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**PSYCHEDELIC FANTASIES  
MODULE 3**

**THE FUNGUS  
THAT CAME TO  
BLACKESWELL**

**Compatible with every old school version of the original fantasy role-playing game.**

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**BY YVES GEENS**

## PSYCHEDELIC FANTASIES MODULE 3

### THE FUNGUS THAT CAME TO BLACKESWELL

Written by Yves Geens

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#### Background

The subterranean village of Blackeswell, excavated in a bend of the river Blacke, was a prosperous little community, deriving much of its fortunes from its advantageous location. Located next to the Blacke as well as on the highway between Forge and Shale, it is the only stopping point for several days for both the all-important river trade and wayfaring caravans. Not only that, but the rock near the Blacke is rich with a precious stone that is unique to the region. Adding to its fame were two prominent inhabitants, the retired wizard Paronax the Enwised and the enigmatic engineer Fazil Helm'Ailech. While it would be odd for such great minds to settle in such a small village, few people wondered at it, for Blackeswell and its folk always did have a fey reputation. But a stone's throw away from the town lies the entrance to the Fungal Jungle, a natural cave system overgrown by a dense forest of man-sized, unnatural mushrooms. Many stories are told about the Jungle, its mysterious inhabitants and the various properties of the colorful, oozing fungi that grow there so thickly, though it was not considered an evil place. It was agreed on by the locals that if you do not act foolish and do not bother the Jungle, the Jungle will not bother you. That is, until a few days ago, when overnight Blackeswell became infested by the aberrant fungi. Huge mushrooms now sprout between the houses, stinking mold covers the buildings and the townsfolk, they are nowhere to be seen, so report a number of traveling merchants.

It will not be long before the Guard curtains off the area and moves in to clear out the fungal menace, or perhaps the spreading infestation will destroy the village first. Either way, enterprising adventurers might still have a few days to discover what happened to the town of Blackeswell and relieve it of its riches before that happens.

The party may hear one or more additional rumors at the start of the adventure.

- 1: Blackeswell has a sizeable store of gold, as it housed a refinery for the nearby Greylode mine. (*false*)
- 2: To appease the creatures living in the Fungal Jungle, the townsfolk had to make a human sacrifice once a year; their refusal to do so this year caused the current troubles. (*false*)
- 3: Despite retiring from the Guild of Aethereologists, Paronax still continued his experiments after moving to Blackeswell together with his assistant Barubas. (*true*)
- 4: A not-always-friendly rivalry existed between Paronax and Fazil Helm'Ailech. (*true*)
- 5: The townsfolk would regularly eat of the magical mushrooms from the Jungle, granting them strange powers and abilities. (*false*)
- 6: Occasionally, travelers spending the night in the Crooked Arm inn would vanish without a trace. (*false*)
- 7: Blackeswell is the realm's only supplier of a gemstone known as Blackeswell Pearl. The town charged exorbitant prices for the small round stones. (*true*)
- 8: The innkeeper of the Crooked Arm inn was a miserly fellow who hoarded all his earnings. (*true*)
- 9: Nocturnal flesh-eating mushroom people inhabit the Fungal Jungle, and often stalk up on the town. (*false*)
- 10: The brilliant engineer Fazil Helm'Ailech was working on an invention which would grant everlasting life. (*false*)
- 11: The village was kept safe by a number of sophisticated mechanical protectors. (*true*)
- 12: Adventurers planning forays into the Jungle would often use Blackeswell as a base of operations. (*true*)

#### The Village of Blackeswell

The approach to the town from the south, up the highway from Shale, has been cut off. A thick hedge of deathly white fungi, flecked with black and green, extends from the mouth of the Jungle toward the edge of town. The mushrooms, standing two to four yards tall, release extremely toxic spores or fumes if disturbed or burned respectively (save vs poison or death occurs within 2D4 minutes). From the north and west the village can still be reached by following the road or approaching from the quays.

The fishermen's huts and toll house on the bank of the Blacke are deserted. The area between the river and the fungal barrier is overgrown with large mushrooms, some the deadly variety found in the hedge and the southern edge of town; but most are smaller, more colorful and less deadly. Many houses and buildings are entirely covered in pungent mold or large amounts of fungi. On the leveled floor of the cavern is a dense network of white mycelia, ranging in thickness from the breadth of a hair to that of an arm. The whole village is covered with great loops of them; on closer observation the PCs will notice that they occasionally move. Shortly after the party first sets foot in Blackeswell, the mycelia will attack and continue to do so intermittently for the duration of their stay.

**Unnumbered Houses:** The abandoned houses near the southern edge of the village are entirely overgrown by the lethal white fungi. From inside the PCs may intermittently hear sounds like those made by large insects and a single tortured scream.

Check for wandering monsters every turn.

- 1: 3D8 Rock Grubs
- 2: 1D4 x 2 Cubits
- 3: 3D4 Grave-fungal Dead
- 4: 1D6 Hollow Men
- 5: 1D4 Iridescent
- 6: 3D4 Mycelia
- 7: 1D3 Andromatics
- 8: 4D4 Infested Townsfolk

**1. The Wainwright:** A foul-smelling umber rot has spread over the entirety of the building, making it hard to breathe. Nearly all the inventory has been warped, but with some searching through the stock of treated lumber the PCs may find 75 GP worth of salvageable wood.

**2. The Haberdasher:** The façade of this small store has been meticulously scrubbed and cleared of any and all traces of the fungal infestation. A small plaque next to the door reads: "Astrius Fine Costumery". Entering the tidy shop, the door causes a small bell to ring and a smiling, well-dressed man emerges from behind the counter and advances to meet the party, clasping his hands together in delight. He introduces himself as Melven Astrius, owner and proprietor of the haberdashery, and will courteously inquire after their sartorial needs. During their conversation PCs with sharp hearing have a chance to notice a scratching sound coming from the back of the shop. Astrius will make not the slightest remark about the horrendous things going on in the village, and if asked about them he will casually ignore the question and steer the conversation back to the matter of waist coats and tailored pants. If they keep pressing the subject, Astrius' calm and jolly demeanor will eventually fail. If the PCs threaten Astrius, he will try to cross the storeroom and run to the door behind the counter, shouting "Mr. Buttons knows how to deal with ruffians such as yourselves!". When he opens the door, Mr. Buttons, Astrius' former shop aid and the source of the scratching noise, bursts into the room.

The fancy display cases in the shop and especially the backroom can be relieved of 225 GP worth of valuable fabrics and accoutrements of semi-precious materials.

Hidden in a small inner pocket of Astrius' coat is a platinum thimble and a very fine diamond needle, worth 300 GP. The needle has a minor enchantment placed on it; if the command word "darn" is spoken while repairing torn fabric, the needle produces a nigh-invisible thread of pure Aetherium, which perfectly mimics the color and properties of the material it is used on. This can be used to mend magically enhanced items of clothing.

**Mr. Buttons**  
AC: leather, MV: 90'(30'), HD: 2, AT: 2, DG: 1D3, SV: F2, ML: 6, XP: 40.

A fat, pale man, his eyes replaced by a mismatched set of buttons, thick needles jammed under his nails and every orifice on his body sewn shut. The creature (somehow aware of its surroundings) will rage against anyone in the store, including Astrius, until put out of its misery.

**3. The Crooked Arm:** The two-storey inn is one of the larger buildings in the village. On the outside mycelia, mold and fungal tendrils have enveloped most of the ground floor and have started creeping up toward the rooms on the second floor. Observant characters may note that the windows on the south side have been cleared of growths. Both the doorway and the hatch doors leading to the cellar are partially obstructed by a cluster of luminescent fungi. They may be cleared with a few minutes worth of work, but this will coat anyone standing closeby in a film of luminescent spores, granting enemies a +1 modifier to hit. The spores can be removed with a solution of oil and water.

The common room is a mess. Broken chairs litter the floor, tables have been thrown up as barricades and musty puddles of blood and goop indicate a fight took place just a few days ago. On the east side of the building is a blackened counter. Most of the stone surrounding it is scorched, as a fire raged here very recently. The shards of various bottles and casks are strewn about the place, as well as two human bodies burned to a crisp. Stairs next to the counter lead up to the rooms above, from which the sounds of struggle can be heard. The door next to the counter is wide open and looks out on the kitchen. A stale smell fills the common room, but as the party draws nearer to the open doorway, a rancid odor can be noticed instead.

**4. The Kitchen:** If the party investigates the small, disorderly kitchen, they will discover the source of the stench to be a large cauldron filled to the brim with a fatty goop of vegetables, gristle and several human bones. As soon as someone approaches, the gut-churning soup will attack. A trapdoor in the far corner leads to the cellar.

**Putrefied Supper**  
AC: leather, MV: 90' (30'), HD: 3, AT: 1, DG: 1D4 or special, SV: F3, ML: 11, XP: 110.

This anthropomorphic gruel of spoiled victuals and human remains attacks by forcibly throwing itself against its victims. If the Putrefied Supper strikes its target with an attack roll of 4 above the roll needed to hit, it manages to ram its arm-like appendage into the victim's mouth and down its throat. This attack only deals 1D2 damage but due to the foul taste and intrusive nature of the attack, the target must save vs paralyzation or be rendered incapacitated for 2D4 rounds.

**5. The Keg Cellar:** The cellar can be reached either through the hatch doors on the outside of the inn, or the trapdoor in the kitchen. At the bottom of the short flight of stone steps leading from the latter, the tangled body of the fat innkeeper can be found. Closer examination will reveal a knife wound in his back and his purse to have been cut. Past several rows of kegs and a well-stocked larder, the party can find a second corpse, this time that of an exotic man lying facedown in a puddle of his own former face, in front of a side alcove. Closer examination will reveal a cleverly hidden acid trap in the ceiling next to him; it is now rendered inoperative. On the body the party can find a suit of leather armor, a coin purse (7 GP, 12 SP, 22 CP), a set of thieves' tools and an ornate, pearl-handled dagger worth 50 GP.

The alcove is flanked by two statues of rather unattractive naked men, urine and feces pooled at their feet. Observant characters will notice that the statues have quite real looking, moving eyes and seem to breathe faintly. A bucket of moldy thin gruel with funnel stands next to one of them. In the alcove four large ale kegs have been placed next to each other. One of them is empty and can be easily removed to access a concealed crawl space behind it. Along the side of the short crawl space a single brick in the wall slightly juts out. If pried loose, a small vial of gas will roll out and shatter on the floor. Characters must save vs poison or take 3D4 damage and become unconscious for 3D4 hours; both are halved with a successful save. Careful scrutiny will reveal that the flagstone at the end of the space has frequently been removed and replaced. Underneath it may be found a burlap bag containing: 331 GP, 6582 SP, 3195 CP, 4 small rubies (75 GP each), a rough-cut emerald (125 GP), a bejeweled icon of a small child with three eyes (Quintigal Rapt, demonic deity of fear, usually considered chaotic evil, grants immunity to magical fear effects, worth 600 GP) and a small metal disk with an intricate rune traced on it. When the bag is removed from its niche, the same rune can be seen scratched on the stone where the bag was resting. If the metal disk is moved more than 20 feet away from the rune-inscribed floor stone, it will turn the skin and muscles of its carrier into stone.

**6. The Guest Rooms:** The upper floor houses six rooms, three on each side of the corridor onto which the landing at the top of the stairs gives out. Currently there is quite the ruckus as a group of eight crazed townsfolk try to break down the door of the southwestern room. Holed up inside are Darric Clansmithe, callow apprentice of the magical arts, and Honar, taciturn disciple of the Seventh Divine. If rescued, the twosome will be very grateful and try to help in whatever way they can; Honar can provide limited healing. The two have little information on what's going on in Blackeswell; a couple of nights ago, the same day the group arrived, without warning the fungal infestation suddenly spread through the village, turning the townsfolk either into mindless drones or crazed killers. The duo has since barricaded themselves in their room, fending off the occasional attack to the best of their abilities (Honar will warn them at this point about his Putrefied Supper trap if they have not yet encountered it). After the danger has passed, Darric and Honar will leave in search of the two missing companions of their Subterranean Salvage Company; man-at-arms Kerth Goodwine and expert procurer Att Silvuwenynn.

**Darric Clansmithe**  
AC: unarmored, MV: 90' (30'), HD: 1D4 HP, AT: 1, DG: 1D4 (dagger), SV: F1, ML: 6, XP: 80.  
Darric has the spell *Gravitational Alleviation* memorized.

**Honar**  
AC: plate, MV: 60' (20'), HD: 2, AT: 1, DG: 1D8 (scimitar), SV: F2, ML: 9, XP: 130.

The remaining rooms hold the following:

**South:** unperturbed. A rucksack with preserved rations and general adventuring gear, ten foot pole. Pearl-handled dagger worth 50 GP hidden under the pillow of one of the two beds.

**Southeast:** bloodbath, traveler gruesomely killed in her sleep, trail of blood leads to the open window. Personal belongings untouched, pouch with 19 GP and 50 SP.

**Northeast:** empty, shows signs of a hasty departure. Multiple Mycelia have crept in through the window, three of which will attack.

**North:** barricaded from the inside. Room is overgrown with oozing fungi and pungent mold. Lifeless arm can be seen sticking from a cocoon-like growth.

**Northwest:** room is covered in a film of slime. Bulbous mushrooms grow on the stone floor and walls and seem to suck the light out of the room. A large, polyp-like canker hangs hidden on the ceiling.

#### Cankerous Growth

AC: leather + shield, MV: 0'(0'), HD: 1+1, AT: 1, DG: 1D3, SV: F1, ML: 5, XP: 44.

Its initial attack surprises on a 1-3 on 1D6. The growth extends itself vertically and automatically envelops a target if surprised. Each subsequent round the target takes 1D3 damage from hundreds of a razor-sharp teeth lining its gullet and digestive juices.

**7. The Fungal Patch:** In small patches around an old statue, which depicts a goat-headed creature chasing three laughing maidens and is remarkably clean, grow about a hundred normalized, colorful mushrooms in interlocking circles. They have the following properties:

- Yellow: Contain acidic spores that are released and deal 1D3 damage when the cap is disturbed, eats through flesh and metal alike.
- Olive: Provide a rush of energy when eaten, giving a flat +1 modifier to all rolls. After 1D3 hours the original effect subsides, and a state of complete catatonia sets in for 1D10 turns.
- Red: Engender a raging bloodlust after 1D3 turns, causing the eater to attack friend and foe alike.
- Indigo: Cause severe psychogenic effects almost immediately. This may result in (1D4): 1: paranoia, 2: euphoria, 3: hallucinations, 4: depersonalization.
- Brown: If eaten, save vs poison or die in 1D4 minutes.
- Grey: A character eating this mushroom must save vs poison or permanently suffer from (1D4): 1: plegic limb (50% chance arm or leg), 2: impotence/infertility, 3: blindness, 4: mutism.
- Orange: Make small, fungal growths penetrate the character's skin after 1D4 days, causing 1D2 HP damage every day until treated.
- White, gold-flecked: If eaten, has a 1 in 3 chance to grant a permanent +1 to Constitution and a 2 in 3 chance to cause a permanent -1 to Strength and Constitution.

Every time a mushroom is picked, there is a 1 in 10 chance the PC actually picks up a dormant Mumyc, a small creature very similar in color and shape to the surrounding mushrooms. A save vs spells can be made to see through its disguise. Eating a Mumyc has no immediate effects, but the chewed parts will spring to life on their way down the PC's esophagus. They nestle there, feeding on what passes through for roughly a week, after which 1D6+2 fully grown Mumycs will start making their way up again to hatch. Though extremely unpleasant, this is only lethal in 10% of recorded cases.

**8. The Watch House:** On opening the stone door of the building, horrid translucent red goop starts spilling out of the doorway. The liquid is slightly acidic and after a few minutes will start to dissolve anything that it has touched. The greater part of the watch house's interior has corroded. Bones belonging to at least seven people can still be discerned among the sludge.

**9. The Fish Market:** The stench of rotting fish wafts from the large hall doors to the fish market. Inside the covered market place is a group of 12 Rock Grubs feasting on various mushrooms and the spoiled victuals from the collapsed stalls. Fungal rot despoils the place as well as the large cold storage room in the back of the hall. Grave-fungus has set to work on the carcasses stored there, and one mycotically animated predator recently caught in the Blacke will attack the PCs.

#### Grave-fungal Blackefish

AC: chain + shield, MV: 30' (1'), HD: 7, AT: 1, DG: 2D6, SV: F2, ML: 10, XP: 770.

This large shark-like fish, moving to and fro by means of a set of tentacles growing out of its belly, is a putrid mess of mold and decay. It attacks using its mighty jaws with four rows of barbed teeth.

**10. The Stonemason:** The stonemason's atelier has transformed into a humid tangle of fleshy, vaguely plant-like bulbous growths. When the PCs open the door, two crazed men covered in similar growths will leap at them, brandishing diamond tipped picks worth 30 GP each.

**11. The Roper:** This shop is noticeably cleaner than most, as if the spreading infestation has purposefully avoided the ropes made of dried giant fungus fibers. Many coils of sturdy rope can be found here, as well as the erstwhile roper and his wife hanging from nooses in the backroom.

**12. The Blacksmith:** The overgrown smithy is abandoned, but many of its wares have been left untouched; a small collection of fine quality swords, axes and other instruments of death and maiming may be found here, as well as two suits of ring mail and a half-finished suit of plate armor.

**13. The Oil Merchant:** The front door of the shop is a jumble of blackened and cracked stone, much like the scorched interior of the shop. Nothing has survived the inferno that raged here, but a fresh layer of mold and mushrooms is forming inside.

**14. The Grocer:** A fine layer of snow white mildew covers every inch of the interior, reflecting any light brought in in an eerily beautiful spectacle for a few seconds, after which the mildew almost immediately turns black and releases a cloyingly sweet smell which fills the shop. Any characters caught inside must save vs paralyzation or become paralyzed for 1D4 hours. Rumaging through the supplies the PCs may find a pristine collection of rare spices and dried fruits worth 70 GP.

**15. The Barber Chirurgeon:** The barber chirurgeon's practice crawls with Mycelia, 3D6 of which will attack if the PCs set foot in the shop. In the barber's chair is a bloody torso with all its extremities torn off, covered with leeches. The head and limbs are playfully hidden around the shop.

**16 & 17. Abandoned Houses:** The dividing wall between the two houses has been smashed; cramped inside is a huge, dark green bolete, discharging a sticky white fluid. If the fluid is cleared away, the outlines of human faces and limbs may be discerned just beneath the surface of the cap when viewed from above. If the mushroom is subjected to light, a fleshy man-sized crevice will open in the stipe. Stepping inside the pink orifice naked will heal any wounds a PC might have in half an hour, after which the character is pushed out of the stipe again covered in said white liquid. Dead characters will not be revived, but their bodies will be reconstructed if a piece of them is put inside the bolete, though all organs will be fungal facsimiles. Roll 1D30; if the result is lower than the amount of HP restored in this fashion, the mushroom does not expel the character again, but stores it in its cap as nutrients, instantly killing the character.

**18. The Butcher:** The door to this mold-ravaged building is wide open. From the dark doorway an awful stench wafts out. Seven decaying bodies have been piled up in the center of the blood-stained storefront. Mycelia from outside have crept into the room and cover much of the walls; white tendrils extend feelers into the pile of gore.

A trapdoor in the boning room leads to a cold curing cellar. One of the leathery-looking pig carcasses hanging from the meat hooks has been sewn shut and has strange runes painted on its flanks in blood. Inside is a bag with 300 silver coins and a severed, pestilent head. If the head is examined, a soft rattling sound may be detected. In its brainpan 4 Blackeswell Pearls, worth 50 GP each, can be found, having been shoved up the nostrils. Handling the head requires a save vs poison or the character contracts a wasting disease that kills in 6D6 days.

If the pile of corpses near the entrance is inspected, they will discover that the bloody body slumped to the side is actually alive. The butcher, controlled by one of the mycelia, will get up and put his cleaver to good use, surprising them on a 1-4 on 1D6.

**19. The Brewer:** Mold has covered the kegs and spoiled the fish wine of the village's modest brewery. The two large copper stills in which yeast ale was fermenting have burst, allowing a highly toxic growth to spread and poison the ale. Anyone drinking the brew must save vs poison or die in 4D4 minutes.

**20. The Village Square:** Slumped around the statue of Encephalos Redemptor in the center of the cobbled square are seven eviscerated bodies; their entrails have been draped over the statue. A dozen skeletons covered in fungal growths, most of them seared by blaster fire, lie slain as well. In many places toxic fungi seven feet tall have sundered the carved paving stones. If the party traverse the square while carrying light, there is a 1 in 2 chance they will be fired at from the belfry.

**21. The Church of Encephalos Redemptor:** The church teems with rotting mushrooms and enormous patches of lichens; only the belfry has escaped the decay. The beautifully carved iron doors at the front and side have been barricaded from the inside, but can be brought down given some time.

The interior of the church is unadorned but for the austere painting on the ceiling of the church's namesake. Two rows of stone pews line the length of the church up to the chancel and the altar. In a cabinet in a nook next to the altar is an empty silver tabernacle, worth 30 GP. Near the entrance a ladder leads up to the belfry. Off from the central aisle a stone spiral staircase leads down to the crypt.

**22. The Belfry:** Holed up in the top of the tower, ready to make a last stand is grizzled adventurer Kerth Goodwine. If it is night, there's a 1 in 2 chance Kerth will be asleep and surprised when the party makes their way up the tower. If not, he will shout for everyone to come up slowly, with their hands up. Kerth has a blaster rifle (2D6+2 damage, fires every other round, worth 850 GP). If the meeting takes place on friendly terms, Kerth will explain, if prompted, that he and his band had come down to Blackeswell to venture into the Fungal Jungle at the behest of the wizard Paronax. Several weeks previously, he had done the same with a different party, and had been well rewarded for collecting exotic mushroom specimens. Kerth is not interested in heroics and is planning to stay put until the situation is dealt with by the Guard.

Kerth has a rucksack with general adventuring gear and provisions, 50' rope, iron spikes, long sword, chain mail and coif. He also has a silver goblet, lavishly decorated with Blackeswell Pearls, worth 1100 GP, stolen from the church's tabernacle.

Kerth Goodwine  
AC: chain, MV: 60' (20'), HD: 2, AT: 1, DG: 1D8 (long sword) or 2D6+2 (blaster rifle), SV: F2, ML: 8, XP: 130.

**23. The Crypt:** The crypt is a short corridor, with loculi on both sides in which are interred the remains of the twenty-two former priests of the village. At the far end of the passage the body of the last priest, an elderly man, lies splayed on the floor in a pool of blood, his throat and wrists cut. Mycelia have pushed their way in through the rock, and have already turned seven skeletons into Grave-fungal Dead, who do not care for surprise and will crawl out of their niches to attack the PCs as soon as they see them.

**24. The Vestry:** This small room holds little more than a writing desk and a wardrobe with ceremonial garb. The three robes are quality pieces of goldwork and worth 20 GP each. A panel in the wardrobe slides away and leads to the bedroom of the parsonage.

**25. The Parsonage:** The home of the village priest, this simple house of two rooms, sparsely furnished, holds little of value except for the gilded icons of St. Zuryll Thrice-beheaded and St. Anaxia Surface-dweller, worth 15 GP each, suspended above the bed. If the party has provoked the Grave-fungus and attempts to hide in the parsonage, the Grave-fungus will use its tendrils to rip off the door and tear down the walls.

**26. The Graveyard:** The cemetery has long held the remains of dozens of generations of villagers, but not so anymore. A large, squat fungus in the center of the burial ground is sending out dozens of vine-like tendrils, slowly but surely rooting through the cairns, pulling out the burial shrouds and spilling the remains on the ground. A blackish goop sprays from an opening at the very tip of the tendrils, coating the bones and causing growths to form on them at an accelerated speed. Many have already been dug up; two dozen Grave-fungal Dead roam the area. The Grave-fungus will ignore the PCs, but if attacked will defend itself.

Grave-fungus  
AC: chain + shield, MV: 0' (0'), HD: 7, AT: 3, DG: 1D4 or special, SV: F4, ML: 11, XP: 630.  
Each round the sluggish Grave-fungus attacks with 3 of its 17 mycelia (AC: leather, MV: 30' (10'), HD: 2 HP). It can use them to lash out at targets or spray them with protoplasmic liquid. Unless a sprayed character succeeds in a save vs paralyzation, quickly-growing mold will begin to cover it, causing a cumulative AC and To Hit penalty of 1.

**27. The Usurer:** The small building is filled with man-sized fungi that spread noxious spores when disturbed; a character in their vicinity must save vs poison or take 1D4 damage. Past the fungi is a steel vault door, protecting a vault 4 by 10 feet wide, which holds 451 GP, 8549 SP, 16431 CP and the dehydrated corpse of the village money lender.

**28. Abandoned House:** A corrosive substance has eaten through the bottom of the closed stone door, leaving a hole 2 feet in diameter; a strong smell of acid issues from within. Inside are 11 Rock Grubs burrowing through the floor. If more than one person enters the building, the floor will give way under the weight and everything (and everyone) inside will plummet down into the Crystal Lake, including a wooden cabinet spilling 120 GP worth of gold and silver tableware, which will proceed to sink to the bottom of the lake.

**29. The Gemcutter:** Four intricately carved gargoyles resembling Stoneskins decorate the front of this otherwise unassuming workshop. If an attempt is made to pick the lock of the fortified stone door, 1D4 of the fake statues will come alive. The inside of the shop is entirely free of the fungus. A safe hidden behind a crate in the backroom contains dozens of unique, organic looking gemstones from the Fungal Jungle, worth 1200 GP in total.

**30. The Chandler:** Elm Chandler and his family of four have barricaded themselves in their home and workshop. They are terrified and will not let anyone in voluntarily. Inside is a large supply of tallow candles and a strongbox with 36 GP, 121 SP.

**31. The Town Hall:** The eastern wall of the stately council edifice is ripped open and collapsed in a pile of rubble. Similarly the floor of the second storey has given way, so that little remains standing of the town hall except for the roof and the three outer walls. The inside of the hulk is now one large debris-filled space. Approaching the steel front doors or the collapsed wall, the PCs will hear incomprehensible chanting coming from within.

The source of said chanting is a group of sixteen pale men and women, holding hands in a circle on top of a flattened mound of rubble, articulating sounds that are unlike any language the PCs may know. All of them have had the top of their brainpan removed; dense networks of hundreds of transparent, faintly luminescent yellow fibrils descend from the ceiling and have dug into their exposed brains.

Up in the rafters the PCs will notice a vast grey anemone-like creature, thick bulging veins crisscrossing its moist fleshy exterior. Four pairs of Cubits circle around it in constantly changing patterns.

When the party is spotted, the group of people will shout as one: „I am Zog. Speak unto me the key of the fourth parallax of ever-effervescent Shzx'b'Unr!“ If the party does not give a satisfactory answer within a few seconds, the enraged townsfolk will attack, as well as the Cubits.

**Zog**  
AC: unarmored, MV: 0'(0'), HD: 12, AT: special, DG: special, SV: F8, ML: 9, XP: 1680.

Zog controls the townsfolk through the bundles of fibrils that extend from its appendages. Each bundle has 1 HP and if severed, the person it controlled will fall down dead. Only if all the townsfolk are killed, Zog will attack using its psionic capabilities. The target must save vs spells or (1D4):

1: take 4D4 damage; if this kills the target its head explodes.

2: go permanently insane; roll a die; odd: docile, gibbering madman; even: homicidal maniac.

3: has its Intelligence lowered to the minimum possible; target takes 1 HP worth of damage for every Intelligence point drained in this fashion. Effect lasts 1 day and after that returns at a rate of 2 points per day back to its original value - 1.

4: brain liquefies and runs out of its nose.

Digging through the rubble in the town hall the party can find a sturdy safe containing: 6 gold bars (worth 1070 GP each), an iron chest containing 571 GP, 8452 SP, 398 CP as well as various ledgers.

**32. The Blackeswell Pearl Co:** A large shaft, about 30 feet deep, has been excavated at the edge of town. The fungal contamination covers the ground surrounding it, but it has not spread into the pit proper, though the many withered mycelia dangling over the edge of the hole seem to indicate it was attempted. A series of steps hewn in the rock face lead down into the pit. Next to it is an unassuming building, the sign over the door reads: „The Blackeswell Pearl Co.“ The inside of the overseer's office is a mess. Cabinets have been thrown wide open, the elegant wooden desk has been overturned and sales orders lie strewn about. Anything of value has been stripped from the room; likewise the safe in the corner has been cleaned out.

**33. Fazil Helm'Ailech's Workshop:** A long, one-storey building at the western edge of the village, the engineer's workshop seems to be hit harder by the fungal scourge than any other place in town. Large, toxic mushrooms pockmark the walls and mold festers everywhere, except near the drainage pipes spewing nearly black waste water in a ditch toward the river. The roof is covered with a slightly pulsating green and grey biomass, from which (now inert) tentacles of an unidentifiable matter have extended to rip the massive stone front doors off its hinges. A humid, dank smell issues from within.

The main floor is a veritable battleground: strewn all about are the corpses and remains of more than four dozen villagers and reanimated dead, as well as almost a score of Andromatics. Three of them are badly damaged but still operational, and will attack anyone who comes near.

Additionally, two Hollow Men roam the hall. A jumble of machines and contraptions of different sizes line the walls of the workshop; most of them seem to have burned out and no longer function.

**Damaged Andromatic**  
AC: chain + shield, MV: 0' (0'), HD: 1, AT: 1, DG: 1D6 or weapon, SV: F2, ML: 3, XP: 40.

On one of the workbenches in the hall, tucked away between two large machines, a foot long metal rod, featureless but for a button on one end, can be found among other tools. If pressed, the rod shoots multiple streamers of lightning, which are harmless when used on organic targets. Constructs however will be rendered inoperative for 1D4 turns if they fail a save vs wands. A PC using the rod must also save, or the rod drains 1 HP worth of energy from the user.

A cylindrical machine with a spinning gyroscope at its center whirrs in a corner of the workshop. Though the party is unlikely to figure it out, this is an energy field generator; sabotaging it will cause any Hollow Men in the village to blink out of existence, but its destruction will allow 1D3 pairs of intrigued Cubits to enter the workshop through a broken window. Two doors at the end of the hall, one open, one shut, lead to the study and laboratory respectively.

**34. The Study:** The small room at the end of the hall once held an impressive library, but is now overgrown with mycelia. Pinned to the wall, pierced by multiple tendrils, is the mutilated corpse of the engineer. Underneath the desk is a dingy patent safe. Inside are 4 ingots of silver worth 40 GP each, a journal, various schematics, a key and an energy pistol. The pistol, worth 800 GP, can shoot every other round and has three settings:

First Setting: deals 2D6+1 damage per blast.

Second Setting: supercharges the next shot, draining 1D4 HP from the PC and dealing 1D4+1 times this amount in damage.

Third Setting: causes no damage, but the target must save vs wands or go blind for 1D4+2 rounds.

The journal contains only nonsense written in an indecipherable script. The schematics deal with the various Andromatics the engineer created. One of them mentions the construct named Behebot, and how Helm'Ailech fruitlessly attempted to power it up. Instead of the elusive magic that normally animates it, the engineer has jury-rigged the construct so that a sentient organism can function as Behebot's power source, though at great personal risk. The black ornate key unlocks the laboratory door.

**35. The Laboratory:** Untouched by the virulent corruption, the workspace of the engineer features many constructs in various states of completion. Towering above them is the 12 feet tall, anthropoid Behebot. Its chassis is opened, and it looks like one person would just fit in it. Guarding it are three Hollow Men.

#### Behebot

AC: plate + shield, MV: 60' (20'), HD: 5, AT: 2 or 1 (fists or beam), DG: 1D6/1D6 or 4D6, SV: F8, ML: 11, XP: 1030.  
A character trying to operate Behebot must make a save vs wands. If successful, the construct is under the character's control and the PC can disengage at any time without harmful side effects. If the character fails the save however, its life essence permanently dissipates as Behebot takes on a life of its own. The construct will be of the same alignment as the character that animated it, but the personality and mind of said character are forever lost. Behebot is able to launch a powerful attack using an energy ray emitted from its eyes, creating a beam 2 feet wide and 30 feet long. Anyone caught in the area of the attack must save vs breath attacks. Success indicates only half damage is done. Behebot will use the energy ray as its first attack if it enters combat. The ray needs to recharge for 3 rounds before it can be fired again; during this time the construct will instead try to stomp or hit assailants.

When the party leaves the workshop, the festering biomass lurking on the roof will pinch off a part of itself, which surges up to attack the party.

#### Oozing Mucus

AC: leather + shield, MV: 30' (10'), HD: 6, AT: special, DG: 1D4, SV: F3, ML: 7, XP: 680.

The Oozing Mucus quickly grows two pseudopods, with which it attacks the party. Every time the Oozing Mucus is damaged (unless the damage is caused by fire) it grows another pseudopod from the wound and can use it each round as an additional attack until it dies.

**36. The Spigot and Gullet:** The low, one-storey tavern is hardly recognizable as such. Thousands of green and red shelf fungi grow on the walls, giving the tavern the appearance of one giant mushroom. The stone door has been ripped off its hinges and lies in the middle of the highway. The inside of the tavern is a squalid mess; a pervasive stench of dung fills the common area, in the center of which a large nest has been built from stalks of the giant mushrooms that infest the south part of town. Roosting there are a couple of Onyx Crawlers that came down from the Jungle, gorging on some Rock Grubs. The Crawlers will not automatically attack, but defend their lair if anyone dares to enter it. Inside the nest are three gooey eggs, worth 400 GP each to an alchemist or wizard.

#### Onyx Crawler

AC: chain + shield, MV: 90' (30'), HD: 5, AT: 4 (sting x3, bite), DG: 1D4/1D6, SV: F5, ML: 8, XP: 430.

These large six legged creatures can attack with their four rangy, stinger-like appendages and the powerful mandibles of their vaguely humanoid head. Their carapace is black as the surrounding darkness, their flesh as pale as a corpse maggot's. Onyx Crawlers are afraid of fire and any form of light.

**37. The Tower of Paronax the Enwisened:** The squat square tower at the far edge of town has been turned into a writhing mass of mycelia, covering every inch of the structure. Thousands of them emerge from every window opening and spread out toward the village in all directions. When the party arrives, the tendrils covering the doorway will part and open the door for the PCs.

Much the same as the outside, the inside of the tower is completely covered with the fungal growths. On the ground floor a dining room, kitchen with pantry and storeroom could be found, but it is almost impossible to discern their function in their present state. A spiral staircase leads up to Paronax' chambers and the basement.

**38. Paronax' Chambers:** As the party ascends the stairs, 8 Mycelia will suddenly attack them. For every Mycelium killed a new one joins the battle, until the party make their way back down or reach Paronax' room at the top of the stairs.

The wizard's chambers, joint bedroom and study, are even more infested than the rest of the tower. Wrapped in mycelia, the haggard wizard lies in a four-poster bed teeming with them. Only his head is left uncovered; four Iridescentes float above it, but will assail the party when they enter the room. If the Iridescentes are dispatched it will take 1D4 turns before Paronax recovers his wits. He has no recollection whatsoever of what has happened and begs the PCs to free him. If they attempt to do so, the Mycelia restraining the elderly wizard will tear him apart.

If the PCs spend some time rooting through the overgrown bookcases in the study, they will find scrolls for the spells *Lamellar Growth* and *Fungal Familiar*. These spells were still being researched and refined by the wizard when the infestation broke out and hence dangerously unstable. There is a 5% chance that when cast, the spells will not produce the described effect but turn one of the caster's extremities into a gnarled, fungiform stump.

Tucked away in a locked drawer of the desk is a Wand of Iridessence, which summons the creatures of the same name (1D10 charges, worth 950 GP).

**39. The Cellar:** The descent into the cellar is extremely difficult. The stairwell is clogged with hundreds of twitching mycelia through which the PCs will have to squeeze themselves to reach the bottom of the stairs. They emerge into what was once a square storage cellar as spacious as the ground floor level, but is now one seething mass of tendrils and mold.

As the party enters, 20 Mycelia will commence an attack. At the start of each next round of combat, roll a die: if the result is even, the Mycelia will attack the PCs; if odd, the Mycelia will suddenly start ripping each other to shreds, automatically killing 1D6 Mycelia per round. During a round where the result is odd, the great fungal mass will part itself and momentarily recede to reveal an open door, from which a single black mycelium leads out and disappears into the rest of the growth. Through the door is a tiny, plain bedroom. On the bed lies Barubas, the wizard's assistant, barely alive. Growing out of his chest is the black mycelium; it has formed around and extracted his heart out of the chest cavity, and can now be seen faintly beating as part of the mycelium. Severing the mycelium or killing Barubas will end the fungal infestation in Blackeswell. The growths in and around town will slowly begin to decay and dissolve into an odorless white sludge in 3D6 days time. Fungal-induced insanity or bodily afflictions are unaffected whether or not the source of the infestation is removed.

**40. The Tunnels:** The entrance leading into the tunnel looks much like that of a mine, sturdily constructed and straight. After only a few yards the shaft suddenly becomes narrow and low, so that the party must walk single file and larger characters have to stoop. The passages here no longer look dug by human hands, but rather by burrowing animals. At certain points the PCs will get the eerie feeling of being watched, as indeed they are. Check every turn for a surprise attack by a group of Stoneskins.

An intermittent piercing whine can be heard as the party approaches the Pearl production line; the sound of rocks being crushed comes from the barracks and an acrid smell comes from the direction of the Grub lair.

**41. The Crystal Pool:** A small subterranean lake of crystal clear, icy cold water. A bloated corpse riddled with lacerations floats in the center of the pool. On the body the PCs can find a key which opens the gemcutter's workshop.

**42. The Barracks:** This rough cave was used by the Pearl Company's workers, but now six Stoneskins have made it their own. Beds and tables have been smashed and thrown to the side to clear the center of the cave; on the floor a crude painting of a large bird has been made, around which the Stoneskins are standing, producing sounds like than of an avalanche of boulders.

**43. The Hideout:** An improvised barricade has been thrown up in this side passage. It is held by two well-armed Pearl Company guards, who will initially be wary at the party's approach, but can easily be persuaded that the PCs are there to rescue them, if they are so inclined. Holed up further down the tunnel are three more employees and their boss Spint Wilphrey. The six of them took shelter in the tunnels when the nightmare began and are now quite desperate as their stores of food and water have dwindled to nothing. Wilphrey will pay the party well for their safe extraction. All the men have a complex rune chalked on their clothes; this wards off the Stoneskins the Company summoned as additional security, but under no circumstance will they share this bit of information with the PCs, even if the latter assist them. In a plain iron box, hidden under some dirty blankets in the corner used for sleeping, Wilphrey has stashed the Company's assets: 312 heptagonal platinum chips (worth 12 GP each), 31 Blackeswell Pearls (50 GP each), 63 GP, 112 SP and a promissory note for 770 GP from a merchant in Forge.

**44. The Pearl Production Line:** This oblong chamber is the heart of the Company's Pearl production. Empty crates branded with the Company logo are stacked along the wall, together with other packing gear, some steel cages and a trough of water. What immediately draws the attention however, is a giant purple Grub, as big as a cow but twenty feet long, suspended a few feet above the ground by massive chains hanging from the ceiling. The creature is bound tightly and unable to make any movement except turn its eyes. It continues to whine plaintively and clearly looks malnourished, but will refuse any food offered (it only eats platinum, gold or precious stones). Next to it stands a crank-operated mechanical arm ending in a vise-like claw, gripping the creature's swollen member. Operating the crank causes the claw to move back and forth. After vigorously stimulating the Grub for a few minutes, it will produce 6D4 warm, rubbery pellets. If immediately cooled in water, they will become the hard and shiny Pearls Blackeswell is renowned for. The Rock Grub King needs 3D4 hours to recuperate before it can produce a new batch and will die in 3 days if not fed properly.

**45. The Grub Lair:** A small steel door bars the way into this tunnel. Left unchecked, a group of eight Rock Grubs have almost made a hole in it using their acidic spit. Following the burrow, the party will come to a dank chamber, the lair of the Rock Grub Queen and 4D8 Grubs, none of which are keen on visitors. The short shaft leading out of the hatchery descends again, turns west and runs under the stream bed of the Blache toward the west bank where it gives out onto the river below the water line.

**Rock Grub Queen**  
AC: leather + shield, MV: 30' (10'), HD: 5, AT: 1 (acid spit), DG: 1D6, SV: F2, ML: 6, XP: 470.

The grotesquely bloated Queen has little maneuvering space in the confined chamber, and contents herself with spitting acid at her assailants. If killed, anyone willing to undertake the dangerous task of cutting the Queen open will be able to extract two bucketfuls of a sludge of half-digested precious metals and bits of gemstones from her intestines, worth 375 GP in total.

## Bestiary

### Andromatic

AC: chain + shield, MV: 60' (20'), HD: 3, AT: 2, DG: 1D6 or weapon, SV: F2, ML: 11, XP: 120.

Andromatics are automatons of steel and bolts, magically given life for one singular purpose (most often used as guards or soldiers). Each Andromatic is a unique creation, the result of the long toil and artistic vision of a master engineer. The stats above are for the typical model; this can fluctuate depending on the specific Andromatic. Optionally roll 4D4 for each appearance:

-Arms: 1: one gripper arm (-1 attack per round), 2: hydraulic arms, 3: bionic arms, 4: giant claws (1D8 damage)

-Legs: 1: continuous tracks [MV: 30' (10')], 2: tripod legs, 3: bionic legs, 4: hover boosters (can fly)

-Torso: 1: iron spine (AC: leather + shield), 2: cylindrical chassis, 3: synthetic torso, 4: steel superstructure (AC: plate)

-Head: 1: glass dome with vacuum tubes (-1 HD), 2: prism-shaped ocular scope, 3: metal head with vaguely human features, 4: plasma orb (cast 1 random 1st level spell)

### Cubit

AC: leather + shield, MV: 120' (40'), HD: 1, AT: 1, DG: special, SV: F7, ML: 7, XP: 78.

Cubits are extra-dimensional creatures, resembling enlarged, cubical brains, floating through the air while pulsating with faint blue waves of energy. A pair's psychic bond allows the instantaneous sharing of knowledge and provides the pair with the ability to switch positions between themselves by teleportation. When Cubits encounter a target, they shoot a focused ray of energy from their frontal lobes, which causes 1D3 damage to sentient beings. If the attack is successful, the target and the Cubit become entangled. This entanglement breaks the pre-existing bond between a pair of Cubits; if possible the remaining Cubit will try to form a new entanglement with another target. While the entanglement lasts, the creature's and its target's minds are merged, and any damage done to one is received equally by the other. Other Cubits will try to avoid attacking a target that is entangled with another Cubit. Once entangled, a Cubit will start probing its target's brain, which takes 1D4+1 rounds to complete. At the beginning of the next round, the target must save vs spells to resist the intrusion. If successful, the target takes 1 point of damage per round of the Cubit's probing; if unsuccessful the character suffers 1D3 damage per round instead. This lasts until the probing is finished or the recipient dies from brain hemorrhaging. Any character which successfully saves may additionally attempt to gain knowledge from the Cubit or switch places with it. When the Cubit is finished, it will break the bond and either move on to its next target or retreat. The death of one of the linked partners ends the bond immediately; otherwise, the bond is not limited by time or distance.

### Grave-fungal Dead

AC: unarmored, MV: 60' (20'), HD: 2, AT: 1, DG: 1D4, SV: F1, ML: 11, XP: 50.

The bodies of long-deceased villagers, unceremoniously exhumed and given unlife by the fungal infestation. Tendrils of mold wrap around the bare bones, holding them in place and substituting for muscles and tendons. Specialized mycotic growths in skull and chest cavity replace and mimic the function of erstwhile organs and animate the mindless skeleton. Grave-fungal Dead have two small spore pods growing where the deceased's kidneys used to be. These can be thrown at a target, which then has to save vs paralyzation. Failure indicates the victim inhales the spores, burning throat and lungs. This renders the target unable to do anything but gasp for air for 1D4 rounds and unable to speak for 3D4 turns, while the Grave-fungal Dead move in to finish their victims with their claw-like hands. As they are unliving rather than undead, powers and weapons that target the latter have no effect on Grave-fungal Dead.

### Hollow Man

AC: leather, MV: 90' (30'), HD: 2, AT: 1, DG: 1D2, weapon or special, SV: F2, ML: 8, XP: 75.

Hollow Men are creatures pure energy, summoned through powerful portal magic or ingenious contraptions. They look exactly like humans, though sometimes shimmer or ripple with a faint light. They are immune to mundane weapons and attacks.

Hollow Men usually attack using blasters or exotic melee weapons. An unarmed Hollow Man may attempt to shove its immaterial hands up to its forearms into the body of its victim and rematerialize them, causing 1D8 points of damage. Such an attack has a +4 to hit. Hollow Men are capable of walking through any known ordinary substance, though warding spells and force fields can be used to bar their way. Upon death, the Hollow Man and its possessions simply flash out of existence.

### Iridessence

AC: unarmored, MV: 120' (40'), HD: 1, AT: confuse, DG: special, SV: F8, ML: 10, XP: 9.

The Iridessence, a product of advanced prismatic magics, is a hovering, opaque bubble 1' to 2' in diameter, imbued with a dull, shifting pattern of colors. The sphere usually is stationary (though it bobs slightly) until it is approached by a living creature. The colors of the Iridessence will then start glowingly vividly, the swirling patterns increase in speed and intricacy, and the sphere lunges toward its target. The display caused by the sphere is so disorienting that soon even normal actions become impossible. The Iridessence starts producing rays of blinding, prismatic light and spews forth kaleidoscopic streams of vibrant colors. Its target automatically becomes confused, which lasts until the Iridessence is dispatched or the target loses sight of the Iridessence, and a save versus spells must be made; if the save is unsuccessful this indicates that the target also takes 1D3 damage per round.

### Mycelium

AC: unarmored, MV: 90'(30'), HD: 1D4 HP, AT: 1, DG: 1D3, SV: F3, ML: 11, XP: 10.

These long, white fungal tendrils attack using their sharp hooks and wicked grippers. If the attack roll result of a Mycelium is at least 4 higher than the target number required to hit successfully, it wraps itself around the head of its target and penetrates one of its orifices. The PC becomes a will-less puppet until the Mycelium is severed. After 12 hours the Mycelium will have completely warped the mind of its host, so that severing their link will turn the latter into a raging, bestial thing.

### Rock Grub

AC: unarmored, MV: 15' (5'), HD: 1D4 HP, AT: 1 (acid spit), DG: 1D3, SV: 0 level human, ML: 7, XP: 10.

Native to the banks of the River Blacke, rock grubs are purplish creatures, about a foot in length and covered in slimy green film which they use to move along the ground. They have two milky white eyes on protruding stalks on top of their heads. The creatures also have large acid-producing glands, which allow them to dig burrowing tunnels and to lob globules of digestive acid at foes. If killed the gland pops and sprays acid in a 5 foot radius.

### Stoneskin

AC: chain + shield, MV: 90' (30') Meld: 210' (70'), HD: 3, AT: 2 (claw, claw), DG: 1D6, SV: F4, ML: 8, XP: 80.

Stoneskins are summoned humanoids, 5' tall and twice as bulky as a man. They consist entirely of a hard, rock-like substance and lack all external or internal organs, their faces featuring only rudimentary ears and noses, and gaping holes in lieu of eyes and mouths. They possess basic intelligence and speech. Stoneskins have the ability to effortlessly meld with any sort of rock or similar material, and they are able to travel great distances in this fashion. They often appear behind or below their enemies in narrow tunnels, in which case they surprise on a 1-5 on 1D6. Underground deposits of earth, water, oil, dense roots and such will bar their way, though an opening as small as five inches will allow a Stoneskin to pass. Their fear of water prevents them from crossing streams.

### Spells

#### Fungal Familiar

Level: 1

Duration: Permanent

Range: 10'

This spell can be cast to grant locomotion and limited awareness to any growth of fungal origin and bind it to the caster's will. The casting takes from 5 minutes to 1 hour, depending on the size of the fungus. Fungi larger than the caster may not respond and attempting to bind such growths can have harmful side effects, such as permanent insanity, schizophrenia or the caster falling under the sway of the mycotic instead. During the ritual the caster must consume a fungus (or part thereof) of the same species as the one it is trying to bind. If successful, the fungus becomes mobile, moving itself along using its mycelia, and will follow the caster closely. Fungal familiars have AC unarmored, hit points ranging from 1 HP to 1 HD depending on their size and no intelligence to speak of. Any properties unique to the fungus, for example toxicity, are subsequently granted to the caster as well.

In times of need the caster may choose to fully consume the familiar to restore a like amount of hit points; the caster is immune to any harmful or beneficial qualities that would normally accompany the eating of the fungus.

#### Gravitational Alleviation (reversible)

Level: 1

Duration: 6 turns

Range: 60'

Gravitational Alleviation reduces the downward pull of atmospheric gravity experienced by the target by half, allowing it to make higher and longer jumps, objects to be thrown farther, heavy loads to be less encumbering, and so on. It does not actually slow the speed or acceleration of an object or creature in motion.

The reverse of this spell may be cast on an unwilling target, which must make a save vs spells. If successful, the recipient is only slightly hampered by the sudden increase in gravity, otherwise any normal actions become seriously impaired, incurring a -4 modifier to hit and a movement rate of two encumbrance categories lower.

#### Lamellar Growth

Level: 1

Duration: 2 rounds, +1 round per level

Range: Touch

The recipient of this spell rapidly grows a set of fungal gills on the part of its body touched by the caster. These gills can be made to emit a cloud of spores once per round in a 10' sphere centered on the target of the spell. The spores coat all creatures and objects within the area. When the spell ends, the gills shrivel and disappear, but any spores shed remain. The exact nature of the spores is determined randomly at the time of casting:

-Luminescent: +1 modifier to hit

-Hallucinogenic: creatures affected must save vs spells or succumb to vivid illusory perceptions for 1D4 rounds

-Combustible: flammable as if doused with oil

-Mephitic: creatures which fail a save vs poison have (roll a die): odd: inhaled; even: got spores in their eyes, rendering them unable to speak or see respectively for 1 turn.

