

LEGENDARY ADVENTURES



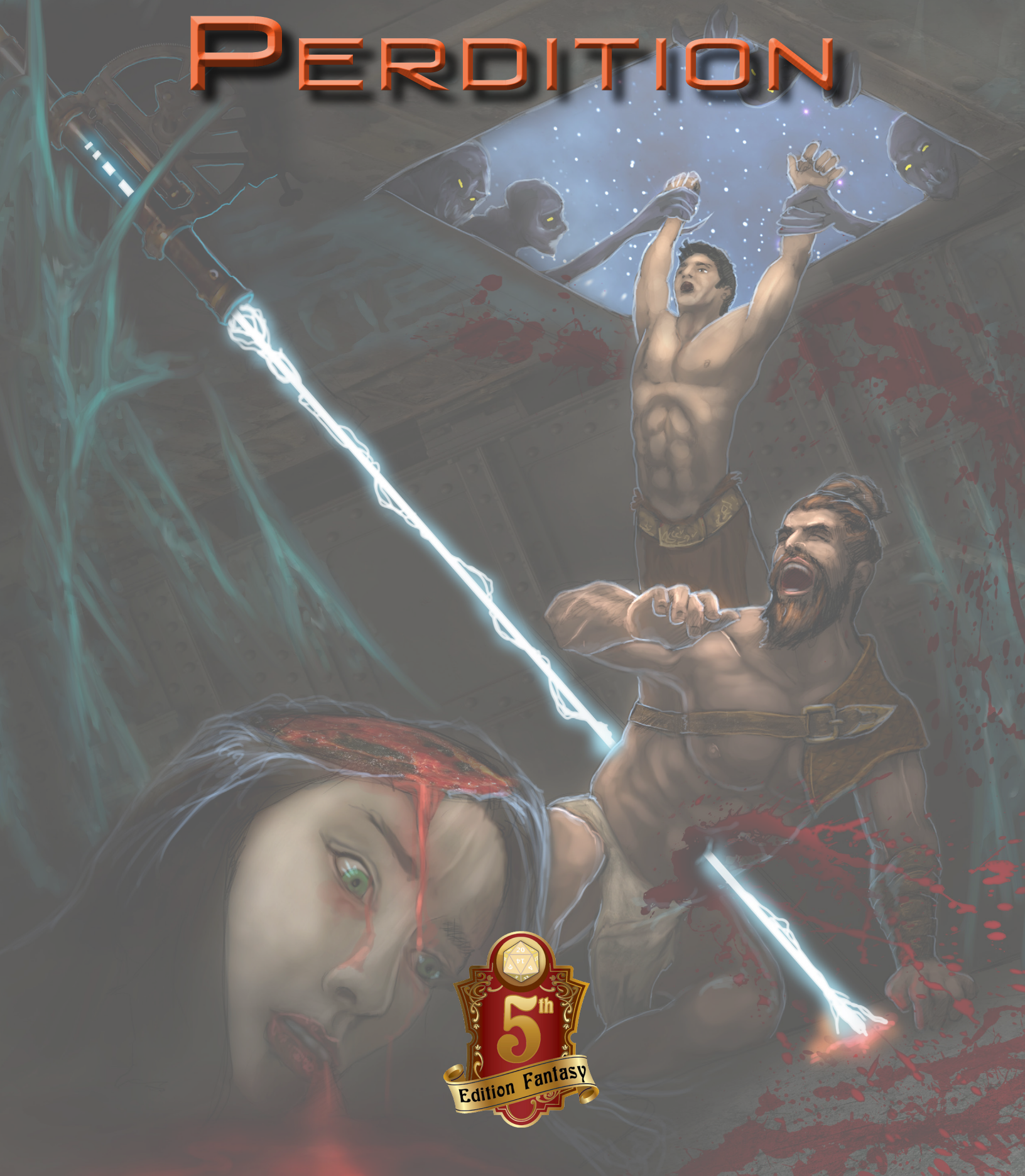
SCORPION OF PERDITION



BY ALEX RIGGS AND
NICOLAS LOGUE



SOCRPTIONS OF PERDITION



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Legendary Games; Author: Alex Riggs
and Nicolas Logue, adapted by Matt
Kimmel.

ISBN-13: 978-1535261685

ISBN-10: 1535261684

First printing October 2016

Printed in USA.



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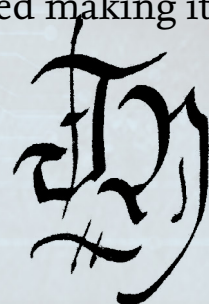
TABLE OF CONTENTS

ADVENTURE BACKGROUND	2
ADVENTURE HOOKS.....	2
ENCOUNTER 1: THE DRIFTER AND THE HARPIES.	3
THE TOWN OF PERDITION.....	4
ENCOUNTER 2: MEET THE MOB	6
THE MINES OF PERDITION.....	6
PALACE OF THE PROGENITOR	14
CONCLUDING THE ADVENTURE.....	22
TEMPLE OF THE BURNING GOD.....	22

WHAT YOU WILL FIND INSIDE SCORPIONS OF PERDITION:

Scorpions of Perdition is a 34-page 5th Edition adventure for 8th to 9th-level characters that blends pulp action and tense horror with a dash of sci-fi and western elements throughout for an exciting and unusual adventure on the edge of the barren lands on the fringes of the frontier in your 5E game! A strange craft fallen from the stars, long the home of a tribe of monstrous mutants worshipping the long-forgotten technology in its ruined bowels, has birthed a new and fearsome scourge. Alien prisoners once bound in its holds have escaped from the derelict, bringing terror and death to a poor mining town while a lone android marshal wanders the wasteland seeking these escaped interplanetary convicts. The heroes find themselves stalked in turn by an unearthly abomination in a twisting catacomb of mines and must dare the precarious ruins of the dangling spacecraft embedded in the cliffs if they are to stop the conquering forerunners of an ancient empire buried centuries ago from rising again to pick up where they left off... with world domination!

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ADVENTURE BACKGROUND

The Drifter, a strange man with metal for muscle and rust for blood has wandered the wasteland region of “The Dust” for centuries, an errant marshal, ever seeking his elusive prey, an outlaw by the name of Shadrax. The drifter is not native of The Dust, but was once a Lieutenant Marshal of a penal ship named *Solstice*, charged as custodian of some of a group of very dangerous criminals from a variety of star systems. After her engines were damaged during a prison break, the *Solstice* crash-landed in a large open wasteland on a planet of magic and fantasy, its pieces scattered over thousands of miles of “The Dust.”

The Drifter survived the crash, and for the past few hundred years has wandered the dust seeking the prisoners once under his charge and eliminating them as his fail-safe programming commands. However as subroutines have broken down and adapted over centuries, his programming has shifted, making him a justiciar of “The Dust”, and directing him to hunt down all evil doers of the region. Still, above all, he seeks out Shadrax.

An immortal xill who was once a prisoner aboard the *Solstice*, and, in fact, was the leader of the prison break that led to its destruction. Shadrax was injected with nanites upon her capture, which prevent her from using her planewalk ability to escape to the Ethereal Plane. When the *Solstice* crashed centuries ago, Shadrax broke out and took over several tribes of nomads, enslaving them, and hatched a deranged plan to breed out the nanites over 1,000 generations of spawn. Though she created a mighty slave empire, her plan to breed out the nanites failed, and she eventually turned to gene-splicing in an attempt to create spawn that could resist the nanites’ effects. Eventually, her reign was brought to an end by a group of adventurers who collapsed her underground city and left her buried beneath tons of rubble. However, Shadrax was not dead, merely dormant in a stasis pod in a shielded area, awaiting her eventual awakening.

A few days ago, miners in the town of Perdition stumbled across the sealed-off remains of Shadrax’s buried city, and accidentally awakened the xill, as well as several of her spawn, who began capturing the miners and infesting them with eggs. Though the residents of the mining town do not know the specifics of the doom that awaits them at Shadrax’s hands, the situation nonetheless has them in a panic, and things are nearing a breaking point. Meanwhile, the PCs encounter a mysterious wandering stranger with metal beneath his skin, who is looking to settle a very old score.

ADVENTURE HOOKS

There are a many ways for the PCs to become involved in this adventure. Some of the recommended ways are outlined below.

Hired Mercenaries: While on the road, or in a town, the PCs encounter Silas Wendt, a messenger from the town of Perdition, under the employ of Overseer Perdy. He is publicly calling for mercenaries or adventurers to aid in a “humanitarian crisis,” and explains to anyone who appears even remotely capable of fighting that they will be “well compensated” for their good deed. If asked, he explains that the mine—the lifeblood of Perdition—has been infested with some sort of monster, and that unless it can be cleared, the entire town is doomed. He is quite vague about exactly what the monster is (he doesn’t know for sure, and though the townsfolk of Perdition believe it is some kind of demon, he isn’t willing to say that, for fear it will drive the party off). He is equally vague about the reward, simply restating that Overseer Perdy will pay them handsomely, although if the PCs insist on being quoted a price, he agrees to 500 gp apiece, rather than risking them walking away. Attempts at negotiation are met with the promise that a higher price would need to be authorized by Overseer Perdy, at Perdition.

If the PCs agree to help, he tells them there’s no time to waste and ushers them into a waiting wagon before setting off for Perdition, a three day trip. Along the way, the PCs, in the wagon, stumble upon Encounter 1, below.

A Chance Encounter: While travelling from one place to another, the PCs hear a strange sound, and, upon investigation, find a strange man under attack by a group of harpies. This approach puts the party into action right away, starting with Encounter 1, below, although parties that are already travelling to somewhere specific may be less inclined to sign up with the Drifter, so use this only if you’re confident the party will take the bait.

Fortune Hunters: The PCs may hear about Perdition as a place to strike it rich quick, as such rumors are popular in the surrounding region (if woefully misinformed), or they may hear word of trouble in the town, without directly being hired by one of Overseer Perdy’s men. Alternatively, it’s possible that they may hear tale of the wreck of the *Solstice*, and head there, only to encounter the Drifter (Encounter 1) on his way there as well.

ENCOUNTER 1: THE DRIFTER AND THE HARPIES

As the PCs travel towards Perdition, while on a winding mountain pass, they hear a loud, strange “Zap!” followed by an angry and inhuman screech: the sound of battle. If they hurry forward, they make it around the bend to see a man in a wide-brimmed hat and a long, tattered red cloak, firing a rather large two-handed firearm at a group of harpies, which are circling and waiting for a good time to strike, after just watching a member of their group be felled by the man’s energy weapon.

HARPY (4)

XP 400

hp 38 (SRD)

THE DRIFTER

Medium humanoid (android), neutral

Armor Class 16 (studded leather)

Hit Points 45 (7d8 + 14)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	18 (+4)	14 (+2)	12 (+1)	14 (+2)	6 (-2)

Skills Perception +4

Senses passive Perception 14

Languages Common, Deep Speech

Challenge 3 (700 XP)

ACTIONS

Multiattack. The Drifter makes two laser rifle attacks, or two glaive attacks.

Laser Rifle. *Ranged Weapon Attack:* +6 to hit, range 150/600 ft., one target. *Hit:* 14 (3d6 + 4) fire damage.

Glaive. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 9 (1d10 + 4) piercing damage.

Nanite Surge. Once per day, The Drifter can activate a nanite surge, gaining advantage on a single d20 attack roll, ability check, or saving throw. Doing so causes his tattoo-circuitry to glow with the light of a torch for 1 round.

During Combat The drifter attempts to keep his distance from foes, attacking with his laser rifle from a range. Against foes who he deems unlikely to be a challenge, he conserves ammunition by fighting with his glaive.

Morale The drifter generally retreats if reduced to less than 20 hit points, although he fights to the death against Shadrax and her brood.

THE DRIFTER’S RIFLE

If the PCs help him, true to his word, the Drifter relinquishes his rifle to them. It has the following stats:

Name: Laser Rifle

Type: Martial Ranged Weapon

Cost: -

Damage: 3d6 fire damage

Range: 150/600 ft.

Weight: 18 lbs.

Properties: heavy, two-handed

Special: Each time an attack is made with the laser rifle, it drains 1 charge. The rifle holds up to 10 charges, and can be recharged by inserting a charged silverdisc. The Drifter currently has 5 fully charged (10 charges) silverdiscs, and gifts them to the PCs along with the rifle. A silverdisc can be recharged at a generator, but there is a 20% chance it is broken during the recharging process.

A laser rifle fires highly focused light, capable of passing through force effects like a *wall of force* without damaging that force barrier. Lasers also pass through transparent barriers, such as glass windows, dealing damage to the barrier but continuing past it.

Development: Unless the PCs attacked the Drifter, he approaches them after the battle. If they actively aided him, he thanks them for doing so, seemingly more out of politeness than gratitude. Either way, he inquires what they are doing in the region, and whether they have heard of a creature known as Shadrax. Read or paraphrase the sections below for the Drifter’s likely answers to the PCs’ questions. Even if the PCs don’t inquire further about his asking after Shadrax, as long as they show indication of being capable combatants, the Drifter still asks them for help in retrieving the artifact (in actuality a power cell) and restoring him to full strength.

About Shadrax: “Shadrax is a dangerous killer, who was once in my custody. There was a mass-breakout, and she escaped, along with many others, though she was the most dangerous of the bunch. I have been hunting down the escapees ever since. She is the only one that remains.” If pressed for more information about Shadrax’s nature, the Drifter continues “She is of a species known as Xill. They are immortal, have paralytic venom, and inject their

eggs into living creatures, who are then devoured from the inside. They have the ability to phase through dimensions, but in Shadrax's case, this should be neutralized."

How to Find Shadrax: "I do not know where Shadrax is hiding. It has been some time since the escape, and I fear she may have eluded me, but I cannot stop searching until she is found and stopped. If I get close enough to her, I will be able to sense her presence. However, in my weakened state, I will need to be fairly close: a few miles, no more. If I were restored to my full capabilities, I would be able to locate her at a much greater range."

Restoring the Drifter: "I have wandered through these lands for a very long time in search of the criminals that escaped my charge. Over the years, I have grown weaker in many ways. You could perhaps say I am growing old. Or starving. There is an artifact nearby that could restore me, but I have been unable to claim it."

About the Artifact: "It is a small metal disc, a few inches to a side. It is useless to most, but of great value to me, as

it will restore me to full strength. It is not the only one of its kind, but it may as well be: I can sense it is the only one in 500 miles, at least. It is in the ruins of the prison from which Shadrax escaped. I have attempted to retrieve it twice before, but I was driven back on both occasions by looters and squatters. I can lead you there, and together we should be able to retrieve it."

If the party agrees to help the Drifter retrieve the artifact, he is more than happy to allow them to take whatever else they find there: the power cell is his only concern. If they agree to help him track down and slay Shadrax, he promises that once the murderer has been killed or captured, he will give the party his firearm, a potent and deadly weapon.

THE TOWN OF PERDITION

This squat outgrowth of one-story wooden shacks spills out around a gaping mine entrance in the base of the nearby cliff like blood spilling from an open wound. A single two-story homestead dominates the landscape.

Perdition is not so much a town as it is a mine with an overgrown mining camp attached. It isn't much to look at: mostly a collection of ramshackle wooden hovels surrounding a mine entrance in the base of a cliff, without so much as a border fence. More or less everything in the town, including the mine, is owned by Hormus Perdy. Originally named Perdyton, the miners took to calling the place Perdition, instead, as a commentary on the conditions in the town and the mine, where no one seems to be able to get ahead, or even get out. Because Perdition is remote and isolated, Overseer Perdy company store not only has a monopoly on all goods and services in the town, and there are no other authorities in the area to turn to, but because Perdition is at least 3 days travel through an unforgiving desert from the nearest settlement, he also enjoys a monopoly over travel out of the town. Most workers spend the vast majority of their earnings on food and lodging, with the less fortunate actually going further and further into debt each week. Perdy charges 200 gp for a seat on any of his supply wagons heading back to civilization: a prize many of the miners here have been saving for years to purchase.

PERDITION

Population 140 (115 humans, 11 dwarves, 6 halflings, 4 elves, 4 other)

Government Overlord

Defense: Company guards

Commerce: The mine is the only real industry in the village, exporting skymetal and copper.

Organizations: Perdyton Mining Company.



Bob Grayson



NOTABLE NPCs

Overseer Hormus Perdy, mine overseer (LE male middle-aged human)

Foreman Jardis Gor, mine foreman (LN male middle-aged human)

Captain Samantha Copper, guard captain (LN female middle-aged—missing)

Father Corvin Sardis, local priest (NG male old—missing)

Troubles in the mine have recently put concerns about working conditions and pay out of the minds of most of the residents of Perdition, however. Attacks by the spawn of Shadrax against the miners began just over a week ago. At first, only a couple of miners were taken, here and there, and the miners didn't realize just what was going on. After a couple of days, however, whispered rumors about demons stalking the mines suddenly stopped being

rumors as a group of the xill openly attacked a large crowd of miners. Those who could fled the mine, and those who couldn't were dragged away, presumed dead. Upon hearing of this, Overseer Perdy sent his guard captain and a squad of his enforcers in to deal with the threat. The following morning, not only had they not returned, but the priest of the local parish, Father Sardis, had vanished as well.

That was two days ago, and the townsfolk are getting restless. Overseer Perdy assumes his men are dead, and has sent a messenger off in search of mercenaries who can clear out the mine. In the meantime, he refuses to pay the miners (since they aren't mining), and he still refuses to let them go, insisting that they wait patiently until the mine has been cleared. However, with almost half of his enforcers missing in the mines, his control of the situation is rapidly failing.

ENCOUNTER 2: MEET THE MOB

When the PCs arrive in Perdition, the entire town (minus those currently in the mine) has gathered outside Overseer Perdy's house, and the miners and other workers are loudly demanding to be allowed to leave, while Overseer Perdy, standing on his balcony overlooking the crowd, with his remaining guards standing protectively in front of his doorway, does his best to calm them down, explaining that help is on the way, and that even if he wanted to let them leave, there aren't enough horses and wagons for more than a dozen or so at a time (this is actually true, although he doesn't mention that if the wagons were filled with food and water, the townsfolk could likely walk to civilization in safety).

When the PCs arrive, Overseer Perdy is most likely the first to spot them, and he calls out "And look! Here are our saviors now! What did I tell you, you just needed a little patience!" The townsfolk aren't so quickly appeased, however, and there are grumbles of doubt, and further cries to let them leave. Unless the PCs step in, the scene quickly devolves into violence, with the mob attempting to storm Overseer Perdy's front door, and the guards stationed there brutally beating them back. One guard and four townsfolk are killed in the fray, and then the crowd disperses.

Of course, if the PCs do get involved, things may play out quite a bit differently. A successful DC 15 Charisma (Persuasion or Intimidation) is enough to talk down the mob, or to persuade Overseer Perdy to start ferrying townsfolk away in his wagons a dozen or so at a time (he refuses to simply hand over his wagons and let them all leave). Alternatively, the PCs might join one side of the fray: if they side with Overseer Perdy, the crowd disperses at the first sign of violence from the PCs. If they side with the townsfolk, Overseer Perdy's guards defend his home against them.

PERDY'S THUGS (3)

Medium humanoid (human), lawful evil

Armor Class 17 (splint)

Hit Points 58 (9d8 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	14 (+2)	10 (+0)	11 (+0)	10 (+0)

Skills Athletics +5, Perception +2

Senses passive Perception 12

Languages Common

Challenge 3 (700 XP)

ACTIONS

Multiattack. The thug makes two longsword attacks. If he has a shortsword drawn, he can also make a shortsword attack.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +3 to hit, range 100/400 ft., one target. *Hit:* 6 (1d10 + 1) piercing damage.

Development: If the PCs side with Overseer Perdy, he invites them into his home, explains the situation, and offers to pay them 500 gp each if they clear out the "demons" from the mine. He is quite upfront that he doesn't know exactly what is in there, but he highly doubts that they're demons, and, in any event, is quite certain that "professionals" like the PCs should be able to handle whatever it is.

If they side with the townsfolk and defeat Overseer Perdy's guards, he agrees (under extreme duress) to give the townsfolk free use of his wagons to leave, but accuses the PCs of ruining him, and begs them to clear out the mine all the same (although he offers them only half what he would have had they not defeated his men and allowed his workers to leave). If they side with the townsfolk and fail to defeat Overseer Perdy's guards, the townsfolk disperse, and the Overseer, desperate as he is, still offers to hire the PCs to clear out the mines (again, at half the rate).

Whoever the PCs side with, if they successfully use Persuasion or Intimidation to defuse the situation, award them experience as though they had defeated Perdy's thugs. If he's travelling with the PCs, the Drifter doesn't care whether they side with Overseer Perdy or the townsfolk, and just urges them to hurry up and move on to the mines, as he can sense Shadrax's presence deep below.

THE MINES OF PERDITION

Perdition extends right up to the mouth of the mine, whose mouth opens at the foot of a large cliff. A pair of thick, heavy wooden doors normally cover the entrance when it is not in use, but currently lie open. Unless otherwise noted, there are no light sources in the mine, leaving it completely dark. The walls, floor, and ceiling are all rough, unworked stone, and the tunnels are 7 feet in height.



A1. MINE ENTRANCE

Sunlight from the open door streams into this room, but stops short of the far side, casting the edges of the small chamber in menacing shadows. On the Western wall, a wooden board covered with pegs has been mounted to the wall, and numerous small metal medallions hang on chains from them, gleaming faintly in the light. The Eastern side of the chamber is dominated by racks and racks of mining equipment. The room is bisected by a set of iron rails, which leads from the outside into a yawning opening in the Northern wall.

This room is the mine's only entrance, through which the miners passed each day on their way to work. The medallions hanging from the board on the wall are made of iron, and each has a small number engraved on it, from 1 to 120. Each miner is assigned a number, and leaves his medallion on the wall each day when he begins work, picking it up again when he leaves, allowing the foreman to know who is in the mine in the case of an emergency. When the miners fled en masse from the mine, however, few stopped to pick up their medallions, so the board is two-thirds full. A handwritten note is tacked to the board, which lists a name for each number. Many of the numbers have had two or three names crossed off and new ones added in their place, over the years.

Just as few of the miners picked up their medallions as they fled, few bothered to drop off their equipment. The equipment racks contain a handful of picks, axes, and shovels, as well as a couple of lanterns, some oil, a few hundred feet of rope, and more or less any other mundane equipment the PCs might want that could reasonably be found in a mine, but it's clear at a glance that most of the equipment is not here.

Treasure: The medallions are made of cheap metal, and all of them together could command a price of perhaps 10 gp, with all the assorted mining equipment totaling another 30 gp. Further, the mine's equipment is all marked as "Property of Perdyton Mine," so attempting to sell them in Perdition will likely bring more trouble than profit.

A2. MAIN JUNCTION (CR 9)

The floor of this large room is a tangled web of rails, as tracks from four different tunnels converge. In the center of the room, the floor of the cavern seems warped and twisted, and the rails appear to sink into the solid rock as though it were mud, only to reemerge again on the other side. Several mine carts are crammed into one corner of the room, while two more lie toppled beside the warped and sunken tracks in the middle of the room.

This room serves as the hub of the mine's rail system, and all the branches of the mine ultimately connect here, where the copper and skymetals that the miners dig for is sorted from the waste rock, and both are sent out on separate mine carts to be processed in town.

The warped rock in the center of the room appears to be normal rock on close examination, and other than being a bit rougher and bumpier than the rest of the floor, and having several feet of mining rails buried beneath its surface, is, in fact, perfectly natural. It is the handiwork of one of Shadrax's brood, which still prowls the mines (see creatures, below).

A successful DC 10 Wisdom (Perception) check reveals a second patch of warped rock on the floor of the cavern near the opening leading to area [A4]. A close examination of this area reveals that the rock appears more or less normal, other than its slightly distorted shape, but there are two long trails of five thin lines, perhaps an inch deep, dug smoothly into the rock. A successful DC 10 Intelligence (Nature) or Wisdom (Survival) check suggests that these look exactly like the marks that might be made by human fingers dragged through mud, although obviously they were made in rock, instead. The marks were made by a miner who was furiously scrabbling for purchase as he was dragged off by one of Shadrax's brood, which had turned that section of the floor to mud as part of its ambush.

Creatures: Once the PCs enter this chamber, they attract the attention of one of Shadrax's twisted spawn, and the result of a genetic experiment, part xill and part xorn. Because of its potent ability to pass through solid earth, Shadrax has left it to stalk the mine. It made short work of the guards that Overseer Perdy sent to investigate earlier, and it will attempt to do the same thing to the PCs.

MUD SPAWN OF SHADRAX

Medium fiend, lawful evil

Armor Class 19 (natural armor)

Hit Points 152 (16d8 + 80)

Speed 40 ft., burrow 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	20 (+5)	20 (+5)	15 (+2)	12 (+1)	11 (+0)

Senses darkvision 60 ft., tremorsense 60 ft., passive Perception 11

Languages Common, Infernal

Challenge 9 (5,000 XP)

Alter Earth. The mud spawn of Shadrax can alter the physical properties of natural earth or stone that it is in contact with, making it harder or softer as it pleases. This can make it as hard as stone, or as soft as thick mud. First, the mud spawn of Shadrax must touch earth or stone that is

RUNNING THE MUD SPAWN OF SHADRAX

The mud spawn of Shadrax is intended as a horrific threat that will stalk and harass the players through the mines, turning the tables on the PCs and giving them a taste of what it's like to be hunted. This requires delicate balance on the part of the GM, as the mud spawn must be effective and cunning enough to keep the party on their toes, without ruining the game's fun. Here are some suggestions for handling the mud spawn of Shadrax.

Tactics

The mud spawn of shadrax is a predator, not a warrior, and it has no interest in a prolonged fight, although it is not willing to allow the party to march through its lair unmolested. With its earth glide and tremorsense abilities, and the close confines of the mine, it can easily stalk the PCs wherever they go, appearing behind, beneath, or above them at any time. Further, its regeneration allows it to heal between fights, allowing it to effectively engage in hit-and-run tactics to isolate individual party members (targeting easy-looking foes first, or those who have separated themselves from the group), drag them off, and then paralyze and infect them at its leisure.

As a general rule, each time the party visits a new room, as well as for each 10 minutes they spend in any given room, there is a 30% chance that the mud spawn of Shadrax attacks. Similarly, each time they revisit a room that they've already been in, and each time they pass through a corridor connecting two rooms, there is a 15% chance that the mud spawn of Shadrax attacks. If the mud spawn successfully dragged off a character, it spends the next room (or 10 minutes) infecting and imprisoning the creature in the walls of the mine, reducing the chance for the next room or 10-minute period to 0%. Several of the room descriptions for the mine area elaborate on features of the room that may cause the mud spawn to vary from these tactics, and GMs are encouraged to adjust them on the fly to keep the tension at the table high.

In combat, the mud spawn focuses on establishing a grapple, then moving the grapple into the rock on its next round. It flees if reduced to less than 50 hit points, but resumes stalking the party.

Handling Casualties

The mud spawn of Shadrax is a powerful opponent for a party of level 7-8 characters, and its earth glide and paralysis abilities may be frustrating for some players. It is recommended to try to strike a balance between fun gameplay and horrific tension. If a player's character is dragged into the rock or earth, give them the opportunity to attempt to free themselves, playing out the fight round by round if necessary: the mud spawn simply maintains the grapple and waiting for the victim to faint or become paralyzed. Once this is done, the game's attention should return to the rest of the party, leaving the victim's fate unknown for a time.

Of course, while picking characters off one by one works great in a horror movie, it can lead to some frustration and boredom at the table. Here are some suggestions for how to keep players engaged and involved if their characters have been lost.

Keep Them Alive: The mud spawn does not want to kill the PCs, it wants to infect them, which works to the benefit of the PCs. The first couple of times a character is successfully dragged off, they should be found in the next new room the PCs visit, infected and partially submerged in the wall, in a manner similar to that described in area A8. After the first couple of times that a character is rescued from this fate, the mud spawn raises the stakes and begins killing its victims, however.

Use NPCs: Most likely, the party will be travelling with the Drifter. While the drifter makes a poor target for the mud spawn (due to his paralysis resistance and immunity to disease), he can conveniently be handed off to a player who has lost her character, allowing her to keep playing, at least temporarily. Similarly, the surviving guard encountered in the mine can be used the same way, and GMs who are so inclined could even add one or two more survivors. Alternatively, if there are any NPCs travelling with the party (including other survivors), they can serve as sacrificial lambs, being taken by the mud spawn instead of the PCs.

Special Scenes

The following flavorful encounters are suggested to enhance the players' tension and fear as they explore the mine and are hunted by the mud spawn of Shadrax.

Ensnared by the Rails: At a convenient time (but before the party visits area A7, if possible), the mud spawn emerges from the floor, reaching out with its claws to grab at a party member, but is stopped by the metal and wooden mine cart rails, which prevent it from getting more than its head and arm out of the rock. After snarling and hissing for a round, it retreats back into the floor. This scene is potentially important, because it reveals that the mud spawn cannot move through metal or wood, potentially helping them come up with a means to counteract the ability. If the Drifter is with the party, he may point this out after seeing it.

Those who succeed see the mud spawn's head and claws hanging down from the ceiling as it stalks the party, before it hisses and vanishes back into the rock.

Sealing the Mine: The mud spawn displays its ability to alter the mine's landscape strategically, and if the PCs are coming and going from the mine frequently, it takes steps to entrap them. The third time that they enter the mine, it waits for them to move beyond area A2, and then uses its abilities to cover the passageway from A2 to A1 with solid rock.

Lurking Above: At a convenient time, have the PCs roll Wisdom (Perception) checks, either opposed by the mud spawn's Dexterity (Stealth) check, or (if you prefer), simply allowing whoever rolls highest to succeed.

directly connected to the area that it wants to affect when it uses this ability, although it does not need to touch the affected area itself. Second, the earth to be altered must be within 30 feet.

Earth Glide. The mud spawn of Shadrax can burrow through nonmagical, unworked earth and stone. While doing so, the elemental doesn't disturb the material it moves through. This ability continues to apply even if the mud spawn is grappling a victim, who then moves with the mud spawn as long as he is in contact with it. If the mud spawn lets go of the victim, or if he escape, he is shunted to the nearest open space and takes 5 (1d10) damage for every 10 feet shunted, to a maximum of 22 (4d10)

Implant. A xill can lay 2d6 eggs in a paralyzed creature. A xill's eggs hatch in 2d12 hours, at which point the young consume the host from within, collectively inflicting 1d2 damage per hour for 2d20 hours, at which point they burst out of the victim, dealing 2d6 damage each if the host is still alive. The young then emerge to mature. A *lesser restoration* spell (or similar effect) rids a victim of all implanted eggs or active young, or they can be cut out one at a time with DC 15 Wisdom (Medicine) checks (each attempt takes 10 minutes). If a check fails, the healer can try again, but each attempt (successful or not) deals 1d4 points of damage to the patient.

Regeneration. The mud spawn of Shadrax regains 5 hit points at the start of its turn. This ability only functions when the mud spawn is submerged in natural earth or stone.

ACTIONS

Multiattack. The xill makes three attacks: two with its claws and one with its bite.

Claws. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) slashing damage, and the target is grappled (escape DC 19).

Bite. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 10 (2d4+5) piercing damage, and the target must make a DC 13 Constitution saving throw or be paralyzed for 2d10 minutes. This counts as a poison effect for the purposes of *delay poison* and similar effects.

A3. HALF-BURIED STATUE

A minecart railway passes through this chamber, continuing through another tunnel to the North. On the Western wall, it appears that a creature made of stone is half-buried in the wall, with only its four clawed arms and snarling, chitinous head visible from the rock.

Ages ago, when Shadrax's slave-warrens filled the ground

in this area, a series of statues of her stood in this place to remind her victims that she was watching over them, and of how terrible her wrath could be. Centuries later, as the miners were extending a passageway through here in search of copper and skymetals, they were surprised to discover archaeological relics (a few clay jars and urns, and a crude set of iron manacles). Overseer Perdy was excited at the prospect of ancient relics, but quickly lost interest as little of value was uncovered, and ordered the miners to move on while they were still mid-way through uncovering the statue.

With the statue only partially visible, a successful DC 20 Intelligence (Arcana) check is needed to identify that it is a xill. The base of the statue is not visible, but characters that manage to unearth the statue (a difficult and time-consuming process, unless magic is involved) find the inscription: "Woe Unto Those Who Fail the Progenitor."

Creatures: Each time the party touches the statue, and for every 10 minutes that they spend attempting to dig it out of the wall, there is an additional chance that the mud spawn of Shadrax attacks.

A4. THE PIT AND THE EARTH (3,600 XP)

The minecart railway passes through this chamber, skirting slightly East before exiting on the Northern end, and continuing further. A large pit occupies the Northwest corner of the room, with the top of a ladder visibly sticking up over its edge. The sounds of something large can be heard coming from the depths of the pit.

The miners found deposits of metal in the floor of this chamber, and began digging downwards in order to get at it, eventually developing a rather impressive pit, 30 feet deep. A single ladder allows miners to climb up and down from the pit.

Creatures: A few days before Shadrax's brood was awoken, a pair of earth elementals wandered into the mine, and, after wreaking a fair bit of havoc, eventually decided to make the pit in this room into their lair. The miners decided to simply leave them there until they moved on, hopefully deeper into the earth, and once the xill began attacking, they were quickly forgotten altogether.

EARTH ELEMENTAL (2)

XP 1,800

hp 126 (SRD)

If the mud spawn of Shadrax attacks the party while they are in this chamber, it begins by attempting to push a PC into the pit and then withdraws, bargaining that some

or all of the others will follow to save their companion from the elementals. If they do, it grabs a victim in the confusion and retreats. If the party decides to go down into the pit to fight the elementals on their own, the mud spawn of Shadrax takes advantage of the situation and attacks for certain.

AS. TRAPPED CHAMBER (2,200 XP)

The minecart railway runs from the chamber's South entrance to the Northern side, where the passageway continues on. Another passage extends from the Eastern wall, this one without a railway. A mound of soft clay twelve feet across at the base and nearly reaching the ceiling is piled in the northeast corner of the room. A longsword lies alone and apparently forgotten on the ground in the middle of the room.

This room has been turned into a trap by the mud spawn of Shadrax, which has used its control over earth and rock to create three pit traps in the room, which are concealed with a very thin layer of rock, so that once they are stepped on, they crumble, depositing the victim into the pit, where they can easily be snatched by the mud spawn.

CAMOUFLAGED PIT TRAP

Mechanical trap

Any creature 120 pounds or heavier triggers the pit trap if they set foot in the area of the trap. All creatures in the area of the trap must make a DC 14 Dexterity saving throw or fall into the 20-ft. deep pit, taking 7 (2d6) damage. A creature may notice the trap with a DC 20 Wisdom (Perception) check and disable it with a DC 20 Dexterity check on which thieves' tools apply, which locks the cover in place and prevents the pit from opening.

Creatures: Pit A contains the corpse of one of Overseer Perdy's thugs, who broke his neck when he fell in, and was subsequently ignored by the mud spawn. Pit B is empty, and Pit C contains the corpse of another of Overseer Perdy's thugs. This one, however, did not die from the fall, but rather from the explosive birth of xill hatchlings implanted in him by the mud spawn of Shadrax. Before he died, he wrote in his own blood on the wall: "They're in the walls. The ceiling. The floor. They're inside me!" The two hatchlings that emerged from his body have been trapped in the pit, and have been gnawing on his carcass. They attack anyone that falls into the pit.

XILL HATCHLINGS (2)

XP 1,100 each

hp 88 each (see page 12)



If any PCs fall in one of the pits, the mud spawn of Shadrax attacks. If half or more of the party falls into the pits, it attacks those that are still free, attempting to deal with them now and then come back for the ones in the pits later. Otherwise, it emerges from the floor or side of the pit to grab the victim before help can get there. It leaves any PCs that fall in pit C to the hatchlings there, however, and in this case will attack other party members, instead.

Story Award: if the PCs disable, survive, or avoid the pits trap, award them 1,800 XP.

A6. GRIM REMAINS (4,400 XP)

A mine cart rail extends through this widened chamber to the North, while another passageway extends to the West. On the Eastern wall, four human corpses hang limply, half-submerged in the wall, their chests and abdomens having exploded outward in a gory display.

The corpses are victims of the mud spawn of Shadrax, who were dragged here after being captured and paralyzed, and slowly half-entombed in the rock wall by the mud spawn. By the time the paralysis ended, they could not break themselves free of the hard rock that imprisoned their arms and legs, but left their heads and torsos exposed. All of these victims were miners, rather than guards, as evidenced by what remains of their attire after the eggs that were implanted in them hatched and the infant xill burst out of their chests.

XILL HATCHLING

Medium fiend, lawful evil

Armor Class 15 (natural armor)

Hit Points 88 (12d8 + 36)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	15 (+3)	16 (+3)	14 (+2)	12 (+1)	11 (+0)

Senses darkvision 60 ft., passive Perception 11

Languages Common, Infernal

Challenge 4 (1,100 XP)

Pack Tactics. The hatchling has advantage on an attack roll against a creature if at least one of the hatchling's allies is within 5 feet of the creature and the ally isn't incapacitated.

ACTIONS

Multiattack. The hatchling makes three attacks: two with its claws and one with its bite.

Claws. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.
Hit: 10 (2d6 + 3) piercing damage.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target.
Hit: 5 (1d4+3) piercing damage, and the target must make a DC 10 Constitution saving throw or be paralyzed for 2d10 minutes. This counts as a poison effect for the purposes of *delay poison* and similar effects.

During Combat The xill hatchlings focus their attacks on as few opponents as possible, using flanking (and, if necessary, the Help action) to help ensure that one of them gets a successful bite. If a creature is paralyzed, one hatchling begins implanting it while the others move on to a new target.

Morale The xill hatchlings fight to the death.

The mud spawn of Shadrax is slow to intervene in this room, preferring to see how its offspring fare against the adventurers. Once two of the hatchlings are slain, the mud spawn emerges to attempt to ambush a single party member and drag him off, but does not otherwise get involved in the battle.

A7. MINE CART REPAIR

Several mine carts have been stacked on top of each other to form a crude barrier perhaps six feet tall, preventing entry to this room.

Miners working in this room barricaded themselves in when they heard the screams coming from area A2, though they would eventually learn that their makeshift wall would do them little good. A successful DC 20 Strength check can push aside the barrier as an action. Otherwise, it takes a few minutes of heavy lifting to take it apart one cart at a time.

This small room contains a pair of large, sturdy wooden tables, on which three mine carts lay on their sides in various states of disrepair. A few tools are scattered about the table, and a few more across the floor. In one corner, a stack of metal cans, labeled "lead paint," sit beneath a hand-made sign reading "Keep Torches and Lanterns Away from Paint."

A successful DC 10 Wisdom (Perception) check reveals a wrench that had fallen under one of the tables when the worker who was attempting to wield it against the mud spawn of Shadrax was finally subdued. One end is smeared with a green-white ichor: the spawn's blood, after the worker delivered a particularly lucky blow.

It may not be immediately obvious, but the paint cans are potentially a valuable tool for battling the mud spawn of Shadrax. Because the paint is made with lead, any surface

covered in it forms a barrier that the mud spawn cannot cross with its earth glide ability, which does not allow it to pass through metals. This functions even if the paint is still wet. There is enough paint here to coat any two rooms in the mine, preventing the mud spawn from using its earth glide ability to enter those rooms. Alternatively, the paint can be used as a sort of trap, and making the paint cans explode can coat a room in paint even if the mud spawn is already in it. One way to accomplish this is to make the paint cans explode, by dealing at least 5 points of fire damage to them within a single round (AC 7, threshold 10). Any can that explodes in this way creates a 20-ft.-radius burst of paint that coats all creatures and objects within range. Creatures in the area are blinded unless they succeed on a DC 9 Dexterity saving throw, but can end the blindness by wiping the paint from their eyes as an action that also uses up their movement for the turn.

Creatures: For every 10 minutes that the party remains in this room, there is a chance that the mud spawn of Shadrax attacks.

A8. THE SURVIVOR (3,300 XP)

A pair of mine cart tracks converge in the center of this room: one from the South, the other from the Southwest. The merged track continues to the North. Along the West wall, the bodies of three soldiers hang half-submerged in the rock.

As the mud spawn of Shadrax picked off the soldiers sent in to clear the mines one by one, it dragged their paralyzed bodies back here and half-entombed them, just like the miners in area A6. Of the three soldiers hanging here, two have already died, their xill hatchlings having burst from their bodies, destroying their armor in the process. One remains alive, although she doesn't have much time left.

The mud spawn also created a pit trap in the middle of this chamber. The xill hatchlings are light enough that they do not trigger it, but any party members walking on it will.

CAMOUFLAGED PIT TRAP

Mechanical trap

Any creature 120 pounds or heavier triggers the pit trap if they set foot in the area of the trap. All creatures in the area of the trap must make a DC 14 Dexterity saving throw or fall into the 20-ft. deep pit, taking 7 (2d6) damage. A creature may notice the trap with a DC 20 Wisdom (Perception) check and disable it with a DC 20 Dexterity check on which thieves' tools apply, which locks the cover in place and prevents the pit from opening.

Creatures: As in area A6, the mud spawn of Shadrax leaves its offspring alone, and they continue to lurk in this room, attacking intruders on sight. However, if they interfere with the surviving guard in any way, the mud spawn attacks furiously, this time with the goal of scaring them away from her, rather than capturing prey. The mud spawn fights to defend the guard until it is reduced to less than 1/2 its maximum hit points, at which point it retreats to heal its wounds in the earth.

Story Award: if the PCs disable, survive, or avoid the pit trap, award them 700 XP.

XILL HATCHLINGS (3)

XP 1,100 each

hp 88 each (see page 12)

Development: The surviving guard, Sara Tarn, is delirious and in shock from all of the horrors she has witnessed, not the least of which is the growing pressure she feels from the xill hatchlings maturing in her rapidly-bloating belly. Already, her abdomen strains against her armor. She frantically cries to the PCs "cut it out, cut it out of me!" In order to do so, they will first need to remove or destroy the chain shirt she wears, since it can't easily be removed while she is half-buried in the wall (threshold 10, 20 hp, DC 20 Strength check to break). Alternatively, they can break her free of the wall (threshold 8, 40 hp, DC 25 Strength check to break; spending 10 minutes digging into the wall with mining equipment succeeds automatically). Once the armor is removed, the movements of the hatchlings growing inside her can be visibly seen as they press against her flesh, wriggling and even moving about beneath her skin. As described in the implant special attack, a successful Wisdom (Medicine) check allows one hatchling to be cut out, but each attempt requires 10 minutes, and inflicts 1d4 points of damage (the guard currently has 6 hit points remaining, and uses the stats for Perdy's thugs, on page [XX]). The guard is currently infested with 1d6+1 hatchlings, and when the PCs first arrive, they have only 1 hour before the hatchlings explode from her body, like they did with the others.

If the party can free her of the parasites, or is otherwise able to calm her down long enough to question her, she can relate how her team were sent in by Overseer Perdy, how they were picked off one at a time by the "mine demon," and how she watched her fellow prisoners die horrible, gruesome deaths. She refuses to accompany the party further into the mine, and begs them to escort her out, for she fears she couldn't make it to the exit on her own (she is right, and if they refuse to accompany her, she is captured again by the mud spawn of Shadrax, keeping it busy for the next 20 minutes or 2 rooms that they visit, whichever is less time). If she is recaptured, the PCs may

find her later in another chamber, either slain or once again infested with hatchlings.

A9. COLLAPSED PASSAGE

The mine cart track appears to continue beyond a wall of rocks and debris that fill the corridor, barring further passage. About 30 feet from this dead end are three large wooden barrels, painted red.

This passage once led deeper into the mine. The miners collapsed this passage in the hopes that they could trap the monster, not realizing it could pass through the rubble with ease. The passages beyond contain several twisting corridors containing another dozen or so imprisoned and implanted miners, the majority of which are now dead. The tunnels also contain nearly 40 xill hatchlings, mostly in groups of 4-6. There is little reason to explore this way, however, and the town of Perdition will probably be better off if the passage remains sealed.

The barrels contain a mix of explosive alchemical compounds and black powder, and it was barrels like these that were used to collapse the passageway. Each barrel is labeled “explosive” in white paint on top of their red base coat, and each has a 10-foot-long fuse, and weighs 120 lbs. Once the fuse is lit, it takes 1 minute for it to reach the barrel (although dealing enough fire damage to the barrel to overcome its threshold of 5 will accomplish the same effect). Once the barrel ignites, it explodes in a 30-foot-radius burst that deals 28 (8d6) points of fire damage and 14 (4d6) points of force damage to each creature within the area (DC 14 Dexterity saving throw for half).

A10. UNCOVERED RUIN

The mine cart track comes to a stop in the middle of this chamber, seemingly unfinished. On the far end, excavation has broken through into a much larger chamber.

This is where the miners broke through into the ruins of Shadrax’s ancient buried city. The exit on the Northern end of the chamber leads to area B1.

Creatures: The mud spawn of Shadrax attacks if the party attempts to leave through the Northern exit. It fights until it is able to grapple a victim and escape, or until it is reduced to less than 10 hit points, whichever comes first. It does not pursue the party into area B1, and remains in the mines themselves, trusting that the others of its brood will deal with the party, but nonetheless prepared for them if they return.

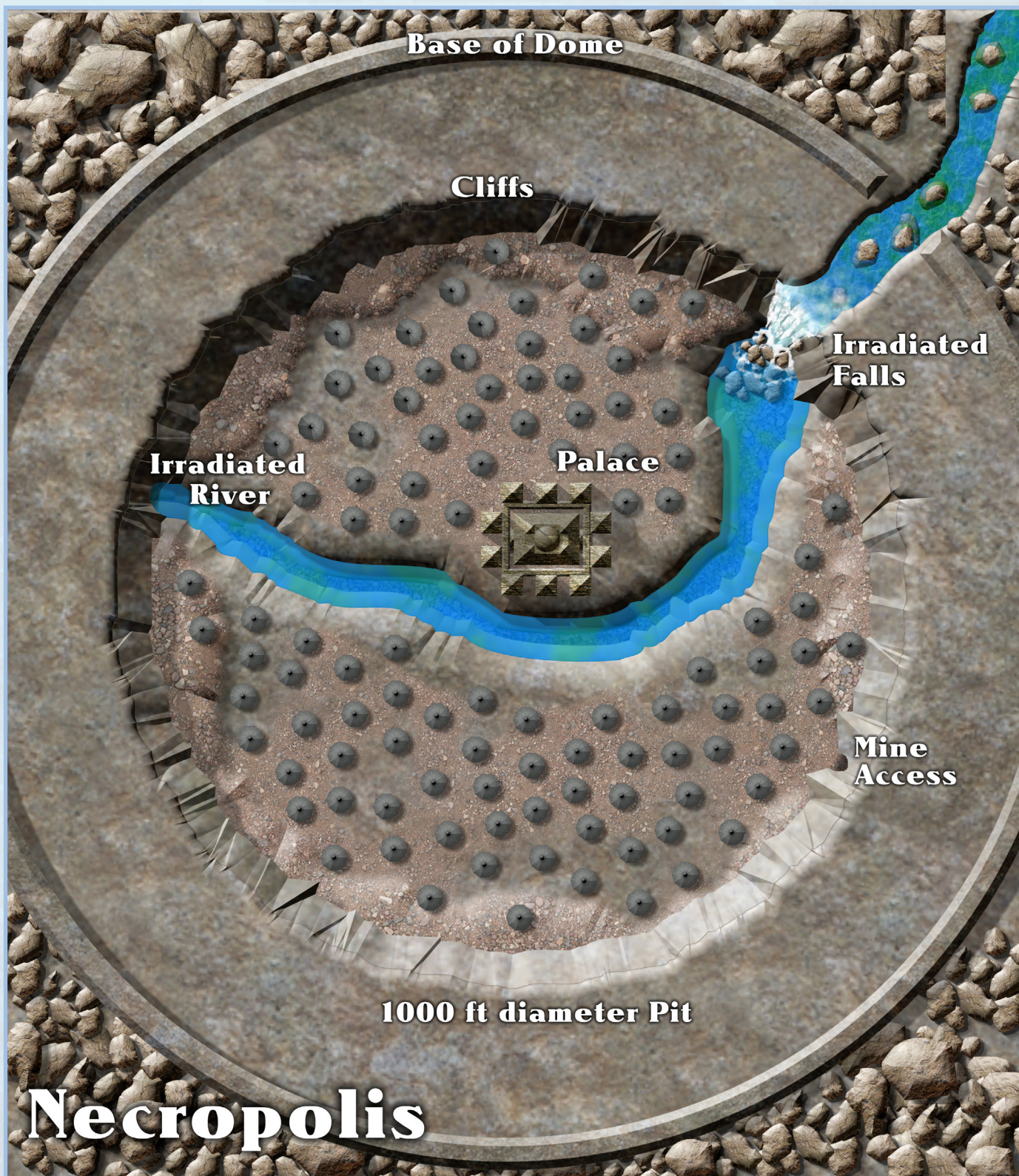
PALACE OF THE PROGENITOR

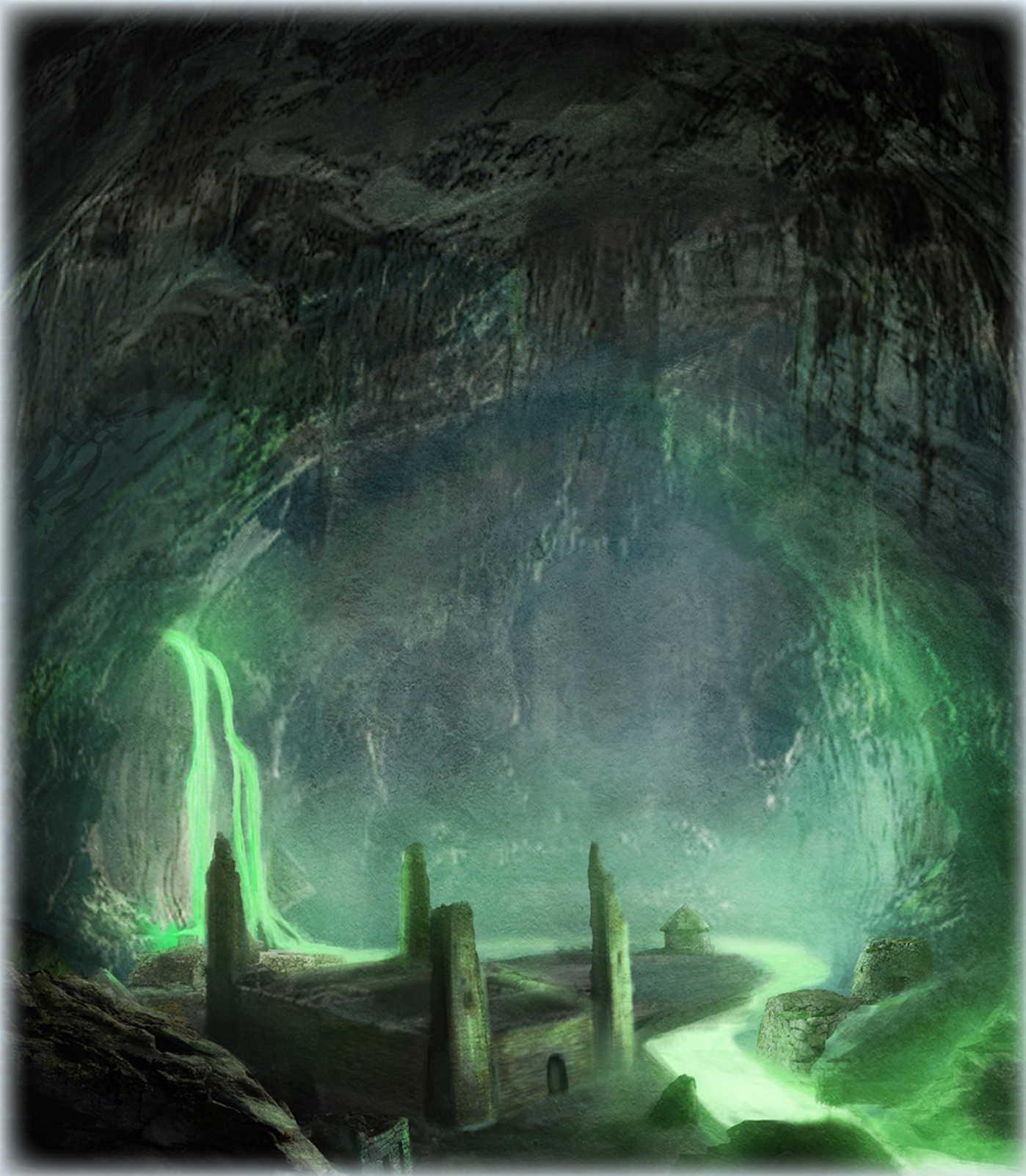
After Shadrax escaped from the *Solstice* and devised her plan to return to the Ethereal Plane by breeding the nanites that prevent her from using her planewalk ability out over 1,000 generations, she enslaved local barbarian populations and made them dig her a massive underground city, from which she reigned as the god-king “the Progenitor” for almost a century, subjugating nearby peoples and using them to breed thousands of xill children, most of which she eventually slew herself, in order to ensure that they did not try to usurp her. She also had her minions seek out wreckage from the *Solstice*, and similar ships, and bring it to her. Over the years, she amassed a number of impressive pieces of technology, including several stasis pods, a gene-splicing apparatus, and a massive shield generator that projected a force field over a 500-foot-radius dome. The pride and joy of her collection, however, was a nanite injection module from the *Solstice*, the very same one that caused her current condition. The machine is capable of shutting down the nanites in Shadrax’s blood, but is genetically locked to the officers of the *Solstice*, who Shadrax believe had all died in the crash.

When it became clear that simply breeding successive generations was not having an impact on the nanites, which would pass on with the injected eggs and multiply in the hatchling, Shadrax began experimenting with the gene splicer to see if she could alter her offspring to somehow resist the nanites’ effects, and then apply the resulting modification to herself. She produced a number of strange horrors in this way, most of which do not survive to the present, but some, such as the mud spawn of Shadrax in the mines, and the skitter spawn of Shadrax, in the area surrounding her palace, are the result of this experimentation.

Eventually, a group of adventurers rose up to fight Shadrax, and ultimately caused a massive cave-in that buried Shadrax’s underground city, crushing its inhabitants underneath thousands of tons of rock and debris. What they didn’t realize, however, is that Shadrax had installed the massive shield generator into her palace in the heart of her underground city, and this protected it from the destruction, although not the isolation. She sealed herself and a few of her most important offspring (including promising experiments such as the mud spawn and skitter spawn) in stasis pods, and decided to wait the situation out. By the time the shield generator failed, the rock and debris had already settled, forming a sort of permanent underground bubble that remained perfectly preserved until the miners of Perdition broke into the chamber a few days ago.

Shadrax sent her minions to turn the miners into an army of her spawn, so that she could once again rebuild her glorious empire. She was content to wait in her palace,





but was surprised when her two priests brought her an intruder who had somehow made it past the chaos and confusion in the mines, only to be captured in the city itself: father Corvin Sardis, the priest of Perdition. She was even more surprised when she discovered that his unusual holy symbol was, in fact, an officer's badge from the *Solstice*, and a quick scan on the gene splicing apparatus showed that he was a descendant of one of the officers aboard the ship. In fact, he was well aware of his history, and had been waiting in Perdition specifically in case something like this happened, and came to confront Shadrax. Unfortunately, he could not defeat her, and instead, has handed her the means to remove the nanites from her blood. As the PCs approach her temple, she is hurriedly at work preparing the machine to free her from the nanites and allow her to finally return to the Ethereal Plane, from which she will wage a terrible war against the people of this land.

B1. THE CLIFFTOP (2,300 XP)

A small city, perhaps 1,000 feet across, stretches out below, with ramshackle huts carved from the earth. Many of the buildings around the edges appear half-buried, indicating that the chamber may have been larger at one time. In the center of the dome-shaped chamber is a stone palace with soaring, delicate spires that nearly touch the ceiling. About 30 feet to the left of the entrance from the mine, a waterfall of glowing green water rushes in near the top of the chamber, falling to the floor below and making its lazy way through a canal in the streets below.

The entrance from the mine is quite a ways up in the chamber, and in order to reach the ground below, the party will need to climb down the cliff. It's 160 feet to the bottom of the chamber, and the rough, rocky walls make the Strength (Athletics) check DC 10 to climb.

Creatures: One of Shadrax's skitter spawn patrols the area near the mines, and it attacks the party once they begin their descent.

SKITTER SPAWN OF SHADRAX

Medium fiend, lawful evil

Armor Class 15 (natural armor)

Hit Points 152 (16d8 + 80)

Speed 40 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	16 (+3)	20 (+5)	5 (-3)	12 (+1)	11 (+0)

Senses darkvision 60 ft., passive Perception 11

Languages Common, Infernal

Challenge 6 (2,300 XP)

Acidic Burst. When a skitterspawn of Shadrax dies, chemical reactions in its body cause it to explode in a shower of acid 1d4 rounds later. All creatures and objects within 20 feet of the skitterspawn's corpse suffer 21 (6d6) points of acid damage. A successful Dexterity saving throw (DC 15) halves this damage.

Implant. A xill can lay 2d6 eggs in a helpless creature. A xill's eggs hatch in 2d12 hours, at which point the young consume the host from within, collectively inflicting 1d2 damage per hour for 2d20 hours, at which point they burst out of the victim, dealing 2d6 damage each if the host is still alive. The young then emerge to mature. A *lesser restoration* spell (or similar effect) rids a victim of all implanted eggs or active young, or they can be cut out one at a time with DC 15 Wisdom (Medicine) checks (each attempt takes 10 minutes). If a check fails, the healer can try again, but each attempt (successful or not) deals 1d4 points of damage to the patient.

ACTIONS

Multiattack. The xill makes three attacks: two with its claws and one with its bite.

Claws. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) slashing damage.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 10 (2d4+5) piercing damage, and the target must make a DC 12 Constitution saving throw or be paralyzed for 2d10 minutes. This counts as a poison effect for the purposes of *delay poison* and similar effects.

Spit Acid. *Ranged Weapon Attack.* +6 to hit, range 20/80 ft., one target. *Hit:* 21 (6d6) acid damage.

During Combat The skitter spawn attacks with its acid spit, hoping to make one or two of the party fall to their deaths before climbing out to paralyze and implant the others, carrying them off somewhere safe to incubate.

Morale The skitter spawn of Shadrax have barely more than animal instinct, and fight until slain.

B2. THE CITY STREETS (6,900 XP)

Winding, narrow streets weave their way through simple houses made of earth and rock. Skeletal corpses, dressed in tattered and ancient rags, are sprinkled haphazardly throughout the city: one lies in the middle of the street, another is visible sitting inside its home, a third is slumped against a wall. Ancient carapaces like

those of the creatures encountered in the mines are found, as well, their shells empty and translucent white in color.

The city is largely abandoned, with anyone who was saved from being crushed by the force field having long ago starved or suffocated to death, although a group of three xill, recently awakened alongside Shadrax, do make patrols and explore the ruins of what was once their domain.

The river of glowing green water winds its way through the city. The water is highly radioactive, and anyone that submerges himself in it or drinks from it is exposed to the radiation. Affected creatures must succeed on a DC 14 Constitution saving throw or suffer 35 (10d6) points of damage. Whether the initial save is successful or not, the affected creature must make an additional Constitution saving throw every 24 hours or suffer 12 (5d4) points of damage. Two consecutive successes ends the radiation poisoning.

Creatures: As the PCs pass a lonely intersection, a group of three xill attack them from three sides.

XILL (3)

Medium fiend, lawful evil

Armor Class 15 (natural armor)

Hit Points 152 (16d8 + 80)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	16 (+3)	20 (+5)	14 (+2)	12 (+1)	11 (+0)

Senses darkvision 60 ft., passive Perception 11

Languages Common, Infernal

Challenge 6 (2,300 XP)

Implant. A xill can lay 2d6 eggs in a helpless creature. A xill's eggs hatch in 2d12 hours, at which point the young consume the host from within, collectively inflicting 1d2 damage per hour for 2d20 hours, at which point they burst out of the victim, dealing 2d6 damage each if the host is still alive. The young then emerge to mature. A *lesser restoration* spell (or similar effect) rids a victim of all implanted eggs or active young, or they can be cut out one at a time with DC 15 Wisdom (Medicine) checks (each attempt takes 10 minutes). If a check fails, the healer can try again, but each attempt (successful or not) deals 1d4 points of damage to the patient.

ACTIONS

Multiattack. The xill makes three attacks: two with its shortwords and one with its bite.

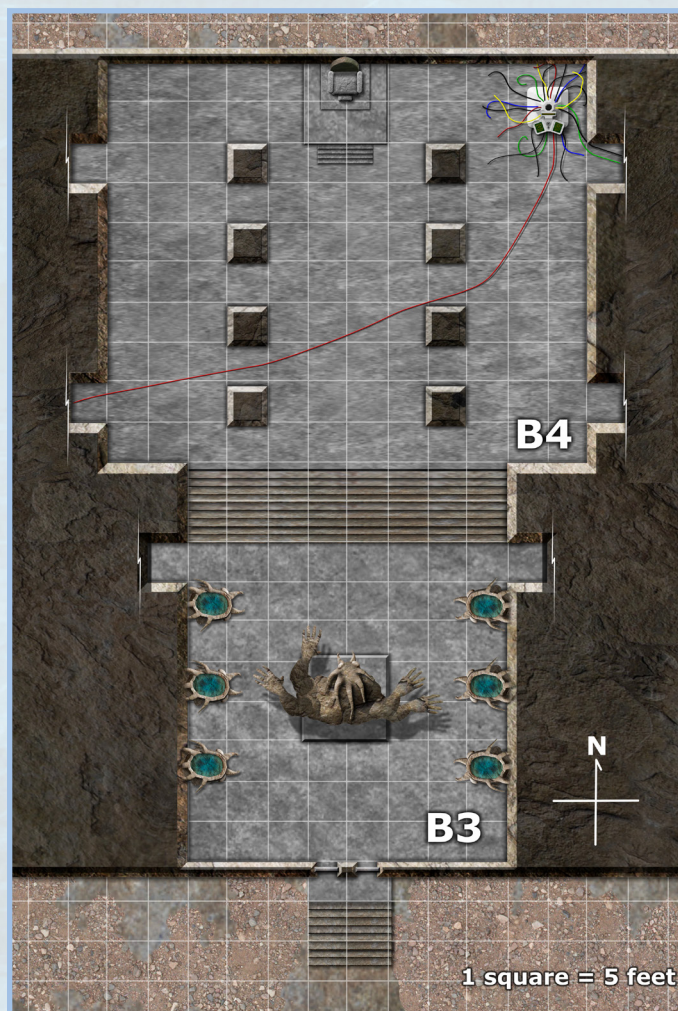
Shortswords. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one

target. *Hit:* 12 (2d6 + 5) piercing damage.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 10 (2d4+5) piercing damage, and the target must make a DC 12 Constitution saving throw or be paralyzed for 2d10 minutes. This counts as a poison effect for the purposes of *delay poison* and similar effects.

B3. PALACE ENTRANCE (4,600 XP)

A massive statue of a four-armed, insectile horror dominates the center of this room. Fountains in the walls on either side of the room, shaped like the face of this same insect creature, pour glowing green water into clay basins, below, illuminating the room in an eerie green light, and making the ancient pictographs that line the walls seem to almost move in the flickering light. A set of massive steps leads up through a series of columned arches to another large chamber, beyond.



This room serves as the antechamber to Shadrax's throne room. The pictographs tell the story of Shadrax's rise to power, as viewed through her own religious and dogmatic propaganda. They depict the arrival of the Progenitor from the heavens on a fiery star, her subjugation of the crude and simple nomads in the area, and the building of the grand underground city. They also display humans being impregnated by xill and being "reborn" in the form of xill hatchlings, with the pictographs signifying that the spirit of the dead human somehow passes on to the xill as a kind of reincarnation.

Creatures: Two of Shadrax's favored priests, who she spared from the destruction of the city with a spot in her stasis chambers, guard this room against intruders.

PRIEST OF THE PROGENITOR (2)

Medium fiend, lawful evil

Armor Class 17 (natural armor)

Hit Points 152 (16d8 + 80)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	16 (+3)	20 (+5)	14 (+2)	16 (+3)	11 (+0)

Senses darkvision 60 ft., passive Perception 11

Languages Common, Infernal

Challenge 6 (2,300 XP)

Implant. A xill can lay 2d6 eggs in a helpless creature. A xill's eggs hatch in 2d12 hours, at which point the young consume the host from within, collectively inflicting 1d2 damage per hour for 2d20 hours, at which point they burst out of the victim, dealing 2d6 damage each if the host is still alive. The young then emerge to mature. A *lesser restoration* spell (or similar effect) rids a victim of all implanted eggs or active young, or they can be cut out one at a time with DC 15 Wisdom (Medicine) checks (each attempt takes 10 minutes). If a check fails, the healer can try again, but each attempt (successful or not) deals 1d4 points of damage to the patient.

Spellcasting. The priest is a 2nd-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 14, +6 to hit with spell attacks). The priest has the following cleric spells prepared:

Cantrips (at will): *light*, *sacred flame*, *thaumaturgy*
 1st level (3 slots): *bless*, *command*, *cure wounds*, *protection from evil and good*, *sanctuary*

ACTIONS

Multiattack. The xill makes three attacks: two with its shortswords and one with its bite.



Shortswords. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) piercing damage.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 10 (2d4+5) piercing damage, and the target must make a DC 12 Constitution saving throw or be paralyzed for 2d10 minutes. This counts as a poison effect for the purposes of *delay poison* and similar effects.

Before Combat If they know a battle is coming, the priests of the progenitor cast *bless* on themselves

During Combat The priests use *command* to make their foes drop their weapons, and then attack viciously in melee, attempting to paralyze and implant their victims, rather than slay them outright.

Morale Zealous in their faith in the progenitor, the priests fight to the death.

B4. THRONE OF THE PROGENITOR

This grand, vaulted chamber features a massive stone throne, and two rows of large stone pillars. Beside the throne, a strange machine, about 10 feet tall and made of gleaming metal, covered

in strange wires and tubes that seem to spread out in all directions across the floor of the chamber, hums loudly. A man in priest's robes leans against the device, paralyzed, while one of the insectile creatures stands nearby, her back to the entrance. She wears a wide-brimmed hat and a leather duster, and raises all four arms to the air, crying out in triumph "Ha ha! Finally!"

As the PCs arrive, Shadrax has just activated the nanite injection module, which is flooding her body with nanites designed to neutralize the ones already there. In ten rounds, she will regain her planeshift ability. In the meantime, she is tethered to the device by several wires, and cannot move more than 30 feet away from it without disrupting the process. If the Drifter is with the PCs, he immediately recognizes Shadrax and the machine both, and informs the party that if they don't kill her or shut down the machine soon, she will escape.

Creatures: After waiting this long, Shadrax will not abandon the machine. As soon as she notices the PCs she draws her firearms and attacks, fighting to keep them at bay long enough for the process to complete.

SHADRAX

Medium fiend, lawful evil

Armor Class 20 (leather armor)

Hit Points 161 (17d8 + 85)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	20 (+5)	20 (+5)	14 (+2)	12 (+1)	11 (+0)

Senses darkvision 60 ft., passive Perception 11

Languages Common, Infernal

Challenge 9 (5,000 XP)

Implant. A xill can lay 2d6 eggs in a helpless creature. A xill's eggs hatch in 2d12 hours, at which point the young consume the host from within, collectively inflicting 1d2 damage per hour for 2d20 hours, at which point they burst out of the victim, dealing 2d6 damage each if the host is still alive. The young then emerge to mature. A *lesser restoration* spell (or similar effect) rids a victim of all implanted eggs or active young, or they can be cut out one at a time with DC 15 Wisdom (Medicine) checks (each attempt takes 10 minutes). If a check fails, the healer can try again, but each attempt (successful or not) deals 1d4 points of damage to the patient.

Special Equipment. Shadrax wears *leather armor* +1 and wields a pair of +1 revolvers.

ACTIONS

Multiattack. Shadrax makes three attacks: three with her revolvers, or two with her shortswords and one with her bite.

Revolvers. *Ranged Weapon Attack:* +10 to hit, range 20/80 ft., one target. *Hit:* 19 (2d12 + 6) piercing damage.

Shortswords. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) piercing damage.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 10 (2d4+5) piercing damage, and the target must make a DC 12 Constitution saving throw or be paralyzed for 2d10 minutes. This counts as a poison effect for the purposes of *delay poison* and similar effects.

During Combat Shadrax uses her firearms to deliver as much damage as she can, switching to her short swords and bite once opponents close to melee range.

Morale So close to finally escaping to the Ethereal Plane, and maddened by centuries in stasis, Shadrax fights to the death unless the nanite injection machine is destroyed or shut down, in which case she attempts to flee if reduced to less than 15 hit points. If the machine finishes its process, she uses her newly-regained planewalk ability to leave immediately, vowing to return for revenge when the party least expects it.

Development: There are several ways the PCs can attempt to disrupt the process. A successful DC 20 Dexterity check (thieves' tools apply) or Intelligence (Arcana) is sufficient to shut the machine down temporarily, and a DC 25 check can shut it down permanently. Alternatively, if 40 points of damage can be done to the device (AC 4, damage threshold 10, hp 80) it will shut down. The easiest route may be to sever the cables connecting Shadrax to the device. There are four of them (AC 9, hp 9). For each one that is severed, the number of rounds that the process takes increases by 1d4. When the last cord is severed, the process is stopped.

Treasure: The other rooms of the palace contain a great deal of treasure, including 112 pp, 1,682 gp, 2,900 sp, 9,480 cp, a gold and turquoise headdress worth 700 gp, three ruby rings worth 300 gp each, four bronze busts of Shadrax worth a total of 500 gp, and three stasis pods. The gene splicing equipment was damaged in the earthquakes following the collapse, and the shield generator and two of the stasis pods have also been ruined, but can be salvaged for scrap parts worth 1,000 gp.

STASIS POD

Technological Artifact

Any creature enclosed in a *stasis pod* is kept perfectly preserved for as long as the machine continues to have



Bob Gropenstein

power. A single charge can keep the machine operating for up to 1,000 years, but each time the machine is activated, a charge is consumed. A *stasis pod* is designed to fit a single Medium humanoid, although two such creatures can squeeze inside, if necessary. A control panel on the outside of the device allows a creature within to be revived on command. Alternatively, a timer can be set, allowing the creature held within to be automatically awoken after a pre-specified time period. The *stasis pod* can store up to ten charges, but they can only be replenished by a generator.

CONCLUDING THE ADVENTURE

If the PCs are able to kill or capture Shadrax and the rest of her spawn, they have saved not just Perdition, but the entire surrounding region from an invasion of xill. Of course, unless they managed to deal with the mud spawn of Shadrax before emerging into area B1, they will have to deal with it on the way out, and it won't be inclined to let them escape a second time. The sealed sections of the mine beyond area A9 also contain numerous xill hatchlings that will pose a certain threat if unburied. It is left to the GM to determine whether the hatchlings will be able to mature and unbury themselves with time if they are left alone, or if they will simply starve.

Once the PCs make it back out of the mines, they will also be in a position to dictate the future of Perdition. If they decide to side with Overseer Perdy now, they can restore things largely to the way they were before, and cunning and opportunistic PCs may be able to coerce the mine owner into providing them with a cut of the profits, rather than a flat reward. Alternatively, good PCs may want to overthrow the current regime, which isn't hard given the state of the mine and the town, and they may have the mines sealed up and everyone sent off to start somewhere fresh, or may instead have the mine start up under new and trustworthy leadership.

If the Drifter is travelling with the PCs, and they haven't already been to the Temple of the Burning God, he asks them to come with him to see if they can recover the power source there.

Should Shadrax escape, she spends some time on the Ethereal Plane nursing her wounds, but swears vengeance on all of humanity, and the PCs in specific. She should return in a few levels (stronger in power, and perhaps trading in her revolvers for laser pistols) with an army of xill at her back, ready to invade and conquer and start up the worship of the Progenitor once more.

TEMPLE OF THE BURNING GOD

When the *Solstice* hurtled toward The Dust and tore apart in the lower atmosphere, one of the penitentiary decks broke from the rest of the ship and careened into the earth here. Consisting of a cellblock, a long bulkhead observation catwalk (security-caged in case of a riot or prison break) and a steel exercise yard, this deck has survived mostly intact. The cellblock nearly snapped off on impact, but still hangs (at a 90-degree angle from the way it was intended) by bunches of fibrous steel and plastic cables that have somehow withstood the ravages of time. The entire structure is perched precariously on the edge of a cliff, with much of it hanging vertically and threatening to fall at any time.

The deck has attracted numerous strange inhabitants over the centuries, but the most recent tenants are a gang of chokers, led by the mutant Bulggathrok, whose ruthlessness and incredible toughness keep the others cowed in constant fear and submission. When Bulggathrok and his minions first explored the prison deck, they accidentally activated a control panel in the Security Hub (Area C4). They mistook the flashing red alarm lights to be the eyes of an angry god, and the alarm sirens to be its screaming admonitions, but when one of the chokers slipped and fell into a nearby corridor (Area C5), he activated the security turret there—which immediately fired a dazzling array of precise cutting lasers, dismembering the poor creature in a split second. Bulggathrok took it as a sign, and declared that his gang of chokers had found their home. Activating the security turret temporarily drained all power from the Security Hub, but backup systems slowly regenerate reserves over time. As they do, the control panel lights up again and alarms blare. The chokers believe that by sacrificing victims to the laser turret, they can quell the wrath of their imaginary god, closing its glaring red “eyes” and quieting its “screams.”

The ship is accessible from a jagged rend in the hull which happens to open into an exercise yard that was used to keep the prisoners fit and healthy. When the party arrives in the temple, flashing red lights and alarm noises are present, as the security system is nearing full power. This imposes disadvantage on all Wisdom (Perception) checks. Once the laser turret in area C5 has fired at least once, the alarms cease, and the penalties are lifted.

C1. SECURED YARD (4,800 XP)

The hard steel floor of this cavernous chamber is littered with bones, huge patches of viscous slime and other refuse.

Creatures: This massive steel courtyard is avoided by the chokers at all costs, and when they enter and exit their lair, they do so as stealthily as possible as not to attract the interest of a tyrannosaurus rex, which sometimes prowls the darkness here.

TYRANNOSAURUS REX

XP 4,800

hp 102 (SRD)

Treasure: Scattered amongst the bones here are three fire opals (100 gp each).

C2. CAGED CATWALK STERN (2,700 XP)

This claustrophobic corridor of corrugated steel and iron grates feels like a long cage hanging in space. A glance out one of the mesh windows shows a long drop to the ground below. What little light there is shows dim and pale, barely penetrating through a smooth black carapace-like window of obsidian-like glass outside of and above the caged passageway, further diffusing through the metal mesh of iron grates. A strange hum vibrates through the entire corridor, shaking the metal walkway and setting its grates abuzz.

Once an observation deck on Solstice, this entire bulkhead and super-strengthened transparent black steel survived the crash relatively intact, what's more, the strange alien material of the observation glass shows nothing purchase, forcing everything, even particles of dust, to slide from its smooth, black, insectile shell.

Creatures: While the walls and ceiling of the passageway are caged in with grates, the floor is solid steel. Six chokers cling to the underside of the walkway, vigilant against any intruders who might disturb their Burning Eyed God and fan the flames of its deadly rage. If they detect intruders they crawl out from under the walkway and choke the encroachers through the holes in the metal grates alongside and above the passage. The metal grates provide cover for both the chokers and the party members.

CHOKER (6)

Medium aberration, chaotic evil

Armor Class 13 (natural armor)

Hit Points 67 (9d8 + 27)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	17 (+3)	9 (-1)	11 (+0)	9 (-1)

Senses darkvision 60 ft., passive Perception 10

Languages Undercommon

Challenge 2 (450 XP)

Strangle. Chokers have an unerring talent for seizing their victims by the neck. A creature that is grappled by a choker cannot speak or cast spells with verbal components.

ACTIONS

Tentacles. Melee Weapon Attack: +5 to hit, reach 10 ft., one target. Hit: 9 (1d12 + 3) bludgeoning damage, and the target becomes grappled (escape DC 13).

C3. THE HANGING CATWALK (500 XP)

Here the passageway has given way under strain during the crash and now hangs vertically. Anyone attempting to navigate here must climb down or rappel down – a simple enough task as the grates offer plenty of easy handholds.

Creatures: A clutch of skulks inhabit many of the maintenance niches and tubes in this hanging corridor. They occasionally pick off a lone choker and so far have escaped detection. If they detect the party moving through the area, they perceive the outsiders as a good potential meal since their disappearance won't alert Bulggathrok and his gang of chokers to their presence. However, if the PCs seem formidable and put up more than three rounds of resistance, the skulks break off their attack and flee into their twisted system of niches and crannies.

SKULKS (5)

Medium humanoid (skulk), neutral evil

Armor Class 12

Hit Points 32 (5d8 + 10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	14 (+2)	10 (+0)	10 (+0)	11 (+0)

Skills Stealth +6 (+2 without Chameleon Skin)

Senses darkvision 60 ft., passive Perception 10

Languages Common, Undercommon

Challenge 1/2 (100 XP)

Pack Tactics. The skulk has advantage on an attack roll against a creature if at least one of the thug's allies is within 5 feet of the creature and the ally isn't incapacitated.

Chameleon Skin. The skulk's bonus to stealth comes from its color-changing skin. If the skulk wears armor or clothing on more than one quarter of its surface area, he loses this bonus.

ACTIONS

Multiattack. The thug makes two melee attacks.

Club. Melee Weapon Attack: +4 to hit, reach 5 ft., one creature. Hit: 5 (1d6 + 2) bludgeoning damage.

C4. SECURITY HUB (4,800 XP)

This vertical shaft was clearly not intended to hang in this way, as demonstrated by several metal chairs fastened securely to one wall, which was clearly intended as the floor. Several daises studded with panels are also fixed to the same wall-floor, glowing with several multicolored lights. Numerous alarm klaxons cause the room to pulse with a red glow, as blaring sirens fill the room with deafening noise.

This chamber's security panels are the heart and soul of Bulggathrok's new religion. As the power cell for the red security orb in the Cellblock (Area C5) recharges, a series of lights begin to wink on and glow brightly on the security panel here. They light up one by one over the course of a few hours as power is restored to one system at a time. As the lights activate and grow in brilliance, the chokers become more and more agitated, interpreting the mounting radiance as a sign that the Burning Eye God grows angry, or hungry, or both.

Creatures: Seven chokers and their leader, a hulking specimen of their twisted race named Bulggathrok, reside in this room. When the PCs arrive, two of the chokers hold a bound man between them as Bulggathrok leads them in a ritual prayer to the burning god. The PCs have 2 rounds to intervene before the chokers push the man into a hole in the floor (once a doorway) that leads to area C5, where he screams as his body is sliced by the laser turret.

CHOKERS (6)

XP 450 each

hp 67 each (p. 24)

BULGGATHROK

Medium aberration, chaotic evil

Armor Class 16 (natural armor)

Hit Points 102 (12d8 + 48)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	19 (+4)	9 (-1)	11 (+0)	9 (-1)

Senses darkvision 60 ft., passive Perception 10

Languages Undercommon



Challenge 4 (1,100 XP)

Strangle. Chokers have an unerring talent for seizing their victims by the neck. A creature that is grappled by a choker cannot speak or cast spells with verbal components.

Fractured Mind. When Bulggathrok fails a Wisdom saving throw, he is *confused* for 1 round (per the spell *confuse*).

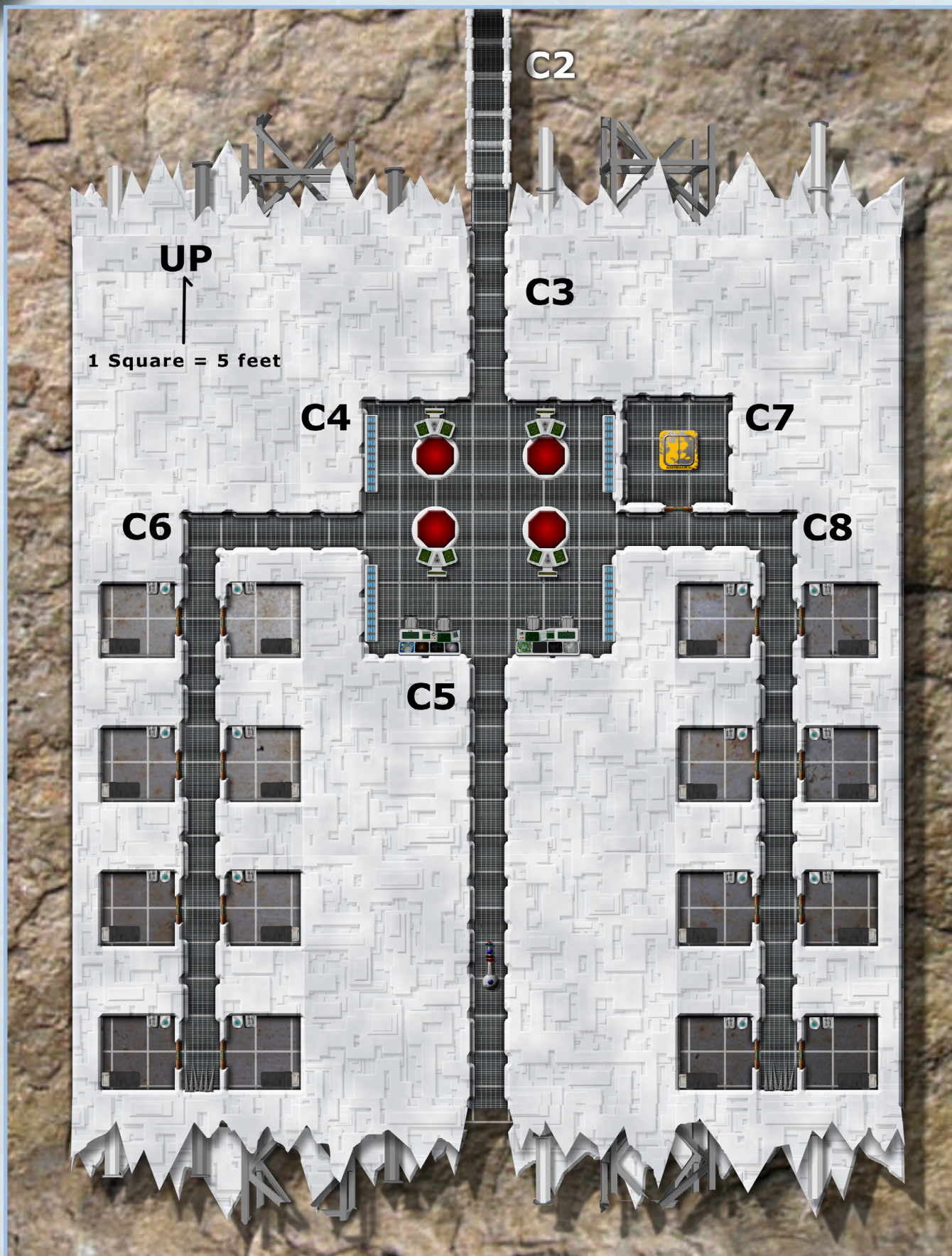
ACTIONS

Multiattack. Bulggathrok makes two tentacles attacks.

Tentacles. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one target. Hit: 9 (1d12 + 3) bludgeoning damage, and the target becomes grappled (escape DC 13).

Development: If the PCs are able to save the sacrifice victim, award them an additional 1,200 XP. The victim, named Elias Holt, can tell the party about the other prisoners in area C8, though he has little information about the rest of the ruin.

Treasure: Bulggathrok wears *leather armor* +1.



C5. CORRIDOR E, OR THE PIT OF SACRIFICE

This long corridor has become a pit, thanks to its precarious and hanging position. At the bottom of the pit, jagged rends in the metal of the corridor show that it once extended further, but now it simply ends abruptly with a long drop to the dusty ground below. About 10 feet above the open space that serves as the pit's conclusion, fastened to one of the walls, is a strange metallic cylinder which hums faintly.

The security turret that has come to be the focus of the chokers' devotion is fastened to the Northern wall of the pit, about 10 feet from where it ends in a 120-foot drop to the ground below. The walls of the pit are smooth metal, but luckily for the PCs a variety of doors, signs, alcoves, pipes, and wall fixtures make the DC for Strength (Athletics) checks to travel up and down the walls of the pit only 15. It is 80 feet from the top of the pit to the bottom.

LASER TURRET

Mechanical trap

The PCs can notice the turret with a DC 15 Wisdom (Perception) check, and can disable it with a DC 25 Dexterity check using thieves' tools. The turret is treated as a creature with a passive Perception of 20, and upon spotting a creature, will fire upon the closest creature at a rate of one shot per round. It attacks with a +10 bonus, deals 4d6 fire damage, has a range of 120/600, and is a laser. See laser rifle, under the drifter on [page 3](#) for rules on lasers. The turret can hold 10 charges, and each shot expends 1 charge. Charges are restored at a rate of 1 per day.

Development: Once the laser turret is disabled, its power source can be removed with a successful DC 20 Dexterity check (thieves' tools apply). Failure on this check by 10 or more results in the power source being irrevocably damaged, rendering it useless.

Story Award: If the PCs disable, bypass, or survive the laser turret, award them 2,400 XP.

C6. CELL BLOCK 3 (2,700 XP)

A pit, once a corridor, stretches out below, 60 feet deep. At the far end, large metal spikes emerge from a floor that was once a wall. The walls of the pit are lined with open doors into what appear to be small chambers on either side of the pit, although the angles make it difficult to say for certain.

This was once a cell block used to store some of the criminals that were kept aboard the Solstice, but after they broke out, they locked a few android marshals (once under the command of The Drifter) inside their cells. Hundreds of years of captivity and isolation has eroded the androids' programming, and they have spent the last few decades (since before Bulggathrok and his minions came here) powered down to conserve energy. They did not even notice when the force fields sealing them in vanished, and the stealthy chokers managed to avoid alerting their sensors. The chokers believe they are heralds of the burning god, and will awaken to usher in the apocalypse, so they largely leave this room alone.

The androids are effectively sleeping, suffering a -10 penalty on Wisdom (Perception) checks. If they detect an intruder, they awaken, and their corrupted programming ensures that they attack. As with area C5, the DC for Strength (Athletics) checks made to traverse the walls of the pit is 15. A character that falls to the bottom of the pit suffers fall damage, plus an additional 3d6 points of piercing damage.



INSANE ANDROIDS (6)

Medium humanoid (android), neutral

Armor Class 13 (natural armor)

Hit Points 67 (9d8 + 27)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	17 (+3)	9 (-1)	11 (+0)	9 (-1)

Senses passive Perception 10

Languages Common

Challenge 2 (450 XP)

Reckless. At the start of its turn, the android can gain advantage on all melee weapon attack rolls during that turn, but attack rolls against it have advantage until the start of its next turn.

ACTIONS

Slam: *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage, and the android may choose to grapple its target (escape DC 13).

During Combat The androids are driven more by madness than tactics. Three of the androids attack the nearest non-android creature each round, using Reckless whenever they can, even if it is not tactically advantageous. The other three androids attempt to grapple the nearest non-android creature each round, and, once they have successfully established a grapple, fling themselves and their foes towards the spikes at the bottom of the corridor.

Morale These androids have been driven quite insane by their imprisonment here, and attack frenziedly until the bitter end.

Treasure: One of the androids is wearing a *ring of resistance (acid)*.

Development: The androids here are quite mad, but if the PCs are able to subdue and interrogate them, or otherwise converse with them, they each can provide a scattered details about the riot led by Shadrax, and how she and the other prisoners overpowered them and imprisoned them here.

C7. ARMORY (3,600 XP)

This plain steel room contains several metal cupboards lining each wall and a few simple steel benches are nailed to the wall, which is now the ceiling as this entire area is upside down.

The door to this room is locked (DC 20 Dexterity check with thieves' tools to open). One of the panels in area C4 unlocks it, and a successful DC 15 Intelligence (Arcana) can allow a character to unlock the room from there.

Creatures: A clutch of two gargoyles use this armory as their trophy room, utilizing a large escape hatch (which, due to the room hanging at a 90-degree angle, is now on one wall) to gain access here. They enjoy an uneasy peace with the chokers, who cannot easily access this room due to it being locked, and hunt by night and rest here during the day, using the benches as perches to hang from, like bats.

GOTHIC GARGOYLE, GREATER (2)

Medium construct, unaligned

Armor Class 15 (natural armor)

Hit Points 93 (11d8 + 44)

Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	18 (+4)	3 (-4)	10 (+0)	1 (-5)

Damage Immunities poison, psychic

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned

Senses darkvision 60 ft., passive Perception 10

Challenge 5 (1,800 XP)

False Appearance. While the gothic gargoyle remains motionless, it is indistinguishable from an inanimate statue.

Petrifying Touch. The gothic gargoyle's attacks also reduce its target's Dexterity score by 2 unless it succeeds on a DC 14 Constitution saving throw. This reduction lasts until the creature finishes a long rest, or receives a greater restoration spell. If a creature's Dexterity is reduced to 0, it is permanently petrified.

ACTIONS

Multiattack. The gothic gargoyle makes two attacks: one with its claws and one with its horns.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 12 (2d8 + 3) piercing damage.

Horns. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) piercing damage.

Crushing Fall. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) bludgeoning damage. A Gothic gargoyle must leap or fly above its target to perform this attack. The gothic gargoyle reduces the distance it falls by 30 feet for determining falling damage when using this attack, and it lands prone. A Small or smaller creature hit by this attack is grappled (escape DC 14), and a creature grappled in this way is restrained. The gothic gargoyle can remain in the space of a target grappled in this way, and the grapple ends if the gargoyle moves out of its space.

Treasure: Among some more grisly trophies hanging in the lockers here, a laser pistol and a +1 longsword are on display as well. A dwarf's dismembered hand still grips the +1 longsword. Treat the laser pistol as a laser rifle, but with a range of 20/80.

C8. CELL BLOCK 2

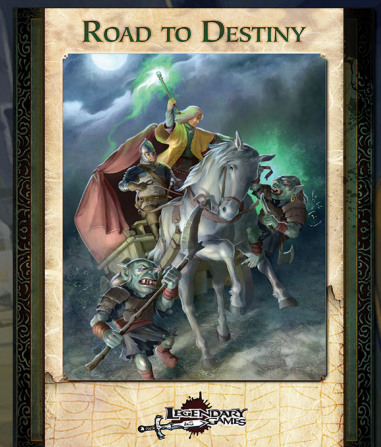
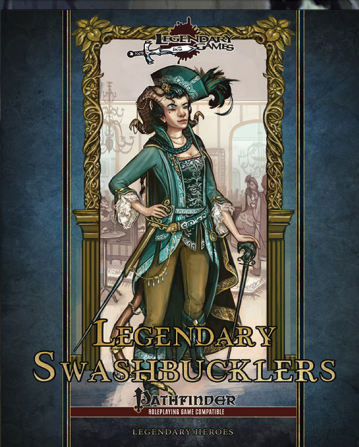
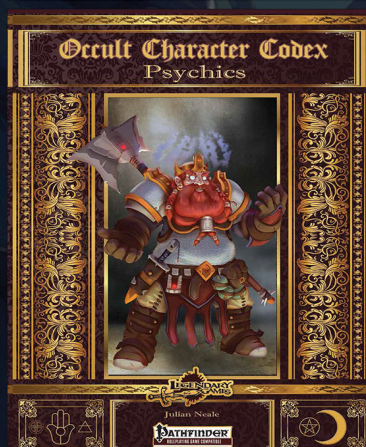
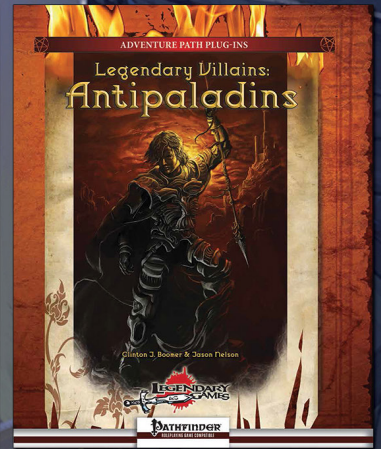
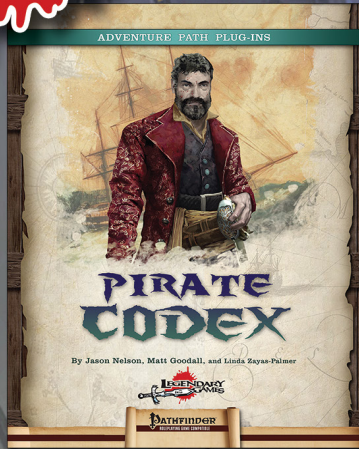
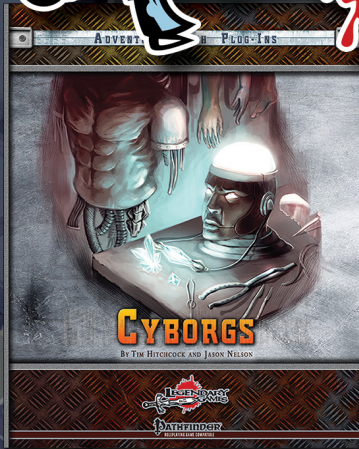
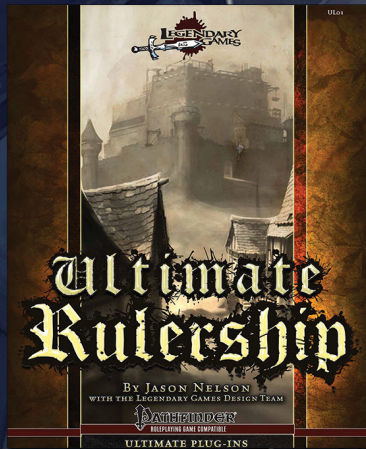
A pit, once a corridor, stretches out below. At the far end, large metal spikes emerge from a floor that was once a wall. The walls of the pit are lined with open doors into what appear to be small

chambers on either side of the pit, although the angles make it difficult to say for certain.

This room is identical to area C6, except that it does not contain any android brawlers. Instead, it contains whatever prisoners the chokers manage to capture, who are left here until it is time for them to be sacrificed to the chokers' strange god. When the PCs arrive, one cell contains a married couple, another cell contains a small orphan girl, and a third cell contains a merchant, whose bodyguard and retainers have all been sacrificed already.



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