their own contacts or by word of mouth, the PCs also hear of a great reward being offered by several Bloodlords to discover who is responsible for the destruction in Illumina. Depending upon the associations of the party they will either be sent to Illumina by their own employer, or present themselves to Lord Belus in answer to his general summons.

Soon after the PCs arrive in Illumina, they encounter an alarmed populace where residents have taken to looting and other assorted acts of extreme violence. Possibly in an attempt to gain the favor of Lord Belus, or because of their own moral code, the PCs have an opportunity to quell some of the rioting and stop an assassination attempt by Lady Salamis of Divinia, who sees the decadent Belus as the source of Penance's current state. Should they do this, they gain the notice of a group of Illumina soldiers, who then escort them directly to the remains of Lord Belus' palace and the Razor Conhaw. Along the way the PCs witness first hand the devastation caused by the falling tower, and see the dark mood that hangs over all of Penance.

Episode 2: After a interrogation by Conhaw, the PCs meet Lord Belus as he grieves at the bedside of his champion. Belus questions the party, assessing their ability and commitment. If the PCs have been respectful to him and his bloodhold he decides they are above the crude rashers that have so far been answering his summons. Belus then informs them of his missing sword *Unhowde on Black*, and that it is likely the weapon is responsible for the harm inflicted upon the dying Bloodlords. In addition, he tells them that his *brand of exile* is also missing.

When the lord is asked if he knows of a cure to the damage caused by *Unhowde on Black*, he says he once heard of a magical artifact that could help but that it was rumored lost thousands of years ago. He searched for the item himself, but never found any trace of it. If there is a cure out there, the PCs are going to have to search for it. Belus also warns that it's likely other Bloodlords have sent out similar search parties, plus there are other forces opposed to the Bloodlords, who want to see them dead. Lord Belus offers each PC a great reward should they return with a cure. Upon their acceptance, he presents them with

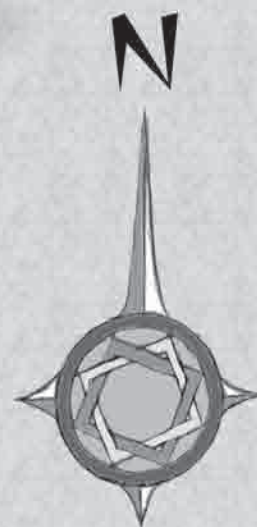


Bloodholds

- 1 Utopia
- 2 Illumina
- 3 The Golden Shore
- 4 Hammerfall
- 5 The Oasis
- 6 Blackwall
- 7 Barrowhold
- 8 The Alliance
- 9 Divinia
- 10 The Wellspring
- 11 The Queen's Green

Places of Interest

- a Palace of Lord Belus
- b The Wedge
- c The Great Archive
- d Bloodstone Library
- e Oasis Library
- f The Hub Tavern
- g Nydaria
- h Queen's citadel
- i Rafter's Guild
- j Pyramidal Park



the official seal of Illumina for passage throughout the city, which even the other Bloodlords must respect, though in such lawless times nothing is guaranteed. The PCs then need to venture out into Penance to gather information.

Lord Belus advises them to seek their first answers at the Great Archive. The monks have been well supported in their endeavors by the lord of Illumina and as his official agents; the PCs should be well treated. The archive does not contain critical information concerning *Unhowde on Black*, but someone with the knowledge does exist within the library. Upon arrival at the archive, the PCs find that agents of other Bloodlords and rashers have begun to sack the vault of aged lore. Within, the PCs come upon a monk being beset by unsophisticated rashers who are forcing him to take them to the most valuable collections.

This monk is actually Mallus, who intends to supplement the party's investigation by giving them vital clues. Mallus is looking for a group that he deems worthy of the secrets he keeps. If rescued and treated well, Mallus offers to aid their quest for information. If they divulge their needs, Mallus leads them into the heart of the Archive. His mission nearly complete, Mallus then offers the PCs a extremely rare book written in an incomprehensible language that he has been attempting to translate. Before placing the book in their hands, Mallus extracts a vow from each PC that upon the success of their mission they will return the book to him and perform one task to be named later. He assures them that the task will not be morally repugnant or illegal, being nothing more than serving as couriers. If agreed, the book is given over. As the PCs research its contents, Mallus warns them that the depths of the Undercity should never be tested without a proper guide. He then discretely disappears in order to prepare for the final encounter with the Palethian.

The translated sections of the book offer key information about *Unhowde on Black* and the *ebony whetstone*, as well as their relationship and possession by Annoxus. The book also identifies the lost bloodhold of Cycadia as the place the whetstone vanished. Inserted between pages is a crude map that marks the Queen's Green as the entrance to Cycadia. Armed with this knowledge, the PCs need to seek a rafter guide to take them to the Queen's Green and below.

Episode 3: At the rafter's guild, the PCs learn that the guild ombudsman, Ness Panthus, has also been afflicted by the mysterious consuming wound. Anxious to cure their guild lord, the guild masters are catering to the official agents of Bloodlords in hope that one of them is able to locate a cure. When the PCs state that they desire to venture beneath the Queen's Green for Cycadia, they are approached by Groogr, a knük seeking the *Articles of Peletine*, a veritable trove of information about the vanished city of Peletine. It was last known to reside in the bloodhold Filinus, a site little separated geographically from Cycadia. Seeing the PCs as his opportunity to acquire the *Articles of Peletine*, Groogr forces himself on them as their rafter.

With their continuing progress, the PCs attract the attention of a brutal group of rashers from Arena who desires the wealth the current political climate offers. The party is confronted by these competitors as they venture

into the Queen's Green. Their task is further complicated by the creatures from Israfel's personal zoo which roam free, released when the safeguards were overcome by her capture. With victory, the PCs can locate the protruding remains of the Tower of Cycadia in the heart of a poisonous maze and the entrance to the Undercity.

Episode 4: Decent into the Tower of Cycadia is not an easy one, as the PCs encounter several twists and turns, blocked and collapsed corridors, and the undead residents who have been trapped within the magically sealed tower for tens of thousands of years. Eventually the PCs arrive in the Undercity of Cycadia where they must locate the former residence of the thief Annoxus in hope of picking up the eons old trail of the missing *ebony whetstone*. Upon their arrival, Groogr disappears on his personal quest, one that has the potential to jeopardize the mission. Whether the party follows their guide or decides to strike out on their own is up to them.

Episode 5: The PCs search is further impeded by other hazards of the maze, including random magical fields, gravitational inconsistencies, and time distortions. It is the later that actually helps the PCs locate the elusive *ebony whetstone*, as their directions lead them into a phantom time zone that takes them back in time where they steal the artifact from the past. Once the whetstone is obtained, the PCs must return through the time anomaly before the wild magic of the ruin changes and traps them in the past—or flings them to the future.

After the PCs have obtained the whetstone, they must exit the Undercity and return the artifact to Lord Belus. The ascent back to the surface is much the same as the descent. Should the party try to use transportation magic (such as *teleport*) to return to the surface, they may have problems due to the wild magics that permeate the Undercity. The only safe way to return to the Queen's garden is back up the Tower of Cycadia.

Episode 6: Unfortunately, the party's actions have drawn the attention of Lady Salamis of Divinia. Alerted of the PCs existence by their thwarting of the assassination attempt on Lord Belus, as well as their personal interview with him, Lady Salamis has dispatched her best available agents to track their movements. Realizing that the PCs work in parallel with her own desires, she has instructed her agents—led by the fallen hound archon Mysstinal—to allow them freedom to collect information. When evident that they possess key implicit clues, her agents are to slay them, taking the knowledge to locate the cure for the wound that is consuming her. With sole possession of the cure, Lady Salamis dreams of being the only surviving Bloodlord by week's end.

After arriving on the surface, the party is greeted by the agents of Divinia and the Palethian, who has dominated them. According to the plan of the Grey Stranger though, Queen Israfel, who he has finally released, appears and engages the Palethian in combat, while the PCs confront the agents of Divinia.

Regardless of the outcome of the PC's conflict, even with the combined power of *Unhowde on Black* and the *ebony whetstone*, the Palethian has no chance against any member of the Seven. Eventually he falls in battle, leaving the sword and the *brand of exile*. The Queen departs quickly, returning to her citadel to assess the damage done

by events in her absence, leaving the PCs to deal with any lingering threats and the two artifacts now in their possession.

Before the PCs are able to depart the gardens, the mysterious Mallus suddenly appears to collect his favor for helping them earlier. As his request Mallus asks for the sword and whetstone, so that he may return them to their truest owner. Because of the vow they gave Mallus in the Great Archive, the party should turn over the artifacts to him. Should the PCs refuse, Mallus reveals himself as the original Colopitiron, former member of the Seven.

Though he is no longer a member of the sacred flock that guards the Forge, the former Colopitiron still possesses great power and can easily take the sword and stone from their corpses. Should the party cooperate with Mallus, he tells them that the sword and stone are two parts of an ancient divine spirit, and only someone of a divine nature can call upon its true and unbinding power, as well as guard it from those that would abuse its potential. He also mentions that there are other weapons of the Unhowde, and that should they find them, Mallus would offer them great rewards for their recovery.

Should it be pointed out that the stone is needed to cure the ailing Bloodlords, Mallus takes the sword for now, and returns later to collect the whetstone after all that have been afflicted by *Unhowde on Black* have been cured. Once held together by Mallus, the two items transform him into a near-divine being who quickly disappears following his thanks.

In the aftermath, Lord Belus, and many other Bloodlords in Penance, owes a life debt to the party. Tokens of thanks are sent to the PCs. The reward from each lord varies, depending on the circumstance of their relationship.

Preparation

All NPC, monster, and item statistics are provided with each encounter in an abbreviated form; their full statistics appear alphabetically at the end of the adventure. In addition, some creatures and NPCs use items from the following products: *Minions*, *Arms and Armor*, and *Oathbound: Domains of the Forge*. While you won't need those resources to run this adventure, having them offers additional depth and details to your campaign. Text that appears in shaded boxes is considered player information, which you can read aloud, paraphrase, or hand out when appropriate.

Each NPC description also has a section labeled NPC continuation. This section is provided with the forward-looking GM in mind, but it is not required for the successful completion of the adventure. The NPC continuation section provides seeds that the GM can use throughout the PC's interaction with the NPC to plant ideas for future adventures.

It is highly recommended that the GM read over this adventure fully and have a keen and clear understanding of the events that are to unfold. There are several aspects of *Black on Black* that flow much easier if the GM knows what is to happen next. Reading over the entire adventure beforehand will aid in bringing the adventure alive

before the eyes of your players; you can better utilize the seamless nature of the events as they occur and are better enabled to bring the myriad of NPCs to life.

Note that encounters are broken up into location based and event based encounters. Location based encounters are typically keyed to specific locations on an adventure map; they serve to detail what lies within an area, and how existing features react when the party interacts with them. Event based encounters are written into the story, and serve to move it along in a particular direction. These encounters drop clues about the larger story, suggest a course of action, or make certain that the characters meet all the necessary NPCs within the scenario.

Scaling the Adventure

Black on Black is a combination of investigation, event-based, and story driven encounters. Scaling is different based on which episode the PCs are engaged in. The average level for this scenario is 10th, though characters ranging from 8th to 12th level are acceptable. Additional NPCs can be generated for some of the bloodhold encounters, while creature encounters in the Queen's garden or the Undercity can be increased in numbers and/or EL. Additional scaling in each episode is detailed below. The GM should be advised that any alterations implemented need to be weighed specifically for the engaged PCs. Increases in level can have a great effect on character power, with spells known, magic possessed, and skills and powers available.

Listed below are some suggestions for altering key encounters in the scenario, but not all scenarios need to be adjusted due to character level..

Episode I: Black Tidings

Illumina Asunder: The number of guards and looters encountered can be increased by two for each level the party exceeds 10.

Rain of Fire: Damage from collapsing buildings can be increased to offset a character's increase in level. The GM can also add other obstacles, such as having them fall into a lower level of Penance or attempting to save a trapped family of pickers.

A Running Battle: The most straightforward way of scaling this encounter upwards is to increase the number of Yamir fighters present. Their weaponry can be upgraded, or some of them can possess a *necklace of fireballs* or *bead of force*. For extremely able PCs, the GM can add another Yamir wizard.

Episode II: Intrigues and Curiosities

The Price of Knowledge: The number of human thugs abusing Durhause/Mallus can be increased or further augmented by a sorcerer or wizard. Likewise, bands of pillaging rashers can pose incredible risks to the PCs. They may believe the party possesses important clues about the Bloodlords' affliction, and will take great pains to claim it for themselves. The party's departure from the Archive would become a run of the gauntlet.

Other Areas of Inquiry: Alterations here depend on the specific needs of the adventure and campaign. Combat can be fomented by having the party come into conflict with agents of other Bloodlords. Use the NPCs provided as a guide to the types of rashers put on this mission. This section is also an excellent place to insert missed or new clues. It can also serve as a springboard for future adventurers in Penance.

Episode III: The Race is On

Rafter's Game: The altercation at the entrance of the rafter's guild can be escalated by increasing the number or level of combatants attacking the party. The battle can also progress for several minutes before reinforcements arrive to quell the violence.

The Queen's Green: The glacier beast could have a mate that arrives just when the PCs think they have the upper hand. The rashers from Arena could also herd other dangerous creatures towards the party, forcing them to engage several species at once. Any creature, save those aquatic in nature, can be encountered this way, as the Queen's zoo is well stocked with faunal wonders.

Episode IV: Decent into Cycadia

Tower Levels: The easiest way to scale this section is to increase the number of zombies or the gravitational effects in the tower. Lord Zenonelis and the judges can also be expecting the arrival of the PCs, having heard their approach from the levels above.

Rafter's Quest: Increasing the hit points of the cavernivore, or adding a mated female to the mix is possible, with the later being reserved for more powerful parties.

Episode V: Out of Time

Trip Back: This episode is mostly roleplaying on the PCs part, though some combat may occur when the PCs are trying to return to the time portal. The number of Bellant's guards can also be increased from 10 to 15. In addition, the GM can add additional monsters to their trip back to the Tower of Cycadia (see Appendix C for what monsters are most likely to be encountered).

Episode VI: Climax and Conclusion

The Palethian's Endgame: More dominated rashers can be added to the force confronting the PCs. GMs can use individuals already detailed in the adventure or create their own according to the needs of the campaign. Also, the Queen can withhold her assistance to the party for a few rounds, allowing them to taste the true power of their foe.

Engaging the Party

This adventure can be presented in several methods depending on the style of play and sociopolitical connections of the players to the important officials of Penance. Several suggestions are given below, more than one of which may be employed. Regardless of how the party

becomes involved in the adventure, they will encounter difficulties caused by competing rashers who are motivated by reward, honor, greed, or revenge. The competing rashers are presented at the end of the adventure, though their specific motivations can be determined by the GM according to the best interests of the campaign.

Hear Ye, Hear Ye

The most straightforward approach to involve the party is through an offered reward. The stature of the NPCs involved and the dire circumstances in which they find themselves mandates a potential recompense of great interest to nearly everyone possessing the skills to achieve it. Criers circulate throughout the streets of Penance, pleading for heroes. Unfortunately, this motivation will cause other rashers to impede the party's progress, eventually exploding in a bloody confrontation.

A Task of Duty

The party could already be employed by one of the stricken lords, such as Lord Flollo or the Alliance. The sense of urgency would be heightened in this situation, as the lord and his minions would press the party for quick results. The lord may also send out other rashers as backups to ensure success. Of course, these other agents may decide to engage the party, thus stealing the victory for their own glory.

An Offer They Can't Refuse

If the party is employed by an important official, they can be tasked with discovering the truth of the events surrounding the collapse of Lord Belus' tower. They can be ordered to retrieve *Unhowde on Black*, which could become a token in a political power struggle between conflicting Bloodlords. Similarly, the party could be attempting to curry the favor of the lords amidst the political turmoil caused by their affliction. Such posturing by the party will certainly create enemies who will take their vengeance in later adventures.

Episode 1: Black Tidings

These opening events can begin in any bloodhold in Penance, as word of the calamity quickly spreads throughout the cantons. PCs in the bloodhold of Illumina can actually see and hear the explosion. Rocks, scraps of furnishings, and gruesome bits of flesh rain over the bloodhold and its lower city. A spout of fire, hundreds of feet high, can be seen for three miles in every direction, while the echo of the blast reaches fifteen miles.

Criers of Doom

Regardless of how the party becomes involved in the events captivating Penance, they soon hear about the collapse of Lord Belus' tower and the ensuing chaos. Criers dash through the avenues and over bridges, yelling news of the calamity and the need for stalwart hearts to set things right. Unless the party is in the Lost City or the

Undercity, they hear the following announcement echoed throughout the cantons.

"Hear ye, hear ye! Harken to the voice of woe! Fell chance has struck Illumina! By causes unknown, a great tower of Lord Belus has fallen, taking the Bloodlord and his entourage to fates mysterious! Hear ye, hear ye, citizens of Penance! Darkness descending along the Aegis! Recompense great for stalwart souls bearing charity and steel to the stricken lord of Illumina!"

The impact the news has on the city is profound. An apparent sinking of this magnitude is unknown in living memory. This news seems quite weighty alongside the recent rumors floating about pointing out that the Queen herself appears to have left Penance. Struck by the revelation, the citizenry cease all normal activities. Businesses stand idle as merchants cluster about their doors talking with anyone nearby. Theories and bizarre speculations waft through the streets like smoke. Some proclaim the event the greatest sinking since the formation of Scopas' Rift, others insist it is the work of Lady Salamis and her zealots, while some fretfully wonder if Lord Abbydon has ventured northward in military expansion. Arguments break out about what would happen should the Queen's laws be dissolved. Children everywhere clutch forgotten playthings and shift uncomfortably beside their parents, sensing the great unease. Even the kith, normally mewing and calling to one another, are subdued in their harnesses, empathically alert to the unseen disturbance.

Alert PCs may attempt to collect more information. They can find willing informers with every step, though a Gather Information check is needed to locate someone with pertinent information. The degree of success will determine the amount of information found. Note that successful checks will garner information at that level and lower.

DC Information revealed

- 15 Most of the north tower fell into the Aegis river and was washed over the quay, crushing parts of the lower city. Lord Belus, his champion Velker Molstad, and many others were feasting in the tower when it collapsed. Few survivors have been recovered.
- 18 The current authorities of Illumina are offering vast rewards (both monetary and in the form of future favors) to anyone with knowledge of the cause of the tower's collapse, or information concerning miscreants possibly involved.
- 20 River taxis are rushing rashes to Illumina with all speed, all apparently eager to claim some of the rewards being proffered.
- 25 The Queen's birds were seen crumbling to dust and ash moments before the tower's collapse. In fact, none of the Queen's servants are evident throughout Penance.
- 30 The Bridge Golems have chased everyone from the bridges leading to the Queen's citadel. They have resumed defensive positions along the bridges' entire length

Any party members also stating that they are listening for more criers must make a Listen check (DC 15) in order to hear the following news updates. Each update requires a separate Listen check. These updates are not entirely factual and are so indicated. Other updates can be created by the GM as fitting for the flow of the campaign.

- "Riots spark chaos in Divinia! Lady Salamis under siege in her palace! Agents of Lord Belus seeking zealot spies!" (False, though Belus' agents are always seeking Divinia spies.)
- "Traffic on the Aegis River is banned within the cantons of Illumina! Razors and vanguards attempt to seal the bloodhold! No unauthorized entrance or departures allowed until further notice!" (True, though they are having little success.)
- "Ceptus of the Wellspring churn water red! Bodies seen floating in the waters attributed to civil unrest in the depths!" (False with regards to civil unrest, though the ceptus become visibly agitated after the Seer of the Wellspring is stricken, barring any entrance to their watery domain.)
- "Bloodlord Flollo felled by illness! Death imminent!" (Similar updates can be heard concerning every major Bloodlord of Penance.)

At this juncture the party is likely to proceed to Illumina. Their method of travel may vary, depending on their location in Penance at the adventure's outset. If the river taxis are utilized, the party finds the normal fees have more than tripled (10 gp per mile, paid in advance), the sudden swell of activity having placed the remaining vessels in great demand. For an extra fee of 10 gp the boat master makes all possible haste, traveling upriver 10 miles per hour and downriver 20 miles per hour. Every river on the Pedestal is thick with boats carrying rashes intent on reward and fame.

Parties bent on speed can also rent kith, though like the river taxis, the rental rates have more than tripled. A single kith costs 15 gp, with a 100 gp deposit, and can be urged along the crowded thoroughfares to speeds not exceeding 10 mph. Kith drawn wagons cost only twice the standard rate, reflecting their less desirable pace. Many of the kith vendors expect some of the rashes barging off to Illumina to meet ill fate, making them ineligible to collect their deposits.

It is also possible that the party may venture off in directions other than Illumina, such as to the Ceptus of the Wellspring or bloodhold of Divinia to quell or augment the reported riots. The GM should refer below for sections the party might visit, altering the information presented to reflect the circumstance of the party's arrival. Areas not detailed must be adjudicated by the GM.

The following sections are comprised of areas to investigate and encounters either benign or malevolent. They are presented in logical order, but the party can navigate the mystery as they see fit. The presumption is that the party ventures first to Illumina, then to the Great Archive in order to gather information. Alter references found in the text if such is not the case.

Illumina Asunder

As the party approaches the edge of Illumina they encounter evidence that civic authority is beginning to unravel. Armed guards bearing the sigil of Lord Belus stand picket at the main borders of the bloodhold. Their attempts to stem the tide of egress and ingress are hopeless, as people rush about heedless of their commands. Traveling rashers, whether on land or river, are always accosted, pressed with questions about their reasons for entering the troubled bloodhold.

Regardless of how the party attempts to enter Illumina, they are spotted by the pickets, who make all attempts to question them. A wise and prudent group of rashers would stand firm and allow them to be inspected. Any claim that they are heeding the call of stalwart souls and steel will grant them passage and warnings to watch themselves as the lord's laws are mute to those who chose to ignore them.

If the party should try to evade the guards, they take this as proof of the party's guilt and a chase ensues. If possible, the guards subdue the party, though they will use deadly force if provoked. The crowded conditions of the thoroughfares aid such flight. Anyone trying to elude the guards must make a City Lore check (DC 18) to avoid turning down a blind alley or into another group of guards. If fleeing in groups, only the individual with the highest City Lore need make the skill check. A check failed by five or more means the picket guards have cornered the party and will act accordingly. If the skill check is failed by five or less, then the party encounters another group of guards who give chase.

- **Picket Vanguard:** 84 hp.
- **Picket Guards (6):** 38 hp.

Tactics: These soldiers will use whatever methods necessary to capture the party if they flee during questioning or otherwise resist their lawful orders. They have been instructed to apply blue whinnis to their blades to make capturing transgressors easier. Barring a display of deadly force by the party, the guards will give up the chase after ten rounds.

Beyond the picket lines, the party encounters chaos such as Penance has not seen in a score of years. No matter what direction the party is headed, the scenes are much the same. Place the following event as appropriate:

Shops and inns stand open, their contents vomited upon the streets by looters and escaping workers. An errant cooking fire is sending thick plumes of purple smoke into the air, like a miasma of dread across the streets and alleys of Illumina. Voices everywhere cry out in panic and pain. A Dover child, wracked by spasms of confusion, is clutched by a street golem trying to remove debris.

Beyond, a faust and several nightlings are ransacking an art boutique. Beside the entrance sits a terrorized female dover and two pups, who wail pitiously. Nightlings emerge laden with paintings and small carvings. An adult male dover lies just inside the shop's door, thick blood running from beneath his body. The female dover screams for her child, begging the faust to let her retrieve him from the golem. The faust shows teeth and makes a cough-

ing laugh. Drawing his weapon, he moves towards the dover child.

"You can have him. But tell me, which part do you want first?"

The sight is likely to drive the party to action. A Sense Motive (DC 15) against the looters indicates that they intend to slay the entire family. If the PCs do not intercede, the dover and her pups perish. The faust and the nightlings can be ambushed with little difficulty as they have found the shop's hidden strongbox and are extremely intent on its contents. The remaining looters will flee if three of their fellows are slain.

- **Faust Looter:** 60 hp.
- **Nightling Looters (6):** 37 hp.

Tactics: Once the looters are aware that the party means to interfere, they will engage them. The faust and two of the nightlings are on the street when the PCs arrive. The other nightlings emerge at the rate of two per round, attempting sneak attacks if possible. The looters' tactics are straightforward, with little regard to leveraging the party with the dover hostages as they cannot comprehend their worth to the PCs.

If rescued, the dover female (named Marrih) gathers her children and rushes to her husband. He still clings to life, despite a number of wicked knife wounds. If not treated he dies in three rounds, sending the surviving family in hysterics. If healed, or otherwise spared death, the female dover moves her husband and children inside the boutique. She urges the party to enter, stating that sanity fell with the lord's tower.

The boutique is largely destroyed. Paintings have been slashed, statuary defaced and fine pottery cast upon the floorboards. Paints, varnishes and other pungent fluids spot the area, making the wood floor slick. The female dover, tending to her mate, looks up and sets her shockingly green eyes on you.

"Madness has taken Illumina. Madness has taken us all. By the bowers of the druids, flee this place. Death does not spare the brave."

If questioned, Marrih informs the party that Lord Belus has been found, as well as scores of shattered bodies. She continues to inform the party that the social upheaval swelled when several members of the Bloodlord's court, who had not attended the feast, had been attacked and slain. Indications point to Lady Salamis, though no official account has been publicly given. Marrih heard the looters talking about bands of armed rashers killing anyone attached to the lord's court. If required, Marrih can give directions to the palace of Lord Belus. She declines any suggestions of leading them, as she has her pups and ailing husband to care for. Ashamed by the meager reward, Marrih offers anything in the boutique, including the contents of the strongbox, to the party for sparing her family a grim fate.

Treasure: The strongbox holds 1,428 gp, 740 sp, 214 cp, a +2 keen ghost touch dagger, and Marrih's wedding dress of pale blue silk with beaded seed pearls (worth 1,550 gp).

Rain of Fire

The scenes of degradation and social turmoil multiply as the PCs move closer to the palace of Lord Belus. Nothing is as it should be. The avenues and walkways leading to the Falls of Liam are increasingly crowded with the debris of violence. Businesses stand lifeless, their valuable contents mistreated and forgotten in the burgeoning chaos. Numerous corpses lie scattered as leaves shed from a dying tree. Some are charred and smoking, but most are bloody ruins of mortality, victims to another's passion. Dozens of the bloodhold's golems move through the ruins, straightening rubble and bodies.

Several buildings in the palace region are afire. Flames lick at the smoke darkened sky, consuming the ancient timbers with ravenous glee. As the PCs move on, hot embers from the buildings begin to rain down, stinging their faces and arms. With a thunderous groan the building they are passing collapses, surrendering to the fiery onslaught. A literal deluge of burning timbers crashes down upon the PCs who must make a Reflex save (DC 25) or suffer 3d6 points of blunt damage plus 3d6 points of fire damage. Half damage is taken with a successful save.

A character taking ten or more points of blunt damage is pinned beneath the debris and catches fire; suffering 1d6 points of fire damage each round until extricated and extinguished. Extrication of a pinned individual takes 3d6 man-rounds of labor divided by the number of rescuers (round up). Thus three rescuers who require 16 rounds to save a fellow rasher must dig for six rounds to free him. PCs taking ten or more points of fire damage from the initial collapse must make a second Reflex save (DC 15) or catch fire (DMG, page 86).

This event can be reused by the GM as desired throughout the city and wrack as spot fires continue to spring up from neglect and malice.

A Running Battle

Once past the fire-engulfed area, the PCs are confronted by more plundered businesses and homes, still and lifeless like an age-old canton of the wrack. Only the golems move about trying to recreate order. A Listen check (DC 15) detects the echoes of melee and the crackle of magic in some undetermined direction. An Intuit Direction check (DC 15) determines that the combat is coming from close to the palace, possibly near the river.

As the party nears the river they encounter a tense struggle between two large groups of combatants.

The Bloodlord's palace stretches above the soot-streaked sky, the jagged stump of its north tower a brutal statement of the Belus' tenuous grip on authority. The outlying buildings are silent, their fabulously decorated and graven exteriors smeared with ash and sinister crimson splashes.

As you near the river the clash of steel and whump of arcane energy becomes more pronounced. Scanning across the river to the Wedge, you see figures dashing away from the docks of the Samothrace. Other figures brandishing weapons are in pursuit. The lead groups splits in two. The rear guard stops



to engage their foes, allowing their compatriots to escape. From behind a long portico, a flash of lightning stabs out at the pursuers, striking two to ashen ruin. Moments later it is followed by vermillion orb that arcs down, exploding in fiery cataclysm.

Each character viewing the bizarre tableau should make a Spot check (DC 20 for each group of combatants), as well as a Sense Motive check (DC 15). A successful Spot check on the first group notices that they appear to be rashers of the common sort, though their movements through the streets seem more akin to a military unit than mere adventurers. A successful Spot check on the second group determines that they are soldiers in the employ of Lord Belus. Several appear grievously injured as they stagger on, attempting to flank their prey. A successful Sense Motive check informs astute PCs that the first group is trying to cross the bridge connecting the Wedge to the palace district, while Lord Belus' soldiers are taking every measure to stop them.

The party is free to act as they wish. If they do nothing to intercede, the lead group reaches the bridge mo-

ments ahead of the soldiers. A wizard in that group begins incanting savage spells aimed at destroying the bridge, which collapses into the river after three rounds. Every soldier attempting to cross the bridge at this time is laid low by the onslaught. With the bridge collapsed, the assailants regroup and head towards the palace where they perish trying to cross the cordon.

The party can impinge the flight of the lead group by blocking the bridge or attacking them after its collapse. If this occurs, the remaining assailants confront the party. In either case, they seek to cross and destroy the bridge or otherwise make clear a path to the palace.

- **Yamir Fighter (10):** 73 hp.
- **Yamir Wizard:** 63 hp.

Tactics: At least one fighter engages each PC, the balance focusing on known spellcasters. The wizard uses energy attacks to destroy the bridge as noted above. If the bridge is already collapsed, the wizard turns her attention to the PCs, using her most devastating spells first. They will fight to the last, taking their own lives if necessary.

When the bodies of the assailants are searched, it is found that each bears the tattoo of Yamir, a black circle overlain with a red hammer. A successful City Lore (DC 15) or any Illumina soldier reveals that persons so marked are members of Lady Salamis' personal guard. Normally charged with protecting her person and property, they are sometimes ordered to perform covert missions beyond the bloodhold of Divinia. The soldiers, if present, spit on the corpses and begin removing their heads.

The soldiers also ask the party to accompany them to the palace. If asked why, they state that their orders are to bring all troublemakers in for questioning, whether alive or dead. If pressed, the soldiers suggest the party take the issue up with Razor Conhaw when they meet him as their orders also state that anyone wandering the area is to be detained. The soldiers will demand the characters' weapons and magic. Spellcasters, if known as such, will have their thumbs bound for safety reasons. Baulking characters notice several patrols converging on the area. Wisdom dictates accepting the soldiers' commands and allowing themselves to be escorted to the palace. Resistance at this juncture would be counterproductive. GMs are urged to subdue such characters that are then transported to the Cordon.

Episode 2: Intrigues and Curiosities

After experiencing the decay of the Penance social structure, the PCs find themselves at the heart of the spreading chaos. Communities continue to degrade, as rashes of the basest sort vie for wealth unshielded by law and edict. Now in Illumina, the PCs are confronted with a desperate lord willing to give everything for the one thing he does not possess. To track clues obscured by centuries, the PCs must venture far afield to acquire vital information.

The Cordon of Conhaw

The party soon finds itself marching towards the palace in the company of more than twenty soldiers. As they near the palace grounds they see a cordon of stone, built from the remains of the fallen tower, encircling the palace and several buildings to the height of a human male. Sentries stand post, guarding the few breaks in the wall. They tense as the party and their escorts approach. With an exchange of passwords, the patrol enters the compound.

You stop momentarily, stunned by the massive scale of the devastation before you. The palace, its three remaining spires standing in stark mockery of their fallen brother, is a hive of activity as soldiers and workmen scurry about levering stones and timbers. Pickers wiggle into tiny gaps in the debris only to emerge shaking their heads with sad resignation. Teams of workers carry impossibly light bodies to a field of cloth-draped forms.

You observe that two breaks breach the cordon wall, one that you entered, and the other at the Span of the Champion, a stout bridge over a narrow rift of the bloodhold. Patrols of Illumina soldiers pass you, some venturing out into the chaotic environs of Penance while others coming in with prisoners or heads in hand. Your captors, impatient with your progress, shove you towards a large three-armed building beside the palace and a winged human male in ornate armor standing before it. Seeing your approach, the man turns his cold gaze upon you

Razor Conhaw tires of rashes flooding into his beloved bloodhold to feed off it as carrion birds. His mood is grimmer than usual and he sees no reason to converse with the party. Raising his hand to order their confinement, he pauses as an escorting soldier salutes and whispers in his ear. He orders the party forward with a grunt.

The man glowers at you in disgust and spreads his jet-black wings. "More vermin to feed on the corpse of my bloodhold, eh? Speak trespassers! Razor Conhaw commands it! Tell me why you attacked the agents of a Bloodlord, lest I plant you with a cloth," he says with a gesture at the ever-increasing field of the dead.

Any reasonable response by the PCs concerning their reasons for assisting his men mollifies his repugnance somewhat, though citing the reward as their main desire chills him further. Conhaw's interest is piqued, however, if they mention that they come to aid the bloodhold and its lord on moral grounds. Retracting his wings, Conhaw barrages the party with questions geared at determining their moral character. He questions them on the worlds they were seeded from, their professional skills, artistic talents, and their deepest love.

During each question, Razor Conhaw stares unblinking at you, his eyes peering into your very souls. Seemingly satisfied with their answers, the razor draws his wings about himself like a black

downy cloak. He muses over you while stroking a handful of feathers.

"You might serve the Lord's desire. You possess the hearts, but I know not of the skill. Nevertheless . . . the Lord's will is law. The only law left in Illumina, and all Penance by the rumors. Woe is yours if you are not, rashers, woe and blood."

Conhaw summons a patrol of soldiers who escort you towards the ruins of the palace. As you near the damaged building, you can see workers plucking reddish lumps from the stones and toss them into buckets. The number of buckets is staggering, thousands weighted down with death and despair. The razor follows, lost in thought, his eyes frequently playing on each of you as if reconsidering his decision.

You are taken to the western end of the palace. Though damaged from the falling debris of the collapsing tower, the main body of the building is largely intact. Marred by shattered windows, blackened panels, and destroyed sculptures, the monument is still impressive. The roar of Liam Falls increases, becoming a dull throb deep in your chest.

PCs should make a Spellcraft check (DC 15) while looking at the ruins. If successful, they notice interior stones of the tower show signs of a massive discharge of fire. Several bear sharp negative shadows of potted plants, people in conversation, and furniture. They should also make Spot checks (DC 10) as they walk amidst the rubble. If successful, they note pieces of marble melted into gaudy puddles, slag silverware, and foot-thick timbers that crumble to ash when touched.

Once within the palace, the party is whisked up three flights of stairs and down a broad corridor of gilt and ivory. They arrive at a set of double doors fashioned of softly glowing silver, graven with an idyllic scene of a forest and stream. Razor Conhaw enters the chamber, closing the doors behind him. After five minutes he returns, commanding the party to enter.

The Ruin of Lord Belus

When passing through the portal each character must make a Will save (DC 27). If failed, the affected character is compelled to speak the truth, as if under a *zone of truth* cast by a 20th-level wizard. These portals were a gift by Israfel to Lord Belus as a method of ensuring the loyalty of his servants without having to regress to more vulgar means. Bereft of obvious deceptions, the PCs had best maintain their tongue and temper. Lord Belus' typically jovial nature is frayed and unraveling. Any untoward action or comment by a PC likely seals his doom.

The PCs find the lord of Illumina kneeling at the bedside of his lover and champion, Velker Molstad.

The oval chamber is richly appointed. The entire wall, twenty feet tall, is covered in gold, silver, and platinum leaf in spirals similar to a child's whirling top. Delicate geometric carvings of rosewood, bowery, and maple are affixed to the wall in patterns resembling a great orchard of fruit trees, with polished gems of every color as fruits. The ceiling is

a mural of birds and wisps of gauzy clouds, which move as if real.

A single bed of dark oak occupies the center of the chamber. Prone upon its downy mattress lays a man of youth, Velker Molstad, his side seeping jaundice fluids from beneath a broad bandage. Lord Belus, disheveled and filthy, kneels beside his champion and draws the covers over him. His head dips in silent appeal, his knuckles clenched pale and trembling. After a moment he stands and turns dirt and tear streaked face to you.

"You claim ability to aid a lord? Speak plainly, citizens. Tell a hollow lord what you would bring him. If it has merit, then my life is yours in exchange for another's."

Lord Belus is beside himself with grief over the condition of Molstad. His current state is fragile, morose, and fatalistic. The pending death of Molstad has dredged up memories of the death of his first love, Liam. Ill prepared to cope, Lord Belus refuses to leave the chamber, having stood sentry at his lover's side since being pulled from the ruin of his tower that morning. He has declined all food and drink, causing servants of the palace to fear for his sanity. They rightfully whisper caution that their lord may take his own life when Molstad's flickers no more. A Sense Motive check (DC 15) confirms the lord's unstable condition.

The PCs are expected to respond. The magic induced by the chamber's portals allows Lord Belus to know whether a specific individual has been affected or not. Those under the influence of the magic gain his attention over those who are not, as they words carry the weight of truth. The report of the PCs' intercession against the agents of Divinia elevates their status above the common adventures flooding his servants with offers of aid, making them prime candidates for acting as his agents in these dire times. Unlike the questioning of Razor Conhaw, the lord of Illumina simply wants to hear the PCs say they can help save Molstad. The simple fact that they believe they can help is good enough for him. Those wishing to falsely impress the lord (which is not affected by the scope of the *zone of truth* spell) must make a Diplomacy check opposed to a Sense Motive check by Lord Belus (+28). If the lord is successful, he identifies any smooth talk for what it is and ejects the panderer from the cordoned area with orders never to appeal to the lord's mercy.

Once convinced of their sincerity, Lord Belus offers them an opportunity to serve with steel and mind.

Lord Belus stares at each of you, his yearning achingly manifest. He turns to the still form of his champion and mutters, "Will they do, sweet Velker? Can they solve the dark riddle ere the last grain drops? Yes, yes . . . to wager all on one cast . . . of course, failure has costs for all concerned."

The lord of Illumina glances over his shoulder at you. "You offer condolence and service. Nary has my position been so powerless. Tell me, what guarantee can you give a lord who is poised to lose everything? Will you give your lives and souls to this quest?"

If the PCs respond positively, the lord continues. If not, he grimaces and has them escorted beyond the cordon.

Lord Belus again faces you, his features more firm and resolute. "So let it be, rashers. I employ you as personal agents of Illumina and its lord. Let none stay you from the mission I present. Heed failure, pain, and even death as but the bark of a mouse. To you I order ... find my love's cure. All else is worthless without him beside me. Cure him and a boon awaits you."

Lord Belus motions the PCs to sit upon the cool tiles. Wordless servants sweep in laden with trays of chilled wines, fruits and sweet pastries. Though offered, Lord Belus refuses all nourishment. After the PCs have taken their pleasure, he begins relaying the following information in a cool, taciturn style, naked of emotion save the occasional catch in his throat:

- He was pulled miraculously unharmed from the ruins this morning, from an area that had recently been searched. He has no explanation for this, save perhaps that the Queen had spared him from harm.
- His memories of the events prior to the collapse are vague, like a dream half remembered. He does recall speaking with many dinner guests and something about the dining hall candles flaring like miniature suns.
- The Queen has not responded to his request for aid. Given their past intercourse, this neglect is disturbing, as she has taken pains to maintain his health and position in the city. Her flying servants were seen crumbling to ash just prior to the fall of the tower. None have been reported since that time.
- Lady Salamis has issued orders that he is being killed at the first opportunity. Reckless from the Queen's absence, it was her agents that the PCs thwarted at the edge of the palace district. Intelligence reports that a band of elite Divinia agents is currently working to achieve the same mission as the PCs. If they are successful, the lords of Penance will suffer greatly.
- The tower that was destroyed held the *brand of exile*, a relic of ages past used to mark traitors and undesirables of the worst sort. Though of little actual importance to his rule, Lord Belus would like the missing brand back, if nothing else than to keep it from the hands of those who would use it woefully. If asked, Lord Belus can illustrate the sigil of the brand, which is unique.
- His sword *Unhowde on Black* is missing. It was gone when he was pulled from the rubble and a complete search of the area has failed to locate it. Taken from the assassin that slew his first love decades ago, it is a potent tool of magic, capable of inflicting grievous wounds.
- Lord Belus admits that he has seen the illness that is afflicting his lover and the other Bloodlords. *Unhowde on Black* is capable of delivering such incurable wounds. A mere scratch festers

and consumes the victim, killing him in a few days despite all curative attempts. He is certain that his sword is behind the illnesses, but has no clue as to who wields it.

- He does recall a rumor stating that the sword has a mate of jet black, a whetstone capable of negating the damage wrought by the blade. (This rumor was popular in Illumina when Liam Nichovich was stricken by the sword many years ago.) Belus himself spent an incredible amount of effort looking for the stone at the time. Despite all his resources, his search came up empty, and he has doubts about the existence of the item. He knows not the location of the whetstone, but does suggest the Party Members begin their search at the Great Archive.

Lord Belus answers any questions posed by the PCs to the best of his ability, though he will not reveal bloodhold secrets or his personal ambitions beyond saving Velker Molstad. He gives each PC a pendant of an emerald stag standing upon a platinum knoll (value 5,000 gp). He explains that it was the personal seal of his family before his seeding and that it will grant them privileges in Penance as its origins are well known. Before dismissing the PCs, the lord of Illumina addresses them.

"Present the pins to the monks at the Great Archive for I have been gracious to them in the past. Tell them of your wants, and they shall serve you as best they can. But tarry not, lest the wolves that roam Penance close for the kill. The bloodholds are dying, rashers, and with them the law. The Queen no longer resides in her domain. Return with good news or else none here will live to receive you."

Lord Belus has the party escorted from the palace. Their weapons, magic, and any other seized items are returned. If they express need for additional equipment, it is given to them provided its individual cost does not exceed 30 gp.

The Great Archive

The PCs must journey fifteen miles to reach the Great Archive. To speed their travel, Razor Conhaw places a flying military vessel at their disposal. It is a broad, three-masted ship captained by a lunar named Wulherr Hourn with a crew of sixty members of Velker Molstad's winged honor guard. The crew's orders are to protect the vessel and to take the PCs where they will. They are not to actively assist the PCs on the ground, as their large numbers could provoke unwarranted military responses by edgy Bloodlords. The vessel, christened *Stormslider*, can maintain speeds of twenty miles per hour in calm winds, saving the PCs critical time since the afflicted Bloodlords and Velker have less than five days to live. Unless the GM wishes to confound the PCs' travel plans, they can use the vessel to fly unimpeded throughout Penance. Through not strictly illegal, the use of flying ships in the cantons of other Bloodlords is considered ill mannered unless invited, causing the offender to at best lose standing for his lack of social graces, or at worst incite war.



Penance flies beneath your keel, a smoky collage of architecture, fire and fleeing citizens. In several sections of the city entire cantons are being consumed by licking flames that stretch scores of feet into the air. The masses of citizens stream like water over broken stones.

In the closing distance you see the Great Archive, its cubical building dwarfing the surrounding pall. Curls of blue smoke creep from its shattered windows, dancing lazily above the pandemonium. Even from your height, you can see looters emerging from the library laden with texts. The Queen's edict of protection on the Archive and its monks seems powerless, as ephemeral as the lady herself.

Captain Hourn barks orders of disembarkation. Stormslider slows and descends, stopping over the front courtyard. Tethered harnesses are strapped to your shoulders. The slack of their ropes is taken up, smoothly lifting each of you up. Deftly swung over the side, you are lowered to the ground with reckless speed. With a flick, the harnesses are released and retracted, leaving you breathless.

The PCs can enter the Great Archive unmolested unless they attempt to stop the escaping looters. Any such attempts can be dealt with as the GM deems appropriate. In all likelihood, the thieves flee into the lost city, taking their ill-gotten gains with them. Upon entry, the PCs find that the building is largely damaged, shelves are ripped from their cases, scrolls are rent, books are shredded, and the bodies of monks lay bloodied and cold amidst the loose leaves. Screams of torment and anguish resonate in the halls, as does the occasional clatter of steel.

Unless the PCs are intimately familiar with the confines of the Great Archive, they have little idea of where to go first. A Spot check (DC 15) notices a registry and map tacked to the wall. The registry breaks the contents of the Archive down in broad thematic units. According to the listing the history of Penance is located on the third floor. The map directs the PCs to the nearest staircase a hallway distant. Regardless of their path, or lack of it, the party encounters a stooped monk beset by a pair of human thugs.

Two humans wearing chain shirts and wielding serrated battleaxes poke at a hooded monk.

"Move, dog! Take us to the trove of treasures you have hidden. Damn your hide, move on! Delay us further and we'll slit you long and deep."

With a whimper the monk staggers on, oblivious to your presence.

Unless the PCs take steps to secure the safety of the monk, the human thugs assume they are here to pillage the wealth of ages and ignore them. Dozens of similar groups roam the halls and cavernous vaults of the Great Archive, most apathetic to the presence of other looters. If unhindered, they take their charge around a corner. If the PCs try to rescue the monk, the humans balk. A successful Intimidate check (DC 20) can convince them to relinquish their guide, causing them step back before van-

ishing into the shelving. If the check fails, the humans will stand their ground.

- **Library Thug (2):** 105 hp.

Tactics: Cowardly by nature, these bashers lack imagination or great skill. They fight until one of them is dead, or until both have taken half their normal hit points, after which they flee the Great Archive.

If saved, the monk introduces himself as Marteen Durhouse, an elderly human male stooped by many years. A Spot check (DC 15) determines that Durhouse has a thick fold of cloth concealing his eyes. If asked about this, Durhouse says that he lost his sight while a young monk and that the bandage is magic, allows him limited vision. A *detect magic* or similar effect finds no such enchantment on the bandage. If questioned about this fact, Durhouse insists that it works regardless of their opinion.

Marteen Durhouse is actually Mallus the astronomer sent by the Grey Stranger to facilitate the finding of the stone. Mallus is looking for a competent team of explorers, and takes pains to gain the party's confidence. If asked about his knowledge of the Archive's sources, he explains that he has been a monk for more than sixty years and is versed with its contents. They have but to name a topic. If told to locate information about *Unhowde on Black* or the *ebony whetstone*, Mallus replies with mock surprise that such things are not for the common rasher, but if that is what they wish then he will not deny those who have saved his life.

Mallus leads the PCs to the third floor. From there he wanders down several halls and through dozens of chambers. After half an hour he stops in front of a black stained wood cabinet with a silver lock (2 inches thick; hardness 5; hp 20; AC 5; break DC 23, open lock DC 25). Slapping its doors, he tells the PCs that what they seek may be within. As they are about to open the cabinet, Mallus places his hand on the doors.

"Masters, take heed that the Archive does not always house the best information. Other sources are keener, but harder to wield. I transcribe ancient tomes, making sense of the senseless, giving light to the darkness. I have knowledge of Unhowde on Black that you will not find in this cabinet. Does that interest you?"

If the PCs respond in the affirmative, Mallus continues.

"Then listen to me. I have a book, old as Penance it is said. It tells of this weapon you seek. It tells of its mate, an ebony whetstone said to temper the malice of the blade. I would loan it to you but for a vow to do one task for me. I would name the deed later, as the need takes me, but it shall not foul your honor or breach the Queen's laws. Are you agreed? Will you swear this vow to me?"

Each PC must swear to the vow. As the last syllable drops past their lips, a cold chill plays along their spines, signaling the effects of the *greater oathbind* spell that now affects them. If triggered, the spell acts as if cast by a 20th level wizard.

From beneath the folds of his robes, Durhause pulls forth a narrow folio with a black leather cover. Its pages are deep yellow with loose sheets of lighter hue placed here and there. The cover is embossed with gold characters in some unknown language that defies all your knowledge. Looking up, you begin to ask Durhause a question, but falter as the blind monk is gone. You are alone with the tome, the echoes of discord your only companions.

His task complete, Mallus has retreated back to the confines of his observatory in preparation for the confrontation with the Palethian he is certain will happen. The PCs are free to explore the Great Archive, collecting what information they will. The cabinet before them is actually empty, a tool to extract their vows.

Thumbing through the pages of Mallus' folio, the PCs quickly notice that it is entirely written in an unknown tongue. No magic they possess can translate the language. Any attempt to do so causes a backlash against the spell caster, who suffers 1d8 points of temporary Wisdom damage that can only be restored naturally. (A cover sheet warns against such dangerous action.) Thankfully, several loose sheets of parchment are inserted between its covers, offering translations of the indicated sections. PCs can determine the following information over the course of an hour.

- Several weapons bear the title *Unhowde*, an ancient word of power meaning "my inner self." Each is related to a color with at least three of them (red, black, and white) known to have existed on the Forge at some point.
- *Unhowde on Black* is more ancient than the Forge, having originated in what is reported as being one of the "first worlds." The exact meaning of this is not translated or guessed at.
- The weapon's power is anathema to all life. A barest scratch or prick festers and widens, consuming the victim in agonizing death over several days. This power is absolute and incurable, save against the *ebony whetstone*, which is the only thing that can sharpen the blade, and which can also temper its wrath. Any wound inflicted by *Unhowde on Black* can be instantly alleviated with a touch of the whetstone.
- The history of *Unhowde on Black* on the Forge stretches back almost sixty thousand years, when it arrived on a new seed drawn to Arena. It resurfaced many times throughout that period, playing a pivotal role in numerous historically important events. The most critical being its use by the rogue Annoxus to usurp the feathered fowl Colopitiron from his position in Eclipse fifty thousand years ago. The sword was considered to be lost inside the mirrored citadel and forgotten for many ages.
- The Sword later came to the possession of Lord Nich Belus after being taken from the hands of an assassin who had slain his lover and champion. Lord Belus has retained the weapon as a memento and as a subtle threat against his detractors.

- The last historical reference to the whetstone places it in the possession of Annoxus, a resident of the bloodhold Cycadia found to the west of the Wellspring. Annoxus claims it was stolen from him by compatriots prior to his departure for Eclipse.

The information from the folio indicates that Annoxus and Cycadia are reasonable avenues of research. However, lacking a monk guide, the PCs must either attempt to locate the information themselves or procure another guide. Unless a skilled rafter is present (3rd level or higher), the Search check DC to use the library in its current state is 50 (30 with the rafter). A new roll may be attempted every hour with a cumulative DC reduction of two. Unfortunately, this rate of speed likely spells the doom for all afflicted by *Unhowde on Black*. If the PCs try to acquire a monk guide, they have but to locate another group of rampaging rashes and take him from them. Use the above stats for the human thugs, doubling or tripling their numbers to present the PCs with a suitable challenge.

If the PCs save a monk, he is actually familiar with the wing on ancient bloodholds and can locate the references to Cycadia in less than two hours. Researching Annoxus takes another four hours with his assistance. Good information on Annoxus is sketchy, as the newest feathered fowl has taken pains to expunge details of his mortal life. The PCs do find a fragment of a fictionalized biography containing the following clue to the location of Cycadia and the dwelling of Annoxus.

"... rigors of travel. Annoxus took his ease near the Tower of Cycadia, resting at his home before his fateful journey to the northern abyss of Eclipse. The Wellspring, scant miles to the west, was said to refresh him, generating feelings of kinship he would soon understand. Upon waking Annoxus took up Unhowde on Black but found not the ebony. . . ."

Information on the bloodhold Cycadia is more plentiful. The book "Cycadia and Its Environs," brittle from the passing of a hundred centuries, describes the culture and character of the bloodhold. It was fabulously wealthy, but corrupt and filled with wanton hedonism. The text goes on to state that it was located on the western shore of the Wellspring and is easily located by contemporary travelers because of the Tower of Cycadia, a staggeringly tall edifice in the center of the bloodhold. A map of the bloodhold is also present, though its usefulness is questionable given its age. A PC making a successful City Lore check (DC 20), or any rafter can determine that the ruins of Cycadia lie between 200 and 250 feet below the surface of the Queen's Green.

The PCs are free to leave the Great Archive with the books in hand as the monks have lost all authority over their domain. If any of the books are left behind, they eventually fall into the hands of the other rashes that quickly comprehend their significance and act accordingly. Though not included here, GMs who feel the party has had an easy time of it can have them assaulted by a band of rashes who believe the party possesses critical clues

to the Bloodlords' dilemma. Such encounters should be blunt affairs staged by brazen adventurers out to make a name for themselves.

If the party does not go to the Great Archive they still encounter Mallus, who reprises his role as Durhause. If discrete occasions to place the book in their hands do not manifest themselves, Mallus will openly present it to them. In all cases, Mallus demands that they swear to the vow as detailed above.

Other Areas of Inquiry

The Great Archive is not the only area the PCs can search for clues. While not as fruitful as investigating the Great Archive, the following sites do contain bits of knowledge that can assist the party's mission or detract from it. Each site is listed separately, with a brief explanation of the information found therein.

Bloodstone Library (Hammerfall) or Oasis Library (Oasis): These libraries are much more limited in their resources, but do contain some of the information found in the Great Archive. The DCs to locate the clues are increased by ten to reflect the limited inventory. The libraries are well protected and sealed by the forces of Lady Megaera and Lord Flollo, respectively. If the pendant of Lord Belus is shown, the guards grant the party unrestricted access. A scholar guide is also assigned to them to aid their search, reducing all Search check DCs by 20. The strict military presence at the Oasis Library spares the PCs any chance of hostile encounters while there.

Divinia: The PCs would be well advised to steer clear of this bloodhold, as their existence as agents of Illumina is known. Any encounters in this bloodhold are hostile, as the general populace sees Lord Belus and his people as the cause of the turmoil. The rumors of riots in Divinia are false. In fact, the bloodhold is eerily sedate, with armed patrols imposing a curfew until further notice. Venturing over Divinia with the ship Stormslider is construed as an attack and is dealt with aggressively. The success or failure of this aggression must be adjudicated by the GM.

The Hub Tavern: A rafter willing to lead the party beneath the Queen's Green can be located at the Hub. If Groogr has not been encountered, then place him here, using the information presented in the "Rafter's Game" section as a guide. If his employment has already been declined, the PCs can find no one willing to undertake their mission, explaining that Groogr claims it.

Rumors also abound at the Hub. A Gather Information check (DC 20) can gain any piece of information the party has failed to locate except for that found in the folio of Mallus. The GM can also present the party with new information to steer them in the correct direction or to mislead them according to the needs of the campaign.

Nydaria: The ceptu of the Wellspring are visibly agitated, churning the waters frothy as they swim frantically about. They forcibly expel anyone entering the city except other ceptu. A successful Diplomacy check (DC 25) draws some of the ceptu into conversation. They state that they fear for the Seer of the Wellspring who is also stricken by the festering illness. If asked how the Seer came to be sick, they say that he scraped himself on well coral a few days ago. The wound increases and resists all applications of healing.

Other Bloodlords: Perhaps out of curiosity or genuine concern the party may attempt to interview the other injured Bloodlords. This action is problematic, as its probability is based on the party's social position. New seeds or those without political connections will find the lords unresponsive to their requests. The information gained, if any, is also problematic, but likely entails the current state of the lord and the bloodhold, as well as rumors on who is behind the heinous deeds.

Queen's Citadel: All attempts to contact Israfel fail as she is the prisoner of the Grey Stranger until the final encounter in the Queen's Green. If the PCs try to use the bridges connecting the citadel to Penance, they find the famed bridge markets empty of all living creatures. Bridge golems, their limbs streaked with blood, stand sentry over the battlegrounds of the bazaars. The golems attack anyone trying to bypass their positions (in either direction). This reaction was triggered by the absence of Israfel as a fail-safe condition should she ever become incapacitated. Information concerning the bridge golems can be found in *Oathbound: Domains of the Forge*, p. 330. Most dwellers on the bridge fled the area. Those who fought were killed, and their bodies were cast into the Wellspring. The buildings of the markets are intact, but some show damage from the fighting.

If Stormslider or magical flight is used to reach the citadel, the golems will not attack unless within reach. At the base of the imposing structure the party finds the shattered remains of five citizens, each bearing the mark of Lord Belus' *brand of exile*. These are the victims of the Palethian's initial endeavor to breach the citadel. A Search check (DC 15) on the bodies finds that they are well-to-do merchants with full coin purses and rich accoutrements (500 gp total). A City Lore check (DC 10) notes that branded exiles are banished from all bloodholds after having been stripped of all wealth.

Rafter Guilds: See the section "Rafter's Game" for complete details concerning these locations.

Episode 3: The Race is On

Knowledge of the whetstone's last known position is tenuous, but all indicators point beneath the Queen's Green, a vast patch of Penance that has not been delved in centuries. The dangers of the Undercity are manifold, and not lightly assaulted. During their preparation, the PCs also become the prime focus of two bands of rashers who work to claim everything the party possesses concerning the cure.

Rafter's Game

Knowing that Cycadia lies a mere 200 feet or so beneath the surface of Penance does not equate to being capable of getting there. Despite the map in hand, the PCs need the guidance of an experienced rafter to locate the point of access. Any of the city's rafter guilds are logical destinations for the desperate PCs though rafters can be hired in every bloodhold of Penance and on several areas of the wrack. Regardless of the guild the party turns to for assistance, the details are the same. If the party already has an experienced rafter, this section can be skipped.

The guild of the rafters is alive as clients and members come and go with hurried steps. The unsettled times have put an onus on every mission, as if the fate of Penance hangs in the balance. Rafter guards surround the building, turning away those who wander up. Everyone is directed towards the guild's main entrance, which is congested with screaming, angry rashers.

Smart PCs will use their pendants to gain access to the guild. Presenting the token of authority causes the guards to forcibly create a path, driving back the crowd despite their fuming protests. As the party is about to enter the guild, a spell crackles in the crowd. A lightning bolt thunders towards the rearmost PC, inflicting 10d6 damage (Reflex save DC 17 for half).

The voice, clear and furious stabs at you from the crowd. "Damn you! What right do you have taking our rafters! Stand away, I say. We were here first!" Murmurs of agreement ripple through the crowd. The ringing of drawing steel sings along the street, creating a melody of warning not easily dismissed.

The guards, tense and wide-eyed, push you towards the building while their compatriots close on the unruly crowd.

The scene outside quickly devolves into open combat as the mob attempts to storm the building to sate their rage. The PCs are free to act as they see fit. Combatants are plentiful and diverse. The GM should use the NPC stats found in *Oathbound: Domains of the Forge* (pp. 342-346) as guidance for conducting the scrum. The battle continues for ten rounds, after which reinforcements arrive who disperse the crowd with *cloudkill*, *stinking cloud*, and similar effects.

The party finds the guild unduly quiet, subdued by factors other than the conflict outside. A Sense Motive check (DC 15) notes that the guild members are overly morose and angst ridden. If they question anyone, the PCs are told that Ness Panthus, the ombudsman and leader of the rafters of Penance, lies dying of the same wasting sickness that has assailed the Bloodlords.

The guild members are fraught with concern for their leader, and are assisting every Bloodlord in locating the cure. They have taken the unprecedented position of offering their services for free to facilitate the search and recovery operations. However, given the flood of requests, the guild has taken to prioritizing them according to their apparent value in solving the horrible disease. As such, the PCs will be escorted to a small chamber await their interview.

In moments a harried human enters. His face is drawn with fatigue and etched with sweat. An odor of unseemliness hangs about him, attesting to his long hours of labor. Dropping a bundle of papers on the table he takes an inkbottle and pen from his pocket. He opens the bottle with a pop and dips his pen. He looks at you while positioning the papers before him.

"What business do you present to this guild?"

The interviewer, Fallyn Quillbarrel, expertly draws information from the PCs discerning their mission and its requirements. He takes copious notes as the party speaks, seldom looking at the pages he scrawls across. A Diplomacy check (DC 20) is needed to convince Quillbarrel of the merit in their task. If the check is failed, he thanks the PCs and escorts them from the building, saying that they will be contacted shortly. An astute party realizes that the interviewer never asked for contact information. In this event, the rafter Groogr approaches the party and offers his services, saying he overheard their discussion and thinks he can help.

If the check is successful, Quillbarrel informs the PCs that he will locate a suitable guide for them. After nearly half an hour he returns with an elf rafter named Thrim Silverboot. Quillbarrel explains that Silverboot is versed in the region the party wishes to delve and is a valuable guild member or highest repute. Open and friendly, Silverboot chats with the PCs as he leads them from the guildhall, only to be accosted by Groogr just before their exit.

As you are about to leave the guild your guide is stopped and pulled aside by an unusual rafter of impressive stature. Feline in form, he has four thickly muscled arms that gesture forcibly as he whispers to your guide. A lightly furred shell covers his chest and back, making him extremely broad. They converse quietly for several moments until your guide steps back shaking his head. Suddenly, with speed you thought mortally impossible, the feline clutches the elf, growling something indiscernible into his ear. He then releases the elf. Pale and trembling, Silverboot quickly scurries off into the bowels of the hall.

The feline turns toward you and smiles with sharp, narrow teeth. "Now then, follow me."

Alerted to the PCs' specific needs, Groogr sees in them an opportunity to acquire the *Articles of Peletine* he has sought for so long. Bypassing normal guild protocols, Groogr threatened Silverboot with physical harm if he did not relinquish his claim to the party. Although fearful in countenance, Groogr is honorable and will not put the party at needless risk. If the PCs question the change in their service or his motivation in seeking it, the knük replies that if they want to succeed they should follow him as he knows of the route they would take. If not, then he warns them no rafter will take their mission as he has laid claim to it. If asked who he is, Groogr simply smiles and says a traveler from distant lands.

The Queen's Green

The party's actions at the archive and the rafter's guild have left two groups of NPCs wondering at what they may have found. The first group, rashers from Arena, is antsy, anticipating the instant wealth and fame they can accumulate once the party is dealt with. Mistaking bravado for wisdom, they continue to close on the PCs, tracking them as they fly over the ruin of Penance. The second

group, soldiers from Divinia, does not appear until much later (Episode 6).

The Queen's Green lies like a blanket of celadon over much of Penance. Patchworked into sections, you can make out well-trimmed gardens, overgrown thickets, and impenetrable jungles. Farther in you see several impressive structures occupying the park. Israfel's Menagerie, rumored to contain the most exotic and dangerous creatures found on the Forge.

Captain Hourn points at the fires below. They have spread, eating vast sections of the wrack and several more cantons of the Bloodlords. Even at this height, you hear the cries of the fearful and dying. A rumble, low and pulsating, draws your attention aft. A section of Oasis near the Wellspring sinks in a cloud of dust and darkness. As the dust settles you see a gaping hole. Buildings on the edge teeter precariously then fall into the maw, adding their misery to the desolation.

Captain Hourn informs the PCs that even though the Queen is apparently absent he will not breach her law decrying the use of flying vessels over the Green. He cannot be moved from this position, citing the honor of Illumina in dealing with the Israfel. He and his crew consent to place the party at the edge of the region. Wishing them good speed, he has Stormslider raised to a safe distance to await their return.

The Green before them is lightly wooded with trimmed grass and crocus flowerbeds. Normally alive with animal chatter, the area is quiet, as if the creatures sense great peril. If shown the map found in the Great Archive, Groogr quickly identifies their final destination as being Pyramidal Park some four miles distant. He continues, saying that the entrance resides somewhere in the central structure that dominates that garden. If asked how he knows this, Groogr states that the Green and the bloodholds beneath have special interest for him, but that exploring them is difficult as the Queen normally censors such activities.

Confident of the path to the park, Groogr offers to lead the party. He assures them that the way is devoid of physical obstacles, but cautions them that the Queen's Green is always dangerous, more so that the safeguards Israfel had in place are vacated. To add emphasis to his statement he points at a set of clawed tracks pressed deep into the loamy soil. A Wilderness Lore check (DC 20) identifies the spoor as belonging to a glacier beast, a huge predator that strikes with tooth and claw. Native to the frigid heights of Anvil and the utter cold of the Vault, the rafter says that the beast is from the zoo, possibly freed when the Queen went missing. Regardless of the cause, the knük urges the PCs to remain prepared for combat, as death can lurk behind every tree or brush.

If the tracks are followed (DC 12) it is learned that they meander towards the Queen's zoo. Though unknown to the PCs, the polar beast is suffering in the heat of Penance and seeks to return to its cool lair. The creature can make a Wilderness Lore check (DC 15) every mile to realize it is being followed. If successful, the beast circles around the party, taking them from behind. Un-

less specific precautions are taken to protect their rear, the creature gains surprise. Even if not followed, the PCs cross the tracks on a number of occasions. When less than a mile from the park, the glacier beast automatically detects their presence and moves to engage them as detailed above.

- **Glacier Beast:** 280 hp.

Tactics: Angered by the heat of Penance, the glacier beast attacks anything encountered, first ramming it with its horns, then tearing with its wicked claws and gnashing teeth. If pressed, the glacier beast will utilize its grab-and-throw technique, sending its victims crashing into one another. The use of fire or fire-based magic incites a rage in the creature. If enraged, the glacier beast fights until slain, selecting out the source of the detestable damage for special attention. If fire is not used against it, the glacier beast retreats back to the zoo when below 50 hp.

As the PCs follow the beast, they too are being tracked. The rashers from Arena have trailed them into the Green and are waiting for the proper moment to strike. The PCs are allowed a Wilderness Lore check (DC 15) every mile to detect them. If successful, the party may act upon the knowledge as they see fit. Any combat draws the attention of the glacier beast, which arrives in five rounds. If not detected, the rashers watch the PCs combat the glacier beast. Sensing the opportunity is right, they spend three rounds maneuvering into position before attacking the party.

- **Skihnel:** 145 hp.
- **Nathyn Bleeth:** 77 hp.
- **R'doon:** 132 hp.
- **Redriver:** 103 hp.

Tactics: The rashers use ranged weapons as long as possible against the party so as not to draw the glacier beast's attention. Wise players may charge their concealed



foes, hoping to lead the creature to them. If this occurs, the glacier beast will attack random targets unless fire is employed against it. The rashers truly believe themselves superior to the party in skill and equipment. They opt for blunt actions, attempting to disable as many party members as possible with area effect spells, targeted attacks against spellcasters, and drawing them into an ambush. If the PCs are having a difficult time of it, a stray arrow can turn the glacier beast against the rashers from Arena. Groogr can also slip away from battle and ambush one of rashers. The terrain is lightly wooded, offering the targets of missile fire one-quarter cover if more than 30 feet distant from the attacker.

With the beast slain or driven off, and rashers defeated, the party is now free to take measure of their success. Besides magic, the bodies of the rashers can hold key pieces of information overlooked by the PCs during their search. This is a useful method of redirecting a wayward party or clarifying a misunderstood clue. Sinister GMs can also plant red herrings to mislead the party and purposefully lead them astray. Such options are best left to the deviousness of individual GMs.

Pyramidal Park

From their position in the Green, the party has but a few hours walk to Pyramidal Park. This portion of their mission is devoid of conflict and offers them a quiet respite from the toils of the last few days. The PCs may now continue or rest as they wish, the titanic battle having scared away anything curious. If they decide on resting, those who sleep must make a Will save (DC 20). Failure indicates troubling dreams about ravenous monsters chasing them through the Green. Such persons awake tired and sluggish, suffering a -2 penalty to all actions until a complete night's rest can be taken. Those making the saving throw all experience the same vision, detailed below.

The sky is impossibly dark. The twin suns are gone and the stars are as dim fog on the black velvet. Trees stand like shadows about you, stealing your sense of direction. A flutter reaches your ears. Looking up, you spy a gray raven, large and sleek, alighting on an overhead branch. It ruffles its feathers, pulling one out with a deft tug of its beak. The plume falls in a lazy spiral, landing in your outstretched palm. Glancing up you see that the raven is gone.

Upon waking, those experiencing the vision find that they are clutching a single gray raven feather. They are physically refreshed and healed of all damage. Any negative effects are removed as if by a *greater restoration* spell. This manifestation was crafted by the Grey Stranger (usurping some of Israfel's power) to spur the PCs to speed. Each feather also acts as a *potion of cure serious wounds*, which is triggered when the individual PC is reduced to half his normal hit points. The feather is consumed thereupon.

As the party moves closer to the entrance to the Undercity, they pass wondrous buildings unlike any others in Penance.

The structures of the Queen's private garden are breathless and inspiring. A forest of thin violet glass pillars support canopies of silver leaves that tinkle in the merest breeze. Crystal swallows hop from branch to branch, twittering their displeasure. Elsewhere, multicolored blocks larger than a man lay on the Green in the patterns of birds in flight. Complex statues of marble and bronze move slowly on their pedestals, carrying on an eternal dance to unheard music.

Groogr stops and smiles. He gestures with a clawed thumb over his shoulder. "Welcome to Pyramidal Park."

The PCs find themselves at the entrance to a sassone hedge maze that stands ten feet tall. It is well trimmed and free of litter or blown debris. Tiny blossoms of red, white, and pink sprout from the hedges. The rafter informs the PCs that the passage into the Undercity lies in the center of the maze. As he has never been there himself, he does not know the correct path through the leafy labyrinth, but seems undaunted by the prospect.

Charmed by her own creation, Israfel ensorcelled the maze so that none, excluding herself, could magically travel through it, over it, or under it. A favorite place of respite for the Queen, Pyramidal Park often hosts her private reveries, eons old. PCs venturing into the maze must make a group Direction Sense check (DC 20) using the skill of the highest member. If others assist him in keeping track of their movements, he may add a cooperation bonus of +2 to all checks. Five correct, consecutive checks are required to navigate the maze. Failure causes the party to take a wrong turn and makes them susceptible to contact with the poisonous hedges. Anytime a wrong turn is made, each PC must make a Reflex save (DC 12) or brush against the sassone leaves. Anyone failing the Reflex save must make a Fortitude save (DC 16) or suffer 2d6 hit points of damage as the poison sears exposed flesh. Secondary damage inflicts 1d3 points of Constitution damage.

Precautions can be taken once the threat of the hedges is identified. Players may cover themselves, granting a circumstance bonus of +4 to all Reflex saving throws. They can also cut a path through the hedgerows, but that requires a Reflex save every round. It takes three rounds to cut through a single hedge, or thirty to blaze a trail to the maze's center. Fire is also a viable option, though the Queen's reaction once she is released by the Grey Stranger is best left unplumbed. Spells or effects that allow movement through or otherwise control vegetation do not function here due to constraints put down by Israfel.

Regardless of how the party reaches the maze's center, they find a broad expanse with fruit trees, benches, gurgling fountains, and flowered bowers. In the center, dominating the terrain is a thirty-foot tall pyramid of golden stone. Shimmering as if hot, the pyramid is twenty feet broad at its base and surrounded by benches and colorful floral arrangements. A Spot check (DC 15) notes a curious rune on the stone that matches one found on the map in the party's possession. Groogr becomes animated, his excitement swelling with anticipation.

A thorough search to the pyramid (DC 20) finds that the peculiar rune is actually a recessed stone that can be depressed. If inspected for traps, none are found. Press-

ing the rune causes the top of the pyramid to open, swinging back in two halves to reveal a spiraling staircase. The PCs have located the entrance to the lost bloodhold of Cycadia.

Episode IV: Decent into Cycadia

Once the PCs have discovered the peak of the Tower of Cycadia in the Queen's gardens, they must enter the tower and descend into the sunken bloodhold. Cycadia was a wealthy and powerful hold, about the size of Barrowhold, dominated by the depraved Bloodlord Zenonelis Vaan. At the height of its power (and the height of its corruption) Cycadia was the most bacchanal domain to hold sway in Penance for many thousands of years.

Cycadia was the home to powerful slavers and idle landowners, and was the center for posh festivals that catered to the rich and powerful. The bloodhold of Lord Zenonelis was also ruled with an iron fist, where justice dealt by razors and judges was easily bought by the rich and death was doled out to the poor. Both the dungeons and courts of Cycadia were more empty than full, but the same could not be said for the hold's coffers. Zenonelis was the last in a line of Bloodlords that ruled over Cycadia in this manner, treading a fine line between defiance and the Queen's laws.

The power of Cycadia held sway over a portion of Penance for nearly 20,000 years, longer than most bloodholds of similar size and power. Whether this is a testament to the debauchery of the rich of Penance or the wantonness of the citizens is a question for scholars and philosophers. Over the years many wondered why the Queen allowed Cycadia to exist in such an unchecked manner for dozens of centuries, and those that are familiar (as much as they can be) with the minds of the Seven believe that she allowed such attitudes to exist in Penance for nothing more than a change of pace or idle amusement.

In the end the Queen had nothing to do with the fall of Cycadia, though the true reason for the fall of the dissolute bloodhold is unknown to all but the more omnipotent residents of the Forge. The thief young Annoxus had infuriated Zenonelis with his mischief and petty larceny one too many times. After Annoxus was captured by a merchant he was trying to steal from, Zenonelis branded him and left him to the will of the wronged merchant. This merchant spared Annoxus, seeing his potential as an assassin and keeping him in hiding (away from Zenonelis) so he could train in the use of poisons and subterfuge. When Annoxus boarded a boat bound for Eclipse to carry out the assassination of a pirate, he swore that one day he would return and exact his revenge on Lord Zenonelis.

Little did Zenonelis know, but a short time later the thief known as Annoxus would replace the Master of Eclipse, the feathered fowl Colopitiron, using none other than the sword Unhowde on Black. After adjusting to his new form and the Oath of Binding, Annoxus, now Colopitiron, returned to Penance to enact his revenge. Ignored by Queen Israfel and those she held dear, the new Colopitiron used his power to cause Cycadia to collapse into

the Undercity of Penance. Thousands died as the bloodhold buckled beneath its own weight, while many were doomed to die, trapped within their holdings. On Lord Zenonelis, Colopitiron used magics he had discovered in the mirrored citadel to trap the Bloodlord in his own tower—a towering spire that was second in height only to the Queen's citadel. Annoxus also enchanted and sealed the tower, imprisoning the cruel Zenonelis and his retainers inside for all time. Eventually the vindictive Bloodlord and followers would become foul undead, transformed by the wild and unpredictable magics that permeate the Undercity. Today, thousands of years later, the Tower of Cycadia still exists, as do the undead trapped within its walls.

Tower of Cycadia

Built over 60,000 years ago, the Tower of Cycadia was one of the greatest structures of its day. Standing over 200 feet in height, the structure was the residence for nearly every Bloodlord to rule over Cycadia since it was constructed. Only the rich and powerful were ever allowed to see its interior, and many of the more dissolute citizens of the bloodhold were trapped within when Annoxus/Colopitiron came to enact his revenge upon the Bloodlord. Whatever the lord of Eclipse did to the stone and mortar of the eternal prison, it has allowed the building to survive the test of time, keeping it from collapsing under its own weight and the weight of everything built above the bloodhold over the past 50,000 years.

Once the tower is breached at its peak by the PCs, a spiral staircase leads them to the primary levels of Lord Zenonelis' former and current home. The tower is a perfect vertical spire that is sectional at three different heights. There are 15 floors total in the structure, hosting three different size chambers. The spiral staircase connects all fifteen levels, though access doors to certain levels may be locked. There are three maps (see the Tower Maps, in this section) to be used as a template for any encounters the PCs may have within the tower. Though old, dusty, and worn, the interior furniture and other contents of the tower have been incredibly well preserved despite their age—likely a result of the magics used to seal the tower. However, if common articles are removed from the tower, they crumble to dust from age. In addition, all windows and other exits were sealed as well and cannot be breached. The only exit from the tower for the party is at its base, a portal that magically bars the Cycadian inhabitants from exiting.

Magical Effects

The Tower of Cycadia suffers from three prominent magical effects common to the ruins of the Undercity: increased gravity, magic amplification, and fear zones. Likely due to the powerful enchantments placed upon the tower by Annoxus/Colopitiron; these magical effects have become permanent anomalies over the eons. Having been exposed to these effects over the thousands of centuries, the undead of the tower have adjusted to these magics and no longer suffer from their negative effects (i.e. increased

gravity); however, they do benefit from any bonuses or additional windfalls gained by the effect. For more information on these effects consult Chapter 1.

There is a 70% chance that any level at the time of the PC's passage is under the influence of magic amplification, and a 40% chance for a fear zone. As for the increase in gravity, this effect increases the further down the PCs travel through the tower. The chart below indicates the magically increased g-force imposed upon the level. Refer to Chapter 1 for the effects the increased gravity has upon the PCs.

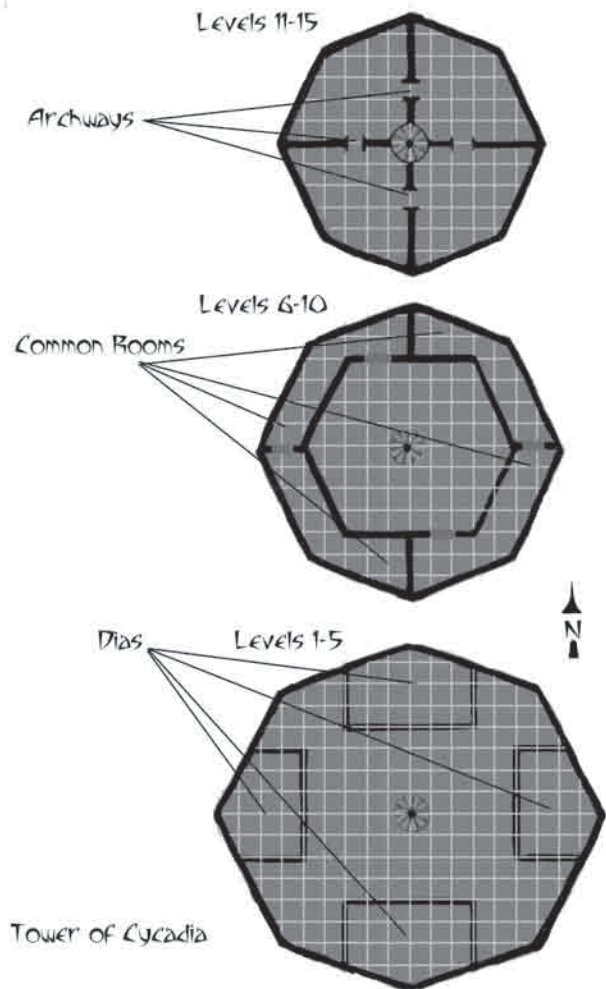
Table 5.1: Tower Gravity

Level	G-Force
11-15	1
9-10	1.5
8	2
7	2.5
5-6	3
3-4	3.5
1-2	4

Not all of the tower's levels possess challenges for the infiltrating PCs. The most prominent levels are detailed here. If the Game Master requires more of a challenge for the party as they descend the tower, increase the numbers of common undead encountered or place them on additional levels. The primary encounters against Lord Zenonelis and the Judges of Cycadia firmly takes place on the 4th and 5th levels, while other levels outlined below have specific details about them that may hamper the PCs descent. Remember that the party has to travel back up through the tower to return to Penance and save the Bloodlords, and any action of consequence on these levels may affect their return journey.

Trapped within the tower when Annoxus/Colopitiron sunk the bloodhold were many of Lord Zenonelis' faithful – servants, retainers, slaves, and five of Cycadia's most influential judges. The magical powers used by the newest member of the Seven, along with the unstable energy of the wrack, combined to transform those in the tower into ruin zombies (lesser or greater, see Appendix B) upon their eventual death from starvation. These zombies still infest the tower, along with their leader Lord Zenonelis who, even though he is now an undead, wants nothing more than to depart the tower and enact his revenge upon Annoxus.

In addition to magical effects in the tower, once the PCs enter the structure they find the air inside extremely stale, rank, and barely breathable. Each time any of the PCs engages in strenuous activity (athletic-based skills, combat, etc.) they must make a Fortitude save versus DC (15) or suffer a -2 penalty (from coughing and wheezing) to all rolls involving such actions until they have a chance to breathe fresh air again. Failing the save also forces the victim to pause from athletic activity for at least one round for every two rounds of action. This penalty is not accumulative.



TOWER LEVELS

There are 15 levels within the Tower of Cycadia. Most of the levels contain remnants of Penance of the past, jealously guarded by ruin zombies who desire nothing more than the extermination of life. Ceilings in these chambers are 10 feet in height, and each chamber is lit by continual magical light.

Level 15, Entrance Level, Map #1: The spiral staircase from the surface leads directly to this chamber, and then continues downward. Inches of dust cover both the staircase and the floor here, and any PC with the Track feat discovers evidence of passage here, though it was some time ago. There is nothing of value here.

Level 14, Zenonelis' Private Chamber, Map #1: These chambers were once the living quarters of Lord Zenonelis, and were often shared with up to two dozen of the most beautiful concubines in Penance who occupied the three levels below his. A thick stone door bars access to this chamber from the staircase. The lock on the door here is extremely intricate to open, being of Amazing quality despite its extreme age.

Two separate keys are needed to open this portal, one of which hangs around the neck of the undead Lord Zenonelis (see Level 4 for details). The second key is on Level 12 around the neck of Zenonelis' favorite concu-

bine Solymosi. Without either key the chance to open the lock is DC 40. If one of the keys is found and inserted the chance is reduced to DC 25. The keys are octagonal shaped and are the size of a small dagger, easily distinguishable as fitting into the locks of this level. The door to this level can be locked (and unlocked) from the inside should the PCs need to barricade themselves somewhere for protection.

Like many of the other amenities within this structure, during the height of Cycadia Zenonelis' personal chambers was likely considered extremely extravagant. Ornate furniture, outsized tapestries, and once sleek cloth now lie rotting untouched for thousands of centuries. Even Zenonelis himself has not returned to this level in so long it is likely he's forgotten it even exists, despite wearing the key around his neck. In the time directly following his imprisonment in the tower Zenonelis moved all of his treasure to Level 4, where he currently is located. Within a rotting desk on this level is a jeweled necklace that was missed, and despite its age the jewels are still worth 4,000gp.

Levels 11-13, Concubine Quarters, Map #1: These three levels were once home to the concubines of Lord Zenonelis, many of which have become lesser ruin zombies after perishing in the tower along with their liege. Unlike Lord Zenonelis' level, the entrances to these levels are not behind locked doors. The chambers themselves were once considered copious living quarters in their day, but have deteriorated over time like everything else in the tower. Each level has multiple four-post beds, dressers full of fine silk clothing, full-length mirrors, and cabinets full of rare and exotic lotions and perfumes. Jewelry and other accoutrements worn by the concubines were of inferior quality and worth next to nothing (even if they survived the passage of time).

There were twelve concubines trapped in the tower when the new Colopitiron sank the bloodhold, all of which have transformed into lesser ruin zombies over the millennia. It is up to the Game Master how they are spread out amongst the three levels (start at four zombies per level), though the sounds of passage or combat eventually attracts them all.

- **Concubine ruin zombies (12):** 44 hp each

Tactics: The zombies attack any living creature that enters their level. They attack with the relentlessness common to mindless undead, and pursue any fleeing PCs as they move through the tower.

Levels 6-10, Common Rooms, Map #2: These chambers were used by Lord Zenonelis to host meetings and social gatherings. Levels 6 & 7 at one time contained desks and long meeting tables used by the Bloodlord's razors, judges, and vanguards for their weekly updates on events in the bloodhold. Over the eons these two chambers have deteriorated, but have shown signs of passage from the undead that haunt these halls. Passage to these two levels from the spiral staircase is barred by a door, but the portal is unlocked. There is no current opposition on these two levels.

Levels 8-10 were used by Lord Zenonelis for his lavish, and often decadent, events which were considered the most extravagant in all of Penance. Each of these chambers once contained luxurious furniture used for lounging and drinking, as well as sexual extracurricular activi-

ties. Large cabinets can be found on each level containing bottles of wine and other rare liquors of the Forge, as well as silverware used to serve various foodstuffs to attending guests. Currently, each of these levels is a mere shadow of its former glory.

Like most of the other levels, a thick layer of dirt and dust covers everything, but some evidence of passage can be detected (though nothing recent). The once copious furniture is now collapsed and rotted despite being sealed within the tower, and easily crumbles to the touch. The wine cabinets of each level still contain 1d4+4 bottles of wine whose fermented liquid turned to vinegar long ago; the intact bottles themselves may be worth something to the right collector (1d100x10 gold pieces). The entrance to these three levels from the spiral staircase is not barred by a door, but decorated with an elaborate arch depicting reliefs of embracing men and women (posed in various sensual positions) carved from inlaid gold and platinum. Removing these reliefs is difficult, and does destroy the value of the artwork, and the raw materials are worth 500 gp for each level.

At the Game Master's discretion there are 2d6+2 lesser ruin zombies spread out amongst the three levels. These zombies were once slave servants of Lord Zenonelis, and still wander these levels as they did during the last moments of their life in a vain and desperate attempt to escape the tower. Tired of their screaming and helpless pleas, Zenonelis shackled them to the walls of Level 9. Upon their transformation to undead years later, the ruin zombies broke free of their bonds, but had nowhere to go and have wandered these levels ever since.

- **Slave Ruin zombies:** 44 hp each

Tactics: The zombies attack any living creature that enters their level. They attack with the relentlessness common to mindless undead, and pursue any fleeing PCs as they move through the tower.

Level 5, Judges' Chambers, Map #3: This level was once the official gathering area for the judges of the bloodhold of Cycadia. Here individual judges would gather, hold mini-courts, promote or hire razors, vanguards and mercenaries, and meet with Lord Zenonelis when called by the Bloodlord. The chamber itself was set up as a more general gathering area rather than a judicial court; political offices were typically found in their individual cantons. The furnishings of this chamber are sparse, consisting mostly of (now rotting) tables, small desks, and chairs. There are several private chambers here as well for judges to hold more private conversations. Other than individual items found on the judges of Cycadia (see below), there is nothing else of value on this level. There is a door to this level from the spiral staircase, but it is unlocked.

When the new Colopitiron sank Lord Zenonelis and his tower there were five judges in the tower meeting with Lord Zenonelis over issues long forgotten. Each of these judges was powerful in their own right, and upon their deaths transformed into greater ruin zombies. As they did in life, these undead take their commands from Lord Zenonelis, who typically resides on Level 4 or below. Like their master, they're focused on escaping their prison and bringing death to the living. Additional info on the judges can be found in the NPC section.

Thick dust and soot permeates this level, similar to chambers you've previously encountered. Once a grand room adored with priceless tapestries and stunning decorations of precious silks, the room now has a dark brown and gray appearance as the embellishments have festered over thousands of centuries. Amongst the rotting furniture are the mummified bodies of five humans dressed in what once likely graceful garments. Seconds after your eyes fall upon them, the bodies begin to quickly rise from their twisted prone positions. One of the figures surprises all by speaking as he pulls himself from the floor.

"We are the judges of Cycadia," says the petrified undead in a gravelly voice, the flesh of its face falling from its jaws like dying bark peeling from a long dead tree, "who are you and how is it you have entered this accursed tower? Speak, or your deaths shall be slow and painful."

- **Greater Ruin zombies/Judges of Cycadia:** 99 hp

Tactics: Being greater ruin zombies, the judges are intelligent and are able to communicate with the PCs if given the opportunity. As in life, the judges are bold and overconfident, and plan to slay the PCs regardless of what they have to say. Should they learn that the tower has been unsealed after all these millennia they'll stop at nothing to dispose of the PCs, alert their lord, and head to the tower's peak to secure their freedom. Once the judges have dealt with the PCs they gather Lord Zenonelis and the rest of the zombies and head to the surface. After reaching Penance, Lord Zenonelis and his devotees go on a killing spree that will later become legendary in the histories of Penance. If the PCs do not stop the judges within the tower, hundreds of Penance's citizens die at the hands of the undead. Even if the PCs do not mention that the tower has been breached, the judges eventually realize this and will bring about the party's death so they may escape the tower.

Level 4, Lord Zenonelis, Map #3: This level was used by Lord Zenonelis to greet those outside his own political hierarchy having an appointment to see the Bloodlord of Cycadia. Though it is required by the Queen that each Bloodlord hold such a court on a regular basis, seldom did Lord Zenonelis grace the walls of this chamber. Ironical, that the imprisonment of the Zenonelis by Annoxus/Colopitiron would force the Bloodlord to spend more time in this chamber over the past 50,000 years. This level is a single large audience chamber with rotted benches and chairs scattered about—many having been broken by Zenonelis in his rage years before they succumbed to the ravages of time. There is an open arch to this level from the spiral staircase.

Now a greater ruin zombie, Zenonelis has been attempting to escape his tower prison for nearly so many centuries now it has completely consumed him. The walls on this level show aged signs of punishment, years of Zenonelis pounding on the walls in a futile effort to escape. Now the once powerful Bloodlord is an undead monster consumed with nothing but escaping the tower and killing all that lives.

- **Lord Zenonelis:** 122 hp

Tactics: Like the judges on the level above, Zenonelis is surprised with the presence of living being within the once sealed tower. Zenonelis quickly recovers from his surprise and moves forward to attack in relentless undead fashion. Should any battle with the judges on Level 5 last longer than four rounds, there is a chance Zenonelis will hear the above battle and move to Level 5 and engage the PCs. If the battle against the party is going against him, Zenonelis attempts to retreat to Level 1 where the increased gravity would benefit him more in any combat situation.

Levels 1-3, Entrance Levels, Map #3: These initial levels of the tower were used by the staff and slaves of Lord Zenonelis to prepare meals, keep and store records, and other miscellaneous tasks. Since the tower was not the official office or personal residence of the Bloodlord, most of what was gathered here was eventually moved to another location within the bloodhold. There are no portals barring access to these levels from the spiral staircase.

At the Game Master's discretion, additional ruin zombies, once members of the Zenonelis' staff can be found on these levels. The PCs may find these encounters with the zombies more of a challenge considering that the g-forces from the increased gravity are at their greatest here. If the PC made easy work of the ruin zombies on upper levels, here is a chance for more of a challenge.

- **Additional Ruin zombies (2d4+4):** 44 hp each

Tactics: These zombies attack any living creature that enters this level. They attack with the relentless common to mindless undead, and pursue any fleeing PCs as they move through the tower. If Lord Zenonelis or any of his judges are present, they follow any verbal tactical command he or the judges may give them.

Unbeknownst to Lord Zenonelis, when the PCs touched the ruin and activated the tower, the magic used to seal all exits from the structure was dispelled. Hence, the two ways out of the Tower of Cycadia, the peak and the ground entrance, are now open. The walls and the remainder of the structure are still impenetrable per the enchantment placed by Colopitiron, but the spells that sealed the exits are now gone. Zenonelis may have discovered this given time, but it is also likely the Queen eventually would have resealed the tower rather than let the undead within ravage her city.

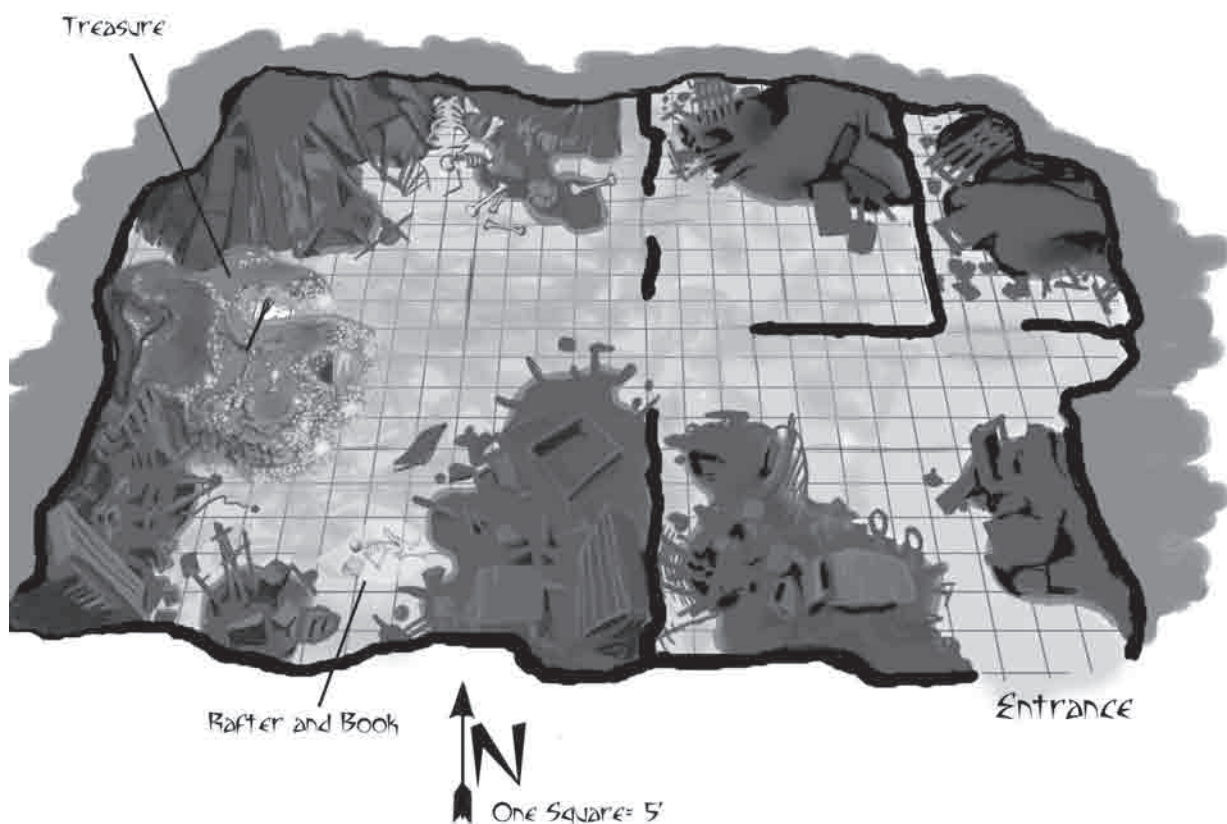
Upon reaching Level 1, a large set of iron double doors leads out of the tower and into what would have once been considered the main streets of Cycadia. Even after exiting the tower, the PCs still experience the increased g-forces (4) within 100 yards of the structure.

Rafter's Quest

After successfully exiting the Tower of Cycadia, the PCs quickly find themselves buried within the heart of the Wrack. If Groogr is still with the party, relay the following to the PCs once they have stepped away from the base of the tower:

The utter blackness of the Undercity is oppressing, crushing down upon you like a darkness pressing hard upon your very soul. Even the magical light quickly pulled from your pockets does little to

Scribe Shop



dampen the feeling that you've entered an untamed jungle of shadows.

Armed with the information garnered from the blind monk and the Great Archive, you turn to your rafter guide for assistance in where to go next. However, before the question can form upon your lips the muscular knük rafter states, "Now that we are in the heart of what was once Cycadia, there is a small errand I must attend to before going any further. You may accompany me if you wish, wait here for my return, or continue on with your own quest."

Pointing down a cavernous opening in the wrack, the rafter concludes, "The area in which you wish to travel is down that way if you wish to go off on your own, and I shall wait here for your return or meet you on the surface – or we'll meet again in the afterlife. The choice is yours."

Groogr is leaving the PCs in search of the *Articles of Peletine*, a book that was lost in the Undercity thousands of years ago while in the possession of a careless rafter. This nameless rafter was in search of documents thought to be kept in the sunken bloodhold of Cycadia, needed to help with his translation of the articles. For years Groogr and his guild have searched for a safe way to reach Cycadia, as they've always been aware of where the rafter was headed—a scribe shop a quarter mile north of the Tower of Cycadia. Many times over the generations rafters

have found portions of Cycadia here and there, but the location of the tower or the scribe shop have always remained hidden.

It is up to the PCs whether or not they accompany Groogr on his expedition in the opposite direction. If asked, Groogr's detour to the scribe shop should not take too much time out of the PC's desperate mission—though they cannot know that for sure since the rafter's change in plans is cause for concern. The knük also tempts the PC's greed with the lure of possible ancient treasure that could accompany the rediscovery of the articles. Groogr also makes them a one-time offer of 5,000 gp for assisting him in the ancient book's recovery. The knük is of proud stock, and refuses to beg or otherwise beseech the PCs for aid in his life's quest.

Should the party strike out on their own, whoever is guiding them in the direction indicated by Groogr must make a successful Intuit Direction (DC 20) roll or risk the chance of become lost in the wrack of Cycadia. Another roll with the same difficulty is needed to return them back to the Tower of Cycadia. If the party becomes lost, the GM can generate one or more random encounters using the list of common monsters found in the wrack (see Chapter 4). Eventually they should find their way back to the Tower of Cycadia.

The Cavernivore

Should the PCs accompany Groogr in search of the lost book, the rafter's skill in the Undercity leads them unerringly to the desired location. In the thousands of years since the nameless rafter lost the *Articles of Peletine* it is unknown what prevented his return from the wrack. Today, the priceless book and a thousands years worth of treasure is guarded by a terrible cavernivore who has laired in the remains of the scribe shop for over a hundred years.

Cavernivore: 160 hp

Tactics: Unless the PCs indicate they make a superfluous effort to mask their approach, the cavernivore hears them and makes plans for an ambush. The cavernivore watches the PCs move towards the remains of the building once known as a scribe's shop, and waits for them to go inside. Since the remains of the building have only one entrance and exit due to collapse, the monster allows them to enter the building then traps them in and attacks. The monster's hoard has taught it to lie in wait in a nearby building, and then trap its victims inside. If the entire party is stealthy in their approach it may be possible to sneak off with the ancient tome, but chances are they'll take time to sack the wealth within—which automatically alerts the cavernivore. Refer to the Scribe Shop map for more details on the remains of the scribe's shop.

In addition to the *Articles of Peletine*, the lair of the cavernivore contains the following treasure: 10,104 sp, 8,883gp, 1,002pp, +3 large steel shield, *potion of charisma*, +4 ring of protection, ring of withering, staff of defense (33 charges), and a cloak of the woodlands.

GM Note: The majority of the accumulated coins were minted hundreds, if not thousands, of years ago in Penance and beyond. If the PCs have the right connections the monetary wealth can be increased to 125% of face value if they take the time to find the right buyer.

Rage of the Cavernivore

If Groogr goes off alone to find the *Articles of Peletine*, the knük's stealth and skill allows him to successfully raid the cavernivore's lair and retrieve the elusive tome. However, the hungry beast spots Groogr as he heads back to the Tower of Cycadia and charges angrily after the rafter. Assuming the PCs are successful in their upcoming efforts to retrieve the whetstone (see Episode Five), a hurried Groogr appears back at the Tower of Cycadia at the same time as the party—with an enraged cavernivore hot on his heels. To the eyes of the party, it is touch and go as to whether or not the knük can safely make it back to the safety of the tower entrance before the cavernivore reaches him. Without the help of the PCs, Groogr is caught and quickly mauled by the massive monster, who drags the knük (and the *Articles of Peletine*) back into the inky blackness of the Undercity.

Episode V: Out of Time

The search for the ebony whetstone, in the vastness of the Undercity, is without a doubt the proverbial needle in a haystack. Even though they exit the Tower of Cycadia on the proper level, shifting in the ruins from above and the

sinking of other sections has created a three-dimensional soup of buildings and tunnels that makes finding the right path difficult even for the most skilled rafter. To find the whetstone, the PCs are going to have to be resourceful to find their quarry.

The first set of clues to steer the PCs in the correct direction is the book given to them by Mallus. According to the ancient tome, Annoxus was to leave Penance by boat on his long journey to Eclipse—where he would eventually become the new Colopitiron. It also states that when he left Penance he did not have the whetstone, but he did the day before.

The book also details the architecture and other points of interest concerning Annoxus' departure from Penance, and by comparing what is written in the book to the decaying surrounding it is possible to discover where the thief was prior to leaving the city. Another possible method of locating the whetstone is by divination-type enchantments. If cast by any spell users in the group, they eventually point the PCs in the direction they need to go. If Groogr is with the group, he can easily discern the correct path by comparing the descriptions in the book to the local surroundings.

The distance from the tower to the party's ultimate goal is roughly a quarter mile. However, even the shortest distance traveled in the ruins can seem immeasurable. If the GM wishes there can be additional encounters along the way. Random magical effects and gravitational anomalies can easily impede their travels, as well as some of the more common monster residents that call this area home.

Light & Time

After the PC have traveled a quarter mile from the Tower of Cycadia, read the following:

The overwhelming darkness of this ancient world is oppressive, yet you endeavor to move forward in search of the lost whetstone. The path through the sunken structures suddenly narrows, and you shine your light around you in an effort to determine if you have made a wrong turn. A slim tunnel just ahead quickly catches your eye, as both light and sound are coming from somewhere within. Though small, the tunnel is large enough to accommodate you if you crawl. No other passageway presents itself, and it may be that this tunnel is your only option. Everything points to this passageway.

The light and sound emanating from the tunnel is the result of a powerful time anomaly connecting the present to Cycadia of the past. The only way to find the ebony whetstone is to steal it from Annoxus prior to his departure to Eclipse.

Crawling through the tunnel is a soiled experience, but the farther you go the brighter the light becomes. The sounds of voices can also be heard, which given where you are, quickly puts you on your guard.

Suddenly the light flashes brightly, and you find yourself standing in an alleyway entrance overlooking the hectic streets of a city somewhere in Pen-

ance! People are moving through the streets drinking and singing, while others nearby are engaged in various other sorts of carousing. Despite your sudden appearance, no one seems to have noticed you.

The PCs have traveled to Cycadia 50,000 years into the past during the height of its glory, one day prior to Annoxus' departure to Eclipse. The PCs can see the time portal they have traveled through in the alleyway behind them, but as others walk by them it is apparent they do not see it. Though they might not be experienced in time-related magic, any PCs with levels in wizard or sorcerer can speculate the portal may not last forever and it may be best if they found the whetstone quickly and returned to their own time.

The first thing the PCs notice is that the ambiance of this bloodhold is very different from the bloodholds of the future. The feel is one of celebrations by the rich, and slavery for the poor. The rich tug their slave property around on leashes, while others carry palanquins for land-owners on their way to lavish festivities.

Asking around about Annoxus reveals little, as the name is not commonly known to the populace. Use of the skill Gather Information (DC 20) does garner information on a boy by that name who was supposedly exiled ten months ago. The thief was caught pilfering from a rich friend of the Bloodlord, Lord Zenonelis. The merchant's name was Allos Bellant, who was also entrusted by Lord Zenonelis with escorting Annoxus to the edge of Penance. If anyone knows where Annoxus is, it is likely the merchant.

Bellant

Should the PCs be unable to dig up any information on Annoxus, they're eventually approached by a man representing the merchant Allos Bellant. The party can also uncover information (Gather Information DC 18) about any ships leaving for Eclipse, which also leads them to the merchant's front door. Bellant is hiring mercenaries for a trip to Eclipse to act as guards for a single young passenger.

Finding Bellant in Cycadia is relatively easy, leading the party to an extravagant residence on the shores of the Wellspring. What the party doesn't know is that Bellant is known as one of the most villainous merchants in all of Penance, and those who have dealings with him often end up dead. Despite Annoxus' imposed exile and branding by Lord Zenonelis, Bellant defied the Bloodlord and has been training the young thief for the past year to be an assassin. Annoxus is preparing to leave for Eclipse to kill a man named Sagramour, an infamous pirate for whom Bellant has a grudge. It is also Bellant's well-known malevolent nature that has prevented any mercenaries from answering his call. Here is where the PCs step in.

Locating Allos Bellant is not a difficult task, and your inquiries eventually lead you to an extravagant residence on the docks of the Wellspring. When you inform the guards you are here regarding the mercenary position to Eclipse, your group soon stands before the rich merchant. A portly man whose

brawn suggests that he had once swung a sword, Bellant is casually pouring himself wine in a pure platinum goblet as you enter.

"So, you decided to answer my call for mercenaries, huh? The job pays well, 1,000gp each plus expenses, to escort a young man to Eclipse. I will pay you a quarter when you leave tomorrow, quarter once you reach Eclipse, and the rest upon your return to Penance. If anything happens to the boy you get nothing. Those are my terms, do you want the job?"

Without accepting Bellant's terms, the PCs will never learn the location of Annoxus or the whetstone. Should the party balk at the amount of money, the merchant goes as high as 2,000gp each, but does not pay the PCs until they board the boat—which if things go right never happens. Bellant has no intention of paying the entire amount in the first place, as it is likely they'll never return from Eclipse alive following Sagramour's execution. For this reason he is willing to offer more money on the backend of the job.

Once the job is accepted, the PCs are lead to where Annoxus is being held prior to his journey. The young thief, bearing a noticeable brand of exile on his forehead, is extremely indifferent to the PCs. The party is given quarters next to Annoxus so they can keep an eye on him, and even have a spy hole in the wall between rooms to make sure he does not have a change of heart and try to escape as well.

THE QUEEN & THE STONE

During the night, Queen Israfel pays a visit to Annoxus, who has decided to slowly get drunk his last night in Penance. This even occurs exactly at a moment when the PCs are watching the young thief, which was purposely engineered by Israfel. The Queen is aware of the PCs and why they are in Penance; how and why is known only to her.

Hearing noises coming from through the peephole, you glance into the room of Annoxus to see him speaking with the Queen of Penance. While you cannot make out what is being said between the two, Israfel produces a long, black sword which she gives to the wide-eyed thief. Annoxus then produces a black stone from his pocket, to which the Queen points and then gestures back to the blade. In the blink of an eye the Queen disappears, and sword in hand Annoxus grabs a bottle of wine and walks into an adjoining room—leaving the black stone on a nearby table.

As you contemplate sneaking into the room and retrieving the stone, a black bird squawks in a corner of your room. Suddenly, a commanding voice head says, "Touch not the sword or a hair upon his head travelers, lest you feel my wrath!" The chilling warning unmistakably comes from Queen Israfel, and the black fowl flaps its wings violently as if to reinforce the warning.

Though the PCs may or may not have seen it before, the sword given to Annoxus is *Unhowde on Black*, the weapon used to unseat the original Colopitiron here in the past. If the party decides to change history and attempts to obtain the blade from the thief, the Queen makes good on her threat and kills all the PCs. She does not care about the ebony whetstone, and knows that it cannot travel to Eclipse lest it fall into the wrong hands. If the PCs wait 30 minutes, Annoxus is drunk enough not to notice should anyone walk into this room and steal the stone unopposed.

The stone on the table is the ebony whetstone the PCs seek. If the stone is pressed against any wound in the party, the injury is healed within seconds. Anyone carrying the whetstone is considered to have *regeneration 10* should he be injured in any forthcoming battle.

The Trip Back

If the PCs do not take precautions to make a stealthy exit from the area and back to the time portal, they are spotted by sentries deserting their post and are pursued. It is up to the GM how difficult to make their escape. Pausing, even for a moment, allows Bellant's personal guards to catch up to the PCs and attack.

- **Bellant's Guards (10):** 105 (Use stats for Library Thug, Episode 2).

If the PCs do escape with the whetstone, it would be best if they returned to the time portal as soon as possible. Should they linger in the past more than a few more hours, the portal disappears or shifts to another moment in time. As previously stated, anyone trained in the arcane can theorize that the portal are not stable and warn against any delays. If dawn comes and the PCs have still not left, then the adventure is concluded. The party is then either trapped in the past or is unable to prevent the Palethian from claiming Penance in the future. Either way the adventure is over. Remember too that Cycadia is to be destroyed by the new incarnation of Colopitiron in roughly two months. If the PCs are in the past when that occurs, chances are they shall not survive.

Stepping back through the portal, the PCs instantly find themselves back in the tunnels of the Undercity only a few hours after they left (though discovering exactly how much time has elapsed could be difficult within the ruins). Due to the random magics of the Undercity ruins, it is unsafe for spells such as *teleport* and other magical transportation. Anyone with Knowledge (arcane) would be aware of this, as does Groogr if/when he rejoins the group. Hence, the trip back to the surface is most safely done via the Tower of Cycadia. If the PCs left behind any opponents on their journey down, such foes are encountered on their ascension.

Episode 6: The Collision of Gambits

Success within their grasp, the party exits the Undercity with the *ebony whetstone*. Unfortunately, the path to Illumina is blocked, as agents of Lady Salamis are poised to exercise their Ladyship's will. Equally unfortunate, the

Palethian has chosen that moment to claim the artifact, thinking it will provide him the power necessary to overcome Israfel.

The Palethian's Endgame

Blinded by the passion instilled from the Grey Stranger, the Palethian is overwrought at its failures. Its inability to enter the citadel was unexpected, and after sacrificing five branded slaves to its defenses, irrefutable. The creature *scryed* for more information, and it was at that moment that it spied the PCs.

Suddenly exhilarated that the companion of *Unhowde on Black* had been located, the Palethian decided to immediately capture it and use the combined power of the two artifacts to slay the Queen's avatar. Knowing most of the restrictions placed upon Israfel by the Oath, the Palethian understands that if her avatar dies the citadel becomes accessible. The plan is fraught with peril, more than most Palethian would ever consider tempting. Driven by the madness of the Grey Stranger, it has accepted this plan in due course.

After pinpointing the access to the Undercity used by the PCs, the Palethian travels to Pyramidal Park and navigates the hedge maze. Much to its surprise, the agents of Divinia were already there awaiting the party. Its scheme confounded, the Palethian attacked the agents, subjugating them with its *dominate* power. Thus enslaved, the agents of Divinia plot with their new master. Impressed with their skills, the Palethian plans to set them against the party, adding its own extreme talents to the battle. Victory should be short in coming.

Ill-fated and deceived, the Palethian serves its unknown master. The Grey Stranger's stratagem is to draw the Palethian into the open by presenting it with fewer and fewer options to achieve victory. Motivated by madness, the creature shall bring *Unhowde on Black* (and the *brand of exile*) within the reach of Mallus, the weapon's true owner. Aware of the machinations of his tools, the Grey Stranger waits only for the final confrontation before releasing Israfel. Abruptly aware of the threat to her position, the Queen takes measure of her current situation and *teleports* to the park to battle the greatest peril of her entire reign.

The final melee begins as soon as the party emerges from the Tower of Cycadia.

You suck the fresh air deep into your lungs. The acrid stink of a burning Penance is sweet to your nostrils after the decay of the depths. Victory near at hand, you exit the Tower of Cycadia and immediately sense something amiss. Several benches are overturned and one is utterly shattered. Turf is torn and rumped as if by the gyrations of heavy feet. A sundered fountain sprays water into the air, while numerous bowers are broken and drooping.

A caw shatters the relative quiet. Before you can act, a single black raven, its feathers slick and iridescent, and lands upon the shoulder of the bearer of the whetstone. Smoothing its wings with a thick beak, it titters as if in amusement and seemingly winks at you. Somehow comforted, you calmly look on as five figures step from concealment. One is a



Black on Black

winged human of divine beauty, accompanied by an orc, a halfling and a ceptu. It is the fifth individual though that captures your attention. Eerily tall, the creature appears to be composed of thick sinews that sprout barbed tentacles that sputter lightning. A forked tail whips back and forth; flashing lightning sparks its shoulders. Its face is vile, a collection of horns, barbs, and a vicious tongue that saws in and out. In its clawed hands rests a sword of infinite darkness – Unhowde on Black.

A voice speaks to your minds, its origin surely from the grotesque giant. "Release the whetstone to me, parasites. Its power will not avail you. Refuse and suffer an eternity of torment as only the Palethian can imagine."

Confronted by enemies beyond their resources, the party has two options—capitulate or fight. If they flee or give the whetstone to the Palethian the raven takes to the air, perching on a fruit tree to watch the spectacle. The Palethian and the dominated agents use their most devastating attacks against the PCs, attempting to kill them. Parties pursuing this course of action are doomed, as the combined might of the NPCs should overwhelm them within mere rounds. After their failure the raven will transform into the Queen and attack the Palethian as detailed below.

However, if the PCs stand firm and refuse to hand over the artifact, the raven will caw frantically and leap at the Palethian, morphing into Israfel. The Palethian is taken aback by this reversal, but quickly sees in it an opportunity, for if it can slay the Queen's avatar it can gain access to the citadel. Mentally ordering the dominated agents to engage the party, the creature raises *Unhowde on Black* and attacks the focus of his madness.

- **Israfel:** 540 hp; see p. 110 of *Oathbound: Domains of the Forge* for complete information regarding the Queen.
- **The Palethian:** 324 hp; see p. 337 of *Oathbound: Domains of the Forge* for complete information regarding this creature.
- **Mysstinal:** 169 hp.
- **Icemaker:** 63 hp.
- **Kræg Mu'kassr:** 117 hp.
- **Naris Quemble:** 99 hp.

Tactics: The agents of Divinia attack in a well-organized manner befitting their status and experience. If forewarned of the party's arrival, Icemaker casts *mage armor*, *minor globe of invisibility*, *shield*, and *stoneskin* upon itself, and *endurance* on Mysstinal. Thereafter, Icemaker hangs back, hurling *frostball*, *sleet storm*, and other damaging spells at the PCs. Mysstinal will begin by using the cone attack from his *horn of blasting*, followed by his *entangle* spell. He then wades into combat, selecting the toughest looking warrior for his special ministrations. Kræg



Mu'kassr quaffs his *potion of haste* and throws his envenomed shurikens until forced into melee. When engaged, he tries to stun his opponents with his handaxe before finishing them off with his fists. Naris Quemble recites *blade barrier* from her scroll, then casts it again, attempting to segregate the party. This is followed by *flame strike*, *slay living*, and *dispel magic*. In no instance will the agents flee or surrender. The dominate power of the Palethian is indissoluble while it lives. If the Palethian is slain, however, the agents of Divinia come to their senses and flee unless prevented from doing so.

During this battle, the Palethian decries its normal abilities and confronts the Queen with *Unhowde on Black*, hoping to wound her and then flee to await her agonizing death. Unbeknownst to the creature, the prohibition against magically assisted travel to and from the hedge maze makes its easy escape impossible. After trying to *teleport without error* the Palethian will be stunned for one round before regaining its composure. At this juncture it commits to a death match with the Queen, exchanging blows that end just as the party has secured victory over the agents of Divinia.

Your foes felled, you turn to the battle of enraged titans. Wielding Unhowde on Black, the Palethian chops at the Queen, sacrificing skill for empowering rage. Hard pressed by the flurry of blows, Israfel retreats, her body pierced several times by the ill-consuming blade. Catching her heel in a fragment of a bench, the Queen stumbles.

Throwing sparks and bolts of cosmic energy the Palethian moves in. The ebon sword flashes down, severing muscle and sinew in the powerful blow.

Dark ichor pours from the gash that immediately festers and streams with yellow humors. Israfel staggers back, her expression a mixture of perplexity and incomprehension. Nodding its head as if laughing, the Palethian swings at the sovereign's neck.

As if by its own accord, the bladed harp of the Queen catches the creature's sword, thrice flicking it aside with disdain. Strengthened from some unseen source, Israfel straightens. Her harp sings, cutting the air like thunder. Metal touches metal in a blizzard for sparks as the godlings struggle for dominion of Penance. Telling strokes fall on the creature, severing tentacles and a hand. Unhowde on Black falls with a dull thud. Screeching in fury the Palethian leaps upon Israfel, and their bodies arching with elemental destruction. With a cry of pain, the Queen heaves off the creature, which falls to the ground. Wheezing and clutching its hemorrhaging stump, the Palethian stares at Israfel, waiting. Returning her assassin's stare, the Queen swings her harp once more, severing its head.

Leaning heavily on her bladed harp, the Queen glances at you and smiles faintly. In an instant she vanishes, leaving you alone with death born of madness.

Admission and Recompense

A search of their opponents finds nothing to attest to their purpose or ultimate intent. Puzzled and devoid of answers, the PCs are suddenly confronted by a familiar face as Marteen Durhause steps into the park. His stooped gait causes him to waddle painfully towards them.

A tight cough catches your attention. Wheeling about you see the familiar form of Marteen Durhause struggle through the hedges. Somehow not out of place in the blood-soaked garden, Durhause shuffles towards you. Sensing the revealing truth, you wait silently until he is standing before you.

Raising his cloth-covered face, the monk speaks, "Born under the correct stars and in the best houses – each a master of the heavens. Yes, you were the best of choices, no doubt. You have fared well past the imaginings of an old man and his lord. Well served and met, gentle mortals. Know that I am called Mallus the astronomer sent to guide your fateful steps. I come to evoke the vow you freely gave and claim my price for assisting you in your efforts.

"Deliver unto me Unhowde on Black and the ebony whetstone, for they must be returned to their truest owner. Deliver also the folio I pressed upon you for its secrets are best left hidden until such time as their revelation is mandated. Do these things and your vows are satisfied, fail and doom shall assail you."

The party may state that Lord Belus is the true owner of the blade. To this Mallus replies that the good lord was but the caretaker, bequeathed the weapon in preparation

for when its truest owner presented himself. Sympathetic PCs may also maintain that they need the whetstone as it is the only cure for the illness affecting the Bloodlords and others.

Not apathetic to their concerns, Mallus says they can have the whetstone to tend to the sick, provided that they heal all those afflicted regardless of political or social barriers, and that the artifact is returned before a single day has passed. If they agree, Mallus asks for the artifacts so that he can attune them. If refused possession of the sword or whetstone, Mallus explains that items of this power cannot reside long in mortal hands. (Do not forget the effect of the *greater oathbind* spell). If they continue to refuse, Mallus informs the party that denying his claim means their death. If still unwilling, Mallus reveals himself as Colopitiron and takes the artifacts, leaving them marked for future punishment.

Mallus grows reticent and still if the two items are placed in his hands. Alter the following text if Mallus was forced to reveal his true identity.

Mallus clutches the artifacts like long lost memories. Slowly expelling his breath he touches them to his face. He shutters, and then gasps. Mesmerized, you watch as Mallus removes the folded cloth from his face. Empty sockets greet you, dull and dark as scars whose cause is forgotten. He shutters again. Limbs thicken with youth as his back straightens and his hair darkens. A pair of black-feathered wings sprouts from his shoulders. Astonishingly, his eye sockets begin to fill, not with eyes, but with a gray, steady light. Mallus is transformed.

He looks at each of you. "To be whole again . . . united with one's self. You know not the emptiness, mortals. Even death is no comparison. You have healed the best hope for freedom, and for that I thank you. The blade and stone are one, though others lie sundered. The sisters of Unhowde on Black rest lost even unto my eyes. Find them and I shall well serve you.

"Go forth, stalwart souls, and free those afflicted by the touch of my blade, for I am its truest owner. Colopitiron I was and am again, the lost member of the Feathered Flock. The designs laid upon you were well crafted, mortals. See to the completion of your mission as best you might. But return the whetstone to me ere the passage of one day."

Without waiting for your reply, Mallus strides into the hedge maze, sword in hand.

Conclusion

Depending upon the action of the party, the final outcome may or may not be covered below. The GM may have to modify various conditions to reflect what actually happened.

Failure

If the PCs die in the ruins or are killed in the final battle, other agents of Belus pick up the sword and finish the fight. As long as they have brought the whetstone to the surface this does not affect the outcome of the battle be-

tween the Queen and the Palethian. Once the battle is over, Mallus takes the stone and heals the PCs, thanking them for their efforts.

If the party is slain in the past or killed before they reach the whetstone, again another party takes up Belus' banner and finishes the adventure. There is also the possibility that without the whetstone the Bloodlords of Penance perish, and the Queen is slain by the Palethian. Should this happen the creature enters the citadel, slays the Queen's true form, and the citadel crumbles to the ground. Penance is thrown into chaos, as the Palethian and others of his kind take over the city. GMs who choose this last option should be forewarned that further *Oathbound* products will not reflect this train of events.

Victorious Outcomes

At the very least, the PCs should be able to retrieve the whetstone and heal the wounds of the afflicted Bloodlords. If this happens, everything else falls into place—the Queen returns, Mallus is given the sword and stone, and the PCs are rewarded by Belus for a job well done. Under no circumstances should the PCs be allowed to keep Unhowde on Black or the ebony whetstone. After she has reformed following her wounds, the Queen may even intercede and take the items from tenacious PCs. It is up to the GM as to whether a punishment for such insolence should be handed out.

In the aftermath, many in Penance will owe their lives to the actions of the PCs. Except for those named in this adventure, the GM is free to determine exactly which Bloodlords have been injured. Depending upon their relationships with various bloodholds; rewards to the party shall vary.

- Parties that have had negative dealings with Bloodlords or individuals have all debts wiped clean. Those exiled from bloodholds are allowed back, but may need to be wary of future dealings.
- If the PCs have not met a particular Bloodlord or individual, they are each given 1,000gp as a reward, and are granted one minor favor (GM's discretion), which expires in one year.
- Bloodlords or individuals who have met and have had neutral dealings with the PCs are presented with a minor magic item (scroll, potion, etc.) or 5,000gp, and a minor favor, which expires in two years.
- PCs that have saved Bloodlords with whom they have favorable dealings (such as Belus) are offered two major magic items, 10,000gp, and a position as a razor or vanguard for that hold.

Continuing Adventures

A number of loose ends have been intentionally left open so that the party may further continue its adventures. Suggestions are provided below.

The Rashers: The tumultuous events in Penance bring the PCs into contact with a diverse assortment of personages. Two groups of competing rashers have been alerted to the actions of the party. They both work contrary to the designs of the PCs, though they possess divergent

reasons for doing so. Each group of NPCs is fully detailed in this adventure. If members of either group manage to survive the adventure, they may develop a lasting grudge for the party.

Rafter Guide: Groogr, as with most members of the knük race, is a sworn servant of the Grey Stranger, the secret lord of the Kiln. Unlike most of his species, Groogr does not don the cowls of the aesthetics or the robes of the scholars. Bred for service beyond the borders of Kiln, Groogr was trained to become a hrwol'ss, a finder of ancient antiquities held precious by the knük. A member of the last knük trade mission to Israfel, Groogr has stayed on in Penance, tasked with the location and acquisition of relics and lore forgotten to current memory. Groogr has become a frequent face in the bloodhold libraries, the Lost City, and the Undercity. He has been quite successful in his duties, accumulating scores of ancient tomes and scrolls, as well as many precious artifacts of historical importance. Groogr knows Mallus, but is not aware he is part of this mission. The knük knows many of the secrets of the Forge, but is sworn to absolute secrecy.

Groogr is currently searching for the *Articles of Peletine*, the primary document detailing the history of the lost city Peletine (see below). The monks believe evidence to the location of *Unhowde on Green* lies in this city. This is Groogr's primary, yet unspoken, goal.

Through weeks of intense research, Groogr has determined that the *Articles of Peletine* were lost in the bloodhold of Filinus millennia ago. He also located the site of the lost bloodhold beneath the Queen's Green. Put off by this discovery, Groogr was mulling his options when news of the party's specific needs reached his ears. The path to Cycadia is reasonably close to that of the lost bloodhold of Filinus. If Groogr can secure the party's commission, he would be able to lead them slightly out of the way and acquire the *Articles of Peletine*.

If the party proves themselves worthy to the knük, Groogr may decide to lead them on a grand quest to the Kiln. Since the party has already successfully served the stranger at least once, they seem trustworthy. If the party does make it to the Kiln, they will meet there with the Grey Stranger, who having broken the oath of bronze, can inform them of the secrets of the Forge, and direct their efforts against the remaining six (gold, red, green, black, white, and silver). Their first mission would likely be to Peletine.

The Articles of Peletine: The Articles of Peletine are a collection of writings by different authors detailing the existence of Peletine, a city along the banks of the Aegis River. Originally a trade center, Peletine grew in power eons ago, becoming a major religious and learning center. The settlement of Peletine succumbed to a spectacular flood that devastated the western plains of Penance, and was completely buried. Lost to the ages, the city has never been found, though rumors of its rich deposits of artifacts and lore resurface at least once a generation. The Articles give a traveler's tale of its architectural and engineering wonders, its culture and laws, and its reliance on unique magic to protect it from the flooding of the Aegis River. It offers illustrations of its known art and a vague map of the city with the locations of important buildings crudely marked.

Most importantly, the Articles of Peletine accurately positions the lost city miles from the current banks of the river. If found and excavated, the bonanza in material wealth alone would be akin to the richest mines of Anvil. Factor in the abandoned magical lore and its value is beyond comprehension. Many powerful entities desire the power Peletine can provide and stop at nothing to procure it.

NPCs & Monsters

All stats for the NPCs and monsters encountered in this adventure are provided here in four separate sections: allies, the two rival parties of rashers, and all others.

Allies

Groogr, male knük Rng8/Rft4: CR 13; Medium-size humanoid (feline); HD 8d10+16 + 4d8+8; hp 108; Init +8; Spd 30 ft.; AC 22, touch 14, flat-footed 18 (+6 shell, +4 Dex, +2 Natural); Atk +16/+14/+13/+13/+11/+6 melee (+3 *short sword* 1d6+5/19-20 (1st, 5th, and 6th attack), +1 *short sword*, 1d6+3/19-20 (2nd attack), and short swords, 1d6+3/19-20 (3rd and 4th attack)), or +13/+8/+3 ranged (1d8/x3, longbow) and +13/+13 ranged (1d4+2/19-20, 2 daggers), or +13/+13/+13/+13/+8/+3 melee (1d4+2, 4 claws) and +8 melee (1d6+1, bite); AL NG; SV Fort +9, Ref +14, Will +8; Str 15, Dex 18, Con 14, Int 12, Wis 14, Cha 13.

Skills & Feats: Animal Empathy +4, Appraise +5, Bluff +5, City Lore +8, Climb +10, Craft (maps) +8, Decipher Script +5, Disable Device +5, Escape Artist +7, Gather Information +6, Hide +8, Intuit Direction +6, Jump +6, Listen +3, Knowledge (arcana) +5, Knowledge (nature) +5, Move Silently +6, Spot +11, Swim +6, Wilderness Lore +6; Blind-Fight, Dodge, Improved Initiative, Mobility, Multidexterity, Track, Weapon Finesse (short sword).

Special Abilities: Favored enemy (1st-undead, 2nd-magical beasts), Depth perception, escape, judge structural integrity, make map, research;

Languages: Common, Dover, Knük.

Prestige Races: Focus of Protection (Shelled).

Gift: Luck of the Cat.

Possessions: +3 *short sword*, +1 *short sword*, longbow, 20 arrows with quiver, *anklets of speed* (as boots of speed), *eyes of the eagle*, *ring of feather falling*, *potion of cure serious wounds* (3), *potion of fly*.

Ranger Spells Prepared (2/1; save DC 12 + spell level): 1st-*detect snares and pits*, *pass without trace*; 2nd-*snare*.

Note: Because of his shell, Groogr takes no damage against area affect spells or attacks (such as *fireballs* or a dragon's breathe weapon) if a successful saving throw is made.

Groogr is the rafter that accompanies the party. His story is explained in "Continuing Adventures."

The Rashers from Arena

This group of rashers, who have often been employed by various Bloodlords for erstwhile tasks, has recently returned from the blood-soaked sands of Arena. The chaos emanating from Penance promises rich rewards if they can find a means to exploit it. This attitude brings them into contact with the PCs, who are marked as competing rashers. Opportunistic and brutal, they are not above assassination, poisoning, or other black-hearted methods to achieve their goals. They will shadow the PCs, allowing

them to uncover important details about the investigation before rushing in to claim the prize.

Skihnel, male nightling Ftr6/Hon4: CR 12; Medium-size humanoid (nightling); HD 3d8+12 + 6d10+24 + 4d10+16; hp 145; Init +6; Spd 20 ft.; AC 27, touch 12, flat-footed 25 (+9 armor, +2 Dex, +6 Natural); Atk +21/+16 melee (+3 *serrated nightling cleaver* 1d10+14/15-20), or +16/+16 melee (2 claws 1d4+6) and +11 melee (bite 1d4+4+poison); AL LE; SV Fort +18, Ref +8, Will +7; Str 22, Dex 14, Con 18, Int 12, Wis 12, Cha 13.

Skills & Feats: Climb +6, Craft (weaponsmithing) +10, Handle Animal +6, Intimidate +8, Jump +5, Listen +5, Ride +7, Spot +5, Swim +0; Cleave, Great Cleave, Improved Critical (nightling cleaver), Improved Initiative, Improved Unarmed Strike, Power Attack, Quick Draw, Weapon Focus (nightling cleaver), Weapon Specialization (nightling cleaver).

Special Abilities: Fell blow +1, poison bite (Fort DC 19, damage 1d4 Str/1d4 Str), precision strike +2, skilled stunt +1, spell-like abilities (2/day-cause fear, lesser darkness, DC 11 + spell level, as 3rd-level sorcerer), Acid resistance 5, darkvision 60 ft., improved defense +2 (slashing), light sensitivity.

Languages: Common, Nightling.

Prestige Races: Focus of the Serpent (Scaled, Fanged).

Gift: Thick Skin.

Possessions: +2 *gnarled mail*, +3 *serrated nightling cleaver*, *amulet of health* +2, *cloak of shade* (new item), *potion of cure moderate wounds* (2), *potion of heroism*, *shirt of resistance* +2 (as cloak).

Skihnel is an aberration of nightling culture and morality. Where his people desire nothing more than for others to perform the physical toil while they administer to their self-gratification, Skihnel is a doer that trusts nothing beyond the lethal reach of his mighty cleaver. Hardened by the fiery sands of Anvil, Skihnel is the leader of his band, a position he holds more from fear than respect. He sees the current unrest of Penance as a unique opportunity to enrich himself by claiming the rewards of the Bloodlords.

Nathyn Bleeth, male human Sor11: CR 11; Medium-size humanoid (human); HD 11d4+44; hp 77; Init +2; Spd 30 ft.; AC 15, touch 13, flat-footed 13 (+2 Dex, +2 *bracers of armor*, +1 *ring of protection*); Atk +7 melee (+2 *shortspear of lightning*, 1d8+2/x3), or +8 ranged (+1 *light crossbow*, 1d8+1/19-20x3); AL NE; SV Fort +10, Ref +8, Will +11; Str 10, Dex 14, Con 18, Int 15, Wis 12, Cha 18.

Skills & Feats: Alchemy +7, City Lore +7, Climb +3, Concentration +16, Knowledge (arcana) +7, Scry +12, Spellcraft +14, Spot +3; Combat Casting, Craft Arms and Armor, Craft Wand, Scribe Scroll, Silent Spell.

Languages: Common, Dover, Faust.

Gift: Greater Wild Talent (earned; can cast *see invisibility* 3/day as an 11th level spellcaster), Wild Talent (can cast *true strike* 3/day as an 11th level spellcaster).

Possessions: +2 *shortspear of lightning* (34 charges, new item), +1 *light crossbow*, *amulet of health* +4, *bracers of armor* +2, *cloak of resistance* +3, *ring of protection* +1, *potion of cure serious wounds* (2).

Spells Known (6/7/7/7/7/4; save DC 14 + spell level): 0-dancing lights, daze, detect magic, ghost sound, mage hand, open/close, read magic, resistance, spider climb; 1st-charm person, detect secret doors, identify, mage armor, magic missile; 2nd-invisibility, Israfil's grace, acid arrow, mirror image, web; 3rd-dispel magic, fireball, fly, hold person; 4th-enervation, improved invisibility, stoneskin; 5th-cone of cold, hold monster.

Bleeth loves the Forge, as it was not until his arrival that he truly began to explore his mystical potential. Originally from a world that shunned magic and all who possessed the talent for it, Bleeth was ecstatic to discover that his new home cherished those with the gift, even venerated them. Freed of the shackles of his past, Bleeth began to explore his powers. His yearnings turned to cravings, and soon the gifts he had denied for so long were used against anyone who tried to stop him. His partnership with the others of his band has permitted him even more exercise, honing his talents to a homicidal edge.

R'doon, female faust Rog5/Asn3: CR 11; Medium-size humanoid (goblinoid); HD 10d8+20 + 5d6+10 + 3d6+4; hp 132; Init +11; Spd 40 ft.; AC 28, touch 19, flat-footed 21 (+7 Dex, +9 Natural, +2 *bracers of armor*); Atk +17/+12 melee (+2 *sneak attack morningstar* 1d8+6), or +15/+15 melee (2 claws, 1d8+4) and +10 melee (bite, 2d4+2); AL NE; SV Fort +7 (+8 versus poison), Ref +19, Will +11; Str 18, Dex 24, Con 14, Int 12, Wis 14, Cha 8.

Skills & Feats: Appraise +6, Balance +8, Climb +9, Decipher Script +6, Disable Device +6, Disguise +7, Hide +27, Intuit Direction +7, Jump +9, Listen +10, Move Silently +17, Open Lock +10, Search +8, Spot +7, Swim +7, Use Magic Device +3; Dodge, Improved Initiative, Mobility.

Special Abilities: Death attack, poison use, sneak attack +5d6, Darkvision 60 ft., evasion, +2 luck bonus to saves versus magical detection, uncanny dodge.

Languages: Common, Faust.

Prestige Races: Focus of the Shadow (Shadow).

Gift: Sneaky.

Possessions: +2 *sneak attack morningstar*, *bracers of armor* +2, *cloak of elvenkind*, *headband of intellect* +2, *ring of invisibility*, *potion of haste*, *potion of hiding*.

Assassin Spells Prepared (2/1; save DC 11 + spell level): 1st-ghost sound, spider climb; 2nd-alter self.

R'doon's Spellbook: 1st-change self, ghost sound, obscuring mist, spider climb; 2nd-alter self, pass without trace.

R'doon is a veteran of life on the Forge. Seeded as a young child, she quickly learned to adapt to her new environment, often at the expense of others. No personal qualms ever rose from her actions. After all, when presented with a life or death choice there can be but one answer. Over the years, this rationalization has broadened, encompassing theft, deception, and murder for personal gain. No longer in perpetual fear of immediate death, R'doon has set her sights on larger prizes and dreams of making the perfect haul.

Redriver, male haze Ftr9: CR 10; Medium-size humanoid (haze); HD 9d10+36; hp 103; Init +6; Spd 30 ft.; AC 20, touch 12, flat-footed 18 (+8 armor, +2 Dex); Atk +17/+12 melee (+2 *acid burst claymore*, 1d12+9/17-20), or +11/+6 ranged (longbow, 1d8+4/x3), or +14/+14 (2 claws, 1d4+5) and +9 (bite, 1d6+2); AL NE; SV Fort +10, Ref +5, Will +5; Str 20, Dex 14, Con 19, Int 11, Wis 10, Cha 13.

Skills & Feats: Climb +5, Jump +5, Listen +2, Spot +3, Swim +1; Cleave, Combat Reflexes, Expertise, Improved Critical (claymore), Improved Initiative, Iron Will, Power Attack, Weapon Focus (claymore), Weapon Specialization (claymore).

Special Abilities: Mindsight, +2 saves versus illusions, telepathy

Languages: Common (comprehend only).

Gift: Ability Boost-Constitution.

Possessions: +2 *acid burst claymore*, +3 *breastplate*, *boots of spider climbing* (as slippers), *potion of cure serious wounds* (2), *potion of heroism*, *mighty composite longbow* (+4).

Redriver, a name bestowed by his peers for the carnage he leaves in battle, was seeded from a militaristic world where power is law. He has adjusted well to his new home, basking in the crimson glory of war and the renown it brings. This is his first journey to Penance, and the city is not to his taste. Its laws are too confining, binding his natural urges to end discussions with flashing steel. The red sands of Anvil call to him, but Skihnel insists that battle and trophies will be had aplenty if they but wait. Redriver is willing to wait. Trophies are good, but battle is better.

Agents of Lady Salamis of Divinia

Sponsored by Lady Salamis of Divinia as a foil to Lord Belus' attempts to save his champion, this band of rashers are cunning, heartless, and as cold-blooded as the woman they serve. Postulating that the current proceedings in Illumina can afford great benefits to the faithful of Yamir, Lady Salamis has appointed her best available agents to make it come to pass. They are charged to stop all attempts to assist Lord Belus or any other of the afflicted personages. This group will track the party wherever they go, striking only when circumstances present an overwhelming chance of success. Should the PCs acquire the items necessary to save Molstad, they will attempt to collect them, to be used by Lady Salamis as power tokens in her bid against the other Bloodlords.

Mysstinal, male fallen hound archon Ftr5/Rgr5: CR 13; Medium-size outsider; HD 6d8+18 + 5d10+15 + 6d10+18; hp 169; Init +2; Spd 30 ft., 40 ft. (canine form); AC 25, touch 14, flat-footed 23 (+7 armor, +2 Dex, +4 Natural, +2 ring of protection); Atk +23/+18/+13/+8 melee (2d6+8/15-20, +3 greatsword) and +14 melee (1d8+3, bite), or +19/+14/+9/+4 (1d6+1/x3, +1 icy burst shortbow), or +19 melee (1d8+3, bite) and +14/+14 melee (1d4+1, 2 claws); AL NE; SV Fort +13, Ref +7, Will +8; Str 17, Dex 14, Con 16, Int 10, Wis 15, Cha 13.

Skills & Feats: Climb +3, Hide +6*, Intuit Direction +6, Jump +3, Listen +6, Move Silently +1, Spot +2, Swim -5, Wilderness Lore +6*; Blind-Fight, Expertise, Improved Critical (greatsword), Improved Initiative, Power Attack, Track, Weapon Focus (greatsword), Weapon Specialization (greatsword). *Mysstinal gains a +4 circumstance bonus to Hide and Wilderness skill checks when in canine form.

Special Abilities: Favored enemy (1st-celestials, 2nd-aberrations), Aura of repulsion, message (at will, as 6th-level sorcerer), SR 6, scent, alternate form (any nonmagical canine form).

Languages: Celestial, Common.

Gift: Ability Boost-Constitution (earned), Ability Boost-Strength.

Possessions: +3 keen greatsword, +1 icy burst shortbow, 20 arrows with quiver, +2 chain shirt of minor fortification, horn of blasting, healing ointment, ring of protection +2, rope of climbing.

Ranger Spells Prepared (1; save DC 12 + spell level): 1st-entangle.

Mysstinal was once the servant of a god of woodland animals, the kind protector of faun and fowl. His greatest passion was taking canine form and roaming the wilds of his Lord's domain, basking in the light of supreme glory. Then the pull came. Lost were the glen and vale, replaced with a tortured land of dark nature. Some called it Wildwood, Mysstinal just called it Hell. Bereft of his ability to take hound form and swollen with feelings of abandonment, the celestial turned away from the light, eventually seeking solace in the hunt, the kill, the blood. His deliver-

ance came when he encountered Lady Salamis of Penance. Her words filled his soul with new purpose, and it was this vision that had him swear undying loyalty to her and her plans. The current unrest in the bloodholds is proof that her time of dominance is coming. Mysstinal can already taste the blood.

Icemaker (Zipheellee), carrier ceptu Wiz9: CR 10; Medium-size aberration; HD 9d4+36; hp 63; Init +2; Spd 30 ft., swim 40 ft.; AC 17, touch 17, flat-footed 15 (+2 Dex, +3 bracers of armor, +2 ring of protection); Atk +11 melee (1d6+1 +1d6 cold, +2 frost club), or +9 melee (1d6, acid sting), or +9 melee (1d6+2 +1d6 cold, +2 frost club) and +2 (1d4/19-20, dagger) and +7 melee (1d6, acid sting), or +7 (1d8+2 +1d6 cold/19-20, +2 cold light crossbow); AL LN; SV Fort +7, Ref +5, Will +9; Str 8, Dex 15, Con 18, Int 20, Wis 16, Cha 11.

Skills & Feats: Alchemy +15, City Lore +7, Concentration +14, Craft (painting) +15, Knowledge (arcana) +15, Scry +15, Spellcraft +15, Spot +6, Swim +6; Ambidexterity, Combat Casting, Empower Spell, Scribe Scroll, Spell Penetration, Two Weapon Fighting

Languages: Aquan, Asherake, Ceptu, Common, Dover, Lunar, Silver.

Special Abilities: Spells, 360-degree vision (cannot be flanked), hover, immune to Intelligence damage, summon familiar, telekinesis (16 lbs., range 90 ft.).

Prestige Races: Focus of the Cockroach (Dual Brained).

Gift: Cheat Death (earned).

Possessions: +2 frost club, +2 frost light crossbow, dagger, 20 bolts with quiver, amulet of health (+4), bracers of armor +3, decanter of endless seawater (as decanter of endless water), necklace of fireballs (Type IV), ring of blinking, ring of protection +2, ring of spell storing (frostball, ice storm, sleet storm), ceptu sling, spellbook.

Wizard Spells Prepared (4/6/5/4/4/3; save DC 15 + spell level): 0-detect magic, flare, mage hand, ray of frost; 1st-chill touch, feather fall, mage armor, magic missile, shield, spider climb; 2nd-cold sphere (as flaming sphere) (2), endurance, acid arrow, hideous laughter; 3rd-dispel magic, frostball (as fireball), fly, sleet storm; 4th-ice storm, minor globe of invulnerability, scrying, stonesskin; 5th-cone of cold, empowered frostball, teleport.

Spellbook: 0-arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance; 1st-chill touch, color spray, feather fall, mage armor, magic missile, shield, shocking grasp, spider climb, true strike; 2nd-cold sphere (as flaming sphere), endurance, acid arrow, locate object, resist elements, hideous laughter, web; 3rd-dispel magic, fireball, frostball (as fireball), fly, ice arrow (as flame arrow), hold person, sleet storm; 4th-fire shield, ice storm, minor globe of invulnerability, scrying, stonesskin, wall of ice; 5th-cone of cold, feeblemind, hold monster, teleport, wall of force.

Upon reaching carrier status, Zipheellee was appointed to the court of Lady Salamis with instructions to open a diplomatic dialogue and inform Nydaria of the state of the bloodhold. Graciously received, Zipheellee was allowed access to areas normally restricted to foreigners, often in the personal company of Lady Salamis, who would speak plainly of her faith and the vision for Divinia. Unbeknownst to Zipheellee's superiors, their agent fell under the influence of Lady Salamis, becoming a true convert to her cause and purpose. Acting now as a double agent, Zipheellee works endlessly to promote Divinia's claim over the entirety of Penance. As yet, the masters of Nydaria are unaware of the turning of their agent, a secret Lady Salamis deeply prizes.

Krąg Mu'kassr, male orc Ftr6/Mnk6: CR 12; Medium-size humanoid (orc); HD 6d10+18 + 6d8+18; hp 117; Init +6; Spd 50 ft.; AC 22, touch 22, flat-footed 19 (+1 monk bonus, +2 Dex, +3 Wis, +4 bracers of armor, +2 ring of protection); Atk +15/+10 melee (1d6+5/x3, +2 stunning handaxe), or +17/+14 melee (1d8+8, +3 martial gloves), or +12/+7 ranged (1, shuriken + poison); AL LE; SV Fort +10, Ref +9, Will +7; Str 16, Dex 15, Con 16, Int 12, Wis 17, Cha 7.

Skills & Feats: Balance +7, City Lore +4, Climb +10, Craft (trapmaking) +7, Concentration +7, Escape Artist +6, Hide +7, Jump +12, Listen +7, Move Silently +7, Spot +3, Swim +3, Tumble +7; Combat Reflexes, Deflect Arrows, Dodge, Improved Initiative, Improved Trip, Lightning Reflexes, Mobility, Quick Draw, Spring Attack, Stunning Fist, Weapon Focus (unarmed strike), Weapon Specialization (unarmed strike).

Special Abilities: Flurry of blows, poison (Fort DC 20, damage 1d6 Str/1d6 Str), stunning attack, unarmed strike, Darkvision 60 ft., evasion, light sensitivity, purity of body, slow fall (30 feet), still mind.

Languages: Common, Dover, Orc.

Possessions: +2 stunning handaxe, +3 martial gloves, 40 shuriken, single bandolier of venom (new item), bracers of armor +4, ring of protection +2, potion of haste, potion of cure serious wounds (3).

Krąg Mu'kassr is a most unique rasher, one actually native to Anvil. Several years ago Mu'kassr, weary of his chieftain's ailing rule, strangled him and attempted to usurp the throne. During the bloody conflict Mu'kassr and his followers were defeated and forced to endure the Windrage. At deepest dark, after being beaten and ritualistically sliced with ceremonial knives, they were taken to a gorge and thrown over. On the brink of his death, Mu'kassr broke free of his executioners, tossing two to their doom. He escaped in the confusion, eventually finding himself in Penance, in the bloodhold of a ruler he has only dreamed of becoming. Impassioned, Mu'kassr is a ardent follower of Lady Salamis, forsaking all duty save hers.

Naris Quemble, female halfling Clr11 of Yamir: CR 11; Medium-size humanoid (halfling); HD 11d8+33; hp 99; Init +3; Spd 20 ft.; AC 22, touch 14, flat-footed 19 (+8 armor, +3 Dex, +1 size); Atk +11/+6 melee (1d6+3, +2 soul burner light mace), or +13/+13 ranged (1d8+3/19-20, +1 speed light crossbow with +2 bolts); AL LE; SV Fort +11, Ref +7, Will +13; Str 12, Dex 17, Con 16, Int 12, Wis 20, Cha 15.

Skills & Feats: Climb +1, Concentration +14, Heal +12, Hide +5, Innuendo +9, Jump +1, Knowledge (religion) +7, Listen +7, Move Silently +3, Sense Motive +9, Spellcraft +8, Spot +5, Swim -5; Combat Casting, Point Blank Shot, Precise Shot, Rapid Shot.

Languages: Common, Halfling.

Special Abilities: Mesmerize, spells, +1 thrown missile attack bonus, Immune to charm effects, rebuke undead, +4 saves versus compulsion, +6 saves versus fear, spontaneous casting

Prestige Races: Focus of the Mind (complete).

Gift: Mesmerizing (earned), Zealous (Knowledge and Law domains).

Possessions: +2 soul burner light mace (8 soul capacity, 8 souls absorbed), +1 speed light crossbow, 15 +2 bolts with quiver, +2 holy robes, +2 small wooden shield, potion of cure serious wounds (4), scroll: heal, scroll: blade barrier, scroll: heal (2).

Domains: Knowledge, Law.

Cleric Spells Prepared (6/7+1/5+1/5+1/4+1/3+1/1+1; save DC 15 + spell level; domain spells cast as a 12th level cleric): 0- create water, detect magic, guidance, mending, read magic, resistance (2); 1st-bane, bless, comprehend languages, detect secret

doors*, divine favor, entropic shield, magic weapon, shield of faith; 2nd-bull's strength, calm emotions*, endurance, enthrall, find traps, hold person; 3rd-bestow curse, clairsentience/clairvoyance*, dispel magic, invisibility purge, searing light, stone shape; 4th-death ward, divine power, freedom of movement, order's wrath*, restoration; 5th-dispel chaos*, flame strike, righteous might, slay living; 6th-blade barrier, find the path*. * Denotes a domain spell.

Naris Quemble has dwelt in Penance nearly her entire life, pulled as an infant wrapped in her mother's arms. A restless child, she would wander the churning streets of Penance, devouring every new sight, memorizing every new sound. Eventually Quemble found herself listening to the passionate words of a cleric of Yamir. Quemble was fascinated. Rooted motionless, she listened for hours until, after the man had finished, he approached her. Taking her hand with a smile, he wordlessly led her to her destiny in Divinia. There Quemble forgot her mother, her friends, her life—everything was replaced by the words and edicts of Lady Salamis. She serves as an extension of her Lady's will, ever seeking to convert the misguided or punish the unrepentant.

Other NPCs and Monsters

Episode 1:

Faust Looter, male faust Rog8: CR 11; Medium-size humanoid (goblinoid); HD 8d6+24; hp 60; Init +11; Spd 40 ft.; AC 25, touch 15, flat-footed 20 (+4 armor, +5 Dex, +6 Natural); Atk +11/+6 melee (1d6+5, +2 sneak attack short sword), or +9/+9 melee (1d8+3/19-20, 2 claws) and +4 melee (2d4+1, bite), or +11 ranged (1d8/x3, light crossbow); AL NE; SV Fort +5, Ref +11, Will +2; Str 16, Dex 20, Con 16, Int 12, Wis 10, Cha 12.

Skills & Feats: Appraise +11, Bluff +11, Climb +23, Intimidate +11, Jump +13, Listen +14, Move Silently +15, Search +11, Spot +10, Swim -3, Tumble +15; Dodge, Improved Initiative, Mobility.

Special Abilities: Sneak attack +4d6, Darkvision 60 ft., evasion, uncanny dodge.

Languages: Common, Faust.

Possessions: +2 leather, +2 sneak attack short sword, light crossbow, 10 bolts with quiver, potion of haste, ring of climbing.

Nightling Looter, male nightling Rog 5: CR 7; Medium-size humanoid (nightling); HD 5d6+15; hp 37; Init +3; Spd 30 ft.; AC 18, touch 13, flat-footed 15 (+2 armor, +3 Dex, +3 Natural); Atk +8 melee (1d6+5/19-20, +1 short sword), or +6 ranged (1d4+4/19-20 dagger); AL NE; SV Fort +4, Ref +7, Will +1; Str 18, Dex 16, Con 16, Int 10, Wis 10, Cha 11.

Skills & Feats: Balance +9, Climb +10, Disable Device +6, Hide +9, Intimidate +6, Jump +10, Listen +6, Move Silently +9, Open Lock +9, Spot +6; Dodge, Improved Initiative.

Special Abilities: Sneak attack +3d6, spell-like abilities (2/day-cause fear, lesser darkness, DC 10 + spell level, as 3rd-level sorcerer), Darkvision 60 ft., evasion, light sensitivity, uncanny dodge.

Languages: Common, Nightling.

Possessions: Leather, +1 short sword, 5 throwing daggers, potion of cure moderate wounds.

Picket Vanguard, male human Ftr8: CR 8; Medium-size humanoid (human); HD 8d10+24; hp 84; Init +6; Spd 20 ft.; AC 22, touch 13, flat-footed 19 (+9 armor, +3 Dex); Atk +14/+9 melee (1d8+7/17-20, +2 longsword), or +12/+7 ranged (1d6+1/x3, +1 shortbow); AL NG; SV Fort +9, Ref +5, Will +2; Str 17, Dex 16, Con 16, Int 10, Wis 11, Cha 14.

Skills & Feats: Climb +1, Handle Animal +5, Jump +1, Ride +5, Sense Motive +2, Spot +4, Swim -8; Blind-Fight, Cleave, Dodge, Improved Critical (longsword), Improved Initiative,

Point Blank Shot, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Special Abilities: Poison

Languages: Common.

Possessions: +1 breastplate, +1 large steel shield, +2 longsword, +1 shortbow, 20 arrows with quiver, *potion of cure moderate wounds* (2), blue whinnis poison (2).

Picket Guard, male human Ftr4: CR 4; Medium-size humanoid (human); HD 4d10+8; hp 38; Init +6; Spd 20 ft.; AC 19, touch 12, flat-footed 17 (+7 armor, +2 Dex); Atk +9 melee (1d8+6/17-20, +1 longsword), or +6 ranged (1d6/x3, shortbow); AL NG; SV Fort +6, Ref +3, Will +1, Str 17, Dex 15, Con 15, Int 10, Wis 11, Cha 12.

Skills & Feats: Climb +1, Jump +1, Spot +3, Swim -5; Dodge, Improved Critical (longsword), Improved Initiative, Point Blank Shot, Weapon Focus (longsword), Weapon Specialization (longsword).

Special Abilities: Poison.

Languages: Common.

Possessions: Breastplate, large steel shield, +1 longsword, shortbow, 20 arrows with quiver, *potion of cure moderate wounds*, blue whinnis poison (2).

Yamir Fighter, male human Ftr7: CR 7; Medium-size humanoid (human); HD 7d10+21; hp 73; Init +6; Spd 20 ft.; AC 21, touch 12, flat-footed 19 (+9 armor, +2 Dex); Atk +13/+8 melee (1d8+7/17-20, +2 longsword), or +9 ranged (1d8/19-20, light crossbow); AL LE; SV Fort +8, Ref +4, Will +2, Str 17, Dex 15, Con 17, Int 12, Wis 11, Cha 12.

Skills & Feats: Climb +7, Jump +7, Spot +2, Swim +2; Cleave, Dodge, Improved Critical (longsword), Improved Initiative, Mobility, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Languages: Common, Dover.

Possessions: +1 Breastplate, +1 large steel shield, +2 longsword, light crossbow, 20 bolts with quiver, *potion of cure serious wounds*, *potion of haste*, *potion of heroism*.

Yamir Wizard, female human Wiz9: CR 9; Medium-size humanoid (human); HD 9d4+36; hp 63; Init +5; Spd 30 ft.; AC 21, touch 21, flat-footed 20 (+1 Dex, +4 bracers of armor, +2 ring of protection, +4 spells); Atk +5 melee (1d4+1/19-20, +1 dagger); AL LE; SV Fort +9, Ref +6, Will +9, Str 10, Dex 13, Con 18, Int 18, Wis 13, Cha 12.

Skills & Feats: Alchemy +16, Concentration +14, Knowledge (arcana) +16, Knowledge (religion) +12, Spellcraft +16, Spot +10; Brew Potion, Combat Casting, Craft Wand, Dodge, Improved Initiative, Mobility, Scribe Scroll, Spell Penetration.

Languages: Asherake, Common, Dover, Dwarf, Elf.

Possessions: +1 dagger, bracers of armor +4, ring of protection +2, cloak of resistance +2, wand of lightning bolts (9th level, 35 charges), wand of fireballs (9th level, 23 charges), *potion of cure serious wounds*.

Wizard Spells Prepared (4/5/5/4/3/1; save DC 14 + spell level): 0-flare, open/close (2), resistance; 1st-charm person, mage armor (cast), magic missile (2), shield (cast); 2nd-blur (cast), endurance (cast), Melf's acid arrow (2), web; 3rd-dispel magic, fly, hold person (2); 4th-ice storm, polymorph other, stonesskin (cast); 5th-dominate.

Spellbook: 0-arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance; 1st-charm person, color spray, feather fall, mage armor, magic missile, message, obscuring mist, reduce, shield, spider climb, true strike; 2nd-blur, bull's strength, cat's grace, darkness, endurance, invisibility, acid arrow, protection from arrows, rope trick, web; 3rd-dispel magic, fireball, fly, flame arrow, hold person, lightning bolt, sleet storm, stinking cloud; 4th-bestow curse, fear, ice storm, polymorph other, stonesskin, wall of fire; 5th-cone of cold, dominate, teleport, wall of force.

Note: The following spells are in play when the wizard is encountered: *blur*, *endurance*, *mage armor*, *shield*, and *stonesskin*.

Episode 2:

Library Thug, male human Ftr6/Vig4: CR 10; Medium-size humanoid (human); HD 10d10+30; hp 105; Init +7; Spd 30 ft.; AC 22, touch 13, flat-footed 19 (+9 armor, +3 Dex); Atk +20/+15 melee (1d8+9/19-20 x3, +2 serrated battleaxe), or +16/+11 ranged (1d6+4/x3, handaxe); AL NE; SV Fort +12, Ref +9, Will +4; Str 19, Dex 16, Con 17, Int 10, Wis 9, Cha 11.

Skills & Feats: City Lore +3, Climb +9, Intimidate +4, Jump +8, Search +4, Spot +3, Swim +2; Blind-Fight, Combat Reflexes, Dodge, Great Fortitude, Improved Critical (battleaxe), Improved Initiative, Iron Will, Lightning Reflexes, Weapon Focus (battleaxe), Weapon Specialization (battleaxe).

Special Abilities: Heal self, reflexive awareness, sense attack, SR 15, uncanny dodge.

Languages: Common.

Possessions: +2 chain shirt, +2 small steel shield, +2 battleaxe, 2 handaxes, *potion of cure moderate wounds*, *potion of heroism*.

Episode 3:

Glacier Beast: CR 12; Huge magical beast; HD 1dd10 + 160; hp 280; Init +5; Spd 50 ft.; AC 21, touch 9, flat-footed 20 (-2 size, +1 Dex, +12 Natural); Atk +29 melee (3d8+15, 2 claws) and +24 melee (3d10+7, bite), or +29 melee (3d12+15, ram), or +15 ranged (2d8+15, throw); Face/Reach 10 ft. by 20 ft./10 ft.; AL N; SV Fort +20, Ref +13, Will +6; Str 40, Dex 12, Con 30, Int 6, Wis 12, Cha 8.

Skills & Feats: Hide +3, Listen +7, Spot +8, Wilderness Lore +6; Alertness, Cleave, Improved Initiative, Power Attack, Track.

Special Abilities: Improved grab, throw, trample, Cold subtype, damage reduction 5, half damage from small and bludgeoning weapons, scent, SR 20.

Episode 4:

Cavernivore: CR 10, Huge Magical Beast; HD 12d10+96; hp 160; Init +5; Spd 40 ft., climb 10 ft.; AC 19 (-2 size, +1 Dex, +12 Natural); Atk Bite +22 melee (3d12+12), 2 claws +20 melee (2d6+6); Face/Reach: 10 ft. by 20 ft./10 ft.; AL: N; SV: Fort +16, Ref +9, Will +3; Str 34, Dex 12, Con 26, Int 5, Wis 8, Cha 13

Skills & Feats: Hide +8, Listen +12, Move Silently +2, Spot +2, Improved Initiative, Multiattack, Power Attack. (see *Minions* for further details).

Special Abilities: Luminescence

Judges of Cycadia, ruin zombies (5) male human Ftr5/Rog2:

CR 7; Medium-size humanoid (human); HD (6d12)+(5d10)+(2d6)+7; hp 99; Init +5 (+1 Dex, +4 Impr Init.); Spd 30ft; AC 22, flatfooted 20, touch 11 (+1 Dex, +5-+2 Chain, +4 Natural); Atk Crossbow, Light +7/+2 (1d8 19-20/x2 Carried), +2 Longsword +9/+4 (1d8+2 19-20/x2); AL: NE; SV: Fort +5, Ref +7, Will +1; Str 15, Dex 13, Con -, Int 14, Wis 11, Cha 10

Skills and Feats: Balance +2, Climb +3, Hide +6, Jump +4, Listen +6, Move Silently +6, Search +3, Spot +5, Tumble +3; Alertness, Dodge, Improved Initiative, Lightning Reflexes, Power Attack, Quick Draw, Weapon Focus (longsword)

Special Abilities: Evasion (Ex), Sneak Attack +1d6; undead, wrack immunities.

Languages: Common

Possessions: Crossbow bolts (10), light crossbow, +2 chain shirt, +2 longsword.

Lord Zenonelis (ruin zombie), male human Rog5/Ftr4: CR 9; Medium size humanoid (human); HD (6d12)+(5d6)+(4d10)+18; hp 122; Init +9 (+5 Dex, +4 Imp Init.); Spd 30ft; AC 25, flatfooted 15, touch 15 (+5 Dex, +4 Natural, +6 Banded mail); Atk: +13/+8 melee (1d6+2/16-20 x2, +3

rapier of wounding); AL: LE; SV: Fort +7, Ref +10, Will +5; Str 14, Dex 20, Con -, Int 16, Wis 13, Cha 15
Skills and Feats: Appraise +7, Balance +10, Bluff +8, Climb +8, Craft (blacksmithing) +6, Diplomacy +10, Disable Device +5, Forgery +6, Gather Information +5, Intimidate +7, Intuit Direction +3, Jump +5, Knowledge (Architecture and Engineering) +7, Knowledge (History, Penance) +7, Knowledge (Local, Penance) +7, Knowledge (Nobility and Royalty) +6, Move Silently +8, Open Lock +9, Pick Pocket +9, Search +7, Spot +7, Use Rope +8; Alertness, Blind-Fight, Dodge, Endurance, Improved Critical (Rapier), Improved Initiative, Iron Will, Weapon Focus (Rapier)
Languages: Common
Special Abilities: Evasion (Ex), Sneak Attack +3d6, Uncanny Dodge (Dex bonus to AC); undead, wrack immunities.
Possessions: +2 *rapier of wounding*, banded mail armor, *circlet of blasting* (minor), *ring of spell turning*, 2 daggers, diamond necklace (2,000gp), the Seal of Cycadia (signet ring, worth 5,000 gp).

Appendix A: Spells & Items

This appendix is designed to provide both players and GM's with new resources for exploring the wrack and the maze. New spells and magic items are provided, as well as number of new mundane items useful for delvers.

New Spells

The following new spells are of particular use for explorers of the ruined areas of Penance.

Analysis

Divination
Level: Bard 2, Sor/Wiz 3
Components: V,S,M
Casting Time: 1 round
Range: Close (25 ft. + 5 ft./2 levels)
Effect: One object
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

This spell is used by sages to determine the approximate ages of ancient artifacts. The spell may only be cast upon a single object at a time, and it does not work on living creatures of any kind. Only man-made objects return results, and the result given is based upon when the object was crafted, not when its materials were formed. The spell cannot read beyond a million years; anything older returns a result of one million plus.

Material Components: A piece of charcoal

Box of Force

Evocation
Level: Sor/Wiz 5, Clr 5
Components: V,S,M
Casting Time: 1 action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: Rectangular box, whose volume is up to 1,000 cu. ft./level
Duration: 1 round per caster level
Saving Throw: None

Spell Resistance:

No
 This spell has an effect similar to a *wall of force* that is open on two opposing sides. This spell is commonly used to reinforce structures that are near collapse so that creatures can pass through dangerous areas. The cube cannot move, it is immune to damage of all kinds, and it is totally unaffected by most spells, including *dispel magic*. However, *disintegrate* immediately destroys it, as does a *rod of cancellation*, a *sphere of annihilation*, and *disjunction*. Spells and breath weapons cannot pass through the "solid" sections of the wall in either direction, although dimension door, teleport, and similar effects can bypass the barrier. It blocks ethereal creatures as well as material creatures. Gaze attacks can operate through the *box of force*. While in effect, if touching both the ceiling and the floor, there is no chance of a collapse in the spell's affected area. This spell can also be used to bypass brief breaks in flooring by creating the *box of force* through an area where the flooring is broken or missing.

Material Components: A cube shaped stone of any type

Confinement Trap

Transmutation
Level: Sor/Wiz 8
Components: V,S,M
Casting Time: 1 full round
Range: Medium (100 ft. + 10 ft./level)
Effect: 1 10 ft. cube per level
Duration: 1 round/level
Saving Throw: Reflex negates
Spell Resistance: Yes

This spell allows you to create one 10 ft. by 10 ft. cube of force per level, which is made of positive energy, and can be used to contain and damage your enemies. Each cube is an immobile prison with solid walls of force.

Creatures within the area are caught and contained unless they are too big to fit inside. No spells or breath weapons can pass in or out of each cube. Teleportation and astral travel provide a means of escape, but the cube extends into the ethereal plane, blocking ethereal travel. While contained, creates within sustain 1d6 +1 per caster level points of crushing damage. Undead creatures caught within the cubes take double damage. Any undead creature that touches one of the cubes sustains 1d10 points of damage.

Like a *wall of force* spell, the confinement trap resists *dispel magic*, but it is vulnerable to *disintegrate*. The cubes can be destroyed by a *sphere of annihilation* or a *rod of cancellation*.

Arcane Material Component: 3,000 gp worth of diamond dust.

Reinforce Structure

Transmutation
Level: Sor/Wiz 2, Clr 2
Components: V,S,M
Casting Time: 1 action
Range: Close (25 ft + 2 ft./level)
Target: 1 location (up to a 10 ft X 10 ft. square per level)
Duration: Instantaneous
Saving Throw: N/A
Spell Resistance: Yes

You cause a weakened section of a structure to be instantly repaired, such as a wall, ceiling, floor, or door. This can be applied to a section that is weakened or has already collapsed. Walls that have already collapsed must have be at least 40% intact for the spell to work. This affects only a flat plain and must be cast again to repair adjoining walls. When cast, the surface takes on its original thickness, hardness, and break DC. After this spell has been cast, the section of wall is essentially rebuilt, although it may be

weakened or demolished again by the same forces that caused the damage in the first place.

Arcane Material Component: a handful of powdered mortar.

Smokeless Fire

Evocation [Fire]

Level: Drd 2, Sor/Wiz 1

Components: V,S

Casting Time: 1 Action

Range: Touch

Effect: 3 ft. circle

Duration: 1 hour/caster level

Saving Throw: None

Spell Resistance: None

The maze is filled with tight corridors with poor ventilation. This spell was developed in order to combat the threat of asphyxiation from smoke inhalation. When cast, a smokeless fire springs from the point indicated on the floor. This fire produces heat as per a normal fire, but does not produce smoke. This can be used for standard cooking needs as well as to burn items. If flammable items are introduced to the flame, they burn. However, burning items brought out of the spell's circle produce smoke. If a creature touches or enters the fire, it sustains 1d4 points of damage. This spell may only be cast on a flat surface.

Transform Undead

Transmutation

Level: Sor/Wiz 5,Clr 5

Components: V,S,M

Casting Time: 1 full round

Range: Medium (100 ft. + 10 ft./level)

Target: One undead creature

Duration: Permanent

Saving Throw: Fortitude negates

Spell Resistance: Yes

Developed by the Spectral Hand, *Transform undead* acts similar to *Polymorph other*, except that undead creatures are not immune to it. Unlike *Polymorph other*, when an undead creature is transformed, it takes the form of an undead version of the creature it was transformed into. Upon changing, the subject regains lost hit points as if having rested for a day (though this healing does not restore temporary ability damage and provide other benefits of resting for a day; and changing back does not heal the creature further). If slain, the polymorphed creature reverts to its original form, though it remains dead.

This spell is otherwise exactly like *polymorph other*, except that transformed undead are never subject to disorientation. Incorporeal, gaseous, elemental, and construct forms cannot be assumed.

Material Component: a handful of powdered bone.

New Equipment

The following is a list of equipment that is often used in the ruined parts of the city. These supplement the items listed in the PHB, and are common throughout the Forge.

Armor of the Beetle: This armor is similar to full plate, except that it is even heavier and special care has been taken to reinforcing the weak points in armor such as joints and mid-points. The downside is that this limits the range of movement of the wearer slightly. Many rashers braving the maze prefer this armor due to the fact that it increases the chances of surviving any sort of cave-in. While wearing this armor, a character caught in the bury zone of a structural collapse sustains only

1d6 points of damage rather than the standard 3d6, and takes only 1d4 points of damage per round if pinned.

Cost: 2,000 gp.; Armor Bonus: +8; Armor Check Penalty: -8; Arcane Spell Failure: 45%; Speed: 20 ft./15 ft.; Weight: 60 lbs.

Claws of the Weasel: These items fit like gauntlets, and have 6 inch metal claws that can be used both for climbing and for fighting. For combat purposes, they function the same as spike gauntlets. When a character wears these when making a Climb check, he receives a +4 circumstance bonus.

Cost: 5 gp.; Damage: 1d4; Critical: x4; Range Increment: -; Weight: 1 lb.; Type: *Piercing*.

Collapsible Ladder: Those exploring the ruins prefer this type of ladder due to its light weight and the ease with which it can be hauled. The ladder is made of mithral, which decreases the weight of from a standard ladder considerably. When collapsed, the ladder appears to be nothing more than two 4 ft. long poles. As a full-round action, the poles can be split apart; 3 ft. extensions emerge from the top and the bottom of the poles (giving it an overall length of 10 ft.), and rungs slide out and lock into place, allowing a person to use it as a means of ascending or descending walls.

Cost: 5 sp; Weight: 5 lb

Polebarrow: Those who walk through unstable ruins would do well to take along a polebarrow. The design is that of a modified wheelbarrow. It has three wheels instead of two, and long collapsible handles that can extend out to 10 feet. The wheels of the polebarrow are oval in shape, giving the thing a natural bounce as it rolls along, and it is designed to be pushed out ahead of a walker, collapsing any flooring that is unable to support his weight. The pusher fills the barrow with rubble approximating his own weight and stands way back so as not to get caught in a collapse. A tether connects the barrow to the pushers waist, and if the barrow ever falls, its contents will slide out and the tether will stop it from being lost.

Cost: 15 gp; Weight: 10 lb

Quickrock: This useful substance is manufactured by the Trophus Marbleworks in utopia. It is powdered rock, mixed with lime and other ingredients, that can be reconstituted with water. Mixing water with the powder forms a liquid, which can then be poured into a mold. It takes a full day for the substance to harden, at which point it has all the properties of solid granite.

Cost: 2 gp per cubic foot. (50 lbs)

Spike Staff: This staff is a combination between a quarterstaff and crowbar. It has the length of quarterstaff, and has the same traits, such as being a double weapon. The top and the bottom of the staff differ from the traditional quarterstaff, coming to a point and being made of heavy iron. This has two unusual effects. The staff is treated as a masterwork quarterstaff for combat purposes, granting a +1 attack bonus. It also is specifically designed to lever things open and to fit one of the ends into cracks in walls for the purpose of breaking holes in them. This grants the wielder a +5 bonus against the break DCs of all types of wood, masonry, and stone walls.

Cost: 20 gp.; Damage: 1d6/1d6; Critical: x2; Range Increment: -; Weight: 6 lb.; Type: *Bludgeoning*.

New Magic Items

These items are popular with delvers and explorers. Many items in this section are featured in the adventure, "Black on Black."

Bandolier of Venom: Typically favored by monks, rogues, and assassins, these items appear to be normal military-style bandoliers. A single strip of leather, or sometimes two crossed strips, buckles across the user's chest. The front of each strip has ten thick leather loops meant to hold tiny ranged weapons. A single strip bandolier can thus hold ten weapons, while a double strip one can hold twenty. Any item so placed is magically secured to the loop and cannot be removed save by the intent of the wearer. Each time a weapon is removed from the bandolier it is envenomed with a poison unique to that specific bandolier.

The poison is type injury, with a DC = 5 + half the creator's level + ability modifier (of the ability score selected), and does 1d6 initial and secondary damage. The ability score affected is determined during the item's creation and cannot be altered. Different ability scores can be selected for the initial and secondary phase of the poison, though the lowest of the possible DCs is applied to both saves. Envenomed weapons drawn from the bandolier remain poisoned for only a single round. The wearer is immune to the poison produced by the bandolier as long as the item is worn.

Caster Level: 7th; **Prerequisites:** Craft Wondrous Item, *arcane lock*, *poison*; **Market Value:** 50,000gp (single strap), 70,000gp (double strap); **Cost to Create:** 25,000gp + 2,000 XP (single), 35,000gp + 2,800 XP (double); **Weight:** 2 lbs. (single) or 4 lbs. (double).

Cloak of Shade: These neutral gray garments are extremely popular with species that suffer light sensitivity, such as nightlings and orcs. Individuals wearing *cloaks of shade* are protected by a continual *eclipse veil* spell as long as the hood is drawn. The item's protective nature is instantly cancelled if the hood is lowered. For beings with extreme light sensitivity, such as vampires, the cloak affords limited protection of 30 minutes per day. The minutes do not have to be used all at once, but can be split up as required, providing the total time limit is not exceeded for that day.

Caster Level: 3rd; **Prerequisites:** Craft Wondrous Item, *eclipse veil*; **Market Price:** 12,000gp; **Cost to Create:** 6,000 gp + 480 XP; **Weight:** 1 lbs.

Penance Compass: These useful items were designed by and for rafters and explorers. the device looks something like an ordinary compass, except with two extra dials. The compass needle points to the Queen's citadel at all times, and the citadel's distance is also indicated. The third dial shows the compass' distance below the surface of the city. These compasses are used to acquire the radial coordinates of one's position in the city. If taken outside the domain of Penance, the compasses give no reading at all.

Caster Level: 3rd; **Prerequisites:** Craft Wondrous Item, *locate object*; **Market Price:** 12,000gp; **Cost to Create:** 6,000 gp + 480 XP; **Weight:** —

Shortspear of Lightning: This item resembles a common shortspear except for a jagged line of runes running its entire length and a knob of silver at its end. Most *shortspears of lightning* are made from ash or oak, but any material that has been struck by lightning (magical or natural) suffices. These items combine the properties of a +1 shortspear with that of a 5th-level *wand of lightning*. A charge from the shortspear can be expended when the weapon successfully strikes a target, adding the lightning damage to the weapon damage. When the charges are expended, the shortspear loses all magical properties.

Caster Level: 5th; **Prerequisites:** Craft Arms and Armor, *Craft Wand*, *lightning bolt*; **Market Price:** 14,677gp; **Cost to Create:** 7,338gp + 587 XP; **Weight:** 5 lbs.



Appendix B: Monsters

This section gives the game information necessary for playing the new monsters introduced in this book.

Maze Demon

Medium-size Outsider (Demon)

Hit Dice: 10d8+40 (100 hp)

Initiative: +7

Speed: 40 ft.

AC: 32 (+3 Dex, +19 natural)

Attack: 4 Tentacles +15 melee, or 2 claws +15 and bite +10 melee

Damage: Bite 3d6+2, claw 2d6+5, tentacle 2d6+5

Face/Reach: 5 ft. by 5 ft./10 ft.

Special Attacks: Improved Grab, constrict 4d6+5, summon tanar'ri, mind-terrors

Special Qualities: Damage reduction 25/+3, SR 26, tanar'ri qualities

Saves: Fort +11, Ref +10, Will +8

Abilities: Str 21, Dex 16, Con 18, Int 17, Wis 13, Cha 7

Skills: Bluff 7, Concentration 16, Decipher Script 12, Escape Artist 16, Hide 13, Innuendo 10, Intimidate 11, Knowledge (arcana) 13, Scry 15, Sense Motive 11

Feats: Improved Initiative, Power Attack, Cleave

Climate/Terrain: Any land or underground

Organization: Solitary or pair

Challenge Rating: 17

Treasure: Standard items, double goods

Alignment: Always Chaotic Evil

Advancement: 11-15 HD (Medium); 16-25 HD (Large); 26-30 (Huge)

Maze demons, also known as Ch'tinuin, are tanar'ri that prefer to make their homes in labyrinths. They dwell in darkness, and originate from a dark, smoky plane in the Abyss. The lords of darkness seldom use maze demons as soldiers, but they are commonly kept as guardians. It is unknown if these foul creatures were pulled into the Forge by Israfil, or if they came here of their own accord. While there are believed to be many of these living within the maze, they are rarely found throughout the rest of the Forge.

The demon's physical form is vaguely humanoid, though it is hunched over and has a sickly green color. In place of arms, it has four rubbery tentacles that sprout just below the neck. The head bears a humanoid shape, but appears to be featureless, with the exception of six bulging eyes, an enormous maw filled with needle-sharp teeth, and a single horn that juts from its forehead.

Maze demons are known to make alliances with the evil inhabitants, particularly when they are locked in conflict with good-aligned creatures. Occasionally they band together for the soul purpose of securing sections of the maze and killing all who attempt to pass through. Because of the danger they present, nearly all Bloodlords have them tracked down and dispatched whenever they are spotted nearby.

Combat

Improved Grab (Ex): To use this ability, the maze demon must hit a Medium-size or smaller opponent with two or more tentacles in a single round. If it succeeds, it can start a grapple as a free action (without provoking an attack of opportunity). The demon's grapple modifier is 19 (plus 4 for each tentacle used past two). If it gains a hold, it can constrict the victim on the next round.

Constrict (Ex): A maze demon that has a hold on an opponent can choose to constrict instead of attack with the holding tentacle. This deals 4d6+5 points of damage. The constricted creature must succeed at a Fortitude save (DC 19) each round or lose consciousness for as long as it remains in the coils and for 2d4 rounds thereafter.

Mind Haze (Su): Each round the maze demon shoots a ray from one of its eyes that induces *mind haze*. If successful, this spell-like ability reveals the creature's home plane to the target, inducing an immediate reaction of fear and revulsion. If the maze demon hits with a ranged touch attack (at +13), the creature struck is allowed a Fortitude save (DC 18). If the save is failed, the creature takes 1d4 points of Intelligence damage and is stunned for 2d4 rounds. This ability acts as a 5th level spell as cast by a 15th level wizard.

Spell-Like Abilities: At will – *animate dead, bestow curse, chaos hammer, cloudkill, comprehend languages, darkness, desecrate, detect good, detect law, detect magic, inflict serious wounds, magic circle against good (self only), magic weapon, project image, polymorph self, pyrotechnics, see invisibility, shatter, telekinesis, teleport without error (self plus 50 pounds of objects only), unholy aura, and unholy blight*. These abilities are as the spells cast by a 13th-level wizard (save DC 13 + spell level).

Summon Demons (Sp): Once per day a maze demon can attempt to summon 4d10 dretches, 1d4 hezrou, or one nalfeshnee with a 50% chance of success, or one glabrezu or a marilith with a 20% chance of success.

Demonic Qualities:

Immunities (Ex): Tanar'ri are immune to poison and electricity.

Resistances (Ex): Tanar'ri have cold, fire, and acid resistance 20.

Telepathy (Su): Tanar'ri can communicate telepathically with any creature within 100 feet that has a language.

Nightsong Apparition

Medium-Size Undead (Incorporeal)

Hit Dice: 8d12 (72 hp)

Initiative: +5 (+1 Dex, +4 Improved Initiative)

Speed: Fly 30 ft. (perfect)

AC: 18 (+3 Dex, +4 deflection, +1 dodge)

Attacks: Incorporeal touch +7 melee

Damage: Incorporeal touch 1d4 permanent Wisdom drain

Face/Reach: 5 ft. by 5 ft./5 ft.

Special Attacks: Nightsong, Wisdom drain, madness, flame burst

Special Qualities: Undead, incorporeal, +4 turn resistance

Saves: Fort +2, Ref +5, Will +6

Abilities: Str -, Dex 17, Con -, Int 11, Wis 11, Cha 18

Skills: Hide +10, Intimidate +11, Intuit Direction +6, Listen +10, Search +9, Spot +8

Feats: Improved Initiative, Dodge

Climate/Terrain: Any land and underground

Organization: Solitary

Challenge Rating: 7

Treasure: None

Alignment: Always lawful evil

Advancement: 9-24 HD (Medium-size)

Nightsong apparitions are the result of magical experimentation by the Spectral Hand. The necromancers began with an allip as the base monster and modified it to suit their purposes. Its appearance is almost identical to that of the allip, the only major difference being that the nightsong apparition has smoldering, angry red eyes.

Combat

Nightsong apparitions are unable to cause physical harm. Instead they try to force an opponent to follow them so they can lead them to allies that are more physically powerful.

Undead: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage. Immune to effects requiring a Fortitude save, unless such effects target objects.

Incorporeal: Can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armor. Always moves silently.

Flame Burst (Su): Once every 5 rounds, the nightsong apparition is able to attack using a 30 ft. long burst of fire. This causes 8d6+8 points of fire damage. Targets are allowed a Reflex save for half damage (DC 20).

Madness (Su): Anyone targeting the nightsong apparitions with a mind-control or telepathic ability makes direct contact with its tortured mind and takes 1d4 points of temporary Wisdom damage unless a Will save is made (DC 20).

Nightsong (Su): A nightsong apparitions constantly sings a fascinating and eerie song, creating a mesmerizing effect. All sane creatures within 60 feet of the nightsong apparition must succeed at a Will save (DC 20) or be compelled to follow the nightsong apparition for 2d6 rounds. This is a sonic, mind-affecting compulsion, and during the duration, the affected creature cannot take any actions except follow it. Opponents who successfully save cannot be affected by the same Nightsong apparition's *nightsong* for one day.

Wisdom Drain (Su): The apparition drains wisdom with its touch. Those whose Wisdom is reduced to 0 by the nightsong apparition becomes helpless until at least 1 point of Wisdom is restored. The apparition has Weapon Finesse with its touch attacks.

Ruin Zombie

Medium-size Undead

Hit Dice: 6d12 (54 hp)

Initiative: 0

Speed: 20 ft.

AC: 14 (+4 natural)

Attacks: Slam +9 melee

Damage: Slam 1d8+7

Face/Reach: 5 ft. by 5 ft./5 ft.

Special Attacks: Magical fury

Special Qualities: Undead, ruin magic immunity

Saves: Fort +4, Ref +1, Will +7

Abilities: Str 17, Dex 10, Con -, Int 1, Wis 1, Cha 1

Skills: Listen +6, Move Silently +4, Hide +5, Spot +5

Feats: Toughness

Climate/Terrain: Underground (Penance)

Organization: Solitary, or Den (1d6)

Challenge Rating: 6

Treasure: Standard

Alignment: always evil

Advancement: 7-12 HD (Medium-size), 13-18 HD (Large)

A ruin zombie is the animated corpse of someone who has died a horrible death in the Undercity of Penance. Such death would not have been a quick or painless, but one where the victim suffered a ghastly end. This includes, but is not limited to, suffocation, starvation, drowning, torture, and mutilation. The intense anguish felt in the final moments of their life acts as a catalyst for the extraordinary magic of the maze, transforming the deceased to an undead that rises to wreak havoc on the living for which they despise with every fabric of their being. Typically

only humanoid beings become ruin zombies, and leaving the Undercity has no harmful effects on their reanimation.

Combat

More intelligent than the more mundane undead of the Forge, ruin zombies can employ basic tactics in battle. If the zombie is considered of greater ability and experience (see below), such battles are often lethal. Ruin zombies of typical ability commonly use their slam attack in combat, while greater versions of this undead employ weapons that were common to them in life.

Due to the unique properties of their animating magic, ruin zombies are incapable of casting magic of any kind. Sorcerer and wizard spells are lost to a ruin zombie, but magical items, even those only useable by the wizard class, can be operated normally; hence, ruin zombies who were once spellcasters attempt to gather large caches of magical items in which to enact their revenge on the living.

Undead: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Magical Fury (Su): Do to the zombie's inherent magic, its physical attacks receive a +3 enhancement bonus.

Ruin Magic Immunity (Ex): Because a ruin zombie is created by the inherent magics of Penance's Undercity, they are immune to the all harmful magical effects. This includes magical fields, gravitational anomalies, and time distortions. This does not include an anti-magic field, which instantly renders a ruin zombie immobile.

Variant

Anyone of greater skill and ability (more than 7+ levels) becomes a greater ruin zombie. These undead have all of the intelligence and memory they had in life, including all skills and abilities. They cannot advance in levels or memorize magic (see above), but they can fight and use magical items as they did when they were alive. Greater ruin zombies are obsessed with the death of anyone who may have caused their demise, even going so far as to falsely blame anyone for their demise for no reason other than to give them an excuse to kill.

Skeletal Ravagers

Medium-size Undead

Hit Dice: 12d12 (108)

Initiative: +1 (Dex)

Speed: 20 ft.

AC: 25 (+1 Dex, +4 natural, +10 armor)

Attack: +3 bastard sword +21/+16/+11 melee

Damage: +3 bastard sword 1d10+10

Face/Reach: 5 ft. by 5 ft./5 ft.

Special Attacks: Fear Aura, breath weapon

Special Qualities: Ferocious, undead, damage reduction 15/+1, SR 22, turning immunity, darkvision 60 ft.

Saves: Fort +10, Ref +7, Will +12

Abilities: Str 21, Dex 13, Con -, Int 12, Wis 15, Cha 14

Skills: Climb +9, Intimidate +9, Jump +11, Listen +12, Ride +8, Search +5, Sense Motive +8, Spot +15, Swim +10

Feats: Alertness, Armor Proficiency (all), Cleave, Great Cleave, Martial Weapon Proficiency (all), Power Attack, Shield Proficiency, Simple Weapon Proficiency (all), Sunder, Track, Weapon Focus (bastard Sword), Weapon Specialization (bastard Sword)

Climate/Terrain: Any land or underground

Organization: Solitary or pair (2)

Challenge Rating: 13

Treasure: Standard

Alignment: Always Lawful Evil

Advancement: By character class

The skeletal ravagers are a powerful form of undead created by the Spectral Hand. They excel at combat and are the primary defense of the Spectral Hand's stronghold. Skeletal ravagers are the skeletal remains of any sentient being (usually human), and are imbued with powerful negative energy.

Skeletal ravagers appear as lich-like creatures dressed in the same type of armor and clothes worn during life. Its armor and clothes usually show signs of wear and age. If the rib cage is exposed, one can see the source of the creature's breath weapon, which looks like whatever material it spews forth with its breath weapon. A skeletal ravager speaks common and any other languages it knew in life.

Combat

Skeletal ravagers wade into combat with their melee weapons. If they with other skeletal ravagers, it is normal for one to hang in the back firing arrows. If they are in confined quarters, skeletal ravagers typically use their breath weapon against their opponents.

Undead: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage. Immune to effects requiring a Fortitude save, unless such effects target objects.

Fear Aura (Su): Skeletal ravagers are shrouded in foul energies, requiring all within 5 feet of them to succeed at a Will save (DC 16) or be affected as if by a fear spell cast by a 12th level sorcerer.

Ferocious (Ex): Skeletal ravagers are skilled warriors, and receive the attack bonus of a fighter, a good Fort save, and extra combat feats.

Breath Weapon (Su): Each skeletal ravager has 1 of the breath weapons listed below, which must be chosen before the start of combat. Save DCs for breath weapons are all 18. The ravager may use its breath weapon three times per hour.

Fire: The skeletal ravager breathes a cone of fire 40 ft. long, doing 12d6 points of fire damage to every creature caught within the cone. Opponents caught within the cone may make a Reflex save for ½ damage. Characters may catch on fire, as described in the DMG.

Ice: The skeletal ravager breathes a cone of ice shards 40 ft., doing 12d6+12 points of cold damage to every creature caught within the cone. Opponents caught within the cone may make a Reflex save for ½ damage. In the area of the cone, the floor remains icy for 1d4 rounds, during which time creatures passing through it must make 1 balance check per round (DC 15) to avoid falling.

Acid: The skeletal ravager breathes a cone of acid 40 ft., doing 10d6 points of acid damage to every creature caught within the cone. Opponents caught within the cone may make a Reflex save for ½ damage. Characters that fail their Reflex save also sustain 1d4 points of acid damage for 1d6 rounds after the attack unless they take measures to remove the acid from their skin.

Magic items carried: +2 full plate, +3 bastard sword, cloak of resistance +2, boots of speed.

Slag

Huge Aberration

Hit Dice: 10d8 + 40 (105 hp)

Initiative: +4 (+0 Dex, +4 Improved Initiative)

Speed: 5 ft., Climb 5 ft.

AC: 12 (-2 size, +4 natural, +0 Dex)

Attacks: Bite +17/+12 melee

Damage: Bite 4d8+18

Face/Reach: 15 ft. by 15 ft./0 ft.

Special Attacks: Improved Grab, Swallow whole
Special Qualities: Blind, Fire Resistance 10, Fortification
 Hardness 8, Inconspicuous
Saves: Fort +11, Ref +3, Will +9
Abilities: Str 34, Dex 10, Con 19, Int 2, Wis 14, Cha 5
Skills: Listen +4, Move Silently +4, Hide +12, Spot +
Feats: Improved Initiative

Climate/Terrain: Warm and temperate hills, p
 underground

Organization: Solitary

Challenge Rating: 9

Treasure: ½ Standard

Alignment: Always Neutral

Advancement: 11-17 HD (Huge); 18-24 HD (Gargan
 30 HD (Colossal)

The bizarre slag is, in essence, a living pile of rubt creature is a shapeless and boneless mass of rocks tightly together with powerful internal musculatur has no eyes, no limbs, and few internal organs. Sla are creatures of extraordinary patience and laziness Though they can react quickly to prey, they are not fast, and in fact, most never move at all except to chew. Since slags do very little, their bodies are very efficient, and a single meal is enough to last a slag many months, or even years.

Slags spend their time lying about amongst other types of rock. Passing creatures often mistake th as a heap of rubble, and sometimes clamber over them. This is exactly what the slag desires, as it can simply open its mouth, and the creature drops right in. In Penance, slags are most often encountered in the lost city, as they like to feel the suns shining upon them, but are not entirely unknown in the maze. Despite their danger, slags are exceedingly rare, and many experienced rafters have never heard of them. Still, once one encounters a slag, it is difficult to forget it, and the paranoia that creeps into one's daily existence afterwards is enough to make one go back to work at the bakery and forget all about making it rich as an explorer.

Slags are solitary and territorial creatures. They don't like one another's presence, and are almost always encountered alone. Slags reproduce asexually by budding; at a certain age, a section of them grows and then drops off, eventually growing into a full-size clone of its parent. Slags can eat anything, although they can only derive nourish from living, dead, or undead flesh. Slags do not create solid waste, they simply grow larger over time. Sharp rocks within their stomachs grind whatever they eat to a fine grit. Unfortunately this means that no foreign objects can be found within a slag, only the occasional object dropped by a surprised victim can be legitimately called its treasure.

Combat

A slag sits in one place and waits for creatures to walk upon it. It has limited senses, and usually remains entirely motionless until it feels something contact its body; then it strikes. A slag attacks by separating some of its rocks and crushing its prey between them. Once it has crushed a creature, it then draws it into its interior, where the creature is ground up and digested. A slag has no facing, and any part of it can suddenly become its "mouth." It can give limited chase, and may slowly creep up on a creature if it perceives that it has not moved in quite a while. It is very rare to find dead bodies of any size near to a slag.

The key to the slag's success is location. In order to feed, it needs creatures to approach and climb up upon it. Slags favor placing themselves in narrow pathways or in front of portals, thus blocking normal passage. Slags instinctively are drawn to areas where there is existing natural rubble; this helps support the illusion that they are simply the normal result of a common collapse.



Blind (Ex): A slag does not have eyes, and therefore is immune to any effects requiring vision. It can "see" in all directions, however, out to a range of thirty feet through a limited form of echolocation.

Fortification (Ex): Since a slag has few sensitive areas, it has a limited chance of being struck by a critical hit. If a crit is rolled against it, there is a 50 percent chance for the hit to be treated as a normal blow.

Hardness (Ex): Because a slag is made of stone, it has a hardness of 8. Physical damage dealt to it is reduced by 8 points per blow. This is similar to damage reduction, except that it cannot be overcome by magical enchantments.

Inconspicuous (Ex): This creature hides in plain sight; until it moves, characters will assume that it is ordinary rubble. To identify it, a character must use his City Lore skill (or Wilderness Lore, depending on the locale) instead of his Spot skill.

Improved Grab (Ex): To use this ability the slag must hit a large or smaller opponent with its bite attack. If it gets a hold, it can try to swallow the victim. The slag's grapple modifier is +27.

Swallow Whole (Ex): A slag can try to swallow a grabbed creature of large size or smaller by making an additional grapple check. Once swallowed, the creature takes 2d6+6 points of crushing damage plus 2d4+2 points of acid damage per round. A swallowed creature can cut its way out with a slashing weapon by dealing 20 points of damage to the slag's digestive tract (AC 14, hardness applies). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A slag's gullet can hold one large, two medium size, or four small creatures.

Skills: A slag receives a +10 racial bonus to its Hide skill.

Utility Golem

Large Construct

Hit Dice: 25d10 (187 HP)

Initiative: -1 (Dex)

Speed: 20 ft.

AC: 30 (-1 size, -1 Dex, +22 natural)

Attack: 2 metal claws +32

Damage: metal claws 3d8+15

Face/Reach: 5 ft. by 5 ft./10 ft.

Special Attacks: Improved grab, crush

Special Qualities: Construct, magic immunity, damage reduction 50/+3, rust vulnerability

Saves: Fort +8, Ref +7, Will +8

Abilities: Str 40, Dex 9, Con -, Int -, Wis 11, Cha 1

Climate/Terrain: Any land or underground

Organization: Solitary or gang (2-4)

Challenge Rating: 15

Treasure: None

Alignment: Always Neutral

Advancement: 26 – 35 Large, 36 – 60 Huge

The utility golem is constructed similar to the iron golem, with an immense body and enormous limbs. The main difference between the two is the function. While iron golems are normally created for the purpose of attack, protection, or defense, the utility golem is created to excavate large areas, knock down walls, and build new areas from raw materials. They function extremely well in a fight, even though this is not their primary purpose.

The body of the utility golem appears enormous, though somewhat plain looking. The legs and arms are made of solid joined metal, the torso is oval shaped, and the head is round and featureless except for the two eyes and mouth, which are added simply to give it a more human appearance. The arms end in 4 enormous flat fingers that are used manipulating various items.

Combat

When ordered to attack, the utility golem is a powerful foe. Rather than take slam attacks as ordinary golems do, the utility golem tries to hit its enemies with its enormous metal claws. Except as noted below, they function the same as ordinary golems in combat.

Improved Grab (Ex): To use this ability, the utility golem must hit an opponent of up to Large size with both claw attacks. If it gets a hold, it can constrict.

Constrict (Ex): A utility golem deals 3d8+15 points of damage with a successful grapple check (modifier 37) against Large or smaller creatures. The golem can still move but cannot take any attack actions when constricting.

Magic Immunity (Ex): A utility golem is immune to all spells, spell-like abilities, and supernatural effects, except as follows. An electricity effect slows it (as the slow spell) for 3 rounds, with no saving throw. A fire effect breaks any slow effect on the golem and cures 1 point of damage for each 3 points of damage it would otherwise deal. For example, a utility golem hit by a fireball cast by a 5th-level wizard gains back 6 hit points if the damage total is 18. The golem rolls no saving throw against fire effects.

Rust Vulnerability (Ex): The golem is affected normally by rust attacks, such as that of a rust monster or a rusting grasp spell.

Construction

The golem costs 120,000 gp to create, which includes 2,000 gp for the body. Assembling the body requires a successful Craft (armorsmithing or weaponsmithing) check (DC 20). The creator must be 16th level and able to cast arcane spells. Completing the

ritual drains 2,000 XP from the creator and requires *geas/quest*, *limited wish*, and *polymorph any object*.

Appendix C: Designing the Maze

When designing a section of the maze, care must be taken to create a 3-dimensional environment. This is an area where buildings have sunk, partially collapsed, collided with other buildings, or otherwise settled together in ways that they were not originally designed to do.

The easiest way to accomplish the 3-D effect is to take a building block approach to the creation of a section of the maze. If you know that a bakery, a mansion, and a small house have all fallen into the same relative area, then you can figure out how they landed in relation to each other, which ones sunk further than the others, and how they connect. From there a floor plan can be drawn that shows not only the layouts of each building, but also the connections between them.

Another issue to consider is that while there are large sections where buildings have collapsed and compacted together, there are also other areas where there may not be any wreckage, causing gaps and large drop-offs. This can be caused because the newer structures above that section of the maze has been built and reinforced especially well, because the buildings beneath have sunk even further, or simply because of dumb luck that a structure on the surface has not sunk.

In any event, gaps should also be planned when mapping out sections of the maze. The average ratio of densely packed structures to empty areas is usually about 5 to 1. There tend to be far more gaps near the surface of the city than there are farther down. There are almost no open areas at all at the base of the pedestal, not even corridors.

It is inevitable that buildings that fall together eventually become horizontally connected. In some cases the denizens of the maze open up these passageways. When a building sinks into the maze, there are usually a number of creatures that are interested in the loot that they might be able to salvage from the fallen structure. When exploring a building, they often cut through walls to see what's on the other side. Just as often as not, they cut into a separate building.

Buildings also sometimes connect themselves. A structure that sinks immediately suffers a traumatic jarring, which causes windows to chatter, doors to break off their hinges, and many internal supports within the structure to collapse. Often times the doors or windows of various structures line up, naturally making it possible to move easily from one sunken building to another. In rare cases, buildings have been known to fall with their front doors facing one another.

Structures also become connected vertically as well. The same jarring that occurs when a building sinks sometimes causes floorboards to collapse, stairways to fall, and roofs to cave-in. This action weakens structures and opens up vertical connections where none had previously existed.

If one building lands atop another, what often happens is that the slope of the building's roof collides with the foundation of the building falling onto it. While the stress of this doesn't always destroy both structures, it does cause significant damage to both the roof and the foundation of both buildings. This may cause a collapse in the top-most level of the bottom building and usually opens up cracks in the foundation large enough for creatures to crawl through.

Far less common, but not unheard of, is when a tall building sinks into a large empty area. When this occurs, the building may land on its foundation and stand straight up, but more often the building hits bottom, part of the base of it collapses, and the building falls in a direction until it strikes something. Normally, due to the density with which structures are packed in the undercity, the building comes to rest diagonally against the side of another building. This leaves the structure largely intact, but at a slope. This makes exploring the interior extremely tricky, though not impossible.

Keeping the Characters on the Map

One of the potential problems with creating a three dimensional dungeon area is that players may find their way outside of the area that has been designed, at which time they may wish to explore areas that you haven't yet designed. At this point it is up to you, the GM to decide whether or not to simply wing it with a new area, or if you want to keep the party on your map. Stopping from going off the map requires barriers; namely impassable walls, un-crossable distances to the next structure, large drop-offs, or warped magic fields.

Impassable walls can consist of particularly sturdy stone walls that have served as the outside walls for particular structures. Determined characters may decide to *dimension door* through them, or use other similar spells, making this an easily explained, but hardly foolproof method. Large walls of force and flooded areas can also make an area impassable.

Un-crossable distances are another option for keeping the characters on the map, but this is a problematic solution. If the characters have access to spells or magic items, they may simply fly to the next building. If there is a rogue in the party, she might pull several feet of rope from a *bag of holding* and begin descending to the area below. This should only be used against characters that are seeking something specific (and who know they would be moving too far away by crossing a great chasm), or low-level characters that are not well equipped.

Warped or wild magic fields are another way to keep the characters from wandering away. An unexpected gravitational anomaly pulling them forward towards a large void is a strong force that motivates players to stop their advance in a certain direction. Another option is to set up a teleportation field at the edge of the section that has been prepared. Characters attempting to pass into an area not covered by the map may simply disappear and reappear elsewhere. Abrupt time flow anomalies can also motivate a party to look elsewhere to explore.

You may also consider using foul air in conjunction with any of the above to keep the characters on the map. Unless they stay where you want them to go, they be-

come unable to breathe due to lack of oxygen. If characters still insist on wandering, consult the next section.

Generating the Maze

It may be that when you decide to create a cluster of structures in the maze, you have a clear idea of what it will consist of. If not, you can use the following tables to determine exactly what areas you are creating. This is a random system; however you are the final arbiter of what goes into your cluster, and you may want to toss aside the random factor and simply use this as a list of ideas for generating a new area. This section also helps when the characters do wander off the map, allowing you to rapidly generate the floor plan as they progress.

Assuming that you decide to generate your section of the maze randomly, here's how to do it. Table C.1 describes clusters. By rolling a d20 and matching the die roll to this table, you find a series of letters separated by commas. These letters indicate which charts to roll on next to determine the size and complexity of the cluster. Tables C.1 through C.4 indicate individual buildings. Each letter in the cluster indicates a building present from the associated table. For example, if you first roll a 1, you will receive a result of A,A,B. This means that your cluster will consist of two small buildings and one medium building. For each "A," you roll once on Table 4-A: Small Buildings, and then the "B" indicates that you will roll once on Table C.2: Medium Buildings.

Once you have determined which buildings are in the cluster, you can then determine the number of rooms. Each building type has a die roll that indicates the number of rooms it may have. You can go above or below this number if you wish. Since this is your cluster, you may exceed the maximum or minimum number of square feet that type of building may have as long as the structures you design make sense.

After generating the number of rooms, you must decide how to put the buildings together. Are they stacked one atop the other? Are they side by side? Is one sitting atop two of the others? These are questions that you must answer, and you must also determine how the cluster is accessed. When new structures are built overtop of older structures, doors and windows are usually blocked off to prevent the new inhabitants from accidentally wandering into the unwanted building and into danger. Sometimes secret doors connect these areas, other times the settling of the buildings below has caused large cracks to form that open up entire sections of the walls that once divided the old structures from the new.

The final step in creating a cluster is mapping it all out. This may be a difficult prospect because of the 3-dimensional, layered nature of the maze, but if you have already decided how the sections of the cluster fit together, mapping it is merely a matter of sectioning off the different areas and deciding how it has all come together.

The easiest way to draw a multi-layered map is to map one layer at a time on graph paper, each section consisting of a single floor of a single building. If two or more of the buildings that are clustered together are side by side, you may show both of them on the same piece of graph paper. You should have already figured out how you want the buildings to fit together, so when you get to

the exits, make a notation on the map that a room, door, stairway, etc. connects to a room on another map. If certain sections of one building have merged with another building, this will also need to be shown.

Another way to draw a map is to attempt to draw it in 3 dimensions. Doing this requires a certain degree of artistic talent and an understanding of drafting. The principle of laying the sections out is the same as if the map were being drawn 2-dimensional, however, you must draw the walls and any significant features extending from the floor such as stairwells, ladders, pillars, etc. The next step is to map out the connecting pieces of the cluster in exactly the same way. The majority of the maps in *Oathbound* products are drawn in 3-D, so the best way to familiarize yourself with the process is to look at the end results found throughout this book and other *Oathbound* books.

Once the maze has been designed, it must be filled, and you must determine what makes each room unique. Most of the buildings were in use when they sank, so unless they have been severely picked over by other creatures, there should be numerous items present that were originally in the building. Bakeries will likely have piles of rotten food; jails will have the remains of inmates that were chained up (they might be undead now); and houses will have all manner of personal belongings. What items are found in a cluster are up to you, the designer, but they should make sense within the context that they are placed.

Challenges come next. What traps are present? Who set them? And why? Have any warped magic fields formed? If so, are they fixed in place, or do they drift throughout the maze? Are there any areas that are unstable and prone to collapse? If so, what is the probability and how would creatures that are exploring the maze trigger it?

After the maze has been designed, add monsters. Most monsters do not sit around in empty rooms waiting for a player character to come along and kill them. When adding monsters, keep the following questions in mind: how did they get there? If a monster is large but there are no large sized openings in this cluster of the maze, you may want to explain how this happened. Does the monster you have placed live in this room, or does it roam around searching for food? What does it eat? The key to making the maze a living and breathing place is to have some concept of the dungeon ecology. If you can't figure out how a food chain could exist in the way that you have laid it out, chances are that your players will wonder as well, and that will diminish some of the enjoyment of the game.

Finally, once the buildings have been decided on, the map has been made, and the monsters have been placed, you must decide how this fits in with the maze as a whole. If it is near the top, the interiors of the structures will likely appear much as they had while they were in use, though very unkempt and dirty. If the cluster is in the middle layer, the rooms will be less intact. Here it is common for a chamber to be partially collapsed, or for a corner of a nearby structure to be protruding through one of the chamber walls. In the lower levels the ceilings are not as high in most places, due since the immense amount of pressure it is under has caused it to compress. In other

cases in the lower areas, many layers of buildings have settled together and created areas of masonry that are as solid and as difficult to maneuver through as large expanses of rock.

Table C.1: Maze Clusters

d20 Roll	Cluster Components
1	A,A,B
2	A,C,D
3	B,B,C,D
4	D,D
5	A,A,B,B
6	A,A,D
7	B,B,C
8	A,B,C
9	C,C,D
10	A,D,D
11	B,C,D
12	A,A,B,D
13	C,D,D
14	B,B,D
15	B,C,C,D
16	B,B,C,D
17	A,A,A,B
18	A,B,C,D
19	B,B,C,C
20	A,B,C,C

Table C.2: Small buildings*

Roll	Building Type	Number of Rooms
1	Small Dwelling	2d3
2	Shop	1d4
3	Smithy	1d4
4	Bakery	1d4
5	Tannery	1d4
6	Tailor	1d4
7	Brewery	1d4
8	Apothecary	1d4
9	Teahouse	1d4
10	Storage Shed	1d2
11	Laundry	1d4
12	Office	2d3

* 600 to 1,500 Sq. Feet

Table C.3: Medium Size Buildings*

Roll	Building Type	Number of Rooms
1	Medium Dwelling	2d10
2	Jail	2d10
3	Tavern	1d4
4.	Crypt	1d4
5.	Courthouse	2d6
6.	Chapterhouse	2d10
7.	Professional offices	1d6
8.	Meeting Hall	1d4
9	Gambling/Opium Den	3d6
10	Greenhouse	1d4
11	Restaurant	2d4
12	Stables	1d6

* 1501 to 4,000 Sq. Feet

Table C.4: Large Size Buildings*

Roll	Building Type	Number of Rooms
1.	Mansion	10d6
2.	Keep	10d4
3.	Library	5d6
4.	Tower	5d8
5.	Church	2d10
6.	Inn	10d4
7.	Schoolhouse	10d4
8.	Brothel	5d8
9.	Community Hall	1d12
10.	Marketplace	2d100
11.	Warehouse	2d4
12.	Guildhouse	6d6

* 4,001 to 20,000 Sq. Feet

Table C.5: Huge Buildings*

Roll	Building Type	Number of Rooms
1.	Castle	10d10
2.	Coliseum	1d20
3.	Grand Library	10d6
4.	Temple/Cathedral	2d10
5.	Academy	20d20
6.	Great Hall	1d12
7.	Factory	2d10
8.	Palace	20d10
9.	Amphitheatre	2d12
10.	Apartment Complex	20d6
11.	Hotel	30d4
12.	Museum	10d6

* 20,001 or more Sq. Feet

Monsters in the Maze

Monsters are much more at home in the maze than they are within the City of Penance. The maze provides the ideal conditions for predators to hide, miles upon miles of halls to stalk, and large chambers that are ideal for setting up lairs. Because of the usually cramped nature of the maze, it is uncommon to find numerous creatures that are large-sized or bigger. Monsters that are capable of boring through the ground are unfortunately fairly common, causing increased dangers as they are often the cause for collapses.

The monsters listed below can be found within the maze. This is not an exhaustive list, as any nearly any sort of creature can be pulled into the Forge. This list of monsters was taken from this the MM, as well as from this book (W&R), *Oathbound: Domains of the Forge* (O:DF), and *Minions: Fearsome Foes* (M:FF), by Bastion Press. Monsters from other sources may also be dropped into the maze where appropriate.

Ankhegs (MM): Ankhegs are one of the few large creatures found within the maze. Because they are burrowers, they are a major contributor to structural destabilization and collapses throughout the city.

Bandersnatches (M:FF): These grotesque humanoids are found in small numbers in areas where wanderers often happen through. They change their location often to avoid any parties that might come searching for them after they make an unsuccessful attempt at snatching

someone. Bandersnatches lurk in the upper reaches of the maze, and often break through into civilized areas to abduct prey.

Charrels (M:FF): Charrels are somewhat common within the maze. Due to their flammable mucous, their lairs often become noxious to most creatures after they have lived in one place for more than a month. After charrels leave an area, it takes 1d12 months for the area to be considered non-noxious.

Chuul (MM): Chuul can be found beneath the Well-spring of Penance and in other wet areas near the surface of the maze. Though they will eat any creature that passes through their territory, one of their primary food sources is the mutant coral that is abundant in wet areas throughout the maze.

Derelicts (O:DF): These filthy creatures are more common above ground, but often make their lairs in the first few levels of the maze. Derelict lairs have fouled air, but the derelicts themselves are unaffected by their own stink, keeping most predators away.

Destrachans (MM): Destrachans can be found in packs throughout the maze. By chance, or for reasons that are not known, their largest concentration can be found directly beneath Barrowhold.

Digesters (MM): Digesters are present, though not common within the maze. Due to their acidic mucous, their lairs often become noxious to most creatures after they have lived in one place for more than any extended period. After digesters leave an area, it takes 2d12 months for the area to be considered non-noxious.

Dragons (MM): In general, due to their enormous size, dragons are not found within the maze. There are a few exceptions, but these dragons must have a method to polymorph into smaller creatures, lest they become trapped in their own lairs.

Fungi (MM): Fungi in all forms can be found in abundance in the maze. Lacking sunlight, fungus is found in many areas rather than plants (with the exceptions of the plants listed above). Deriving sustenance from organic matter, many creatures of the maze include edible forms of fungus as an integral part of their diet.

Gibbering Mouthers (MM): These aberrations can be found in many areas where garbage and refuse have been left behind. Sometimes these areas are caused by pillaging, while in other cases these gelatinous creatures have managed to enter difficult to reach ruins, consuming many of the items left behind after a building has sunk.

Gorgons (MM): Fond of underground labyrinths, gorgons are very much at home within the maze. Their aggressive nature becomes dangerous for many creatures within the maze as they are often mistaken at a distance for the much less deadly sorgal. These creatures normally stake out an area, make that their lair, and then rarely leave that place unless the maze shifts or other creatures drive them out.

Gutwrenches (M:FF): Fast, vile, and disgusting, the gutwrench survives quite well in the maze. Their speed allows them to hunt very effectively, and the acid from their exterior organs renders their lairs noxious.

Hell Hounds (MM): Though incredibly rare, hell hounds can occasionally be found wandering the corridors and ruins of the maze. They may be encountered individually or in small groups. Some creatures have been

able to tame them and use them either for hunting or as a defensive measure against intruders.

Howlers (MM): Sometimes found in roving bands and other times used as hunting animals, howlers can occasionally be found within the maze. The incessant howling of these creatures often lures creatures into an area they patrol, providing for easy prey.

Hydras (MM): Although extremely uncommon in the maze, hydras are not impossible to find. They are sometimes brought below ground when young and small by creatures that are not in a hurry, and seek to sabotage the travel through an area of the maze. Hydras are occasionally found within wet areas, though as they become larger, it is normal for them to become trapped in their lairs. Occasionally they die because they outgrow the physical constraints of their lairs.

Jaggons (O:DF): These creatures of darkness can be found in any of the unlit parts of the maze. The jaggon prefers to lurk in pockets of rubble and wait for prey to wander by.

Lectors (O:DF): These terrible undead creatures wander the maze and the lost city, in search of foul energies. Lectors can be encountered at any area and at any depth.

Maze Demons (W&R): One of the most terrifying creatures known to inhabit the undercity, these outsiders are found in uncomfortably high numbers and pose a great danger to anyone exploring the ruin.

Minotaurs (MM): Minotaurs don't simply live within the maze, they thrive. Gangs of minotaurs can be found roaming the maze in search of food or treasure that they can take from travelers. They rarely approach settlements of more than 10 creatures, but they are known to take residence in the outskirts of those areas to prey upon creatures coming and going from that settlement.

Oozes (MM): Oozes are quite prevalent in the maze. Wherever there is organic matter, there are oozes nearby, ready to consume it.

Ort (O:DF): The intelligent ort are not precisely monsters, but are typically seen as such by surface dwellers. Due to their malleable forms, ort are often found in parts of the maze where other creatures their size cannot go.

Otyughs (MM): These aberrations can be found in many areas where garbage and refuse have been left behind. If they enter an area containing food that has already been claimed by other creatures, they will attack those creatures if it thinks that it has an advantage over them. It will almost never attack if the creature it encounters is larger than it is, or if it encounters a large group.

Palethian (O:DF): The palethian is the most powerful denizen of the maze, and is the hidden overlord of its depths. The palethian is almost never encountered except in the very lower reaches of the maze.

Quillion (O:DF): Quillions are ferocious predatory beasts, and can be encountered anywhere in the upper

part of the maze. Quillion do not like foul air, and enjoy flowing water.

Rozian (O:DF): The rozian is one of the greatest nuisances of the maze, as they eat anything, even the supports of the city themselves. Rozian are common throughout the maze, and are killed on sight by most intelligent creatures.

Shambling Mounds (MM): Thankfully solitary, shambling mounds are a predator to be taken seriously. They are fast moving, silent, and difficult to spot in the darkness, making them one of the most successful hunter species within the maze.

Skeletal Ravagers (W&R): These powerful undead were created by the Spectral Hand. They normally serve to protect the headquarters of the Spectral Hand, and don't venture far from that area unless in the company of a necromancer of great importance.

Slathers (M:FF): Although slathers are huge creatures, their size rarely impedes their success as a predator. These creatures lie in wait, using the innate powers of illusion to disguise themselves as natural parts of the architecture. Since slathers are burrowing creatures, they are able to leave one area for another in the event that prey stops finding them.

Stark (O:DF): The eerie stark stays deep in the maze where natural light never penetrates. Like the jaggon, it tends to stay in one area waiting for prey.

Vapor Bores (M:FF): These cat-like creatures have been known to join hunting parties with displacer beasts. The vapor bore sends the displacer beasts into an inhabited area first, allowing them to create havoc, then sneaks into the battle midway through to drain the personality from any creatures that have been wounded. Since they have no digestive track and only eat personality, they don't even require a share of the displacer beast's kill, making them a welcome and terrifying addition to many displacer beast hunting packs.

Xill (MM): Known for their evil and cruelty, the xill play a minor role within the maze. Most creatures that live here are relieved that these creatures are not very spread out, and the one large group that does exist is in a constant turf war with the nkoll. The xill have hopes of taking at least part of the bloodhold that the nkoll have created. The nkoll on the other hand, have come to see the xill as a race that is their enemy and must be exterminated. The two races have been at a standstill for hundreds of years, picking off a few members of each other's group occasionally, but rarely causing any substantial reduction in the other's numbers.



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