

The Phoenix Barony

2nd Edition

For use with the Swords & Wizardry White Box RPG



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As we opened the ancient portal, the hinges screamed in protest. Before us was a rough hewn stair descending into a black pit of emptiness. The air was old, damp, and carried a smell of things long dead. I lit a torch and prayed to my Deity to protect us. Our quest had led to these dark caverns, and in we must go...

I began role playing in 1981 with a basic version of the very first RPG. Through many years the setting you hold in your hands gradually developed, grew and changed...and changed some more.

The Phoenix Barony isn't going to be for everyone. It's only real "unique" quality is that it doesn't try to be. This setting is hopelessly traditional vanilla flavored fantasy. The setting takes a more lighthearted view of fantasy. It draws its inspiration from cartoons, comic books, some fantasy literature, and the early RPGs that inspired my style of play the most. Still, it is my hope in sharing that it is just the thing that some people have been searching for.

In recent years there has been a movement called The Old School Revival or Renaissance (OSR) in which people are returning to their roots. Playing old games they loved or "retro-clones" of these beloved games. With the OGL, gamers, both old and new, have a chance to share their works with other like-minded gamers. This setting uses the *Swords & Wizardry White Box* rules. I hope others have as much fun exploring and expanding *The Phoenix Barony* as I have.

So, without further ado, I present you with my vision of a fantasy world ripe for adventure...



We had been traversing the tunnels for 2 days. Our damp clothes did little to fend off the chill and the only sound for hours had been our own footfalls and the echoes of dripping water.

My flickering torch cast eerie shadows on the faces of my companions. Tival, a Halfling from Frunder's Rest, was unusually dour as he glanced nervously behind us into the darkness. Between us strode Gloral, the Elf Sorceress who was far removed from her wooded homeland. I, Duncan, holy warrior of Irnoch, felt responsible for their lives.

The merchant had hired us to find the Amulet of Dreg in this forbidden place, and perhaps discover the fate of the previous party of adventurers he had sent on this same mission.

The smell hit us even before we saw the decomposing remains. The rats who had been feeding skittered away with angry squeals. Tival cautioned us to stay back while he investigated. Perhaps he was checking for danger? More likely he wanted to loot the bodies away from our prying eyes. I prodded the nearest body with my boot. Here lay the merchant's adventurers. Would a similar fate befall us in this dreary place?

A gasp from Gloral attracted our attention. "Something is coming," She whispered, beginning the incantation for a spell. I held the torch aloft and drew my sword, facing the gloom ahead.

Goblins, at least a dozen, their gruesome mouths spread in wicked grins as they drew rusty blades from scabbards made of human skin!

Introduction

Nestled uncomfortably between the Gloomwoods and the Black mountains is the remote Phoenix Barony of Baron Marshall.

This setting is a relatively small area about 80 miles square. In my campaign world The Phoenix Barony is located in the Southwester most corner of the Kingdom of Eagris and borders the wild unexplored lands to the west. Due to its rather secluded nature, the Barony can easily be placed in any fantasy world without causing too much upset.

The world itself is, physically, very similar to our own. It is about the same size, has one moon, and rotates at about the same distance from its sun. To this end, many of the mundane details, such as 24 hour days, 7 day week, 12 month and 365 day years, climate, flora, and fauna, comfortably resemble our own Earth. Day and month names are (strangely) the same as those of our own earth (as proclaimed by the Church of Irnoch).

Due to its southern locale, the climate of the area tends to be mild. Summers are long and temperate, if a little humid. Spring and fall are comfortable, while winter is short and generally mild (although great snowstorms do occur on occasion).

History

The Phoenix Barony is set in an ancient world. Civilizations are built on the ruins of ancient fallen civilizations that have been built on similar past civilizations. History is changed, rewritten, or lost with each age, generation, or faction that comes into power. Legends become history while myth and fiction becomes accepted truth.

The coming of Irnoch is technically the beginning of recorded time, referred to from this point on as the Age of the Phoenix (or AP), in the Phoenix Barony. However, most historically accurate documents from the area can only be traced back about 500 years or so. Before that most stories are myths, legends, and folklore told by word of mouth, and only later recorded.

The current year, according to scribes, is 3,212 AP, the 50th year of Baron Marshall.

The Time Before Time

In the time before time the four titan races battled eternal. Their bodies crushed and broke the land, creating the mountains, valleys, chasms, and rivers. The Behemoths fell first and in punishment each was chained to the very ceiling of the sky. Next the Leviathans were vanquished, and their number chained to the bottom of the Great Goblin Head Lake, where even now they fight against their chains and cause turbulence, waves, and storms. The Dragons and the Giants fought to near extinction, each generation becoming less magnificent than the one before. Even now, their hatred for each other rages on.

It was after this that the great Deities and Demigods came to the world and created all its wonders, including Man, Elf, Dwarf, and Halfling. Unfortunately, the Demons also came and populated the world with evil monsters and cruel humanoid races.

The Coming of Irnoch

The most important event in the history of the Phoenix Barony is the coming of the Demigod Irnoch to the land.

Thousands of years ago the sky split open and Irnoch arrived on the back of the mighty flaming Phoenix. He came in the form of a man, but, was obviously so much more. He brought with him incomprehensible magics, and taught the good races of the Phoenix Barony wondrous wisdoms and knowledge. When his time was done, Irnoch left the world never to return. To this day he is still the patron deity of The Phoenix Barony.

Recent History

Most records in the recent recorded history concern the line of true kings of Eagris. This mostly includes political treaties, wars between the other kingdoms, civil wars, and the laws and customs that have shaped the kingdom and its society.

The land that would later become the Phoenix Barony fits little into this history, being a selfish land of clan wars, adventurers, and rogues. It wasn't until Sir Marshall was granted the Barony, and awarded the title of Baron, that the Phoenix Barony became a truly unified holding.

The most important history shaping event was the usurpation of power in the area by Geltrod, the Vermin Lord, 140 years ago. Geltrod was eventually overthrown (by a group of do-good adventurers)

and tied to the bottom of the Skeeter Fen to be gnawed on by creatures that crawl in the slime. This turned out to be a mistake as Geltrod defied death, returning 100 years later. His body appears ruined, but he is more powerful than ever as a result of selling his soul to the demon Vulcoo and his studies of the Black arts.

Geltrod withdrew into the Black Mountains and through evil magic expanded the Skeeter Fen as an effective barrier. There he built the dark fortress Geltsberg. Powerful undead, goblin clans, and all manner of evil creatures converged under Geltrod's banner. The cursed land of Geltrod's has remained a blight on the Phoenix Barony ever since.

Geltrod's plans are a mystery, but his land is near impenetrable and small battles between his forces and that of the Phoenix Barony rage constantly.

In the last 50 years Baron Marshall has cleaned up the land. Towns are thriving with trade contracts both within the barony and without. Laws are in place, and modest taxes provide a certain amount of security to the land. Still, it is a wild land, sparsely inhabited and dangerous. But, under Baron Marshall's wise rule the Barony has been gaining status and power.

Politics



The Phoenix Barony is ruled by Baron Marshall. It was granted to him 50 years ago by Duke Adrian of Pellenon after young Sir Marshall, then 15 years old, slew a Dragon, single handedly saving an entire village.



I remember how it all began... I had just left the monastery in the capitol city, Sunderia. My mission to spread the faith to the common man would lead me north to less civilized lands.

Barely a day out of Sunderia, I was ambushed by a band of roadside brigands. I wasn't expecting an attack so close to the domain of the Baron, but even so, I managed to beat off their assault. As they fled, I yelled after them to repent in the name of Irnoch! My mission was underway.

I was about to set off again when I heard muffled noise. I wasn't the only victim of the brigands. Bound and gagged I found the Halfling Tival. In thanks for my rescue, he offered to accompany me north. He seemed like an honorable man, checking over the bodies of the brigands, to make sure that none were still alive and needed healing. He did a thorough job of checking through their pockets, I assume for identification to notify any relatives.

After traveling many leagues we arrived in the town of Tathor. While much smaller than the sprawling city of Sunderia, Tathor proved to be the home of a more diverse crowd. There, we met the beautiful Elf, Gloral. After she saved my neck in a barroom brawl, she joined our group.

It was later at the inn that the merchant approached us. He was a shifty looking little man who dealt in certain antiquities. He was looking to recover an ancient amulet, and we seemed just the heroic types to do it.

The barony was rewarded with mixed sincerity. Sir Marshall had come to the attention of High King Cent of the Kingdom of Eagris. Duke Adrian was jealous, yet needed to show gratitude under the gaze of the High King.

The Phoenix Vale (as it was then called) was a lawless land on the border of his Duchy plagued by strife from within and without. Young Marshall was granted this barony under the assumption that he would most likely perish at the hands of his subjects, or at least fail miserably as a leader. However the new Baron surprised both Duke and High King when he took the reigns and shaped the Phoenix Barony into a productive land, and effective defense against the monsters of the wild lands to the west.

Baron Marshall still rules the Phoenix Barony from his castle in Sunderia. He is a man of honor and respected by his subjects. Directly under him are the High Wizard of the Order of Sunderia and The Archbishop of the Church of Irnoch. Together they form a ruling council known as the Phoenix Triad.

Trusted Lords and Ladies rule the Baronies main settlements and the surrounding areas. Villages are often ruled by an elected mayor, or some other commanding figure. In Geltsberg, Geltrod rules supreme and holds no allegiance to the Baron, Duke or the High King of Eagris. Underneath him are his lieutenants, various commanders, and special agents. All of these are expendable fodder in his mind.

Population

The Phoenix Barony is rather sparsely populated. The four main races are prevalent throughout. Humans are the most populace and adaptable. Dwarves, Elves, and Halflings are roughly equal to each other in population. Together their number is equal to the total Human population.

The Dwarves, Elves, and Halflings each have one major community. These contain few visitors, and even fewer residents of other races. Most "human cities" are peppered with members of the other 3 races, both visiting and living there. Tathor is the only city that is a true melting pot of all the races in relatively equal parts.

Travel

Travel in the Phoenix Barony can be very dangerous. The Barony is rather sparsely populated. There are often roads or paths between settlements, but these offer little protection. Travel between towns, villages, or even lone homesteads can take days without any sign of a friendly face, with the key word being "friendly".

There are a few main trade routes, both by land and water, which provide a bit more protection. They are frequented more often and there is power in numbers. These trade routes are also patrolled by the Baron's road wardens. There is an awful lot of road to guard though and on occasion the wardens become bigger bullies than the highwaymen they are supposed to be protecting the citizens from.

Organizations

The Phoenix Barony is alive with organizations, both secret and public. Elite warrior groups, guilds, clans, churches, and cults all thrive while attempting to accomplish their own agendas. Below are listed a few of the most famous organizations.



The Church of Innoch

There is no more powerful organization in the Phoenix Barony than the Church of Innoch. The Archbishop Horace preaches and rules the baronies churches at the Grand Temple of the Divine in Sunderia. He also acts as chief advisor to the Baron in the Phoenix Triad. Each of the major towns has a temple or church dedicated to Innoch and or a

patron saint, while even the smallest village has at least a simple shrine.

The Archbishop is so powerful, in fact, that the wisdom and strength of Baron Marshall is the only thing that keeps him from usurping complete power. Many fear that the Barons heir (Sir David) may not be strong enough to keep him in check

The power structure of the church is as follows. Reigning above all is the Archbishop. Directly under him are the 5 Bishops, one assigned to each of the major towns. Under them are the various Clerics, wandering Clerics and missionaries.

The church does not tolerate the worship of pagan gods and any violators are usually banished. The worship of demons is prohibited and blasphemers are joyously executed.

Innoch's Templar

Innoch's Templar are an elite order of warriors. The order was established by the Baron himself in the second year of his rule. They are a religious order of fighters, totally dedicated to the law and the gospel of Innoch, the Baron, and finally to the Archbishop.

The Templar wander and patrol the barony doing good wherever it is needed. A Templar generally travels alone save for one loyal squire (usually a formidable fighter himself).

The current leader of the order is Sir Duncan. Sir Duncan is the epitome of Lawful values, often to the point of being the object of bar room jests. None, however, would challenge his virtue and all hold utmost respect for his loyalty to the people of the Barony and his dedication to their protection.

The Order of Sunderia

The Order of Sunderia is the major wizard's guild in the Phoenix Barony. The Majority of the most powerful and influential wizards belong to the guild. Those who don't belong to the order are considered hedge wizards and won't be taught spells by members. However, some wizards are proud not to belong to the conventional guild.

The order's main base of operation is the Grand College of Magic located in Sunderia. This is a huge complex of towers and learning halls where the greatest wizards practice their arts and teach those of lesser experience. The High Wizard Zie dwells at the college. He rules the order, acts as dean of the school, and is one of the chief advisors to the Baron in the Phoenix Triad.



The merchant had paid us half of our wage in advance. Much of that was already gone as the denizens of the Inn were more than happy to raise a glass in the praise of my God Imnoch...as long as I kept buying. My generosity converted many heathen that night.

When asked for some Sunderian entertainment, I proceeded to recite some poetry. By the third verse my converts were starting to loose interest. At the coaxing of the crowd I drew my sword and gave them a show. My blade never cut the air as sharply when I demonstrated the whirlwind of Imnoch, a move I had learned from my mentor. I clove through 4 goblets hat were tossed in the air with one deft stroke!

Not to be outdone, Gloral proceeded to show her magical skills. She created fantastic illusions in the air before us. As a finale she shot a great bolt of fire from her fingertips. The power of the bolt blasted a hole in the tavern wall. The crowd went wild with applause. I begged for more but Gloral advised that she would most likely need her strength for the mission ahead.

The Innkeeper was so entertained he almost felt guilty charging us for the damage to the wall and the 4 goblets I destroyed.

Later that night I asked Tival why he didn't show the Inns patrons his personal skills. He smiled at me and patted his fat little purse. "I already did ", he chuckled, "I already did!"

Nimble Fingers Liberation Guild

More than any organization, the thieves guild has its fingers in almost everything that involves money, be it trade, political, or illegal (especially illegal!). There is a branch of the Nimble Fingers in every major town, and even some villages and hamlets.

The Guild is currently run by the Guilyfoil family. While the Guilyfoils are generally good natured, their agents are more than willing to put non- member practitioners in their place...usually floating face down in the river.

Trade Advancement Guild

The Trade Advancement Guild is a political group composed of representatives from various merchant families. They are dedicated to making the barony a major trade power in the Kingdom of Eagris.

While the Guild has done a lot for the Baronies economy, internal conflicts have hampered its operation. In the opinion of some, the Trade Advancement Guild is little better than the thieves guild. In fact, there are rumors that both are in league together.

The Baron's Border Guard

Each town in the Phoenix Barony is required to maintain a Militia to act as border guards for their particular territory. These include the Archers of the Lady in Deledon, Frunder's Riders from Frunder's Rest, the Bordain Rangers, and the Tunnel Fighters of Kragagor. Imnoch's Templar patrol the entire Barony. Tathor, being close to the boarder of Pellenon, enjoys protection from that quarter, although they do maintain a (very lax) militia.

There is a great amount of respect between these groups, and also a lot of friendly competition. There are two prominent alliances between the Barons Border Guard. The Bordain Rangers and the Archers of the Lady find each others company pleasant, and often work together. The Tunnel Fighting Dwarves never miss an opportunity to join Frunder's Riders for missions or festivities.

Still, there is a bit of hostility worth mentioning. The Archers of the Lady find the squirrely Frunder's Riders irritating, especially when they get it in their minds to play pranks on them.

Religion

While all Deities and Demigods are revered and worshiped, Irnoch is the patron Deity of the entire "civilized" Phoenix Barony. The Holy Church of Irnoch has dictated the religious beliefs of the area since the early days of the Age of the Phoenix. Details of the religion have been craftily changed to suit the times. Faithful believer or doubting Thomas, there is no doubt that holy clerics and warriors of the gods receive spells from some source.

Irnoch

Irnoch came to earth in the lands now known as the Phoenix Barony over 3,000 years ago. He came in the form of a man and spread civilization, peace, and knowledge. His main gospels were that the strong must protect the weak, respect your brothers, and always be honorable. It's a hard doctrine to follow, but a noble goal.

Above all this, Irnoch came to warn of the coming of Vulcoo! According to Irnoch, the demon and his demonic horde would eventually come to wipe out all that is good in the world. It is even said that he told the exact time and hour...but for some reason that information has become lost over the years.

Eventually Irnoch was forced to leave the earth and his human form and take his place again with the gods. It is said that the sun is his eye that watches and protects eternal in the sky. The flaming eye is his avatar and holy symbol.

Vulcoo

Vulcoo, also known as the Demon God, is the embodiment of all that is evil. He appears as a gigantic snake with clawed arms and 4 dragon-like heads. Even though his physical form is imprisoned in the moon for eternity his influence and essence still holds much sway in the Barony. His demon servants have been known to manifest themselves to tempt or destroy the good. Evil humanoids and monsters worship him or one of his many demons. Members of the races of Dwarf, Elf, and Halfling and Human have also been known to worship Vulcoo and his servants though this is usually done in secret. Even though you would think they would know better, the promise of quick power, wealth, and earthly pleasures is too much for some to resist.



Saints

There are dozens of saints. Some particularly holy and faithful mortals are granted the status of "saint" by the Church of Irnoch after their deaths. These beings are worshiped along with the gods they serve in the afterlife. Patron saints are common among smaller communities who believe the gods themselves have bigger fish to fry while a saint is more likely to hear and answer their prayers.

Demons

There are hundreds of demons of various powers that receive worship (usually from evil humanoids or monsters). These demons are servants of their master, Vulcoo, and by causing as much evil as they can, believe that they can facilitate the return of their master to the material world.

Gazetteer

The map of the Phoenix Barony only shows the major land features and settlements. The map scale is quite large, and there are dozens of smaller villages, rivers, forests, mountain ranges, lakes, and more that can't be pictured on the map. There are many square miles on the map that are "empty", that may contain interesting things. Despite looking quite populated, when you consider the population of settlements (this population includes surrounding farmsteads) and the distances between them, you will see that the Phoenix Barony is still mostly wild untamed lands.

The following is an alphabetical listing and brief description of all the land features and settlements on the map.

Settlements

Bordane

Population: 1,500

Leader: Lady Nessa Bordane

Bordane is a lakeside town built primarily of timber and uncut stones. The practical architecture somehow manages to be beautiful, and is well maintained and the streets are clean.

Bordane acts as a central point for trade between the north and the south of the Barony while its location on the Goblin River makes it invaluable to trade outside the Barony. The Lady Nessa Bordane keeps very good relations with the Lady Gloral of Deledon.

The Rangers of Bordane are known for their excellent horsemanship. They are tasked by the Baron and the Lady Nessa with patrolling the land west of the Haven Forest. They also patrol the shores of the Goblin River, but rarely enter the foreboding Gloomwood. The Rangers show no mercy to any evil humanoids or monsters they find roaming those lands.

Personalities of Bordane

Lady Nessa Bordane (Fighter 8)

[HP 32; AC 4 (15) Chain +1; Sword+1 (1d6+1)]

Lady Nessa is a practical woman who rules justly and firmly. She comes from a militaristic fighting background and is usually encountered wearing leather armor and sturdy traveling clothes rather than courtly garb. Her gruff personality (beauty aside) is almost the opposite of the Lady of Deledon, but the two have always been the best of friends.

Bordane Ranger (Fighter 4)

[HP 15; AC 7 (12) Leather; Spear 1d6/Sword 1d6]

These horsemen are the heartiest fighters in the barony. They pride themselves on their self sufficiency and are encountered in patrols of 1d6. They prefer to attack from horseback with spears (see below) but are just as formidable on foot.

Mounted Spear Attack: Ranger must be mounted with approximately 60' of clear flat terrain to charge. If hit is successful, roll for damage and double the result.



Our adventure was to take us to the Troll Mountains, a couple days to the northwest. The merchant had heard a rumor that the amulet was to be found there. Gloral was sure there was more to tell, but the merchant was guarded with his information. His bag of gold was all the coaxing Tival and I needed to accept the mission.

Before heading to the goblin caverns, we thought it best to hit the marketplace and stock up on supplies. Gloral and I wandered about the various tents looking for the best prices. Tival seemed confident that he could get better deals on his own and went his separate way, humming a ditty.

By mid morning we had everything we needed and I was happily munching on my breakfast, a rat on a stick. As we made our way to the stable where our mounts had been prepared for the journey, a glint of the sun reflecting off a sword caught my eye. On the edge of the marketplace sat a wagon laden with weapons of all sorts. The cart bore the rune of the Dwarven smith Grimbrax.

Grimbrax was known to craft the best weapons in the entire Kingdom of Eagris. Once I held one of his balanced blades in my hand, I knew I had to have it!

Later that day as we rode I noticed that Tival was wearing a short sword. The weapon bore the unmistakable mark of Grimbrax. When I asked Tival the price he paid for the weapon he just smiled and said, "Oh, a whole lot less than you did!" With that he winked at me and urged his riding dog forward.

Deledon

Population: 1,250

Leader: Lady Gloral

In the Lush Haven Forest you will find the Elven city of Deledon. There is not a more enchanting place in all of the Phoenix Barony. The city is made entirely of natural living materials. The color of the city actually changes from green to golden in the autumn. The city lies both in the trees and on the ground with splendid walkways joining the two.

In the center of the city is a huge and ancient oak tree and its branches form the castle of the Lady Gloral of Deledon. It is said that her beauty is surpassed by nothing and any who see her believe it to be true. Beauty aside she is wise and an excellent ruler.

While the citizens of Deledon would do anything for the lady, she hates to send her subjects beyond the borders of the Haven Forest. When she has a mission that requires travel beyond her realm she often summons noble adventurers from the "outside".



Personalities of Deledon

Lady Gloral of Deledon (Elf variant 8)

[HP 25; AC 7 (12) Ring/Protection +2; Staff+2 1d6+2]

Lady Gloral is the guardian of the Haven Forest and leader of the Elf people in the Phoenix Barony. Looking at her petite and feminine appearance one would not expect her power as an impressive fighter and magic user. She rules with compassion and wisdom and is loved by all her subjects.

Archers of the Lady (Elf Fighter 4)

[HP 17; AC 5 (14) Chain; Long Bow 1d6/Sword 1d6]

The Archers of the Lady are an elite organization of Border Guard that patrols the Haven Forest. They are especially dense along the southern shoreline where pirates, Hobgoblin bandits, or worse often attempt to land under cover of the trees.

They wear camouflaged cloaks and gear and are generally only spotted on a 1-2 on 1d6, and only then when actively searched for. The Archers themselves are never surprised in Haven and are usually found hiding in trees or underbrush as they observe any intruders to their Elf realm.

Frunder's Rest

Population: 1,000

Leader: Sheriff Podo Bombag

Frunder's Rest is located in the Frunder Hills just north of the Skeeter Fen. It is named after Frunder Fizwag, a Halfling hero of myth and legend.

Assembling this many Halflings in one area is no small feat! And if you say that in Frunder's Rest you'll probably get punched in the knee by a Halfling who has had it down to here with short jokes!

But seriously, Frunder's Rest is the largest Halfling community in the Phoenix Barony. The land is lush, dotted with pleasant little forests, streams, fields, farms, and villages. Frunder's Rest itself is a quaint little bustling town with wood and stone houses, comfortable burrows, and extravagant tree houses. Festivities, fairs, and celebrations are almost as common as meals, and most strangers are welcomed warmly.

One shouldn't judge Frunder's Rest by its docile appearance. Being this close to Geltsberg the Halflings have to be ever cautious. They boast one of the most organized militia, bolstered by the famous Frunder's Riders.



We left the road heading northwest. I looked over my shoulder at Tathor, and the last sign of civilization I could hope to see for some time. Ahead in the distance the Troll Mountains rose on the horizon.

The Troll Mountains looked foreboding in the mists. Still, they looked like mere foothills compared to the monstrous heights of the Black Mountains off to the west. Those evil peaks cut through land like a barrier of chaos that dared any to cross.

Shortly before nightfall we stopped to make camp next to a dark wood. Gloral assured me we would be safe here. The Elves of these woods kept the land clear of any beasts that would do us harm. I hunted up some firewood on while Gloral busied herself preparing a meal. Tival was busy looking for soft leaves, loudly wishing he hadn't eaten all those green apples we found earlier.

After supper we settled down for the night. Tival took the first watch, serenading us to sleep with the ballad Frunder Fizwag.

*Oh Frunder was a bold Fizwag
His arms hung loose and his gut did sag
He traveled by night, he traveled by day
Because no one would let him stay
Oh-Hi-de-hey adventurous Frunder*

There were 10 more verses to follow. The smell of Tivals Half-Folk pipe weed filled my nostrils as I fell asleep. As he puffed Tival began to giggle. I wish I enjoyed guard duty that much!

If the proximity of Frunder's Rest to Geltsberg doesn't put one on edge, the knowledge that the hills are crawling with the warrens of goblins certainly will! It is rumored that these tunnels run underground all the way to Geltsberg. This is unproven as most tunnels collapse upon discovery and exploration.

Personalities of Frunder's Rest

Sheriff Podo Bombag (Halfling 3)

[HP 14; AC 7 (12) Leather; Short Sword 1d6-1]

The leader of the Halfling people is elected, not appointed by the Baron. Still, he is required to pledge his allegiance to the Baron once elected. Podo is gregarious, rotund, and a born politician who has won his people over with his charismatic ways.

Frunder's Riders (Halfling 4)

[HP 17; AC 7 (12) Leather; Spear 1d6/Sling 1d6]

Frunder's Riders are jovial Halflings who love a good brawl almost as much as a half-pint of ale and a seedcake. They Travel in groups of 4, sometimes accompanied by a traveling Dwarf Tunnel Fighter from Kragagor. These skilled mounted riders fight atop the backs of giant weasels in the wilderness and giant toads (the swamp hoppers) when in the Skeeter Fen.

Giant Weasel [AC 7; HD 3; AT bite 1d6; MV 12; Once they hit they hold on sucking blood for 1d6 until prey, or they, are killed]

Giant Toad [AC 7; HD 2; AT bite 1d6-1; MV 12; Can shoot tongues 15' to snatch victims for attack, on a to hit roll of 20 the victim is swallowed whole for 1d6 damage thereafter.]



Ale Shepherds (Halfling 2)

[HP 9; AC 7 (12) Leather; S-Bow 1d6-1/Dagger 1d6-1]

The Halfling Ale Shepherds of Aleton ride the barrels of ale down the raging rivers of the Phoenix Barony. They are a jolly lot and spend the hours on the river singing, playing agility and word games, and joking with their brethren. They are fierce fighters when need be and woe is the brigand or monster that underestimates these diminutive guardians of the ale.

Kragagor

Population: 1,200

Leader: Lord Boloff Goldenshield

In the far northwestern corner of the barony high in the Black Mountains can be found the Dwarven realm of Kragagor. This is certainly the place to go if you want to purchase the finest weapons and armor in the entire Barony with the famed smith Grimbrax making his home here.

The walled city itself sits at the foot of the great mountain Kragagor. The Dwarven architecture boasts impressive stonework inlaid with precious metals and stones. After entering the towering gate, lined with armored dwarves, you can pass through the city and enter the side of the great mountain Kragagor. This is where the true marvel awaits! The massive underground complex is a sight to behold. The rest of the city lies in a vast cavern while smaller villages, mining complexes, and ornate halls are attached by miles and miles of finely sculpted tunnels.

The Dwarves do not keep a standing army. This is only because each and every dwarf (male, female, and child) is already a formidable fighting machine. They do however provide some of their most elite fighters to the Barons Border Guard. This group is known as the Kragagor Tunnel Fighters. They mainly patrol the border of the Black Mountains from their northern realm all the way down to Frunder's Rest (where they are sure to stop and drink a few gallons of fine Halfling ale).

Unfortunately, the dwarves share the mountains with less noble creatures. Where the refined Dwarven tunnels give up to rough hewn passages one finds the dangers of the Black Mountains. The evil humanoid races here wage an eternal war for both riches and living space. Battles in the tunnels are an everyday occurrence in the life of the denizens of Kragagor.

Personalities of Kragagor

Lord Boloff Goldenshield (Dwarf 6)

[HP 27; AC 2 (17) Plate+1; Battle Axe+2 1d6+3]

The epitome of the Dwarven stereotype, Lord Boloff is a crotchety gruff Dwarf with little sense of humor and a love of gold and Halfling ale. He is battle hardened commanding with total authority.

Tunnel Fighters of Kragagor (Dwarf 4)

[HP 20; AC 2 (17) Plate/Shield; Axe 1d6]

The only thing more fearsome than the sight of a Dwarf Tunnel Fighter charging you is the same Dwarf after draining a barrel of Halfling ale! Tunnel fighters generally travel on foot moving surprisingly quickly and silently despite their short, stocky, and heavily armed and armored appearance. The traditional weapon of the Tunnel fighter is a large axe but they are fearsome opponents with any weapon.

Grimbrax the Smith (Dwarf 3)

[HP 15; AC 7 (12) Leather; Battle Axe+3 1d6-4]

Grimbrax is short, even for a dwarf. He has an uncanny affinity with metal, and can craft the most beautiful (and functional) items. There is a 1 in 6 chance that any weapon crafted by Grimbrax is +1, simply based on craftsmanship and not magic.





The Goblins stopped just on the fringe of our torchlight. Their black nocturnal eyes and chipped blades of their knives reflected the light of the flames. Saliva dripped from the corner of the creature's fang lined grins. They cackled and hissed as they cautiously approached us, muscles tense and waiting to pounce!

"I am Duncan, Warrior of Innoh!" I spoke, straightening to my full height, "We have no quarrel with you. My companions and I seek the Amulet of Dreg. Can you help us?"

They looked at each other in confusion, obviously not expecting to exchange words before spilling blood. Their Leader spat at me through rotting teeth, "Piss off dung head, I spit on your god! We guard the Amulet for our mistress, the Dark Lady, with our lives!" With a ghastly scream his motley crew charged at us, blades flashing through the air.

Their attack was sloppy, and I easily sidestepped the first Goblin's charge. With a sweep I brought my blade deftly across his midsection and into the side of one of his companions spilling intestines across the floor. A sudden flash of blue light and the smell of charred hair told me that Gloral had cast one of her devastating spells. In the confusion Tival stepped out of the shadows behind the leader, stabbing him between the ribs.

Having seen their number quickly halved and their leader lying in a pool of dark ichor, the remaining Goblins fled screaming into the darkness.

Sunderia

Population: 3,500

Leader: Baron Marshall

The capital city of the Phoenix Barony, Sunderia is located on the southern shores, where the barony gives way to Innoh's Bay and the Great Southern Sea. In this grand city the Baron makes his home.

The history of Sunderia goes back thousands of years. Legend has it that when the great Phoenix of Innoh first arrived in the land. The giant flaming bird came swooping down on Sunderia passing judgment on its entire peoples. The evil half of the city was destroyed and sank into the sea taking the unbelievers with it. There must be at least a grain of truth to these legends, for below the great cliff face that Sunderia is built upon a graveyard of ruins can be seen jutting from the waters.

The city proper is walled and well defended, being the Baronies foremost defense against attack by sea. The city is clean and well kept up boasting an impressive sewer system. While the city isn't without crime and its seedier parts, the city watch is capable and keeps crime to an acceptable minimum.

The city itself is built upon a great cliff face. However, to facilitate trade and travel, the trading caves were constructed below the city. This massive cave allows the entry of trade boats and their goods. There is an active community thriving in the cave itself and it can almost be said that it is a separate city, containing about a fourth of Sunderia's population.

The Baron's castle on the cliffs crest is another impressive structure in Sunderia. While not fancy or artistic it is possibly the most soundly defended and well fortified structure in the entire Kingdom of Eagris. The large courtyard and underground storage is designed as the last retreat for Sunderias population in the event of a fateful attack.

The grand temple of the Divine is also located in Sunderia. This massive and gaudy structure is a testimony to the power, and wealth, of the church. The ground the temple is built upon is said to be the place where Innoh dismounted the phoenix.

In Sunderia you will also find the sprawling spires of the Order of Sunderia's College of Magic. In these towers the Baronies greatest wizards practice their trade and train the next generation of spell casters.

Personalities of Sunderia



Baron Marshall (Fighter 10, Horn of Blasting)

[HP 50; AC 1 (18) Plate+2; 2H Sword +3 1d6+4]

Baron Marshall is a noble, honorable, and intelligent man. He rules the Barony through wisdom and strength. He is rarely encountered alone, usually having a body guard of 2 Templar of Irnoch and possibly 4 Sunderian Outriders. He is normally based in Sunderia though he is not afraid to travel anywhere in the barony.

Archbishop Horace (Cleric 10)

[HP 32; AC 9 (10); Mace (scepter)+2 1d6+2]

Archbishop Horace is an elderly man. Over the years he has become self righteous and his loyalty to Irnoch has changed to thoughts of power and selfishness. While he already enjoys a lofty position in the church he secretly desires total control of the Phoenix Barony. While the Archbishop respects (and to an extent fears) the Baron and his power he totally loathes the High Wizard Zie.

High Wizard Zie (M-U 13, Ring of Spell Storing)

[HP 33; AC 6 (13) Cloak/Protection; Staff/Striking 2d6]

High Wizard Zie is the oldest known Wizard in the barony at a staggering 210 years old. He may appear somewhat distracted, even senile, but his mind is truly sharp as a tack. While he rather concentrate on running the college of magic, he retains his position as counselor on the Phoenix Triad to help keep the Archbishop in his place.

Sir Duncan (Fighter 8)

[HP 40; AC 3 (16) Chail+2; Flaming Sword 2d6+1]

Sir Duncan, at age 25, is the youngest man ever to lead the Templar of Irnoch. At times he seems almost naive but his nobility and righteousness are unquestionable. It is assumed that the Barony will be passed on to him someday as he is the areas greatest hero.

Sir David (Fighter 3)

[HP 12; AC 3 (16) Plate; Sword+1 1d6+1]

Sir David is Baron Marshall's only son. This young Templar doesn't seem to have inherited his father's strength and nobility (or wisdom) and has yet to earn the respect of the subjects of the Phoenix Barony.

Templar of Irnoch (Fighter 5)

[HP 22; AC 5 (14) Chain;

Sword 1d6/H-Crossbow 1d6+1]

The Templar of Irnoch is a Holy fighting order dedicated to the service of the Baron and the church. They roam the Barony spreading the word of Irnoch's gospel, protecting the innocent, and enforcing the law.

Tathor

Population: 750

Leader: Lord Arbottom

Tathor is known throughout the Barony as "the adventurer's town". It is a melting pot of all types of races and professions. One can even find the occasional Gnome, Ogre, or decidedly clean Goblin outcast in the city. It is a popular base town for the more adventurous types in the Barony and the town is set up to accommodate this.

Since so many "interesting" items come through Tathor, the Nimble Fingers Thieves Guild has set up its main "secret" base here. While they don't challenge Lord Arbottom's rule, they do share a certain amount of power, since Tathor's economy relies on the fortunes of adventurers.

Tathor's only official defense is their admittedly inept city watch. They prefer to rely on the protection of the town's plethora of adventurers who are always just looking for a just cause to fight for.

Personalities of Tathor

Lord Arbottom (Fighter 6)

[HP 25; AC 3 (16) Plate; Morning Star+2 1d6+2]

Lord Arbottom is a bear of a man, almost always seen armed for battle and dressed in the furs of a northern barbarian (complete with dear antlered helm). He is gruff and quick to anger, but, with the aid of councilors, rules Tathor as well as can be expected, considering the towns populace.



Having found the map in the tunnels of the spider clan goblins, we made our way northwest along the Troll Mountains. Our destination was an ancient Keep built long before the Age of the Phoenix by some long dead civilization.

"Go! Go to the keep and get your cursed amulet!" the Goblin shamam had screamed, spitting blood with every word as he clutched the fatal wound in his chest. The hate could be seen in his eyes, and before he swallowed his last dying breath he whispered, "The guardian shall wreak my revenge! HaHaHaHaHa...urggg!"

Surely it was the mutterings of madness?

As our travels took us deeper and deeper into unfriendly territory, we came upon the small, but well maintained shrine to Irnoch run by the hermit priest Nicodious.

Although my companions were against the delay, I know it is wise to pay tribute to those divine beings more powerful than myself. Nicodious cackled with glee as I emptied my purse into his open palms. He then mumbled some blessing, or passage from some holy texts I wasn't familiar with. It sounded like a parable about going to town to revel in wine and women?

In the shrine of Irnoch, my patron deity, I gave thanks and asked for the strength to overcome the challenges that I had yet to face.

Flossy Guilyfoil (Halfling 4, Robe of Blending)

[HP 15; AC 5 (14) Leather+2; Dagger+1 1d6]

Flossy is the mastermind behind the Nimble Fingers Liberation Guild. Outwardly he is a good natured young, wiry, prankster with a bit of kleptomania. He is however, a skillful organizer of thefts and less than honest ventures.

Tathor City Watch (Fighter 2)

[HP 10; AC 6 (13) Leather/shield; Spear 1d6]

The Tathor City Watch is the classic stereotype of inept and bumbling city guard.

Nindoo (Magic-User 8, Crystal Ball, Wand of Fear)

[HP 17; AC 4 (15) Bracers of Defense; Staff+1 1d6+1]

Recently Tathor has had run-ins with an evil wizard named Nindoo "The Insane", who has taken up residence in the Troll Mountains. Nindoo seems to have intentions for Tathor that only he knows of. He seems to have appeared from nowhere, yet has a fortresses and minions. The extent of his power and his intentions are unknown while his actions seem to have little rhyme or reason.

Colette the Spider (Fighter 5, Boots of Elvenkind)

[HP 22; AC 7 (12) Leather; Dagger+2 1d6+1]

Colette (A.K.A The Spider) is a mysterious figure in Tathor. Everyone knows of her, but nobody really knows who she is or how to find her (she usually finds you). All agree she is a young, lithe, woman with a friendly demeanor. She seems to know everyone's dark little secrets, but only uses this knowledge to help those with good intentions.



Forests

Feywood

Many travelers have gone to great lengths to traverse around the enchanted Feywood. The forest drips with magic. Not only are beasts and monsters to be feared but the pixies, gnomes, and other fairy creatures hold court here and love nothing more than to cause travelers all types of misfortunes. Perhaps the most feared creatures are the rumored evil elves that call the Feywood their realm. These reclusive elves shun the outside world preferring the company of their own kind and that of forest dwellers to the civilizations of man. The elves of Haven deny the very existence of these dark relatives.

Gloomwood

The massive sprawl of Gloomwood is an unpleasant place. The wood is ancient and some say even the vegetation is evil. The ground is squishy and in some places swampy. The whole place smells of rot and decay. Creatures that dwell here are horrendous and vile, but fortunately, stay within the borders of the wood itself. The Gloomwood is literally crawling with giant spiders of the creepiest sort. This is probably the single most common reason that sane people avoid the place.

Despite its reputation, adventurers still enter the Gloomwood on numerous occasions. There are many rumors of ruins and treasures from ages past, before the land was consumed by the wood and swamp. Some say a hostile race of Treants live in the Gloomwood. Whether they are evil, or simply protecting their homes, is unknown.

Haven Forest

The Haven Forest is the realm of the elves under the direct protection of the Lady Gloral of Deledon. If one is in the good graces of the elves and has permission to pass through this land they will never find a safer more beautiful place. Enemies of the elves will surely find a swift fate.

Other than Deledon one can find small elf villages and outposts throughout the Haven Forest, all loyal to the lady. Wandering druids and rangers also make the forest their home. It is said that the wildlife of the Haven Forest work with the elves to retain balance and it is told that many of the elves can communicate with these animals.



Mountain Ranges

The Black Mountains

This massive mountain range borders the entire western wild lands as if daring any to cross. It is mostly uncharted and speculation as to what can be found in its depths is a popular topic of discussion in adventurer taverns. Surely there is no shortage of evil humanoids and monsters but there are also many ruins and lost kingdoms from past ages. Considering the vastness of the Black Mountains one wouldn't be surprised to find entire self sufficient civilizations living in their center.

Needless to say, adventurers can find more adventure in the Black Mountains than they can shake a sword at. If nothing else, any cartographer would pay handsomely for accurate maps of any portion of the range.



In the glow of the full moon, we could see the dreaded keep silhouetted on the horizon. I was as if the eye of Vulcoo was mocking us, by giving us such a crisp view of our doom.

Thorny vines crawled up its side and ancient tattered rags covered dark windows. Although the air was still, the vines writhed, and the drapes fluttered as if moved by a gentle wind. Long dark shadows threatened to hold unseen horrors just watching and waiting.

Despite the Goblin Shaman's warnings of the fearsome guardian of the Amulet we entered the keep without challenge. Weapons drawn we crept silently through the rusted portcullis, our breathing the only sound penetrating the eerie silence.

Skeletons littered the floors of every chamber. Skulls were cleaved in half and limbs had been severed and scattered about. The entire complex reeked of death yet we reached the inner chamber with little problem.

The chest sat across the room, an evil looking thing of wood and iron with skulls and demons engraved on its entirety. Tival lunged toward it with surprising speed for such short legs. After a quick check for traps he opened the lid to gaze at the prize.

It was then that the shadow fell over the Halfling and the guardian made his presence known!

The Troll Mountains

The Troll Mountains are a broken and hostile range of peaks jutting eastward from the Black Mountains and extending south to the Goblin Head Lake. Like the Black Mountains the Troll Mountains are host to all sorts of evil humanoids and monsters, especially their namesake...trolls!

The Troll Mountains aren't totally impregnable and the dwarves have discovered many passes through them. These are used as dangerous trade routes to Tathor and Pellenon.

The Troll Mountains are riddled with ancient ruins, tunnel complexes, and fortresses which are manned by various factions, abandoned, haunted, or worse. The Troll Mountains are a veritable haven for adventurers seeking action.

Recently, an evil and (wouldn't you know it) insane wizard named Nindoo has taken up residence in the Troll Mountains. This wizard is making the southeastern Troll Mountains his home and has been rallying a formidable army of kobolds, goblins, and hobgoblins to his banner. His intentions remain unknown. Speculation is that he is either in league with Geltrod or in direct competition with him.

Rivers, Bodies of Water & Islands

The Ale River

The Ale River runs slowly out of Black Mts. And through the hills around Frunder's Rest. It weaves lazily through hills, grasslands, and woods until emptying into the Goblin Head Lake.

The Ale River gets its name from the Halfling riverside village of Aleton located a day northwest of Frunder's Rest. Aleton, as you can guess, is known for its fine ale breweries. This ale is packed in barrels which are tossed into the river to make the journey to Bordain, Sunderia, and outside the Phoenix Barony. These barrels, along with the brave barrel-riding ale shepherds, are a common sight along the Ale River. The journey has its dangers but the ale shepherds are formidable fighters (when sober).

The Goblin Head Lake

The Goblin Head Lake is a huge body of fresh water in the rough shape of a Goblins head (hence the name). Fishing is great here and there are several fishing villages on its shore. Unfortunately there are

also a lot of swampy areas around the lake that attract all kinds of undesirables like Lizardfolk and Troglydtes.



Fishermen are cautious not to go too far out into the lake due to choppy waters, horrifying creatures that dwell in the depths, and the mist. Even on the windiest of days the northern Goblin Head Lake is bathed in a thick mist that makes navigation difficult. If the mist is too thick the fishermen stay off the lake altogether. When the mist creeps into the village itself the locals do everything they can to stay indoors until it passes. While there is no particular superstition explaining the mist, it is thought of as evil. Anyone who is caught in its damp cold touch feels much the same.

The Goblin River

The wild and choppy Goblin River pours rapidly out of the Goblin Head Lake heading east. This is the chief water trade route for dealing outside of the Phoenix Barony as the river runs straight through 30 miles of the Gloomwood into the Duchy of Pellenon. The way is rough and only the most skilled boatmen even attempt the journey guiding the sturdiest riverboats. Even then many meet their fate on the hateful rapids and in the ice cold waters.

The river mellows a bit as it enters the Gloomwood but the perils that come from that quarter are often worse than mere nature. While it is totally possible to have an uneventful journey it is more likely to run into hostile humanoids, monsters from the murky depths of the river, giant spiders that drop from the trees above, and longboats manned by legions of Undead Pirates.

The Great Southern Sea

Irnoch's Bay opens up to a vast ocean designated as The Great Southern Sea. The east coast leads to the fairer shores of Eagris and the 10 Kingdoms beyond. The west coast follows the rising cliffs of the Black Mountains to the end of the world. Whoever travels in that direction signs their own death warrant, being dashed against the massive razor sharp reefs, swallowed by whirlpools or monsters, or they simply disappear as if they never were. Some 50 miles to the south are the Island Kingdoms.

Irnoch's Bay

This inlet to The Great Southern Sea is ideal, defensively, because it is filled with reefs, sandbars, and the ruins of sunken Sunderia. Thus a nautical assault on the barony is all but impossible. Smaller craft can be easily repelled by the Barons modest navy and shoreline defenses.

Trade ships from the tropical Island Kingdoms, and other lands, anchor their ships well outside of the bay. They then send smaller longboats, skiffs, or rafts carrying their goods to the caves below Sunderia. There is still a lot of open water in the bay, and piracy is a constant danger, as well as the mundane hazards of navigation, weather, and giant monsters that can swallow boats in one gulp.

Isle of Mists

In the thickest mists of the Goblin Head Lake lies the Isle of Mists. Few travel to this cursed Isle although the myth of why it is "cursed" has been lost in ages past. On rare occasions a boat passes close on a day when the wind has thinned the mist. The men on these boats report, with awe, the sight of great ruined buildings of unnerving design. Needless to say, many a foolish adventurer has set out to explore and plunder the isle. If any have ever returned they tell no tale of what they have found.

King's River

The Kings River flows northeast out of the Goblin Head Lake. Longboats and riverboats carrying trade goods use this route to take goods from Sunderia or Bordain to Pellenon.

The Kings River isn't as dangerous as the Goblin River, but in exchange for its safety one must endure the many toll points and locks. These toll houses also offer lodging and protection. Over the years, the families that control the toll points have become hostile toward each other and several "house wars" have broken out on the Kings River.



I stood over the body of the Guardian and wiped the blood from my sword.

At last we possessed the Amulet of Dreg. Tival reluctantly handed it to me and I held it aloft. It cast a faint red glow on everything in the chamber. It was beautifully crafted, yet, somehow terrible to behold.

I held it out to Gloral but she backed away. "We have been deceived!" she said with a tremor in her voice, "The Merchant told us this was a mere trinket but I recognize this as an Artifact of the Demon God Vulcoo the Cursed! We must take this to the Wizards of the Order of Sunderia. They will know what to do."

I looked at the Amulet and at the faces of my companions. I thought our adventure had come to an end. It appears it had only started....

The Phoenix River

According to legend, when Irnoch came to the land he rode atop the back of the Phoenix, a mighty flaming bird. As this bird approached the mortal world it wreaked havoc in its wake. The greatest scar left on the land from the Phoenix is the mighty Phoenix River. This river collected all the waters of the Black Mountains and spilled them into the valley, flooding the land and creating the Goblin Head Lake. It is guessed that the river runs clear through the Black Mountains to the untamed western lands

beyond but the river is too rapid to traverse so this remains unproven.

The Phoenix River is massive being up to 5 miles wide at some points. Fishing villages are scattered along the coast as one travels away from the lake. Further toward the Black Mountains the river has spots that are said to contain gold dust supposedly carried from the underground realms below Kragagor. Some are brave enough to prospect and pan for this gold dust but the proximity to the Black Mountains make it extremely dangerous. As one moves further into the Black Mountains there are numerous goblin tribes that make their camps along the Phoenix River. These tribes sometimes trade with the human villages along the river...sometimes they just kill and eat them instead.

The Trog River

Running along the eastern border of Skeeter Fen is the murky Trog River. This slow running mucky river weaves past many dilapidated villages and husks of ancient ruins before passing the fortress of Geltsberg and eventually emptying into the Skeeter Fen. Carrion birds glare down at the river, and many speculate these are spies for Geltrod. Several years ago a group of dwarf Tunnel Fighters got it in their heads to use this river to launch a surprise attack on Geltrod. They traversed the Black Mountains carrying several lightweight riverboats upon their backs till they came to the Trog River. They had barely paddled into the cursed land before a horde of troglodytes rose from the muck to kill them all (or so the tale goes).

Swamps

Skeeter Fen

If there was ever a more foul and unfriendly place than the Skeeter Fen, it has yet to be discovered. It is a sprawling fetid humid swamp filled with bogs and rotting vegetation. The air is thick with gnats and mosquitoes that make a feast of travelers. Sinkholes, quicksand, and belching toxic fumes make each step treacherous.

The swamp is the home to all sorts of hungry creatures. Giant leaches, scorpions, spiders, and worse hunt the Fen. If all of nature's hazards don't kill you, patrols of kobolds and goblins surely will. If you are somehow fortunate enough to survive all that, you must still face off against the necromancer's undead minions, known to rise through the scum encrusted surface of the swamp and lumber its vastness looking for intruders.



Geltsberg

Population: 1,000

Leader: Geltrod, the Vermin Lord

If there is a place that radiates pure evil it is Geltsberg. Built upon a great plateau, it is more of a fortress than a city, and it is from this fearsome abode that Geltrod rules his depraved domain.

While the wasteland around the fortress is the home of many evil humanoids there are also several enslaved villages populated by oppressed humans, elves, dwarves, and halfling. Escape seems futile, since the land around Geltsberg is so hostile and fortresses guard the only feasible escape routes.

The roads leading to this loathsome place are adorned with the victims of those unfortunate enough to have felt Geltrod's wrath. Cages on iron poles filled with prisoners or their decomposed remains, serve as beacons leading to the gates of doom. In the distance one can behold bodies skewered on long spikes or crucified on rusty iron crosses while others sway gently on the end of a noose tied to gnarled trees.

Geltsberg itself is surrounded with 200 foot tall Iron walls covered with bolts, spikes, the webs of giant spiders, and the skeletal remains of victims chained to the exterior. Thousands of torches and glowing evil eyes light the battlement. Behind the wall twisting stairs and towers reach relentlessly to the sky while dark smoke belches forth from long chimneys bathing the entire area in an acrid sooty darkness.

There are only two ways to enter Geltsberg. The first is the winding road that leads directly to the heavily fortified and guarded iron gates. The second is through miles and miles of monster infested tunnels that burrow through the entire plateau itself and into the city's vast dungeons. One can only gamble which path will lead to a quicker death.

For those who like to live on the edge, Geltsberg and the surrounding area is a literal haven of adventure. Humanoid lairs and ancient ruins dot the borders of the Black Mountains, while the Skeeter Fen hides the secrets of lost cities. For the noble hero there are unfortunate villagers that need to be rescued.

Geltrod, the Vermin Lord (Magic-User 15)

(Robe of Wizardry, Ring of Spell Turning)

[HP 40; AC 4 (15) Bracers of Defense; Staff+3 1d6+3]

Geltrod may very well be the most powerful being in the Phoenix Barony and even all of Eagris. He is certainly the most evil. In a ritual known only to him he sold his soul to Vulcoo long ago in return for eternal life.

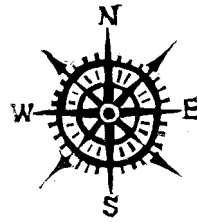
His skin is scarred, cracked, and mummified from being staked to the bottom of the Skeeter Fen. His ears are pointed like a demon, his eyes are sunken and dark, and his features are gaunt and pulled. One mustn't be fooled by his frail appearance as he is both powerful of body and mind!

Geltrod is a Necromancer, and uses the Animate Dead spell to surround himself with skeletons and zombies. These undead are his unfortunate victims.

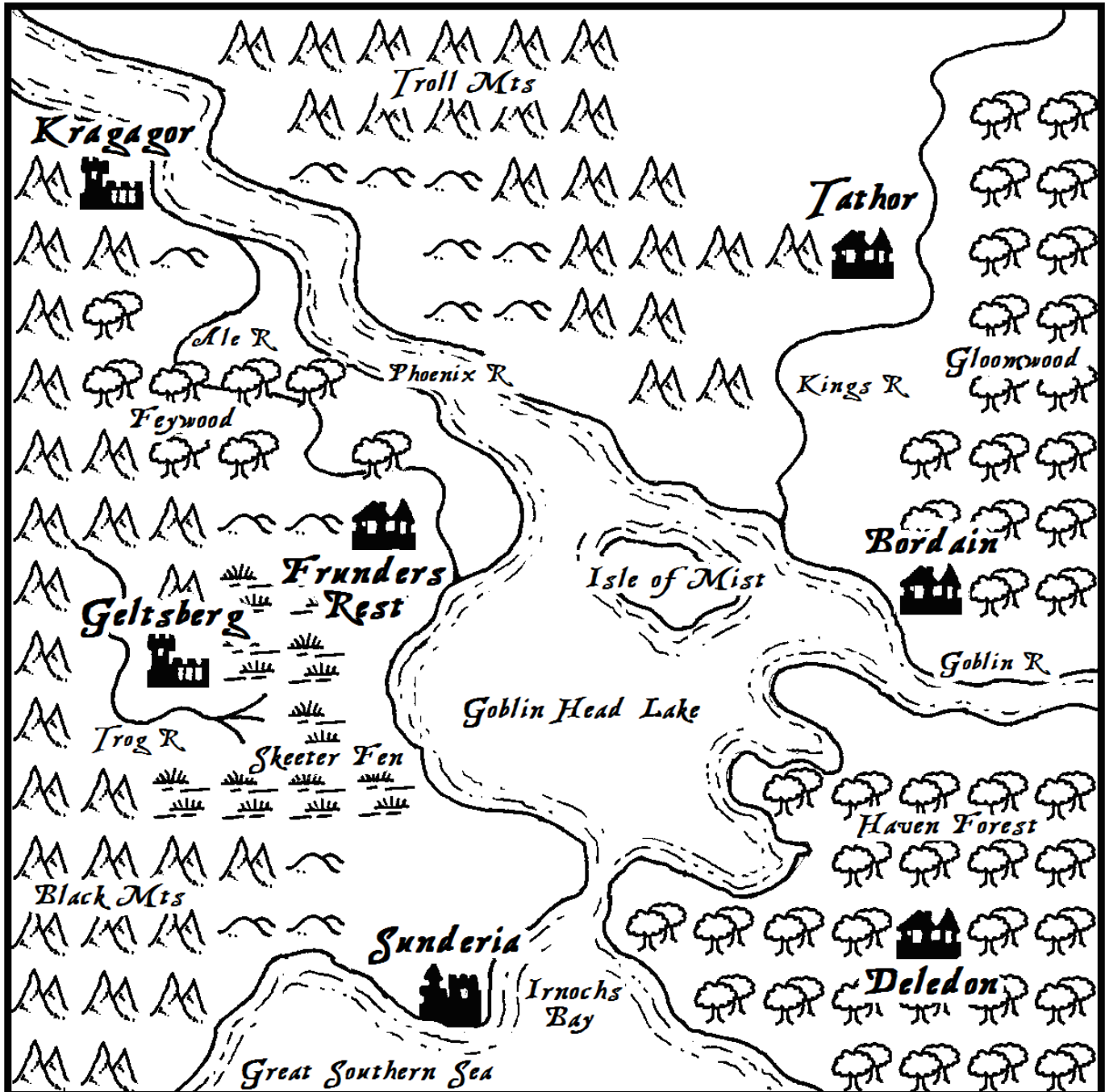
Geltrod is a Wererat unlike any other in the Phoenix Barony. His abilities are wholly unique and one must wonder if he is the sire of all wererats. Geltrod is formidable in both his forms and is immune to attacks from non-magical weapons even in "human" form.

In his wererat form Geltrod can cause the disease of lycanthropy. Victims of the disease become wererats enthralled to the vermin lord. When in wererat form, Geltrod has 3 attacks, each doing 1d6 damage.

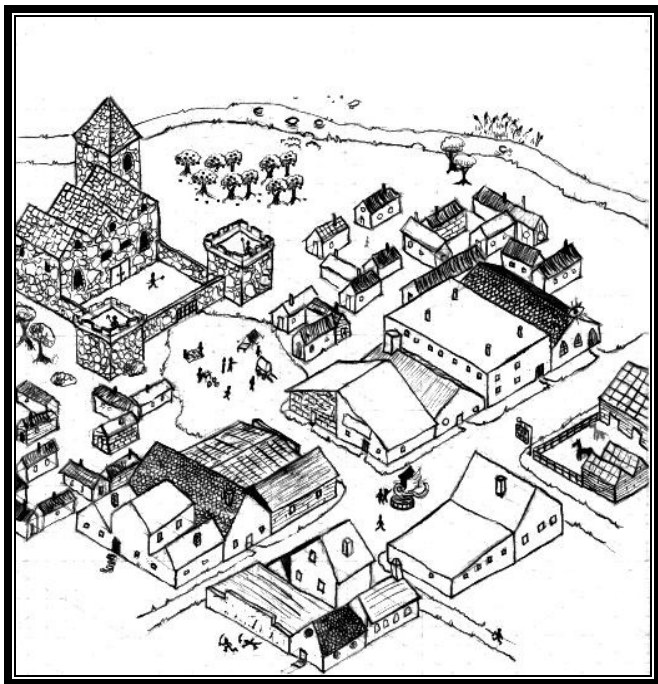
Map of the Phoenix Barony



1" = approximately 10 miles



Visiting Tathor



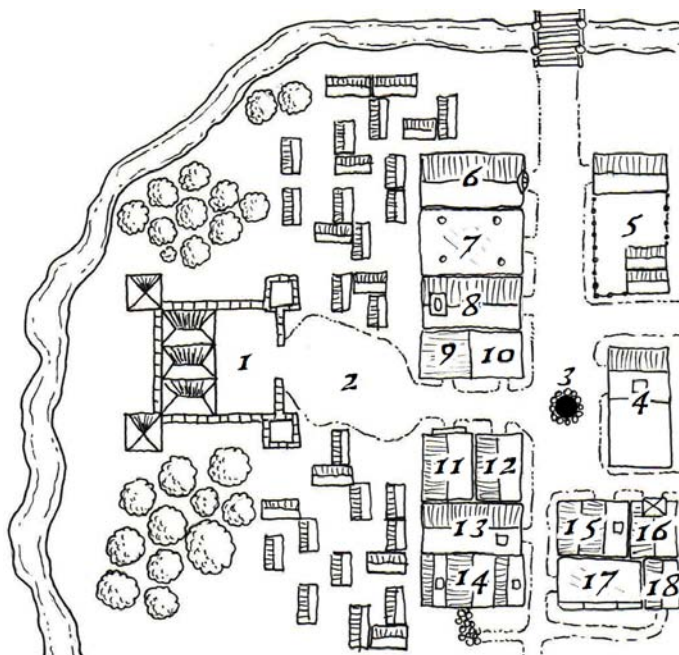
Tathor provides a good base town or a popular stop for fortune seekers heading west and south. It's a good place to find work, start adventures, and a safe place to rest when the work is done.

Tathor is under the protection of the knight, Lord Arbottom, the third of his line. His modest keep serves as a defensive position and safe haven for the citizens in times of attack. His city watch patrols the town and the surrounding farmlands.

Tathor's main streets are fairly clean and it is surrounded by a fast flowing stream that extends from the Troll Mountains and eventually drains into the King's River, providing drainage and a natural sewage system as well as a fresh water supply. Since the village's main source of wealth is from adventurer's treasure several stores have set up shop to cater to these customers. Player characters can find most of the gear and services they may need, as well as a place to sell and trade treasure they may acquire in their escapades.

As DM, it's your job to keep Tathor a living breathing place. Characters will make friends and enemies of the locals. Things they do should have long term repercussions (for good or bad). Most importantly time should pass and changes should take place. The city watch is a bumbling lot, but they do keep a reasonable amount of order, and breaking typical laws should be dealt with accordingly.

Map of Tathor



1) Sir Arbottom's Keep

This small stone keep is both the home of Sir Arbottom and the town's last line of defense in case of attack. The town has 50 second level fighters that serve in the city watch. About 40 of those are on active duty each day. 10 patrol the keep itself, 20 patrol the town, and the remaining 10 pair off and patrol the surrounding countryside on horseback.

Lord Arbottom (Fighter 6)

[HP 25; AC 3 (16) Plate; Morning Star+2 1d6+2]

Tathor City Watch (Fighter 2)

[HP 10; AC 6 (13) Leather/Shield; Spear 1d6]

2) Market & Festival Square

Traveling merchants who come to Tathor can hock their wares in this large clearing. During the week there are usually a half dozen or so carts set up but on the weekends it becomes a farmer's market and there are about 20 carts. All of the town festivals are celebrated in the square. On occasion, a criminal will be put in the stocks and placed on display here.

3) Spitting Dragon Fountain

This fountain is ancient. When the first settlers arrived in Tathor the fountain was already there supplying a source of fresh water. The town grew up around the fountain but no one knows of its origin.

4) Inn of the Sleeping Dog

This is Tathor's inn run by Gwen and Bobbert Tobit. The inn contains a dining and tavern area (that serves good food and drink at moderate prices), a common sleeping room (where one can spend the night for 5 sp), and 6 small rooms (5 gp room and board per day). There are 1d6 random travelers staying at the inn at any given time. Create your own NPCs, or use the ones below.

Greybeard Thorinson (Dwarf 1)

[HP 6; AC 6 (13) Leather/Shield; Axe 1d6]

Eleanor Greenroot (Elf, Variant, 2)

[HP 10; AC 7 (12) Leather; Sword/Longbow 1d6]

Snivle (Gnome, a small frail, crotchety dwarf HD 2)

[HP 10; AC 9 (10); Little Club 1d6-1]

Grog (Human with Ogre blood HD 3+1)

[HP 17; AC 5 (14); Huge Club 1d6+3]



Kippy Funtoes (Halfling 3)

[HP 14; AC 7 (12) Leather; Sling 1d6]

Erik of the Island Kingdoms (Fighter 3)

[HP 15; AC 9 (10); Axe x 2 1d6]

Erik wields 2 axes and attacks twice per round.

Thomas Shortstick (Human Merchant, 100gp)

[HP 4; AC 9 (10); Dagger 1d6-1]

5) Red Tom's Stable

Red Tom is a dwarf and retired adventurer. Red Tom loves horses but has never actually ridden one. Horses can be lodged (1 gp per day) or purchased here (same prices as the S&W WB rulebook).

Red Tom (Dwarf 3, Gauntlets of Ogre Power)

[HP 16; AC 7 (12); Leather; Warhammer 1d6+6]

6) Church of Irnoch

The patron deity of Tathor is none other than Irnoch himself. Visitors can obtain healing and spiritual guidance here for a modest donation. Friar Fergus, a retired adventurer, runs the church. There are 4 first level clerics serving under him at any given time.

Friar Fergus (Cleric 6, Lenses of Charming)

[HP 21; AC 4 (15) Chain/Shield; Mace+2 1d6+2]

Cleric of Irnoch (Cleric 1)

[HP 4; AC 5 (14) Chain; Flail 1d6]

7) Joint Venture, Guild House

This massive building houses all the Town's guild offices. These not only include the various character class guilds, but more mundane guilds like the merchant's guild, the trapper's guild, ect. Many of these guild offices double as workshops. For example, the village's locksmith runs the locksmith guild house and runs his shop out of the office here.

The "secret" Nimble Fingers Liberation Guild's main office and training center is located in the sub-basement of this building. Flossy Guilyfoil, the guilds leader, can be found here 50% of the time, as well as 1d4 2nd level Thieves and 1d6 1st level thieves.

Flossy Guilyfoil (Halfling 4, Robe of Blending)

[HP 15; AC 5 (14) Leather+2; Dagger+1 1d6]

Cutpurse (Fighter 1)

[HP 3; AC 7 (12) Leather; Dagger 1d6-1]

Burglar (Fighter 2)

[HP 7; AC 7 (12) Leather; Sword 1d6]

8) Battle-Axe Forge

This is the town's smithy and leather working shop. Gax Greyfax the proprietor is old and crotchety but does excellent work. When not hard at work here, Gryfaxx can often be found at the *Dancing Troll* throwing back pints of cheap grog.

Gax Greyfaxx (Dwarf 3)

[HP 12; AC 7 (12); Leather; Battle Axe 1d6+1]

9) Grimlie's Gear

Grimlie's Gear is an adventurers shop. All the equipment found in the S&W WB rule book can be found here at the same prices listed in there. Grimlie is an overly friendly human who will pester any shoppers to tell him tales of their latest escapades. Of course, this makes him a great source of information (although much of it is rumors and lies).

10) Abandoned Store

This building (a bakery) has fallen into disrepair. The Proprietor, a human named Arthel, disappeared without a trace about 6 months ago. In one year's time any abandoned building becomes the property of Sir Arbottom and can be sold.

11) Tathor General Store

This store, run by Granny Ella, contains all Tathor's more mundane items. Thread, cloth, dry good food items like grains and nuts, ect. The prices are reasonable. Though Granny Ella doesn't know it, a small gang of kobolds has a secret entrance into her basement, which they use to pilfer food.

3 Kobolds

[AC 6 (13); HD 1/2; HP 2, 3, 4; Spears 1d6]

12) Tathor Hall

This building is used for any town meetings, weddings, or other celebrations.

13) Records, Taxation, and Jail

This building serves multiple purposes for the Town. The first is to house records to include all legal documents, historical records, and Tathor's modest library of books. The second purpose is to house the office of the tax men, money changers, and bankers. Finally the building has a court room and large holding cell. This is only used for minor offenses as major offences are dealt with by Sir Arbottom himself. Dangerous prisoners are kept in the keep's dungeons, usually awaiting some form of execution.

14) Border Guard Safe House

This building is used for lodging of any of the Baron's border guards or other important visitors. The cellar contains a secret tunnel that leads well outside Tathor. The safe house is kept up by Delor, an Elf and hero of past wars who has an incredible knowledge of local history and folklore.

Delor (Elf Fighter 4)

[HP 17; AC 4 (15) Chain+1; Sword 1d6+1]

15) The Dancing Troll

This is Tathor's rowdy tavern! How rowdy? Well, the proprietor Lotho Grubbins keeps a trained Albino Ape locked in a cage next to his bar. If he or his bouncer, Little Bill (who takes an instant disliking to the PCs), can't handle the rabble he opens the cage...and all hell breaks loose!

Lotho Grubbins (Halfling 3)

[HP 14; AC 7 (12) Leather; Short Sword+1 1d6]

Little Bill (Halfling 4, Gauntlets of Ogre Power)

[HP 17; AC 7 (12) Leather; Morning Star 1d6+6]

Albino Ape [AC 6 (13); HD 4; HP 20; claws 2d6]



16) School & Orphanage

Tathor is adamant about the education of its young and this school, under the direction of Sister Abigail, is fairly advanced for the times. There are currently 6 orphan children living at the orphanage, 3 boys and 3 girls (Fredrick, Baldrick, Danny, Glenna, Daisy, and Dewleaf).

Cleric of Irnoch (Cleric 2, Staff of Healing)

[HP 8; AC 9 (10); Staff* 1d6]

*The staff giveth, and the staff taketh away!

17) Lumber Yard

While the lumber is actually collected and cut further east of the Town this building serves as an easily accessible point for storage and trade. Unknown to the local Woodcutter's Guild, the current proprietor, Lonzo, has been using goblin slave labor to cut wood in the Gloomwood to supplement his income. The wood arrives under cover of night.

Lonzo (Fighter 3)

[HP 15; AC 9 (10); Axe 1d6]

Goblin Slaves

[AC 7 (12); HD 1-1; Att Tooth & Claw 1d4]]

18) Fizzer's House o' Majiks

The old wizard and alchemist Fizzer Skudbaddoodle has set up this shop in Tathor to enjoy his retirement. He deals in buying and selling magical items and runs a very lucrative business. Most of the items he has at any given time (determined randomly) are far beyond the PCs budget, but on occasion they should be able to trade magic items they don't want for something more serviceable. A modest number of scrolls and potions are prepared by Fizzer and PCs may be able to afford these.

Fizzer (Magic-User 8, Wand of Magic Missiles)

[HP 17; AC 4 (15) Bracers of Defense; Staff 1d6]

Note: 1d6 random magic items at any given time.

Tales from the Dancing Troll

So your adventurers are in Tathor, all dressed up with no place to go. Here are a few interesting locations and adventure ideas within a couple days ride of town.

Fairy Wood

The Fairy Wood is aptly named as it is filled with fey folk of all types. Anyone who enters the wood is likely to get caught between the two forces at work there. The first is the clan of The Cursed Kobolds who abide in the ruins of an ancient keep. The second is a band of malicious Sprites. The Sprites really enjoy making the Kobolds lives hard, while the Kobolds simply want to be left alone. Little do the Kobolds know that their keep rests upon an ancient dungeon complex which holds the answer to their problem.

Fenwood

The Fenwood is a swampy rotting wood. Pungent run-off from the Troll Mountains gathers here, rotting

tree roots and fouling the vegetation. Somewhere swallowed in the muck is rumored to be an ancient Elf fortress built to guard an ancient secret. Legend has it the Elves were all slain mysteriously. Whatever killed the elves is said to be responsible for turning the wood into the dark swampy horror it is today.

Dragon's Head Peak

On the eastern edge of the Troll Mountains rises a monstrous peak that bares a resemblance to the head of a dragon. This peak was once the home and mine of a wealthy Dwarf clan. In ages past the Dwarves were attacked by a great dragon that destroyed most of the mine and killed all the Dwarves. The Dragon usurped the peak as his home, terrorizing the surrounding countryside. The remains of the Dwarf halls are said to be cursed and haunted and many believe the Dragon still resides at the peak simply hibernating, as Dragons are known to do.

*Deep below the Dragon Head Peak;
The Dwarves of Roak, treasures did seek.
Mined gold and gems, made crown and sword;
In upper chambers amassed a horde.
The Dragon came to claim his lair;
Dwarven Lords taken unaware.
Above they heard the horrid rumble;
Lower chambers began to crumble.
The Dwarves murdered, entombed in rock;
The King put key to secret lock.
He cursed his people for lust and greed;
To guard hallowed halls for eternity!*

Grivel's Ferry

Grivel Grimfoots is the adventurous Halfling that runs a Ferry across the King's River. He ferries passengers and their wares across for 2 gp a head, 4 gp per Horse, and 5 gp per wagon. He is well liked by the locals of the region and none attempt to double cross him.

Grivel Grimfoots (Halfling 4)

[HP 17; AC 7 (12) Leather; Short Sword+1 1d6+1]

The Howling Valley

This valley in the Troll Mountains is said to be haunted by the cursed descendents of a once great empire. Ancient ruins have crumbled to unrecognizable mounds, but walls of the valley still retain some of their former glory. Cave entrances, dark windows, cracked stairways, and carved balconies jut from the natural stone and when the wind blows it produces an eerie howling noise. Some say the caves are filled with treasures and knowledge, while others say they holds horrors untold.

Lake Ire

This deep lake (over 300 feet deep at its center) is formed from run-off from the Troll Mountains. The water is fresh and clean and perch are modestly plentiful.

Deep in the lake can be found the ruin of a once marvelous Merfolk City. The city dates back thousands of years when a deep channel joined it with the sea, but, fell long ago and only a degenerate clan of Merfolk remains. These Merfolk barely resemble their attractive brethren, being green and scaly and having seaweed-like hair and reptilian features. They stick to their city and the subterranean tunnels that lead to the Goblin Head Lake.

Dark Merfolk

[AC 5 (14); HD 3; Trident 1d6]



Lost Keep

This ancient keep is in ruins and the surrounding village has been razed and burned to the ground centuries ago. It is rumored to be haunted and the few who have been there report seeing strange lights and shapes skittering about in the dark. Most shun the place and none know its mysterious origin.

Nindooberg

Nindooberg is a small fortress built high in the peaks of the Troll Mountains. This is the abode of the powerful, and insane, wizard Nindoo. How exactly the fortress came into being, and what exactly goes on inside is a mystery.

Ruins of Humble

In the foothills below Nindooberg stand the dilapidated ruins of the village of Humble. One night, about 20 years ago, almost the entire population of the village disappeared without a trace.

The few survivors remain in humble, hoping for the return of their beloved relatives someday. To make matters worse, shortly after the disappearances, the fortress of Nindooberg was first spotted far above the village, as if it appeared overnight.

There are about 25 buildings still standing in Humble, although all of these are in disrepair, and several are going to blow over with the next good stiff wind. There are about 15 residents and all of them old men and women. Surprisingly enough, the Gulpin Goblin Tavern is still operating, run by Odious Drool, a peg legged dwarf who moves at such a slow pace it's almost maddening to any but the locals.

Spider Hall

Deep in the southern Gloomwood lurks, perhaps, one of the most horrifying places in the Phoenix Barony...Spider Hall! Once, many centuries ago, this was a wealthy and respected temple to some long forgotten god. The high priests became arrogant and blasphemous. In their lust for power, they dabbled in forbidden magics, and brought forth from another plane of existence, a great bloated arachnid of unusual intelligence. The creature summoned spiders, both normal and giant, from miles around. The swarms lay waste to the entire area, killing all in their path.

The temple became Spider Hall and all gave it a wide berth. In time, it was swallowed by the changing countryside, and gradually was consumed by the Gloomwood. It is said that all the temples wealth still lies amid the webs and dried husks of the spiders. What became of the powerful creature from another plane, or what its sinister purpose may have been, remains unknown.

Vulcoo's Eye

A particularly vivid tale tells of a large pyramid like structure rising out of the swampy earth on the full moon only to submerge again with the dawn. Since the full moon (Vulcoo's eye) is when Vulcoo is at his most powerful, many assume that there must be some relationship between the two, thus the name.

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