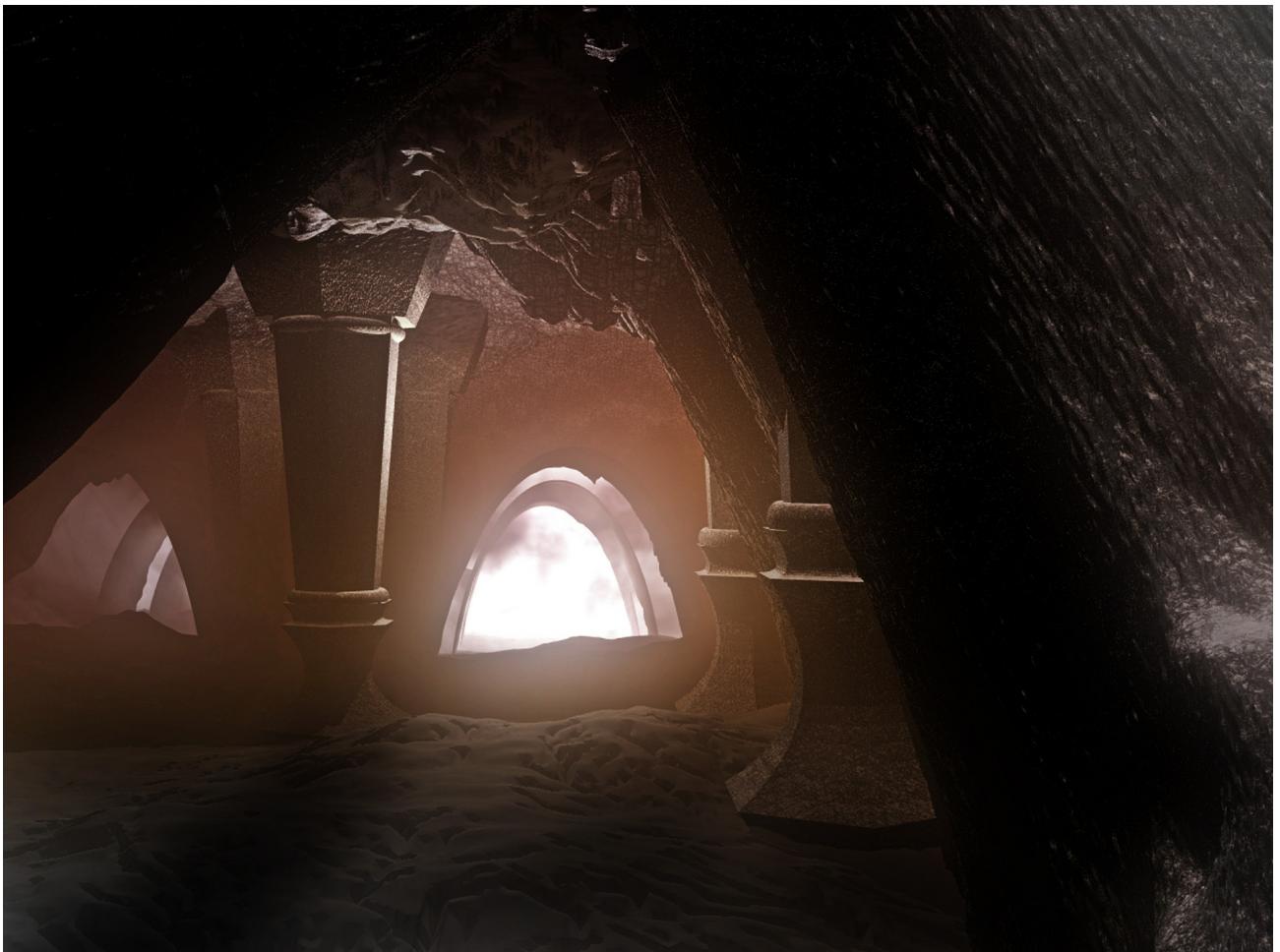


Beneath the ruined wizard's tower



A second level to the Holmes Sample Dungeon

Beneath the ruined wizard's tower is an unofficial expansion to the sample dungeon for the world's first fantasy roleplaying game. Graphics are public domain except for art by Sheridan McGuire where noted, cover image by Rajesh Misra
a dungeon adventure for 4-6 adventurers

By Fen Orc

BACKGROUND FOR REFEREE & PLAYERS

*Zenopus was a mighty mage
Who learned the lore of a lost age.
Tunnels he built and dungeons deep
And gold he claimed to covet and keep,
Until the night his Doom befell
And bore his soul to horrid Hell.
From then till now his halls lie bare
And treasure waits for those who dare*
— old song

Context

J. Eric Holmes' Sample Dungeon is a ground-breaking introductory adventure for the world's first Fantasy Roleplaying Game from 1977. Although unnamed, it goes by the name of 'Zenopus' - the wizard who built the dungeon under his tower then disappeared half a century ago.

A free pdf of the Holmes Sample Dungeon has been available since 2008 at:
www.wizards.com/dnd/files/Basic_1977.pdf

Holmes introduces his dungeon, describing how "*the players of the game gather their characters for an assault on the fabulous passages beneath the ruined Wizard's tower.*"

This document offers a sequel - the second level! - to that Sample Dungeon, continuous with its layout and themes, but taking adventurers deeper beneath that ruined tower.

The adventure is written with Holmes' 1977 rules in mind, but converts easily to later (or earlier) editions of the world's first Fantasy Roleplaying Game or later OSR variants.

The Hook

The players have completed the original level of the Sample Dungeon. They have reached 2nd level in their professions or are about to do so. They are ready to delve deeper in search of the missing wizard, his treasure and the mystery of his disappearance.

Other Hooks

This adventure doesn't have to be played as a sequel to the Holmes Sample Dungeon. It can be a free-standing dungeon in its own right, although starting characters might struggle with its threats unless they start with a couple of magic weapons and potions.

Rumours (d8)

1. The Wizard's Doom still haunts the tunnels and cannot be killed (*false*)
2. The ghost of the Wizard haunts the underground tunnels (*false*)
3. Evil cultists meet underground to celebrate hideous rituals (*false*)
4. Local criminals use the tunnels to hide their ill-gotten gains (*true*)
5. Long ago, an evil Corsair who terrorised the coastal lands was entombed in this area (*true*)
6. The Wizard built the tunnels as a maze to imprison a demon (*false*)
7. A secret cult has infiltrated the town and meets below ground (*true*)
8. Brubo the Hooded is a Constable, employed by the authorities to keep trespassers out of the dungeon (*true*)

The Dungeon Constable

'Dingleman'

A 'Dingleman' or Dungeon Constable polices a dungeon estate, keeping trespassers away and warning neighbours if monsters emerge. Including a Dingleman makes the business of entering or leaving the dungeon more complicated for players, even if they have 'cleared out' the first level. Harming or (worse) murdering the Dingleman is a capital crime.

The town authorities have appointed a Dingleman to guard the site of the dungeon and keep away trespassers. His duties also involve watching over the neighbouring cemetery for graverobbers or undead.

Brubo the Hooded is an ageing Cleric (the low Hit Points reflect his age), a retired adventurer in studded armour with gaps in his teeth and a long dirty grey beard.



Brubo the Hooded

Level 3 Cleric, HP 8, AC 3, Quarter Staff for 1d6,
Brubo wears plate mail armour.

He's accompanied everywhere by his loyal companion, a grizzled old Guard Dog named **Feg** (likewise frail with age):

Feg

HP 12, AC 6, Bite for 1d6, Feg wears studded leather armour.

Brubo lives in a small cottage between the dungeon entrance and the cemetery. He patrols the area around the dungeon entrance to chase away trespassers but won't offer violence. He's too honourable to bribe. He will direct Chartered Adventurers to the stairwell and cackle about the endless corridors, the perilous graveyard, the sunken city of pre-human origin.

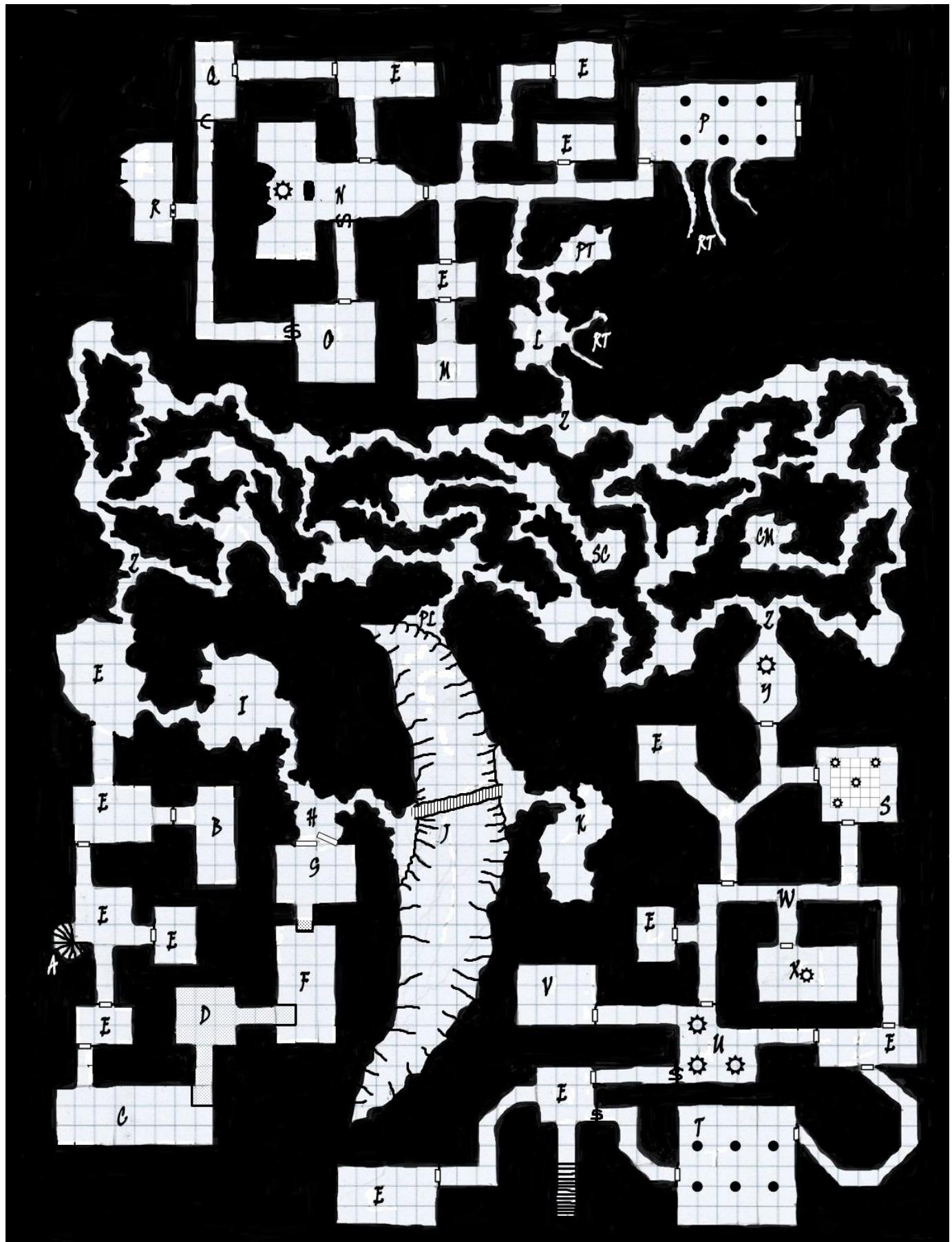
Unchartered adventurers must wait until Brubo is patrolling the cemetery before they sneak into the dungeon. If Brubo apprehends trespassers, they face a night in the stocks and confiscation of all treasure. If they keep returning to the dungeon, they will earn Brubo's

grudging respect and he will increasingly turn a blind eye to their movements, especially if they deal with the **Smugglers**.

Inside the dungeon, Brubo can be encountered as a **Wandering Monster**. He can help the party out against undead and carries a string of sausages to distract **Giant Rats**.

Brubo only patrols the first dungeon level, but parties of adventurers heading for the lower level will have to avoid or befriend him. If the party are licensed adventurers operating with the approval of the authorities in the town above then Brubo is an assistant who will be waiting for the party when they emerge, offering healing and help bringing treasure to the surface.

You can read more about Dungeon Constables on the **Fen Orc Blog**:
<http://www.fenorco.co.uk/home/the-master-of-dungeons>



THE SECOND DUNGEON LEVEL

*What Zenopus found and Zenopus knew
We folks can only wonder
But Zenopus' Doom then Zenopus slew
And burst his tower asunder.*
— old song

Wandering Monsters (d10)

Check for Wandering Monsters every 3 10-minute Turns with a 1 in 6 chance of an encounter; roll 1d10, with -1 outside of the Pre-human City and +1 within the Pre-human City.

0. Wererat (1)
1. Lesser Wights (1d6, see [I](#))
2. Giant Rats (2d6)
3. Zombies (1d6)
4. Skeletons (2d6)
5. Smugglers (2d4)
6. Ghouls (1d4)
7. Stirges (2d4)
8. Crystal Spiders (1d4, see [Z](#))
9. Carrion Crawler (1)
10. Doppelganger (1)
11. Living Statue (1, see [S](#))

The Haunted Sea Caves

At the western edge of the Sample Dungeon are sea caves occupied by a gang of Smugglers. Where the cave opens out to the sea, lies a solitary rocky isle where the Smugglers deposit their loot.

Alternative

If you are not situating this below the Holmes Sample Dungeon, the isle can be located just off any forbidding coast or inside a hidden sea cave.

Areas [A-K](#) are caverns and tombs carved out of the rock beneath this isle. The Smugglers try to appease the undead with offerings of treasure. They have discovered the Crystal Labyrinth ([Z](#)) but those who explore it rarely return.

A. The Smuggler's Isle

Shaft descending 50'

The isle is visible from the shore because a light shines from it over the dark waters. It is a rocky peak with a rickety wooden jetty on which rests a lantern. There are barrels of supplies (rope, salted fish, tar, ship's biscuits) and a staircase cut into the rock which descends into the bowels of the earth.

Optional

If the players waste time or are noisy, the Giant Octopus ([M](#) in the Sample Dungeon level one) will emerge and use its tentacles to drag them into the water. Alternatively, a boat of Smugglers might put ashore here and attack trespassers

B. Map Room

7' high

This room is lit by a tallow candle on a dish on the desk in the middle. The desk is strewn with parchment maps, mostly sea charts.

A map shows a route through the [Crystal Labyrinth](#) ([Z](#), marked on the map as "crystal caves that go on forever") to the [Pre-human City](#), which is marked on the map as "ancient lost city". Using this map enables the party to follow the route without striking out in random directions. The sea charts would be valuable to any pilot or ship's captain in Portown and can be [sold for 50gp](#).

Optional

The map writing is in Coast Pidgin, a *lingua franca* used by pirates and smugglers, so a *Read Languages* spell will be needed to translate unless the players have brought along a Smuggler as a prisoner. The maps show a treasure hidden in a sea cave several miles north of Portown (the Referee can develop this into a dungeon or allow the players to claim a Type A treasure).

C. Empty Corridors & Wandering Monsters

12' high

This room is lit by torches in sconces. The floor of the corridor outside slopes downwards, allowing barrels to be rolled here. At the back of the room is a tank of water with a 1' high stone wall around it. The water extends under the wall down a long submerged tunnel.

Smugglers are heaving crates and barrels around in this room. There are [10 Smugglers](#) at work here, but they can be surprised on a 1-4 on a d6 because they are occupied with their work.

Smugglers (Bandits)

DEX 10, HD 1, AC 7, bill hooks for 1d4 damage, XP 10

The Smugglers are desperate to finish their work and get out of the room before the **Brine Zombies** arrive from **D** and claim the offering of silver. They fight like Berserkers (+2 to hit) for 5 rounds, then flee, whether they are winning or not.

The barrels and crates contain contraband (rum, brandy, silks, woollens, spices) with a **value of 1000gp**, although PCs would have to pay tariffs on the goods to 40% of its value (so they could sell the goods for 600gp) – unless the players wish to become smugglers themselves and sell the goods illegally. The Referee should adjudicate whether the town authorities discover the players. If they do, they will seek to imprison the PCs to make an example of them.

The Smugglers have left an **offering of 67sp** on the edge of the tank.

Optional

After the players have been in the room for 1 10-minute turn, **5 Brine Zombies** will crawl down the submerged passage and climb out of the tank, looking for the offering. They will attack anyone they find here if the offering is not available.

number of rounds equal to their Constitution. Each hit in combat forces a character to exhale one round's breath. When they have no breath left, characters take 1d6 damage at the start of each turn.



Sheridan McGuire, 2020

D. The Flooded Room

25' high

The tunnels into this room are entirely flooded and only 5' high. The room is 25' high and flooded, with water flowing in through the west tunnel and out through a vent in the floor too narrow for people to get through.

Ten Brine Zombies float in the water (there might be only 5 if some of them were encountered in the **Smugglers Den C**), appearing to be waterlogged corpses of mariners.

Each round that there are PCs in this cave, 0-3 (1d4-1) Brine Zombies will activate and attack. The Zombies cannot be turned by a Cleric until they have activated.

Brine Zombies

DEX 4, HD 2, AC 7, strike for 1d8 damage, undead, XP 25

Because Brine Zombies are water-logged corpses they have superior armour and move well in water, attacking every round instead of every other round (but they are slow out of water).

Optional

Movement rates underwater are halved; spell-casting is impossible and missile weapons cannot be fired. Characters can hold their breath underwater for a

E. Empty Room

12' high

Room E is always an empty room.

Optional

The Referee can locate a **Wandering Monster** in this room.

F. Waterfall Room

20' high

A waterfall cascades from a crack in the north ceiling into crevice in the floor. There is a 2' high tank of water against the west wall that has a submerged tunnel. See **D** for details of the submerged tunnel. The waterfall conceals a shaft leading to the **Corsair's Tomb (G)**.

The Corsair's treasures are in this room: a small chest containing **1500sp, 220gp** and **12 50gp pearls**. There is also a tapestry of a beautiful woman in fine robes accompanied by a fierce man with piratical clothes, clearly her husband; the man is recognisable as the Undead Corsair when he was alive. While the players examine the treasure, the **Undead Corsair** will emerge from the waterfall if he has not previously been encountered (see **G**).

Optional

The woman on the tapestry is identical to **Lemunda the Lovely** (a *NPC* encountered in the Sample Dungeon and the daughter of a lord in the town above). The players may be able to bargain with the Corsair if they realise this, offering to bring Lemunda to him. The Corsair will agree to any deal that reunites him with 'Lemunda'

G. The Corsair's Tomb

10' high

This ancient crypt was the burial place of a sea-lord, the Corsair, who harried the coasts back when Portown was a mere village. The Corsair was awoken when the Wizard who built the dungeon above opened his tomb many years ago. Now he has recruited the Smugglers to be his human servitors while he raises an undead crew to resume his attacks on the coasts.

The tomb contains a stone sarcophagus that is broken open from the inside. An inscription on the lids reads:

*"Here I lie in death as life
Waiting for Numedal, my wife."*

The Undead Corsair is a **Wight**. He appears as a gaunt pirate with glowing eyes whose hair and beard are matted with slime.

Undead Corsair (Wight)

DEX 14, HD 3, 13 Hit Points, AC 5, drain level on hit, only magic/silver weapons will harm it, magic arrows deal double damage, XP 65

Optional

If the party are accompanied by **Lemunda the Lovely**, the Corsair will be stunned for 1 round, then focus all its efforts on turning Lemunda into a Wight and escaping with her into the caves. If the party shows the Corsair the tapestry or mentions Numedal, the Corsair will refrain from attacking if the party agree to bring its beloved to the tomb.
If the Corsair is united with the Wight Lemunda/Numedal, he will be freed from these caves and will round up his undead crew (I) to wage war on the surface world'

H. Tomb Entrance

10' high

Stone portals in the wall of this cave mark the entrance to a tomb. The doors have been levered open long ago. Around the tomb entrance are maritime motifs (dolphins, krakens, anchors) and the inscription:

*"Here lies he
Whom all coasts fear
And waits in death
For his love to appear."*

Ancient block and tackle lie outside, used once long ago to open the tomb. The equipment is marked with a proprietary Z-rune.

A **headless skeleton** lies mouldering before the gate – one of the Wizard's hirelings. The skull can be found on a roll of 1-2 at the back of the room. The hireling was the victim of a **trap on the door to the Tomb** which causes a heavy blade to spring out of the wall, attacking the necks of all human-sized intruders within 10' of the doorway. Intruders must save vs death or be decapitated and take 1d6 damage if they succeed. Dwarves and Halflings are too short to be affected by the trap and Elves save at +2.

Optional

A Dwarf or Elf might spot the trap (1-2 on a d6) and Thief might be able to find/remove the trap. It can be triggered safely if weight is placed on the floor section before the door (such as the block and tackle). The blade resets itself automatically but the trap will not activate again for 1d6 turns.

I. The Undead Crew

12-15' high

In this cave, six undead pirates labour on strange tasks. They are re-enacting their chores on the Corsair's long-vanished vessel: pulling non-existent ropes, climbing non-existent rigging. They are **Lesser Wights**, former Smugglers drained by the Undead Corsair. As Lesser Wights, they do not possess the level draining powers of their master, but magical or silver weapons are needed to harm them. They wield cutlasses.

Lesser Wights

DEX 9, HD 3, AC 5, 1d6 damage, half damage from non-magical weapons, full damage from magical/silver weapons, double damage from magic arrows. XP 50

Optional

If the party joins in the strange pantomime of maritime chores, they may be able to cross the cavern without being attacked by the Wights. Each player rolls 1d6 and unless they roll 6 their ruse is successful.

J. Perilous Chasm

20' high

This crevice descends an unguessable distance. A rickety rope bridge spans the windy gap but crossing is treacherous. Anyone using the bridge must make a **saving throw vs Paralysis** (use Dexterity modifiers) or fall and be left dangling. Another character who successfully passes their saving throw can rescue the unfortunate, but every round the dangling character must make a second save (using Strength modifiers) and if they fail they fall to their doom.

Optional

It is possible to see the ledge and cave entrance to the **Crystal Labyrinth** (Z, PL) from here. If the Referee wishes to extend the dungeon, there may be steps down the side of the Chasm to the third dungeon level.

K. Cavern of Ghosts

10-20' high

This dismal cavern is 1' deep in brackish water and rolling mists, lit by a faint silver glow. The shadowy figures of **ghosts** emerge from the murk. These are the Corsair's victims, cursed to remain until he is destroyed (if the party enter the room after the Corsair is destroyed they will find only the treasure, the **cutlass** and **ring** below). Roll 2d6 for each PC and modify by Charisma to determine which ghost they encounter.

- 2-4 A madman appears, spitting curses, and leaps at you. You are **possessed by a ghost** that wishes to kill the Undead Corsair and will proceed directly to his Tomb (H, unaware of the trap). In battle with the Corsair, if the possessed character is hit by a level-draining attack, the ghost is destroyed and the character is restored to their senses unharmed. This ghost only appears once; otherwise treat as 5-6.
- 5-6 A woman emerges with sparkling eyes and an expression of hate. She clutches you with cold hands. Treat as a **Shadow (DEX 10, HD 2+2, AC 7, 1d4 chilling touch, drains 1 Strength, XP 35)**. Fight for 1d6 rounds before she fades away.
- 7 A screaming figure emerges from the gloom, begging and pleading in a language you do not understand. **Save vs Spells or flee in fear for 2d6 rounds** (crossing the bridge again with no attribute bonuses to on saving throws)
- 8-9 A woman appears, dressed in rags, weeping. She offers you a silver ring. *"Take this for protection from his hate."*

The ring allows a **saving throw against the level draining power of undead**. It will function three times and then is a plain **silver ring worth 100gp**. This ghost only appears once; otherwise treat as 7.

10-12

A warrior appears, covered in a dozen mortal wounds. He offers you a cutlass. *"Take this and smite my killer."* The cutlass has a **silvered blade (worth 120gp)**. This ghost only appears once; otherwise treat as 7.

Optional

A **Protection from Evil** spell will keep the ghosts at bay. It may be possible to negotiate with them if the players declare themselves to be enemies of the Undead Corsair or show sympathy for the spirits plight as the Corsair's cursed victims. The ghosts might offer the **silver cutlass** and insist that one PC agrees to become possessed.



©

Sheridan McGuire, 2020

The Temple of the Rat God

At the northern edge of the Sample Dungeon are the Rat Tunnels (RT). After crawling for 500', zig-zagging downwards, explorers emerge in L or P (50% chance of either).

Optional

The northern dead-end corridor that connects to the Rat Tunnels is a pit trap that triggers on a 1-2 on a d6 (test for each character) and sends the party down a chute to area PT on the map. The fall inflicts 1d6 damage. And there is no returning up the chute.

Alternative

If you are not situating this below the Holmes Sample Dungeon, the Temple can be located under any cemetery or reached through a pit trap.

Areas **L-R** are old catacombs beneath the cemetery. They have been taken over by an evil secret society with members among the towns of of Portown. The Cultists hide their identities from each other with rat-masks but are aware that some of their members are Wererats. They have not discovered the Crystal Labyrinth (Z).

L. Mother Rat's Lair

10' high

This is the nest for the Rats of the Rat Tunnels. The **Mother Rat** here is a giant specimen and the other Giant Rats fight twice as fiercely to defend her.

Mother Rat

DEX 12, HD 2, 9 Hit Points, AC 6, bite for 1d6 + disease, XP 25

There are a number of Giant Rats with her equal to the size of the party and so long as Mother Rat is alive every round another 1d4 Giant Rats arrive.

Giant Rats

DEX 12, HD 1/2, AC 7, bite for 1d3 + disease, XP 7, two attacks per round

There are several skeletal bodies in here, carrying 21gp, 780sp, 5+1 arrows and a potion of water breathing.

Optional

If Mother Rat is killed the other giant rats will flee back into the tunnels.

One of the rat tunnels has a faint glow from it that can be detected the same as a secret door. This leads to the **Crystal Labyrinth (Z)**.

M. Prisoner Pit

10' high

A 20' deep well is a prison for future sacrifices for the Rat God. The prisoner in the pit is **Osberd the Unready**, a Thief who entered the Rat Tunnels to steal the gems from the Idol of the Rat God (see N). Osberd has a reputation in Portown for getting involved in hotheaded get-rich-quick schemes and any PCs who are Thieves or Portown natives might know this. Osberd will beg for release, tell the party about the idol and its gems and enthusiastically join them.

Osberd the Unready

2nd level Chaotic Thief, DEX 14, 5 Hit Points, AC 7, 15% hide in shadows

He wears leather armour but has no weapons or thieves tools.

Optional

Osberd has been infected with **lycanthropy** and is turning into a Wererat. If he is struck in combat he will take no damage and instead transform into a Wererat and fight to defend the Rat God Idol (or else escape in rat form and recruit Wandering Monsters to harass the party).

Osberd the Wererat

DEX 14, HD 3, 10 Hit Points, AC 6, bite for 1d6 + lycanthropy, silver or magic weapons needed to hit, XP 65

N. Idol of the Rat God

20' high

This shrine is dominated by a 15' tall statue of a rat-headed humanoid with large rubies for eyes: **each ruby is worth 750gp**. However, it will take 1d10 rounds to pry each gem loose from the statue's head and as soon as this is attempted a magical alarm is triggered: the statue screeches, which will bring running the Cultists in O and P in 2d4 rounds. Cultists and Wererats fight like Berserkers to protect their idol (+2 to hit, no morale checks).

There is a brazier in front of the idol filled with burning coals that illuminate the room dimly. In front of the brazier is a bloodstained altar for horrible sacrifices.

Optional

A strong character (Strength 15+) might be able to tip the brazier over, which will deal 2d6 damage on enemies standing next to it within 10'. This fiery damage will harm magical creatures like Wererats.

The walls are plastered and painted with gruesome scenes of rats feasting on Humans, Elves, Halflings and other good folk. A painting of a robed rat-man priest is a secret door that opens when pressed firmly.

P. Rat Priest's Vestry

10' high

The **Wererat Priest, Lowill Treb**, can be found here in half-rat form, dressing for the forthcoming ceremony. He wears a **600gp gold necklace** with rat designs and carries a **knife magical +1** and causes the victim to save vs Spells or be immobilised by pain for 2 rounds. The knife's magic only works on humans or humanoids up to Ogre size and loses its powers if the bearer is every subjected to spells like

Bless or Protection from Evil. He also carries the keys to the victim's cell (R).

Lowill Treb (Wererat)

HP 13, HD 3, 11 Hit Points, AC 6, magic knife for 1d4+1 or bite for 1d6, needs magic/silver to hit, XP 75.



Karl McMichael, 2020

There is a mirror immovably fixed to the wall which is magical. It always **shows the true form of creatures in its reflection**, so it will reveal a Wererat (like Osberd from M) or a Doppelganger (see V). If the mirror is touched it becomes opaque and can be **passed through as a magical portal**. Travellers will arrive in the cellar of the Wererat's town house in Portown. Lowill Treb the Wererat is a very important person in Portown's government and a member of an evil secret society that is spreading through the town. The Referee can explore this in future adventures.

Optional

Treb is a wily foe and will not fight to the death if outnumbered. He will try to immobilise the toughest enemy with his knife and then turn into a normal rat to escape and fetch his **Acolytes** (Q). In dire straits he will escape through the mirror then break it on the other side to prevent anyone following him (causing the mirror to shatter on the dungeon side too).

There is a secret door behind the mirror that is opened by depressing a brick which causes the mirror to swing aside like a door.

P. Gateway to the Catacombs

15' high

This chamber has funerary reliefs on its broad pillars and two heavy stone doors at the east end. The chamber is occupied by a clan of **5 Ghouls** who are currently bickering over a body they have stolen from the cemetery: some want to eat it now but others want to wait for it to ripen. The body wears **a ring of protection +1**.

Ghouls

DEX 9. HD 2, AC 6, 2 claws & bite for 1d3 each + paralysis, undead, XP 30

The Ghouls are led by a **Master Ghoul** who is larger and more hideous than the rest. This creature is tuned as a Wight rather than a Ghoul.

Master Ghoul

DEX 9. HD 4, 18 Hit Points, AC 4, 2 claws & bite for 1d4 each + paralysis, undead, XP 175

Optional

This is a very dangerous encounter. The Referee should allow the players to observe the Ghouls without being detected rather than force a battle. If the players decide to retreat or creep to another exit, they will succeed automatically. If the players choose to fight the undead, they attack with surprise.

The stone doors on the eastern wall are closed and heavy would require block and tackle to open (and will not open to a *knock* spell because of their weight). They give access to the Catacombs of the City, which could be the third level of the dungeon if the Referee develops this.

R. Cultist Prayer Room

10' high

This room is decorated with macabre tapestries depicting rats rising up and destroying human cities and devouring their inhabitants. A big trunk contains brown and red vestments for worshipping the Rat God. A group of **nine Acolytes** are here, changing into their robes to worship the Rat Idol in N. Each wears a rat-mask to hide their identity and carries a cudgel and wears a **ring bearing the symbol of the Rat God** worth **20gp**. One carries a scroll of **detect magic and know alignment**.

Acolytes

Level 1 Chaotic Clerics, DEX 9, AC 7, cudgels for 1d6, XP 10

They are Portown residents who belong to a secret cult worshiping the Rat God and they hope that, at the end of the ceremony, one of

them will be turned into a Wererat. If the players attack the Cultists, they will fight back with their cudgels.

If the players try to speak with the Cultists, roll a Reaction test for their response:

- 2-6** The cultist is **dedicated** to the Rat Cult and determined to prove their fidelity: becoming Wererat is all they care about
- 6-8** The cultist is **uncertain** about the Cult and not willing to die for their beliefs
- 9-12** The cultist is a **reluctant** member and can be persuaded to return to Portown peacefully

After the negotiation, if there are **more cultists who are reluctant than dedicated**, the reluctant group will leave and take the uncertain cultists with them. If **the dedicated group is larger**, they will **all** attack

The reluctant Cultists leave via the Rat Tunnels (they turn the Ghouls) and do not know the identity of the Rat Priest (O). It is possible the evil secret society in Portown will punish them for their betrayal, but this is left to the Referee to develop in future adventures

Optional

Unbeknownst to the others, one of them, **Kara the Winsome**, already is a Wererat. She wears a **75gp ring** with a symbol of the Rat God on it.

In combat, if Kara is struck, she will take no damage and instead transform into monster form. If the players negotiate with the Acolytes and there is a tie, Kara the Wererat will break it in favour of attacking. If the Cultists leave, Kara will assume rat-form and sneak off to warn the Rat Priest (O) and both will come looking for the PCs.

Kara the Wererat

DEX 11, HD 3, 9 Hit Points, AC 6, bite for 1d6 + lycanthropy, silver or magic weapons needed to hit, XP 65

There is a concealed door behind the tapestry on the southern wall (this is a normal door on the corridor to the south; since it opens onto the concealing tapestry, players may overhear the Cultists and gain surprise).

R. The Luxurious Prison

10' high

This chamber is locked (the Wererat Priest at O has the key) so a Thief must pick the lock or a spell must be used. The room holds a prisoner for the cult to sacrifice. This is **Bes the Blessed**, a female Lawful Cleric. Bes was brought here a fortnight ago by the Wererat Priest, under the

impression that she has been selected by virtue of her piety and dedication to receive a religious blessing. She has no idea she is to be the sacrificial victim of a Chaotic Cult.

Bes the Blessed

2nd level Lawful Cleric, DEX 10, 6 Hit Points, AC 9, no weapon, Light spell, XP 25

Bes has been kept in great luxury because there are two magic items in the room with her. One is a **Platter of Delights**: if it is covered with its lid the bearer can wish for any sweet delicacy and it appears on the platter. Bes has been wishing for cake. The other is a **Gourd of Refreshment**: if the jug is stoppered the bearer can wish for any tasty drink which appears inside. Bes has been wishing for cherry brandy. As a result, Bes has grown quite plump and is rather tipsy. It will not be easy to convince her she is a prisoner or that she faces a horrible doom.

The room is lit by a lantern and there are four flasks of oil to refill it. There is a fireplace and coal bucket, a comfortable bed, a bookcase (full of romantic and sentimental novels) and a big tin bath. When the party enter, there is a 50% chance Bes is in the bath, eating cake and drinking cherry brandy and a 50% chance she is asleep, nursing a hangover.

Optional

If the Wererat Priest from room O is still alive, he will arrive in 2d6 rounds. If he is unaware of the players, this will be to take Bes to be sacrificed; if he knows he is under attack, this will be to execute Bes to prevent her revealing his identity.

The Pre-human City

At the southern edge of the Sample Dungeon is a room where a bronze mask answers questions (room I on the first level). If asked questions like "Where is the second level?" or "Where did Zenopus go?" the mask replies "Behold!" and the sundial moves aside to reveal a staircase descending to the Prehuman City.

Alternative

If you are not situating this below the Holmes Sample Dungeon, the staircase can be found among the ruins of an ancient city.

Areas S-Y are the upper chambers of an ancient pre-human city. The architecture is of smooth basalt blocks. The city is patrolled by **Living Crystal Statues** that the

Wizard found a way to control and also by *Crystal Spiders*, which cannot be controlled.

Wandering Monster checks in this area are made at +1 on the die, making it impossible to encounter Wererats but possible to encounter Living Crystal Statues.

S. Chamber of the Sceptre

15' high

The chamber has a grid of 5'x5' squares on the floor in a pattern 5 squares wide by 5 squares deep. On the central square is a podium on which rests a **glowing sceptre**. A *Crystal Living Statue* stands on three of the corners. The squares are all numbered but the numbers occupied by the Statues and the podium are obscured. A **sack of 600sp** weighing 60 lbs sits on space number 2.

★	1	2	3	★
15	16	17	18	5
14	23	○	19	6
13	22	21	20	7
★	11	10	9	8

There are Statues on spaces 1 (top left, there are two spaces numbered 1), 4 (top right) and 12 (bottom left) and the podium with the sceptre occupies space 24.

If a PC enters the grid by standing on the wrong square, the nearest Statue marches towards an adjacent square (the one with the lowest number if there is a choice) and strikes them (rolling to hit). The Statue then becomes immobile and invulnerable. Only attacks on the Statue which beat its initiative can injure it:

Living Crystal Statues

DEX 12, HD 3, AC 4, 2 fists for 1d6 each, invulnerable when not moving, XP 50

The safe spaces are 1 (either of them), 2, 3, 5, 8, 13 and 21: the numbers of the Fibonacci Sequence. A character can leap a number of feet based on her movement: 30' is a 3' jump to an adjacent space, 60' a 6' jump clear across an intervening space, 90' is 9' across a space diagonally and 120' is 12', clear across two intervening spaces.

To retrieve the sceptre, something weighing at least 60lbs (600 coins) must be put on each of the Fibonacci spaces: this could be a Statue, a character, a sack of treasure. The sceptre can then be retrieved by someone standing in space 21. Otherwise, the sceptre is immovable.

The sceptre is a **rod of opening** (casts *Knock* spell once per day); it is used to open the portal in room Y.

Optional

If a Wandering Monster occurs in this chamber it will be the wandering *Living Statue*. It takes its place at space 8 and one of the other Statues (randomly) leaves to go on patrol. Players may take this opportunity to move and if they step into a wrong square near to the departing Statue they will be ignored.

T. The Wizard's Laboratory

30' high

This columned chamber was occupied by Zenopus to be a laboratory when he started investigating the Pre-human City. There are six stone workbenches containing the remains of the Wizard's work:

#1 Test tubes and alembics make up a potion brewing lab. Players may mix chemicals to brew a **random potion** (or 20% healing, 20% giant strength, 20% haste, 20% flying, 20% poison) but every time they do so roll 1d10; if you roll equal to or less than the number of potions so far produced, the lab explodes doing 1d6 damage to anyone within 10' who fails a save vs Death.

#2 A groove cut into the bench matches the shape and size of a (normal) sword. If a sword is placed in here, roll on the **magic swords table** for its new power (or 50% +1, 30% +2, 10% cursed -1, 10% cursed -2). If a cursed sword is indicated, no more swords can be enchanted.

#3 The Wizard's research into inexhaustible fire went awry and this bench is on fire: the stone itself is burning and inflicts 1d6 damage on any character reaching into the flames. The fire has the property of **magically cleansing a cursed character** placed inside it who survives the damage: this includes reversing crystalisation and lycanthropy. A character can only benefit from this once. A nearby bellows contains a flame retardant powder that can extinguish these flames (or the torches in X); it has 5 uses. If the flames are extinguished, the bench holds 5 **gems among the ashes** worth 100gp (two of these), 250gp, 500gp and 700gp.

#4 A brass gourd rests on this table, with a wisp of scented smoke escaping from the stopper. If unstoppered, a Djinn will emerge.

Djinn

DEX 14, HD 7+1, 30 Hit Points, AC 5, 2 fists for 2d8 each, conjure food or objects, create illusion, fly, gaseous form, become invisible, whirlwind, XP 1200

If a character possesses the ring (from **Z**), the Djinn will serve them before departing, using any of its powers, carrying the PCs to anywhere in or out of the dungeon and, though it cannot acquire the sceptre (**S**), it can reveal the solution to the puzzle.

If no one has the ring, the Djinn will laugh at the puny pretenders to the Wizard's wisdom and power and prepare to depart. Make a Reaction Check. If the Djinn is positive it will deposit the party back in Portown, albeit naked with all their equipment and treasure left in this room; if negative the Djinn will carry the party to the **Crystal Monolith** (**CM** in area **Z**) with each character 50% likely to be naked and without their treasure, as previously.

#5 Dishes and bowls on this desk overflow with fungus: mushrooms and slimes cover the bench down to the floor. The mushrooms are edible with different effects (roll d6): 1 = gain a random attribute +2, 2 = lose a random attribute -1, 3 = become invisible (as the spell), 4 = lose the power to speak for 1d6 hours, 5 = shrink to one inch height for a day, 6 = go into a coma for 1d6 hours while your soul travels the astral plane; each character can only benefit from one mushroom.

#6 The bench is full of irregular crystal prisms, partially assembled. Completing the assemblage requires the party to combine their efforts: add up their combined Intelligence attributes and if totals 50+ they will succeed in 1d6 10-minute turns. Unfortunately, the Wizard had been trying to **disassemble** this creature, which is a **Crystal Spider** from the **Crystal Labyrinth** (**Z**). If restored, the creature will attack.

Crystal Spider

DEX 12, HD 3+3, 15 Hit Points, AC 5, 2 bite for 1d6 + save vs petrification or turn to crystal, XP 75

Optional

The Crystal Spider might not be malevolent. On a positive Reaction Test it will leave without attacking and will guide PCs through the Crystal Labyrinth to the destination of their choice.

U. Well Room

12' high

There are three 10' deep wells in this arched hall, all apparently containing water. The first is full to the brim of clear, fresh water. The second is 5' full of what appears to be water but is really **acid** that will inflict 1d6 damage on people reaching into it and destroy any pole or weapon or receptacle lowered in. There is a large gem (**1000gp diamond**) visible at the bottom, unaffected by the acid but someone retrieving it would take at least 2d6 damage (1d6 reaching in and 1d6 pulling it out). The final well appears to have only a puddle at the bottom but this is a **Grey Ooze** that will squirm out if disturbed.

Grey Ooze

DEX 7, HD 3, 10 Hit Points, AC 8, strike for 2d8 damage, corrodes armour and weapons, XP 50

Optional

Stone/crystalline substances are unaffected by the acid so a **Living Crystal Statue** could be ordered to retrieve the gem using the ring of command (room **X**) and a grateful **Crystal Spider** (from **T**) could fetch it.

V. Exhibit Chamber

10' high

Seven trophies are immovably mounted on the wall with a magic that makes them impossible to remove. There is a **Dragon** skull, a **Unicorn** horn, the preserved head of a giant **Wolf**, arm of a **Troll**, the scaly skin of a **Basilisk**, a spiky **Manticore** tail and the snake-haired head of a **Medusa** with a blindfold across its eyes. If the blindfold is removed, the snakes will briefly animate and onlookers must **save vs Petrification**, whereupon the head will finally die and become ineffective.

An adventurer is in the room, surveying the exhibits by torchlight. This is **Rag Phildo**, an explorer who (he claims) got lost in the Crystal Labyrinth and wandered into the Pre-human City. He claims to have hidden from the Crystal Golems. He carries a **400gp bracelet** and **550sp**.

In fact, Rag Phildo is a **Doppelganger**, an ancient and evil denizen of the Pre-human City.

Rag Phildo (Doppelganger)

DEX 14, HD 4, 13 Hit Points, AC 5, strike for 1d12, shapechange, spell immunity, XP 125

Optional

The Doppelganger will not be attacked by the Golems, but will not reveal this and will pretend to fear them and run

away from them. , Rather than attack at the earliest opportunity, it will try to lead the party into danger (by encouraging them to jump into the Wells in **U** or take the blindfold from the Medusa) and murder and replace any character he is left alone with, feeding the corpse to the acid in the **Well Room**.

W. Living Statue Sentinel

10' high corridor

A Living Statue guards this corridor (the fourth from the group in **S**).

Living Crystal Statue

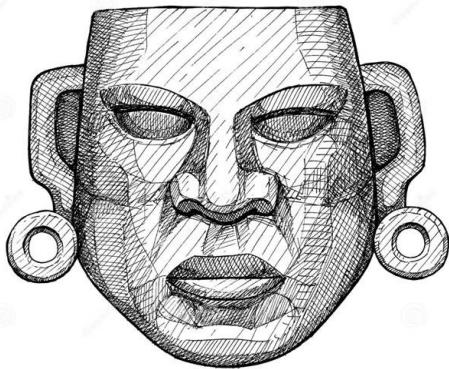
DEX 12, HD 3, AC 4, 2 fists for 1d6 each, invulnerable when not moving, XP 50

The Statue stands immobile and immune to harm unless someone tries to enter room **X** whereupon it attacks furiously.

X. Second Brazen Head

12' high

This room has four torches burning on the walls with a magical flame: the torches cannot be removed nor can the flames be extinguished except with *dispel magic* or the extinguisher chemical from **T** (which will extinguish them for 1d6 hours).



A Brazen Head is fitted to the middle of the south wall, like the one in room **I** on the first level of the Sample Dungeon. There is a podium on in the centre of the room with a ring-shaped depression in the centre but it is empty. If someone carrying the sceptre from **S** stands before the Head, it will speak this riddle:

*"It can not be seen whenever it's there
It fills up a room, it's much like the air.
It can not be touched, there's nothing to hear
It is quite harmless, there's nothing to fear"*

The answer is '**Darkness**' and if this is given the Head responds:

*"Make it so throughout the room
In the dimple, seize my boon"*

This is an instruction to douse the lights in the room (which could also be done by casting two *darkness* spells at either end, casting *dispel magic* or using the fire extinguishing chemicals). Once the room is in darkness, a **ring of authority** appears on the podium. The ring is engraved with a Z-rune and allows the bearer to command the Living Statues in **S** and **W** (and Wandering Monsters). Living Statues can be ordered to open doors and carry burdens but they cannot leave this level of the Pre-human City (for example, they cannot pass through the portal in **Y**). The wearer of the ring also gains +1 on all Reaction Tests in addition to any Charisma bonus and will be obeyed by the Djinn in room **T**.

Y. The Crystal Portal

15' high

A crystalline arch reflects back onlookers in kaleidoscopic fragments. If someone bears the Sceptre from **S**, the arch resolves into an opaque shiny surface like frosted ice, lit by an inner light. Characters can step through this portal if they are touching the character bearing the sceptre.

The destination is randomly determined but with practice a character could learn to control the destination and perhaps change it (for example, to access the third dungeon level).

- 01-10** Another dungeon of the Referee's choosing
- 11-25** The beach in the Sea Cave on the first level (near the **Haunted Isle**, area **A**).
- 26-40** The **Cave of Ghosts** (**K**)
- 41-50** The **Idol of the Rat God** (**N**).
- 51-60** The First Brazen Head on the first level (or the entrance to the Pre-human City).
- 61-75** The **Crystal Monolith** (**CM** in area **Z**)
- 76-90** The **Second Brazen Head** (**W**).
- 51-60** The Green Dragon Inn in Portown (or the sceptre-bearer's home).

The Sceptre can also be used to open a portal back to this room from the last location the party travelled to.

The Crystal Labyrinth

This maze of caverns is made from an indestructible crystalline material that reflects light and images in dazzling kaleidoscopic confusion. The Living Crystal Statues were created here and the Crystal Spiders are native to this place, emerging from the very walls. The whole area radiates magic and prevents the

function of detection spells or wands.

Wandering Monster checks in this area will indicate a Crystal Spider 50% of the time, or a normal Wandering Monster rolled with a +1 bonus (so no Wererats but Living Crystal Statues are possible).

Y. The Tunnels of Crystal

7-10' high

Moving through these dazzling, reflective passages is confusing. At each junction, despite their best efforts, the party will leave in a random direction (determined by the Referee) without realising this. A Dwarf might notice the party are not travelling in the direction they intended on a roll of 1-2 on 1d6.

A strange property in the Labyrinth is that living creatures do not age and food and drink do not spoil. A Light spell cast in the Labyrinth will be magnified by the crystalline walls, causing living creatures to Save vs Spells or be blinded for 1d6 ten-minute turns; this also causes Crystal Spiders to flee.

The tunnels are stalked by **Crystal Spiders** that will devour any trail the party leave.

Crystal Spider

DEX 12, HD 3+3, 15 Hit Points, AC 5, 2 bite for 1d6 + save vs petrification or turn to crystal, surprise on 1-5, XP 75

Characters petrified by the spiders turn to crystal and if left immobile they will be absorbed into the crystal walls after 1d12 hours.

Optional

Characters who are blind or blindfolded (and tied together) could feel their way along the walls without losing their sense of direction (but are easy prey for Crystal Spiders, attacking at -4 and losing any benefit to AC from shields or Dexterity). However, a sighted character in the group will head in a random direction and the sharp crystal walls cut through ropes tying him to the rest of the group if they separate.

CM Crystal Monolith: This structure occupies its own cave in the Labyrinth. It is a crystal pillar, 10' high and glowing faintly. The Crystal Spiders will not attack parties resting here. A Magic User meditating in this area can regain a previously cast spell, rather like a Cleric. Only one spell can be regained during a night of making camp.

There is a (preserved) corpse of a dead magic-user who starved to death here ages ago. He has written "**THERE IS NO ESCAPE FROM**

HERE" on his spell book and torn out the pages, but **floating disk, protection from evil, and ray of enfeeblement** are recoverable. He carries 712sp.

SC: Smugglers Camp: A group of 4 Smugglers have made camp, having been lost in the Labyrinth for days. Their water is exhausted. They will attack in self-defence but will unite with potential rescuers (**HD 1, AC 6, cutlasses for 1d6, XP 10**). They have a sack of loot containing 60gp and 540sp. However, if the party later encounters other Smugglers or the Undead Corsair, these rascals will change sides and betray their rescuers.

PL Perilous Ledge: This exit from the Labyrinth emerges on the side of the **Perilous Chasm (J)**. A Thief could use her Climb Walls skill to cross the distance to the bridge and if rope and spikes are available other PCs could follow after.

Conclusion

If the adventurers were not 2nd level when they discovered this level then, assuming that they survived and that the Undead Corsair does not drain their souls, they should be 2nd or likely 3rd level by the time they finish it.

There are mysteries still to be solved and the Referee can exercise creativity in addressing them. What is the connection between Lemunda the Lovely and the Undead Corsair? What is the secret society that is infiltrating Portown and how far has its influence spread? What is at the bottom of the Chasm? Where does the Crystal Portal lead? What are the Living Crystal Statues and what is their true purpose? Where is Zenopus, who seems to have abandoned his research here, presumably to probe deeper into the dungeon bearing his name?

I shall bring out a third level in time, although such a project would be further removed from Holmes Sample Dungeon and risks becoming 'just another dungeon'. There is also the question of whether Zenopus' fate should be revealed or left unresolved - the former makes for a better scenario, the latter is more respectful of the original property and its imaginative impact.

FEN ORC COMMENTARY

For those of us of a certain vintage, the Eric Holmes Sample Dungeon was the first dungeon we ever encountered. It's still considered a classic and it stands up pretty well as an introductory foray into dungeon adventuring. Holmes enjoys a Robert E. Howard/H.P. Lovecraft vibe with his ruined, pre-human city beneath Portown and the unspecified doom that overcame Zenopus half a century ago. It's a good example of a 'sandbox dungeon' that lets the players head off in any direction and encounter locations in any order. It imposes no predetermined narrative and yet narratives will emerge from it.

Brubo the Dingleman and the concept of Dungeon Constables are expanded upon on the [Fen Orc Blog](#). Referees may decide whether the PCs are a party of 'Chartered Adventurers' in the service of the Portown authorities or unchartered adventurers who are trespassers and looters. The former is better for newcomers to RPGs: Chartered Adventurers do not need to hide from the Dungeon Constable and can expect help and assistance from him.

Creating a 'sequel' to this dungeon might be an act of hubris. I'm no Eric Holmes expert (like [Zach Howard](#) who maintains the [Zenopus Archives](#) site) and I'm not affiliated with [Wizards of the Coast](#). There's nothing canonical about this.

Nonetheless, I have tried to construct a sequel that honours Holmes' aesthetic as well as logistical choices. I also assume the 'introductory' value of the adventure for new players and novice Referees, hence the "Optional" boxes that introduce complications that newcomers to Fantasy RPGs might prefer to ignore.

The Sample Dungeon has 23 rooms, of which 8 are empty. Nobody wants to visit the second dungeon level and find it **smaller** than the first level, so I've increased this to 40 encounter areas, of which 13 are empty, keeping the proportion of

empty-to-interesting rooms the same. It is a 74% increase in dungeon size. Let's look at the dungeon inventory. Holmes' Sample Dungeon has been analysed by [Delta's D&D Hotspot](#) and found to contain 4650gp in total treasure and 940xp in monsters. That's a total reward of 5590xp if the players clear out the whole dungeon - a bit more for killing Wandering Monsters too. A group of 4 PCs would earn about 1400xp each and, after factoring in bonuses for prime requisites, it seems fair to assume Thieves and Clerics will be 2nd level and there will be a selection of magic weapons available, plus a wand of petrifaction, a potion and a couple of scrolls.

This is my second level inventory:

Room		GP	XP
B	Sea charts	50	
C	Contraband	600	10 Smugglers
	Silver	6.7	100
D			
F	Corsair's loot	970	10 Brine Zombies
G			250
I			Undead Corsair
K			Lesser Wights
	Ring/cutlass	320	Shadow
L			35
	Arrows +1, 5 Loot on bodies	99	Mother Rat
M			Rats (67)
N	Idol gems	1500	25
O			Osberd
	knife of pain +1		65
	Necklace	600	Lowill Trebb
P			75
	ring of protection +1		Ghouls
Q			Master Ghoul
	cult rings	255	150
	scroll: detect evil, know alignment		175
R			Acolytes
	magic platter & gourd		Kara
S	sceptre of opening		80
	sack of coins	60	Bes the Blessed
T			25
	potions/swords		Living Crystal Statues
	gems	1650	150
U	diamond	1000	Crystal Spider
V	Bracelet & coins	455	75
W			Grey Ooze
X	ring of authority		Doppelganger
Z	spell book		125
	smuggler loot	114	Living Crystal Statue
	loot on body	71.2	50
			Smugglers
			Crystal Spiders (1?)
			40
			75
TOTAL		7750.9	2011

This doubles the monster XP total (more monsters and tougher ones too, notably the Doppelganger and the

Master Ghoul). I've not included the Djinn, since the players won't be fighting it. Treasure gets a hike but not by quite as much: other than XP, players have few uses for treasure.

The total haul is over 9750xp or nearly 2500xp each for a 4-character party. Those Clerics and Thieves should be 3rd level, the Fighters not far behind and even the Magic-Users will be 2nd level now. Let's not mention the Elves... The haul is also 75% bigger than the first level, which matches the increased size.

You might say, why does a 2nd level dungeon only deliver the same XP per room as the 1st level? The answer is that PCs require the same XP to get to 3rd level as it took to get to 2nd. Once they get to the 3rd level, rewards should double, but that's for another time.

So much for the mathematics. What about the theme? Some reviews dismiss the Holmes Sample Dungeon as a 'zoo dungeon' with no rhyme or reason to its contents. This is a mistake.

The northern and eastern portions of the Sample Dungeon are horror-themed: the catacombs, giant rats, skeletons and ghouls, coffins to investigate. The Temple of the Rat God is an extension of this, with evil cultists, Wererats and of course more undead.

The western portion of the Sample Dungeon is swashbuckling, with giant crabs and pirates and geographical obstacles to cross. Merging pirates and ghosts is iconic and deepening the significance of the captive Lemunda - she was not kidnapped by accident but for her resemblance to the Undead Corsair's faithless wife - cements this connection.

The southern portion of the Sample Dungeon is a magical wonderland of traps and puzzles, with an evil Thaumaturgist trying to unlock the dungeon's secrets. Connecting this to the Pre-human City of Holmes' introductory text intensifies this theme of wonder and exploration.

Holmes includes monsters who can be negotiated with (something of a first for Fantasy RPGs back in '77) and two prisoners to rescue, one of them the *charmed slave* of the Thaumaturgist. I've included two prisoners, but one is a traitor and the other doesn't want to be rescued! There are several monsters who can be bypassed or reasoned with if the players are wise.

Holmes also links events in the dungeon to the upper world of Portown, with the kidnapped daughter of a local lord and the Thaumaturgist's base connecting to his tower in the middle of town. I've introduced magical portals that can return adventurers to Portown and the mysterious 'evil secret society' of which the Rat Cult (and probably, in retrospect, the villainous Thaumaturgist) is a part.

Adventurers delving into the Sample Dungeon will be curious about its architect, Zenopus, but Holmes reveals little of the Wizard's fate. I've preserved that mystery: the players encounter signs of the Wizard's investigations, but not the Wizard himself. The clues point deeper into the Pre-human City.

I'm leaving scope for a third level that would 'complete' Holmes' project. The Perilous Chasm leads to caverns deep under the earth; the Catacombs give access to an underground necropolis. The Crystal Portal could transport adventurers deeper into the buried City on the trail of the Wizard - and the doom he unleashed!

This document is © 2020 Jonathan Rowe. It is not for resale or republication online but may be copied or printed for personal use. This is a work of fiction. The Sample Dungeon, Portown, Zenopus and Lemunda the Lovely were created by J. Eric Holmes (1977). Other names, characters, places, and incidents either are the product of the author's imagination or are used fictitiously. Any resemblance to actual persons, living or dead, events or locales is entirely coincidental.

OPEN GAME LICENSE

The following text is the property of Wizards of the Coast, Inc. and is Copyright 2000 Wizards of the Coast, Inc ("Wizards"). All Rights Reserved.

1. Definitions: (a)"Contributors" means the copyright and/or trademark owners who have contributed Open Game Content; (b)"Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), portation, modification, correction, addition, extension, upgrade, improvement, compilation, abridgment or other form in which an existing work may be recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d)"Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as Open Game Content by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trademark clearly identified as Product identity by the owner of the Product Identity, and which specifically excludes the Open Game Content; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the Open Game License by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of Open Game Content. (h) "You" or "Your" means the licensee in terms of this agreement.

2. The License: This License applies to any Open Game Content that contains a notice indicating that the Open Game Content may only be Used under and in terms of this License. You must affix such a notice to any Open Game Content that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any Open Game Content distributed using this License.

3.Offer and Acceptance: By Using the Open Game Content You indicate Your acceptance of the terms of this License.

4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the Open Game Content.

5.Representation of Authority to Contribute: If You are contributing original material as Open Game Content, You represent that Your Contributions are Your original creation

and/or You have sufficient rights to grant the rights conveyed by this License.

6.Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any Open Game Content You are copying, modifying or distributing, and You must add the title, the copyright date, and the copyright holder's name to the COPYRIGHT NOTICE of any original Open Game Content you Distribute.

7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of each element of that Product Identity. You agree not to indicate compatibility or co-adaptability with any Trademark or Registered Trademark in conjunction with a work containing Open Game Content except as expressly licensed in another, independent Agreement with the owner of such Trademark or Registered Trademark. The use of any Product Identity in Open Game Content does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in Open Game Content shall retain all rights, title and interest in and to that Product Identity.

8. Identification: If you distribute Open Game Content You must clearly indicate which portions of the work that you are distributing are Open Game Content.

9. Updating the License: Wizards or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to copy, modify and distribute any Open Game Content originally distributed under any version of this License.

10 Copy of this License: You MUST include a copy of this License with every copy of the Open Game Content You Distribute.

11. Use of Contributor Credits: You may not market or advertise the Open Game Content using the name of any Contributor unless You have written permission from the Contributor to do so.

12 Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the Open Game Content due to statute, judicial order, or governmental regulation then You may not Use any Open Game Material so affected.

13 Termination: This License will terminate automatically if You fail to comply with all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.

14 Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

15 COPYRIGHT NOTICE

Open Game License v 1.0 Copyright 2000, Wizards of the Coast, Inc.