

COR5-17



TIME'S TIDE ON BRIGHT SANDS

A One-Round D&D® LIVING GREYHAWK™ Core Adventure

Version 1.0

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Time is running out, and gathering what you need to change the future, may only be found by looking to the past. This adventure is Part 5 in the "Blight on Bright Sands" series for APLs 2-16.

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RPGA SANCTIONED PLAY

Most likely you ordered this adventure as part of an RPGA even from the RPGA website, or you received it from your senior gamemaster. To play this adventure as part of the LIVING GREYHAWK campaign—a worldwide, ongoing D&D campaign set in the GREYHAWK setting—you must sanction it as part of an RPGA event. This event could be as elaborate as a big convention, or as simple as a group of friends meeting at the DM's house.

To sanction an RPGA event, you must be at least a HERALD-LEVEL gamemaster. The person who sanctions the event is called the senior gamemaster, and is in charge of making sure the event is sanctioned before play, runs smoothly on the date sanctioned, and then reported back to the RPGA in a timely manner. The person who runs the game is called the table Dungeon Master (or usually just DM). Sometimes (and almost all the time in the cases of home events) the senior gamemaster is also the table DM. You don't have to be a HERALD-LEVEL GM to run this adventure if you are not the senior GM.

By sanctioning and reporting this adventure you accomplish a couple of things. First it is an official game, and you can use the AR to advance your *Living Greyhawk* character. Second player and DMs gain rewards for sanctioned RPGA play if they are members of the DUNGEONS & DRAGONS REWARDS program. Playing this adventure is worth two (2) points.

This adventure retires from RPGA-sanctioned play on December 31, 2006.

To learn more about the LIVING GREYHAWK character creation and development, RPGA event sanctioning, and DUNGEONS & DRAGONS REWARDS visit the RPGA website at www.rpga.com.

PLAYERS READ NO FARTHER

If you are planning on playing this adventure, stop reading now. The rest of the information in this adventure is for the DM only. If you read farther than this section, you'll know too much about its challenges, which kills the fun. Also, if you're playing this adventure as part of an RPGA-sanctioned event, reading beyond this point makes you ineligible to do so.

PREPARING FOR PLAY

To get the most out of this adventure, you need copies of the following D&D books: *Player's Handbook*, *Dungeon Master's Guide*, and the *Monster Manual*.

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read aloud when appropriate. Sidebars contain important information for you, including special instruction on running the adventure. Information on nonplayer characters (NPCs) and monsters appear in abbreviated form in the adventure text. Full information on NPCs and monsters are given in Appendix 1.

Along with this adventure you'll find a RPGA Table Tracking sheet. If you're playing this adventure as part of an RPGA-sanctioned event, complete and turn in this sheet to your senior GM directly after play. You'll also find a *Living Greyhawk* Adventure Record (AR).

LIVING GREYHAWK LEVELS OF PLAY

Because players bring their own characters to LIVING GREYHAWK games, this adventure's challenges are proportionate to the modified average character level of the PCs participating in the adventure. To determine this modified Average Party Level (APL) follow the steps below:

1. Determine the character level for each of the PCs participating in the adventure.
2. If PCs bring animals that have been trained for combat (most likely dogs trained for war), other than those brought by virtue of a class ability (such as animal companions, familiars paladin's mounts) or the warhorse of a character with the Mounted Combat feat, use the sidebar chart to determine the number of levels you add to the sum of step one. Add each character's animals separately. A single PC may only bring four or fewer animals of this type, and animals with different CRs are added separately.
3. Sum the results of step 1 and 2, and divide by the number of characters playing in the adventure. Round up to the nearest whole number.
4. If you are running a table of six PCs, add one to that average.

Mundane Animals Effect on APL		# of Animals			
		1	2	3	4
CR of Animal	1/4 & 1/6	0	0	0	1
	1/3 & 1/2	0	0	1	1
	1	1	1	2	3
	2	2	3	4	5
	3	3	4	5	6
	4	4	6	7	8
	5	5	7	8	9
	6	6	8	9	10
	7	7	9	10	11

Throughout this adventure, APLs categorize the level of challenge the PCs face. APLs are given in even-numbered increments. If the APL of your group falls on an odd number, ask them before the adventure begins whether they would like to play a harder or easier adventure.

Based on their choice, use either the higher or the lower adjacent APL.

APL also affects the amount of experience and gold a PC can gain at the end of the adventure. If a player character is three character levels or more either higher or lower than the APL at which this adventure is being played, that character receives only one-half of the experience points and gold for the adventure. This simulates the fact that either the PC was not challenged as much as normal or relied on help by higher-level characters to reach the objectives.

Furthermore, a PC who is four or more levels higher than the highest APL supported by the adventure may not play the adventure.

LIVING GREYHAWK adventures are designed for APL 2 and higher. Four or five 1st-level characters may find the challenge of an APL 2 adventure difficult. Suggest the following to these groups to help increase their chances of success:

1. Enlist a sixth player.
2. Advise characters to buy riding dogs to help protect them, and fight for them.

TIME UNITS AND UPKEEP

This is a standard one-round Core adventure, set in Hardby. Characters native to Hardby and The Bright Lands pay one Time Unit per round, all others pay two Time Units per round.

Adventurer's Standard Upkeep costs 12gp per Time Unit. Rich Upkeep costs 50gp per Time Unit. Luxury Upkeep costs 100gp per Time Unit. Characters that fail to pay at least Standard Upkeep will retain temporary ability damage until the next adventure, must buy new spell component pouches and healer's kits, and may suffer other in-game penalties (or possibly gain in-game benefits) as may be detailed in this scenario.

A character that does not pay for at least Standard Upkeep may also avoid the above-described penalties by living off the wild. If the character possesses four or more ranks in the Survival skill and succeeds at a DC 20 Survival check, the character will heal temporary ability damage as if he or she paid for Standard Upkeep, may refill spell component pouches and healer's kits, and may restock up to 20 arrows or bolts if the character has at least four ranks in Craft (bowmaking). The player is allowed to Take 10 on this roll.

More information about Lifestyle and Upkeep can be found in the "Lifestyle and Upkeep" section of Chapter 3 of the *LIVING GREYHAWK Campaign Sourcebook*.

ADVENTURE BACKGROUND

It is two thousand years before the present time. The place: the ancient city of Utaa—capital of the mighty Sulm Empire—now buried under the dust of the Bright Desert. In less than five hours, King Shattados will complete the black ceremony that allows him to take final possession of the dreaded *Scorpion Crown*. He has

already sacrificed his dutiful wife—her hollow husk fed to the god of entropy in return for purification, and the power of eternal life.

Shattados's daughter, Ulma, is imprisoned below in the palace dungeons. Her attempt to prevent her father from accepting the crown from his Dark Master, Tharizdun, has failed. The rebellion she began will ultimately fail—and those who might have brought about the downfall of their despicable ruler, will soon become victims of a terrible apocalypse.

High in her tower, the powerful Sulm wizardress, Shemaya, looks deep into her pool of divinations. Looking deep within the turgid waters, Shemaya sees the future of her beloved Princess, King Shattados, the city - the Empire. She shudders. Then she receives word that Ulma has been imprisoned. Shemaya does not know it, but there is one last act of love: a flower given to Ulma by her mother as she was taken from her cell for sacrifice. In her pool, Shemaya sees the old Flan symbols representing "last" then "flower". There is something about this something that is unimportant now, but maybe in the future.

Shemaya, again, looks deep into the waters. The waters show her a path. On that path are some adventurers. She knows she must survive the coming apocalypse to speak with those adventurers. Only *they* can travel back to Ancient Sulm, find the "last flower", and bring it back to the future.

For it is then, and only then, that the *Scorpion Crown* might be unmade; and hope can be at last restored to a shattered kingdom.

But first the adventurers must be found, and there are many from which to choose ...

ADVENTURE OBJECTIVES

In this adventure, the PCs need to find the "Last Flower of Sulm"—one of the items Rary needs in order to unmake the *Scorpion Crown*. To do this, the PCs travel back in time to Ancient Utaa. When they get there they realize that they have only hours before Shattados completes his Purification Ritual. As soon as this is done, he dons the *Scorpion Crown*—thereby destroying the Sulm Empire forever.

In the first twist, the PCs learn that Princess Ulma, daughter to Shattados, has been discovered fomenting rebellion against her own father in the Temple of Humanities. She has been imprisoned beneath Shattados's Palace. She is known across Sulm as the "Flower of Sulm". This title might cause PCs to believe that *she* is the "last flower" - but she is *not*. The actual "last flower" is the one she currently wears in her hair. It was given to her by her mother 24 hours ago -before her mother was taken to the sacrificial chamber where Shattados drained her entrails and used her dead husk in his black ritual which purifies him for the final donning of the *Scorpion Crown*. The flower is special because it is the last thing tainted with "love" in an empire completely overrun with hatred and despotism.

The second twist comes when the PCs need to decide whether to leave Ulma behind in Utaa—to become a

twisted man-scorpion (once the ritual finishes)—or take her with them back through the time portal. The hitch is that if they do this, one PC must stay behind, so that *she* can take his/her place in the time-sphere continuum (which would otherwise become unbalanced).

PREPARATION FOR PLAY

At this point you should decide whether you are running this adventure as a Home Play game or for a Convention/Game Day. If you run it as a Home Play game, it will take you about 6-8 hours (but gives your players the opportunity to really savor the flavor of the Ancient Sulm Empire—and the events which ultimately led to its doom). If you run it as a Convention/Game Day game, it will take you about 4 hours. This game cuts to the chase fairly quickly, and is more linear in design. Once you've made your decision, simply follow the directions in the adventure. Have fun.

ADVENTURE SUMMARY

Introduction

The PCs learn that a strange tower has appeared to a desert centaur in the middle of the Bright Desert. The tower has called for the PCs to come to it. The tower may have some link to the last days of the Ancient Sulm Empire and possibly the making (or unmaking) of the *Scorpion Crown*.

Encounter 1: The Tower Of Sleep

The PCs discover that the tower belongs to Shemaya—the last human survivor of Sulm. She was able to escape the cataclysm at the last moment, though the act has cursed her to be trapped in a vortex of time. Shemaya quests the PCs to travel back in time to get for her “The Last Flower of Sulm”. Shemaya believes that this item may help unmake the *Scorpion Crown*. The PCs get ready, and then jump into Shemaya's pool. In an instant they are transported back in time to the last hours of Ancient Sulm—to the capital city of Utaa.

Encounter 2: The Ancient City Of Utaa

The PCs discover that there is a small rebellion about to take place in Utaa. The rebels have gathered at some barricades on the plain north of the city. They are angry because one of their number—the Princess Ulma (King Shattados's daughter)—was kidnapped yesterday and taken to the prison cells beneath the palace. The people of Sulm call Ulma “The Last Flower”, and this information should lead the PCs to want to find her. They can do this by joining either the Royal Guard (and crushing the Rebels), or by joining the rebels (and fighting the Royal Guards).

Encounter 3: The Palace of Shattados

The PCs get inside the King's Palace. Below, Shattados is reciting the final verses of the purification ritual that allow him to finally don the *Scorpion Crown*. The PCs can explore the upper palace—but ultimately they must

find a way to get below to the prison cells (and rescue Ulma).

Encounter 4: Beneath The Palace ...

Regardless, the PCs should be made aware that it is now less than half an hour until Shattados dons the crown and destroys the palace—and, ultimately, the Empire of Sulm. Going downstairs, the PCs must make their way through the various dungeons below in order to find Ulma. The dungeons are guarded by some cunning devils that have been enslaved as guardians.

Once the PCs get past the encounter with the devils, they find the dungeon cell containing Ulma. The PCs get to talk to Ulma, and notice the lovely flower (a rose with no thorns), which she is wearing in her hair. The PCs now have a choice: take Ulma with them; or just take the flower from her hair and leave her locked in the dungeon.

Encounter 5: Escape From The Palace

This is a very cinematic sequence as the PCs have to make their way out of Shattados's palace as it crumbles under the impact of a sonic blast (caused by Shattados donning the *Scorpion Crown*). The PCs will not have time to draw a *teleportation circle* inside the crumbling palace. They must exit via the palace front doors, and find somewhere safer. The PCs need to dodge fleeing crowds, as well as avoid falling stonework, and stop themselves from falling into a pit that has opened up—leading directly down into the Underdark. Once outside the palace, they are free to teleport back to Utaa.

Encounter 6: The End Of All Things Grand

Back in Utaa, the PCs see that the whole city is overrun with scorpions of all shapes and sizes (many devouring citizens). The PCs have a choice: they can fight through an angry battalion of mad scorpions; or they can take a short cut through the Temple Of Humanities.

When the PCs enter the Temple of Humanities, they will see that many people have been injured and that the temple is only just holding up considering the ensuing chaos wracking the city. The PCs are greeted and the head priest asks the PCs to help heal and bind the wounds of his people. No matter what the PCs do next, the Royal Guard suddenly seals off all the exits.

The Royal Guard enters the Temple of Humanities. They have come to arrest (and kill) the members of the rebellion. However, as they enter, they all start to change shape and appearance the Royal Guard all turn into manscorpions—followed by the members of the rebellion, who begin to transform into asherati. They then start to battle each other. The PCs must fight their way through the carnage to the exit. If Ulma is with the PCs, she urges them on.

Encounter 7: Big Decisions

Back at the bathhouse, the PCs must make a decision: do they take Ulma back to the future with them? Or do they only take the flower from her hair? If they take her, then one PC must stay behind.

Conclusion

Regardless, if the PCs survive, they now have the Last Flower of Sulm. They return to Shemaya's Tower, and then bid her goodbye. If they have Ulma with them, you, the DM, must indicate that as part of a Critical Events Summary. As the rightful heir to the Sulm Empire, Ulma may yet play a part in the lands of the Bright Sands.

INTRODUCTION

For Players New To The Bright Sands Series:

After a short break in Hardby, you find yourselves earning a meager week's wage helping Lady Karistyne clear bandits from the hills surrounding Karistyne Castle. This is an easy task, and almost beneath you. Having finished, you now find yourselves enjoying the hospitality of your paladin employer in the peace and quiet of her Abbor Alz fortress.

For Continuing Players Of The Bright Sands Series:

After a short break in Hardby, you find yourselves earning a meager week's wage helping Lady Karistyne clear bandits from the hills surrounding Karistyne Castle. This is an easy task, and almost beneath you. Having finished, you now find yourselves enjoying the hospitality of your paladin employer in the peace and quiet of her Abbor-Alz fortress. But that's all you wanted: another opportunity to visit Karistyne, and hopefully get another chance to visit the Bright Desert—and find some answers to the many riddles posed so far about this forbidding land ...

For conventions and game days, hand to players Player Handout 1 which is found in the Appendix. Let them introduce their characters to each other and then proceed directly to Encounter 1.

For home play games, read this to the players after they have introduced themselves as their characters, and when they are ready to continue:

Continue For All Players In Home Games:

Now, from the relative security of a balcony in Karistyne Castle, you close your eyes and picture the vast waste that is the Bright Desert. It is a place where great storms wrack distant dunes, and fierce winds toss inhabitants like tumbleweed. It is harsh, unrelenting, depressing, desolate, and hopelessly lost. It is a place torn apart by itself.

"But it was not always that way ..." says a calm, cool, female voice who appears to finish your thoughts. It is Lady Karistyne. She, too, has come to the balcony. Her hands grip the rails. She says that she has been remembering a sad story her mother once told her. A tear comes to her eye ...

The PCs may ask what is making Lady Karistyne sad, or ask her what she means by her remark. If they ask, go to Lady Karistyne's Story below. If the PCs do not ask, proceed directly to An Unexpected Visitor.

LADY KARISTYNE'S STORY

The PCs need to either ask pertinent questions, or make Gather Information checks in order to get this information. It hurts Lady Karistyne to remember these stories. She does not give the information freely (or flippantly). PCs with the Gana Spirit Tattoo (from *Gateway To The Bright Sands*) automatically know that what Karistyne says here is true.

☞ **Karistyne:** female human Pal 15; hp 129.

- **DC 10:** "Over 1,500 years ago this desert was home to a mighty empire known as Sulm. The land was arid, but bountiful for grazing many thousand flocks of wooly-white sheep and herds of fat cattle. Many who lived there thought it a veritable paradise. But the people became cruel and greedy. They were not satisfied with what they had. They wanted more. Their last ruler, Shattados, made a bargain with the dark god—Tharizdun. Tharizdun gave Shattados a new crown of power: The Scorpion Crown. But with newfound power came a price: when he put on the Crown, Shattados was transformed into a huge manscorpion, along with many of his people. The great Empire of Sulm fell to ruin. The desert claimed the grazing lands, and starved the wretched beasts that lived there. Thousands adapted, or perished. All that was, was lost."
- **DC 15:** "It is rumored that the only way to reclaim the desert, and return it to its former state, is to un-make the Scorpion Crown. How this might be done, is still an unraveling mystery ..."
- **DC 20:** "Legend tells us that Shattados had a daughter whom he cherished. Her name was Ulma. But Ulma was no fool, and she was pure of heart. She could see her father slipping deeper into depravity, and she was saddened. She joined a resistance movement centered on the Temple of Humanities—in the capital city: Utaa. Shattados discovered his daughter's deceit and had her imprisoned in the dungeon beneath his palace. He blamed his wife for his daughter's betrayal. Shattados took his wife to sacrifice as part of the purification ceremony leading up to the donning of the Crown. Her insides were slowly sucked from her body, so that all that was left of her was a shriveled, lifeless husk."
- **DC 25:** "Nobody knows what happened to Ulma—but it is said that she was the last to fall to the Scorpion Curse. All we know is that "the last flower of Sulm" is linked to her. It is this "flower" which has the legendary power to help to unmake the Scorpion Crown itself. But logic tells us that this flower would have long since

shriveled in the sands of time. Utaa is swallowed by the desert. Ulma is long dead. The quest is impossible to complete."

After Lady Karistyne finishes answering as best she can, read:

Lady Karistyne suddenly looks pale and sleepy. "Such remembrances take much out of me. Please, excuse me for a while. I must rest."

AN UNEXPECTED VISITOR

Not long after she goes, you hear the voice of a guard call out from below the fortress:

"Alarm. Someone, or some thing, is fast approaching the fortress. All hands to the Great Hall. All hands to the ..."

And then you hear a massive "thud" as the doors to the Great Hall are breached.

Ask the PCs what they are doing. Some PCs might stay on the balcony. If they do, eventually Lady Karistyne sends for them. Alter the following read-aloud text should this occur. Otherwise, continue once the PCs elect to investigate the ruckus below:

The Great Hall of Karistyne Castle is in an uproar. The doors have been breached, and it appears that Shianne Stormhand—a compatriot of Karistyne—delivered a massive burning hands to the intruder when he failed to stop, or introduce himself. A crowd has gathered around the intruder and, by the sound of it, he is close to death. Clearly Lady Karistyne has not yet heard the ruckus.

Give the PCs an opportunity to intervene here. A simple *cure minor wounds* or a DC 15 Heal check stabilizes the intruder. As they go to investigate who the intruder is, or heal him, read:

As you push your way through the gathered crowd, you soon discover that the unconscious intruder is a desert centaur. Apart from the rare adventuring centaur, it is uncommon to see one of these local tribal creatures leave the security of their homeland.

If any PC asks Shianne why she acted so hastily, she replies in a surly voice:

"Humph. Two legs good, four legs bad. That's what my father taught me. Never served me wrong has it, Gasharin?"

She looks glaringly at her bodyguard and lover.

"It has never served you wrong, my dearest," he replies cautiously.

Of course, some PCs might be centaurs, themselves. The DM can have some fun here if time permits. Shianne and Gasharin are fairly chaotic personalities (and somewhat bigoted). They work for Karistyne because she brings an sense of order to their lives. She keeps them around because she hopes they will eventually convert. But they are not evil. Shianne was just doing what she thought was right—protecting her Lady's castle at any cost.

☞ **Shianne Stormhand:** female elf evoker 15; hp 60.

☞ **Gasharin Helfloranis:** male elf fighter 9; hp 50.

As soon as the intruder is stable, above zero hit points, and able to speak, let the PCs take the lead in questioning him. If they sit back, let Karistyne ask him who he is and what he is doing running at full speed toward a heavily guarded fortress. The centaur is frightened of Karistyne (now that her compatriots have taken a shot at him). He much prefers to speak to the adventurers, perfering other centaur PCs in particular.

Even then, the PCs must make Gather. Centaur PCs get a +4 circumstance bonus to this check.

☞ **Hasbolos:** male desert centaur; hp 24.

Hasbolos is frightened, but he has risked great danger to get his message to Karistyne Castle. He slowly and surely says what he has to say. How much he says depends on Gather Information checks made by the PCs:

- **DC 8:** "My name is Hasbolos. I am of the Keiray'ia Tribe. We are nomadic wanderers of the bright sands southeast of Fort Whiterock. It is rare for us to venture so far, and risk so much peril—but we heard that forces of good were seeking word of any visions that might lead to the destruction of he who those call "Traitor". I did not stop because I was certain I was being pursued. I felt it was better to risk storming your fortress, and delivering my message, than pausing and being consumed by whatever it ... was ..."
- **DC 12:** "Four days ago, I was foraging for food in the wastelands when I came across a terrible sight. Directly in front of me appeared a huge tower. Just right out there in the middle of the desert. Out of thin air. The tower was a single blue-roofed white spire surrounded by a flickering, silvery glow. I was about to move closer, and investigate further, when a strange apparition appeared in front of me. It was an aerial servant of some kind. It spoke, haltingly, to me: It said—"Karistyne Castle. The adventurers I seek are there. They are the ones. They must come. Go now, or forfeit your life." And so, I went. And here I am—fortunately still alive ..."
- **DC 20:** "I have heard stories about such a tower as this from the human nomads. They tell tales of a tall, white tower that appears—then mysteriously disappears—in desolate areas of the desert. They call this tower "The Tower Of

Sleep". It is so named because anyone who approaches is said to lapse into a deep sleep, which lasts until the tower has vanished."

- **DC 25:** *"Theories, legends, and tales abound as to the identity of the tower's occupant. Some claim that a fiend, or evil god, chained by the forces of good, seeks to escape from the tower. Other stories tell of a grim, undead wizard who moves the tower from place to place to steal the dreams of sleeping victims. Others suggest that it belongs to a beautiful sorceress who uses the tower to travel between worlds—only returning to the Bright Desert between journeys."*

Whatever the PCs make of what Hasbolos has to say, it is clear that they are "the ones" and that they have been summoned to go to the "Tower of Sleep". Neither Karistyne (when she finally wakes and arrives on the scene), nor her compatriots, have ever heard of this tower beyond perhaps a few unsubstantiated rumors. The PCs must now decide whether to go with Hasbolos, or not. If they do not go, the adventure is over. If they do decide to go, they now need only to find a way of getting there.

Getting To The Tower Of Sleep

The PCs have three ways to get to the last known location of the Tower:

- ∞ At lower APLs, the PCs can travel back through the desert with Hasbolos. This is a four-day journey, but it is uneventful. Eventually they all reach the last known location of the tower. The DM should, however, make the PCs feel uneasy during the journey. Tell them that they constantly think they are being watched and/or followed. Get them to make Spot checks and, if you've got time, say in a Home Game, keep them on edge day after day—night watch after night watch. It should be noted that nobody from Karistyne Castle travels with the PCs.
- ∞ At lower and mid APLs, the PCs might convince Shianne to *teleport* them all to the last known location of the tower. This requires a DC 25 Diplomacy check (at -4 for any centaur PCs, or any PCs who chastised her earlier). Shianne has to read the mind (*detect thoughts*) of Hasbolos in order to ascertain the exact location. She grimaces when she has to do this. When she's ready she teleports everyone. This might require two or three *teleport* spells (which she has). It should be noted that nobody from Karistyne Castle travels with the PCs.
- ∞ At higher APLs the PCs may have multiple access to the *teleport* spell themselves. If so, let them travel there under their own steam (after a successful *detect thoughts* on Hasbolos in order to ascertain the exact location). It should be noted that nobody from Karistyne Castle travels with the PCs.
- ∞ Flying is probably too dangerous. Even Karistyne's griffon riders won't ride that far into dangerous territory. The Lady herself confirms this. Any PC who insists on flying sights Charginastopeilios—an

old blue dragon scouring the skies above Fort Whiterock (see *Monster Manual* page 73). Allow the PCs ample time to flee this encounter. If they persist have Charginastopeilios spot them but allow the PCs to drive him off. If they survive this encounter, then the PCs arrive safely at the location of the tower.

As soon as the PCs are ready to leave, and you have described the effects associated with their mode of travel, move the PCs directly to the next encounter.

ENCOUNTER 1: THE TOWER OF SLEEP

When the PCs arrive at the last known location of the tower, read or paraphrase the following:

As your journey comes to an end, you find yourselves standing in the last known location of the strange tower, first seen by Hasbolos the centaur. All around you, the desert sand blows wildly—stretching on for an eternity. The sand gets in your mouth, your hair, your armor, and even under your armor in the most uncomfortable of locations. Every step you take, you chafe; it's a wonder anybody—or anything—could live in such a blasted environment.

If Hasbolos has traveled with the PCs, he points and says:

"I was walking in that direction..." Hasbolos says, pointing southwards. "I suggest you do the same."

If Hasbolos is *not* present, then the PCs need to walk south in order to have Shemaya's Tower appear to them. Ask them which direction they are traveling. A desert storm has erased all tracks since Hasbolos was last here.

As soon as PCs start to walk south, describe the following fairly quickly:

When you start walking south, the sandstorm clears. Suddenly, a strange vision assaults your senses. No more than 150 yards—directly in front of you—there appears a wondrous white tower, with a blue roof, at least seven stories high. All around, it is bathed in a silvery glow. It is pulsating. It is flickering. It beckons you.

Nothing happens if the PCs stay where they are. Hasbolos refuses to walk any closer, and bids the PCs farewell as soon as they start walking toward the tower. As soon as any PC starts to walk toward the tower, ask them—and all the PCs—if they are taking any particular precautionary measures. Once they have done what they wish, let them move forward. When any PC gets to within 100 yards of the Tower, describe the following:

Out of nowhere, a bright flash hurts your eyes and makes you feel extremely unsettled ...

The PC must now make a DC 25 Will save. Shemaya has created a magical *sleep* effect around the perimeter of her tower. Those PCs who sleep are eventually *teleported* inside Shemaya's Tower. Those PCs who resist must make a new save every time they move a further 15 feet toward the tower. Those creatures immune to sleep effects do not actually sleep, but find themselves suddenly standing in the same spot—but somewhere within another plane of existence surrounded by deep blue-black mist. A DC 15 Knowledge (planes) reveals they are on the Astral Plane. Those PCs who never fail their saves just don't go inside the tower (until they *allow* themselves to fail—which is possible). As soon as a few PCs are either asleep, or standing on the Astral Plane, describe the following:

Now you dream—or think you dream—or think you see dreams, or move within dreams against your will. Suddenly, all around you is black. Thick black. Black as black. And you appear to be falling: falling into a chasm of unrelenting darkness. Not fast, but carefully. Not erratically, but in a planned and methodical manner; as if somebody were keeping you safe, so that you might eventually land on a feather pillow at the bottom of a deep and dangerous ravine. The ride, depending on your disposition, might be described as both frightening and/or strangely exhilarating.

It is important to now ask if any PC is resisting the effects of the tower. If they do, then give them a DC 5 Intelligence check to realize that they might be somehow left behind. The DM should tell resisting players:

You seem to be falling behind everyone else. Soon, you will lose your friends and may find yourself left alone to fend for yourself in the desert. Do you continue to resist?

If any PC continues to refuse the effects, then the adventure is now over for that PC. Hasbolos finds the PC and lead him/her back to Karistyne's Castle, and safety.

Continue with Inside Shemaya's Tower when all PCs, who are going, are ready.

INSIDE SHEMAYA'S TOWER

Read or paraphrase the following:

And so then you awake. How long you've been asleep—or falling, or flailing through darkness—nobody knows. Under your heads are feather pillows, and the low beds upon which you lie are made of only the softest down. As you gather your senses you realize that you are now all in a large, round chamber. To your east, a set of stairs wind downwards. To your west, a set of stairs wind upwards. You

appear to be unharmed, and in possession of all your equipment. But then you hear a noise. It is footsteps. Coming down the stairs.

Ask the PCs what they are doing. The creature coming down the stairs is one of Shemaya's Ulma Dolls. These are automaton that she has built over the centuries in the likeness of her one obsession: Princess Ulma. When she wrested her tower out of reality (and into the Astral Plane) during the creation of the *Scorpion Crown*, Shemaya felt great guilt at not being able to save Ulma, her beloved pupil. When she saw what must be done in her Pool of Divinity, Shemaya became obsessed with Ulma, and finding a way to bring the Last Flower back to the future. Each Ulma Doll is individualistic, but slightly scary. A single blow from any weapon can smash a doll completely. Depending on what PCs do, read or paraphrase the following. The emphasis for the DM here is to present this situation as really, really creepy.

As the footsteps approach, you soon see that they belong to a very strange figure indeed. It is a doll: an animated doll. An automaton. Standing 5 feet high, the doll is dressed in the robes of a royal princess. Her arms move in a jerky, spooky fashion, and her head lolls from side to side. Her dead, black eyes stained with weeping mascara stare chillingly toward you, as her painted mouth opens and speaks in a voice like the grave:

"My mistress is expecting you—upstairs. You are the Dewis-Un. There have been many. But you are ..."

The mouth shuts. As if told to. The eyes stare. Waiting ...

Any PC with the Gana Spirit Tattoo instantly recognizes this doll as being a life-like representation of Princess Ulma, the last Princess of Sulm. Any PC who speaks (or understands) the Flan language knows that "Dewis-Un" means "chosen ones". The Ulma Doll answers no questions from the PCs. It just stares. As the PCs go upstairs, read:

As you begin to ascend the stairs, you notice the head of the doll move. It turns, and it eerily follows your progress upwards. The head turns all the way around and faces backwards. And those eyes always staring following you ...

If any PCs decide to go downstairs, or anywhere else, they will actually find themselves back in the room in which they started. Shemaya won't let them go anywhere she doesn't want them. This is the Astral Plane, after all.

When the PCs get to the top of the stairs, describe the following:

What you see at the top of the stairs is almost beyond comprehension. The round tower you came from has been replaced by a huge, elongated assembly hall, some 80 feet wide, and

200 feet long. You are standing at one end. Another figure is seated, cross-legged at the other. All along the sides of the hall are more automatons—all of them variations of the doll which first greeted you. She seems to be a princess of some kind, with long black hair and porcelain features. Each doll is doing something based on a theme. Some are sewing; some are braiding their hair. Others are stroking automaton dogs, while some are reading scrolls and giggling eerily. The figure at the far end raises a hand. It beckons you come forward ...

As PCs move closer, read the following—keeping in mind that we want to portray Shemaya as spooky and unsettling for the players.

As you move toward the far end of the assembly hall, you notice that it is covered in cobwebs, dust, and other things crawling occasionally underfoot. On the walls are hundreds—no, thousands—of clocks. Every clock is different. Every clock is set to a different time. And each automaton is moving in time with a clock. In time. In time. Staring. The eyes watch you as you move forward. And as you do, one doll suddenly speaks in a dead, staccato voice: “They are the Dewis-Un.” While another doll grins and says: “There have been many ...”, and another finishes, “but they are the Dewis-Un ...” “Yes. They are the Dewis-Un.” “They will bring it back.” “They are ...” But then they just stop. And stare.

Soon, you can see what the cross-legged figure looks like. She is clearly human, and of Flannish descent. She appears middle-aged and wears her short, curly hair swept back from her face. She is portly, and slightly overweight. Her skin is deeply tanned and her careworn face is wreathed in wrinkles. Her eyes, however, seem to radiate intelligence and understanding, and are amber in hue. She is dressed in robes, which are not of this current world—or time.

A DC 20 Knowledge (history) check recalls that her robes are similar to those found on people in frescos from the time of Ancient Sulm. Nobody has dressed this way in over a thousand years. A DC 25 Knowledge (nobility and royalty) check reveals that the dolls are wearing clothes associated with royalty from the time of Ancient Sulm.

“So, you have come to me.” the woman says as you get near. “How can you impress me? How can I be sure you are the Dewis-Un?”

Shemaya simply wants the PCs to tell her what they know about what is happening in the region at present. How much they tell her may depend on how many other adventures in this series they have played, whether they remember, and how much they are prepared to tell her. A

DC 12 Sense Motive will determine that she is not attempting to bluff the PCs in any way. She definitely does *not* radiate evil (she's chaotic good in alignment).

After the PCs have done what they can to put her at ease, they may have some questions for her. Some typical questions and answers are listed below:

- **Who are you?** “I am Shemaya. I am the last human survivor of the Ancient Sulm Empire. I am a wizard. I specialize in knowledge about the Planes.”
- **Where are we?** “You are in my tower—which is located partly on the Astral Plane. Because of this, I am able to wrench my tower in and out of reality. I can never leave the tower—though my aerial servants can, at times of great need. When Shattados donned the Scorpion Crown a supernatural energy wave rippled out from the palace. To survive I managed to shift my tower completely out of reality. Now we wander the land we once loved, like ghosts ...”
- **Why have you brought us here?** “I have an overriding desire to reverse the effects of the Scorpion Crown curse, and to restore the land I once loved to its original state. I once saw a prophecy in my Pool of Divination. The prophecy foretold that YOU would one day begin the search to unmake the Crown—and that our two paths would cross. You are to DO the deed—while I provide the means and information.”
- **What would you have us do?** “You must travel back in time. You must travel back to the last few hours of Sulm’s existence—to the ancient city of Utaa. The prophecy says that you must find an object that can help unmake the Scorpion Crown: the Last Flower of Sulm. Once you have the Last Flower, you must return with it to the future. Once it has returned, you can begin to unmake the Crown. You can begin to return the land I once loved to its former beauty.”
- **How will we know what the flower looks like?** “You won’t. Even I do not know. The prophecy is unclear on this. All I know is that you will know it when you find it. And you must find it before Shattados dons the crown. After that, all will be lost. You will have only three hours—then you must get out as quickly as you can.”
- **What if we refuse?** “Then I will send you on your way. You will remember nothing. And I will search for others—who may never come.”
- **How do we travel back in time?** “You will travel via my Pool of Divination. It is attuned to accepting those who would fulfill “the prophecy”. That is why I cannot do it myself—and why only you, the Dewis-Un, may do it. The portal leads to a bathhouse in the Humanities district of Utaa City. It is a private room, so you

will have time to dry yourselves and put on your clothes—for you must be completely naked when you travel through. I will wrap your backpacks and clothes in a special material, and give you some for the return journey. Your things will be kept dry.”

- **How do we get back?** “You simply dive back into the same pool in the bath house. The portal will recognize you and return you. You must, however, remember one thing. The pool remembers who has used it. If six living, intelligent creatures go through, then no more than six living, intelligent creatures can return. For this purpose, your animals and familiars are not counted (no matter how intelligent they might be). Nor is any creature you might summon, nor any plants (such as the flower). Remember this, for if you break this rule, then you will all surely perish.”

The DM should emphasize that the pool will not be “tricked”. To do so is to try and trick fate herself. Therefore, PCs cannot “summon” extra creatures to make space for later on (or do something similar). Should they broach this option with Shemaya, she tells the PCs that fate cannot be tricked, and that they do so at their own peril. If a PC dies, then his/her body can be returned to the future, but does not count as “living” in terms of numbers in the pool. Shemaya is happy to explain this.

- **Can you give us anything to help us?** “I can give you a *Map of Utaa City* [see Player Handout 1]. This may help you gather information as quickly as possible. [And at APLs 2-8 only:] I also need you to survive this journey, so I will give you my last supplies of curative and tongues potions. If you do not use them, I would like them back, please. (See Treasure Note below).”
- **Who is the lady represented in every doll?** “That is the beautiful Princess Ulma—the last Princess of the Sulm Empire. Daughter to King Shattados. She was my pupil. She was my friend. Losing her at the end of the Sulm Empire gave me centuries of grief. I overcame my grief by making the little dolls you see here. I wanted to replace the living Ulma with not just one automaton, but hundreds—for it takes a thousand to make up for the loss of one of her. If you should see her tell her.” Shemaya cannot say any more. A single tear rolls down her cheek.
- **What happened to Ulma?** “Her father believed that she was involved in fomenting rebellion against him. He locked her deep within his dungeon beneath his palace, while he performed the purification ritual with the Scorpion Crown. The waters of the pool are unclear, but I am certain I heard a final scream for help it was her voice changing eventually into the throaty, gurgled husk of a manscorpion.

At least, as far as I know, she was the last to transform.”

- **How do we communicate with these people?** “If you can speak the Flan language you will be able to communicate satisfactorily. Others of you may be able to use magic of some kind, or magic devices. I can give you a few potions of the tongues spell if you are desperate. Otherwise, you will need to speak slowly, and listen for phonetic clues. Their language is simply an elder form of Flan called Ancient Flan.”
- **How will we blend in?** “One of the effects of time travel through the pool, is that when you go back you actually take on the illusory appearance of somebody from that time—but nobody in particular. Your armor will look like roughshod clothing; your weapons will appear as walking staffs. But be careful—skilled wizards may be able to see through your disguise. Stay clear of them.”
- **Can we change history?** “You can only change that which the fates allow you to change. Our destinies are mapped. That which you are meant to change, will change. That which you are not, simply will not happen—regardless of how much you fight against your fate.”
- **Did everybody in the Sulm Empire transform or die?** No. Most of those who were loyal to Shattados turned into manscorpions. Most of those who opposed the underlying evil of the Empire turned into asherati. Some miraculously survived and did not transform at all. We do not know why. They went on to either die in the desert, or survived to form bandit or racial enclaves. One thing is for certain: when the Scorpion Crown was activated, not all was lost. It seems some had a chance to survive.

Treasure: Shemaya will give these items to the PCs. They cannot be sold and, if not used during this adventure, must be given back to Shemaya upon return. It is *not* included in the treasure tally at the end of this adventure. All cure potions are created at maximum value (eg. the *potion of cure light wounds* heals 1d8+5 damage).

APL 2: Loot—0 gp, Coin—0 gp, Magic—*potion of cure light wounds* x 6; *potion of tongues* x6.

APL 4: Loot—0 gp, Coin—0 gp, Magic—*potion of moderate wounds* x 5; *potion of tongues* x5.

APL 6: Loot—0 gp, Coin—0 gp, Magic—*potion of cure serious wounds* x 4; *potion of tongues* x4.

APL 8: Loot—0 gp, Coin—0 gp, Magic—*potion of cure serious wounds* x 3; *potion of tongues* x3.

APL 10-16: Nothing offered.

Other Questions? The PCs may have other questions for Shemaya. She answers as best she can. The DM should do his/her best here—but please do not give away any critical information. If the PCs ask for translations of

words on the map, Shemaya says she has no time to do so, and that they will pick it all up as they go along.

When the PCs are ready to dive into the pool, and go through the portal, proceed to Encounter 2.

ENCOUNTER 2: THE ANCIENT CITY OF UTAA

This encounter can either be played as a short version (for conventions and game days); or as a long version (for home games). The short version simply has the PCs arrive at the bathhouse, then go directly outside and immediately run into Marsiandiwr (the merchant). In the long version, the DM should let the PCs wander around ancient Utaa. After they've explored for a while, have them (eventually) run into Marsiandiwr. The DM should adjust the flow of this encounter to suit his/her specific demands.

ARRIVING AT THE BATHHOUSE

Read or paraphrase the following as soon as all PCs have jumped into the Pool of Divination:

As you dive into Shemaya's pool, the first sensation you notice is that you are extremely cold, and wet. This is quickly followed by the realization that you are being dragged, twisted, and thrust through a watery concourse with great force. Every time you try to open your eyes, all you see are quickly shifting colors—and then the pressure against your face closes them. Perhaps you don't really want to see ...

But this is suddenly followed by a new sensation. It is one that has you floating. No pressure. No force. You are just adrift in a sea of nothingness. Opening your eyes, you discover that you are literally floating backwards through time. At first, you see you and your fellow adventurers on previous quests. Then you glimpse aspects of your youth—then childhood. The vision gets faster. Past you, and through you, flashes of ages lost unveil themselves like they were your own memories.

You see a fire in the Thieves' Quarter of Greyhawk, then dignitaries from many nations gathered for a great signing. Another vision conjures the destruction of the once-great nation of Almor. You see Mayaheine's avatar appear for the first time, and the fall of so many nations under the demonic armies of Old Iuz. Somewhere in there you also see the formation of The Magnificent Talking Goat Party. What on Oerth was THAT? You see the infiltration of the Horned Society into Bandit Kingdoms—then the vision gets faster ...

Past you glide flashes of reptile gods, Furyondian Princes, Iuz freed, drow allies, slave lords, Wizard Murq, Circle formed, Azak-Zil. Old One imprisoned, Greyhawk freed,

Iggwilv conquers Perrenland, Volte terrorizes, Iron League founded, Zagig builds, Thrommel builds, the Overking builds, Old Aerdy is founded.

Then, suddenly, you are engulfed in fire, and the smell of millions of burnt and charred bodies overwhelm your senses. It is the Invoked Devastation and the Rain of Colorless Fire. When the cacophony clears you see white skinned Suel mages in far off kingdoms—where now there is only an endless Sea Of Dust.

And then the scene shifts toward your destination. Into view come the Bright Lands. There is endless desert. Scorpions. Scorpion men. Chaos. Crumbling buildings, crumbling temples. Death and destruction. Temples. Ziggurats. Colors. Life. Thriving civilization. Self-satisfaction. Arrogance. Pride. Decadence.

Water. Water. Can't breathe. Drowning ...

And then you take your first breath in a millennia.

Pause for a moment. Let the PCs ask where they are, then describe the following.

If you have young players at the table, it is strongly suggested that you tone down the descriptions of promiscuous activity—both here and in or around Utaa. Use your own best judgment.

You are in a large, warm, bubbling private spa bath, inside what appears to be an ancient bathhouse. The walls are made of clay bricks, and they are painted with colorful, somewhat saucy, pictures featuring dozens of people taking part in lascivious acts inside the very bath in which you now sit. Outside the room, you hear some faint voices—laughing, calling, talking, massaging, splashing, and crying out in lingering moments of pleasure. There is one door. It is currently closed.

Let the PCs all climb out of the bath. There are warm towels on racks so that they may dry themselves. Let them get dressed, and then arrange their equipment. They may also wish to cast some spells. Let them. When they open the door, continue ...

The bathhouse is alive with dozens of people—all of them enjoying themselves in any number of interesting ways (few of which have anything to do with bathing). It appears that the society of Ancient Sulm grew extremely licentious in its final days; and the walls here also depict depravities of a kind that would make even hardened adventurers blush. That aside, and perhaps because of it, nobody seems to have taken any notice of you. You appear to be free to leave the bathhouse whenever you choose.

Nobody in the bathhouse is in a position (literally) to talk to the PCs. The PCs will need to look around the city for any leads as to where they might find “the last flower” and/or a way to reach Princess Ulma.

OUTSIDE THE BATHHOUSE

As soon as the PCs go outside, read or paraphrase the following:

Now, before you, sprawls the ancient city of Utaa—capital of the Sulm Empire. Huge ziggurats rise upwards and tower over everything. Color is splashed everywhere, and even the cobblestones on the street are individually painted by what must have been a powerful, yet extremely artistic and sensitive society at its zenith. But that was long ago. Now, you know, that this is a city in its final hours. Driven by decadence, corruption, violence, and rebellion; the people of Sulm are presently concerned with only one thing: themselves.

The streets are bustling with people, shops are open, and there are hawkers outside every temple ziggurat—attempting to coax passers-by into stopping to worship (and while they’re at it, give a donation).

The players now have the opportunity to explore Utaa—but only if they are playing a Home Game (or you, as DM, feel they have the time to do it). After they have been to a few places, and gathered a few rumors, then have them run into Marsiandiwr (the merchant) so that the story can progress forward. If you are DMing at a convention or game day, then have the PCs meet Marsiandiwr right now.

EXPLORING UTAA - RUMORS

Only play this section if you are certain the players have enough time to do so (and still finish the adventure on time).

As the PCs visit a new building or part of town, they may attempt a DC 15 Gather Information check (depending on what questions they ask). Also, PCs with the Gana Spirit Tattoo automatically knows 1d6 of these rumors (in the order they are written below):

- *“The Empire of Sulm is mighty. No other nation dares oppose us. Why? Because we bring peace to troubled places. Because we liberate those who have been oppressed.”*
- *“Everybody in Sulm is free to do as they wish—so long as they do not oppose the edicts of the King, Great Shattados. This means we have freedom of worship, as well as freedom of choice in terms of life and periodic partners. We have mercantile freedom, as well as freedom to pursue a better lot in life for ourselves if we should be born as slaves, or one of the destitute.*

Mostly, the people of Sulm live for Oerthly pleasures—believing that in ecstasy there is only nirvana.”

- *“We are at peace with most other nations—though they are all insignificant when compared to our own. Some nations, however, do not want to be free, so they find ways to fund insurgencies, or to terrorize innocent civilians. These troublemakers mostly come from the Kingdom of Itar—some 100 miles to the southeast. We helped to liberate that impoverished nation from the rule of a tyrannical despot—and how do they repay us? They want us gone. But that is not possible, as we need their sheltered ports for trade, and without trade, Utaa would crumble to dust.”*
- *“Life is good in Utaa. We have security, we have happiness, and that is all because King Shattados cares for us like his own.”*
- *“The people of Sulm are restless. It is not enough to have everything. They want more. That is the eternal conundrum. When you don’t have something, you want it; and when you’ve got it, you want something else. Many Sulmites are now seeking what they want in dangerous places—for it is only there that they find some quenching of their thirst for experiencing “the original” or “the first ecstasy”. Many people are joining the Eglwysig Am Annwn. Rumor has it that Father Corryn has succeeded in building the first stairway—down into the Nine Hells of Baator itself. It is here that Eglwysig Am Annwn promises that our people will find a truly unique experience ...”*
- *“King Shattados is getting older. But he yearns for even more power. It feeds him. It nourishes him. But he is going to die—unless he finds some way to live longer. Some say that he is making something which will help him achieve this—deep under his palace. Some have the audacity to secretly whisper that they hope, in their hearts, that he does not succeed ...”*
- *“Not everybody here is as happy as the government would make us seem. Thousands of families have lost loved ones in the ongoing occupation of the Kingdom of Itar. Trade has not been as lucrative as originally promised. Hundreds of merchants are now reduced to hawking their wares on foot—roaming from corner to corner, place to place. Many do not own their own homes, or plots of land. They are forced to rent from those who made the first (and only) profit way back when Itar was first occupied. But that was decades ago.”*
- *“A group of citizens, disaffected with current life in Sulm, began meeting at the Eglwysig Am Dyno. They called themselves “The Cyfnewidiad” (Those Who Seek Change). Last week, the Cyfnewidiad decided to make a stand. They constructed a makeshift barricade about 1*

mile north of the city. The barricade blocks caravans coming and going from the city. It has been very effective, and the purpose is mostly to politically agitate, and to try and affect change through non-violence. They are, however, wasting their time. Eventually, they will be rounded up and imprisoned for causing dissent. They will be branded as “insurgents”—and that means indefinite incarceration without a trial.”

- *“Rumor has it that King Shattados’s own daughter, Ulma, joined a group of rebels who have constructed a barricade just north of the city. The rebels called her “The Last Flower”—because she is the only thing living in the dry, dead garden that is the Palace of Shattados. Apparently, however, Ulma was arrested very quickly, and has been imprisoned beneath Shattados’s Palace. There is rumor that the rebels are planning a rescue, but they lack experience in such a venture.”*

EXPLORING UTAA - PLACES

The DM (and PCs) should refer to the Map of Ancient Utaa, which can be found in the appendix of this adventure. PCs with the Gana Spirit Tattoo automatically knows their way around Utaa, as well as what is generally in each building (and what its purpose is).

1. The North Road. This road eventually leads to the barricades set up by The Cyfnewidiad—the group of rebels who are making a stand against the Sulm government. The PCs will need to come here at some point—but when they do, it is very important that the DM has already had the PCs meet Marsiandwr (the merchant)—see below.

2. Gatehouse. This is a large guard post, occupied by a garrison of the Brenhinol Gwarchodwr (Royal Guard), led by Captain Angau. They are the same Brenhinol Gwarchodwr, which is dispatched to put down the rebellion later in this encounter. If the PCs kill the Brenhinol Gwarchodwr at the gatehouse, then double the number will arrive to dispatch the rebels later on.

3. Temple of Light. This ziggurat is notable, as the top half is made entirely of glass. This allows the sun to reflect down upon those who worship inside—and bathe them in a myriad of colors and shades that dazzle and give solace to those in places of personal darkness. The priest here is Father Gwydredd. He is a kind old gentleman who welcomes visitors. He believes the rebels are troublemakers, and that they are blocking food from reaching the city. A few poor children have already starved due to their actions.

4. Diod Tafarn (Refreshment House—named “Kamwyls”). No meals are served here. It is just a meeting place for locals to gather to drink wine, ale, and other beverages. It is one of the best places in town to hear gossip. This establishment tends to be more pro-rebel in its sympathies.

5. Diod a Bwyd Tafarn (Refreshment and Dinner House—named “Dre’nelis”). This place is more aligned with what we know as an exclusive eatery.

It is more up-market and aimed squarely at those in government jobs (or positions of wealth). Needless to say, they are anti-rebel.

6. Office of the City Consul. This is where the government of Utaa meets to do business, overseen by one of *Shattados’s* Consuls, Sherryn Tweys (human female). There is no way she will see the PCs under any circumstances. Her secretary, Madam Klegg, is very curt with PCs, and send them away.

7. Temple of the Sky. This temple is devoted to all that which travels through the air, day and night. Cool, calmative, magical breezes blow continually inside this ziggurat. On the roof can be seen an ever-changing diorama which fades from day to night, from clear to cloudy skies—all without ever having to go outside. It is a marvel, indeed. The priest of this temple is Father Wyf. He is a liberal, middle-aged man who believes strongly in the “winds of change”. He has predicted, “great change is going to come to Utaa and the degenerate Sulm Empire.” He thinks The Cyfnewidiad (the rebels) will be the catalyst. How wrong history will prove him ...

8. Temple of Humanities. This temple is devoted to the Arts. This includes: music, drama, poetry, dance, oration and philosophy. It was in this temple that The Cyfnewidiad (the rebels) first gathered. A priest called Father Eordfyden oversees the temple. He is very colorful, and quite gregarious. He will be the only person in Utaa who suspects that the PCs may not be from Oerth—or from the current time period. He will not press the PCs, but will often grin and wink and nod to them like “he understands”. He openly sympathizes with the rebels, and his temple supplies The Cyfnewidiad with what they need for their vigil at the barricade. He can confirm rumors that Ulma had joined the barricade, but was somehow transported to *Shattados’s* Palace. One of the rebels, Feor Wijs, thinks he knows how they did this (and can possibly effect a rescue.). He is currently manning the blockade out of town (along the North Road).

9. Temple of That Which Is Below. This temple is the site to a newly created stairway into the Nine Hells. There are many worshippers at this church. All of them are depraved. The PCs won’t get far in here. They are stopped by the temple priest, Father Corryn. He is pro-government.

10. Marketplace. This is normally thriving, but caravans have been delayed getting through due to the blockade caused by the rebel’s barricade. Needless to say, people around this place do not support the rebel cause. If PCs want to buy anything, then all they find is (rotten) food and a few souvenirs. Nothing else—except a bit of gossip if they look for it.

11. Temple of Darkness. Even during the day, it is completely dark inside this temple. Any attempt to cause “light” of any kind will flicker, flash, and diminish. People move in, around, and through this church extremely quietly. They speak in whispers. Sometimes, a PC will feel someone brush up against them. They won’t know who (or what) it was—but it will send shivers down their spine. If they are game, they will eventually get to speak with Father Menwyn. His voice travels—like

he is in one place once second—then another—and another. His voice is low and somber. He is pro-government (and a devout worshipper of Tharizdun.).

12. Public Bathhouse. Already described. It is government sponsored, so most folks in here are pro-government.

MARSIANDIWR THE MERCHANT

During convention play, or game days, the PCs quickly meet Marsiandiwr as soon as they start wandering around Utaa. In home play, the PCs meet Marsiandiwr as soon as the DM thinks they are ready to move forward with the adventure. Remind the players that their characters need to have some way of conversing intelligently with Marsiandiwr before this conversation begins.

Marsiandiwr sells pots, pans, ladles, and general cooking and kitchen utensils of various kinds.

Out of the blue, you see a tall, well-built man of Flannish stock come striding toward you. He is covered, from head to toe, with goods and articles of varying kinds. He is literally a “walking shop”. As he clanks and shuffles up to you, you notice that he is trying to do so surreptitiously—without much success.

“Shhhh. You must be quiet.” he says trying to whisper. A large pot falls from his belt and bangs loudly on the cobblestone pavement. “You are not from here, I can tell. If you do not go quietly, you will be branded insurgents. You will be rounded up with all the rebels at the barricade and imprisoned with dear Princess Ulma. You will never see the Temple of Light again.”

The PCs will most probably now want to ask this fellow some questions. Consult the section below.

Marsiandiwr - Questions And Answers

- **Who are you?** *I am Marsiandiwr, a merchant. Though I have no shop, I am myself a shop, and by being such I sell my wares from place to place, and make what little profit I can in these dark times.*
- **How do you know we are not from around here?** *Being the traveling merchant that I am, I see all kinds of people—meet them, greet them, follow them, watch them, learn what they want, what they need you understand? From the moment I saw you step from the Bath House I’ve followed you. You are not from here. You are too wide-eyed—and that, my friends, is a give-away. So, where are you from?*
- **Insurgents? What do you mean?** *Ever since the Sulm Empire occupied the Kingdom of Itar—over forty years ago—there has been growing insurgency both there, and here. The people of Sulm have become so introspective, that they have lost sight of the very things that*

they liberated Itar from. Today, the insurgents mostly target innocent civilians. They cause havoc any way they can. They want Sulm out of Itar and they want Shattados off the throne.

- **Rebels? Barricade?** *The rebels are mostly harmless. They are a group of artists from the Temple of Humanities. They have constructed a makeshift barricade on the plain about a mile north of the city. They are obstructing trade caravans so that they can raise awareness of their concerns. They think that Sulmites have become decadent and egocentric. They are worried that Shattados has too much power, and may be looking for more in the wrong places.*
- **Rounded Up?** *Yes. I have just heard that Captain Angau of the Royal Guard is about to lead a contingent out to the rebel barricade. He intends to destroy the barricade—and that includes any rebels who get in his way. If you hurry, you can join them. Helping the Royal Guard to crush the rebels would get you an invitation to the King’s Palace—and a royal decoration.*
- **Princess Ulma Imprisoned?** *Don’t you know? The King’s own daughter, Princess Ulma, is a rebel sympathizer. She is known locally as “the last flower of Sulm”—due to the fact that she is the last beautiful thing growing in the King’s rotten garden. Yesterday, however, she was teleported against her will from the barricade—and imprisoned beneath Shattados’s Palace. Apparently, one of the rebels was working for the Royal Guard. He betrayed her by leading her into a magic teleport circle. Fortunately, he left some of his equipment behind, and the rebels are currently arguing how to use it so as to affect a rescue.*
- **Where is the Palace Of Shattados?** *Nobody knows. The location of the palace is a well-kept secret. But we do know that it is far from this city. Great magic protects the Palace, and deters those who might try to infiltrate it. The Royal Guard, and those closely associated with Shattados, get to and from the city using special teleporters. Only those people have access to such wondrous magic.*

PCs with the Gana Spirit Tattoo automatically know that Marsiandiwr is telling the truth.

The PCs may also ask some other questions, which Marsiandiwr may choose to answer (based on information already given in the Rumors And Places section of this encounter). The DM should feel free to expand this conversation as he/she deems fit. Whatever the case, Marsiandiwr does not go with the PCs, and has never been inside Shattados’s Palace. He can describe what Princess Ulma looks like—if asked. Ulma has fair—almost porcelain—skin and jet black hair. She has a colorful tattoo on the right side of her face (which is typical of noble Flan houses). She is about 5 feet, 2 inches

in height, and weighs about 135 lbs. She is very pretty, and usually quite perky and talkative.

Now the PCs must decide what to do: join the Royal Guard and go fight the rebels; or sneak past the Royal Guard and go join the rebels (to fight against the Royal Guard). Either way, their allegiance will get them into the Palace of Shattados (and closer to their objective—finding Ulma and “the last flower”).

Those PCs who have the Gana Spirit Tattoo feels “uneasy” about joining the rebels. Gana thought that the rebels were “wrong” in their attempts to undermine the good order of the Empire. Gana feels much happier if the PC (and his/her party) joined the Royal Guard. However, the choice is ultimately up to the PC.

JOINING THE ROYAL GUARD

Joining the Royal Guard is easy. As most of the Royal Military Forces are currently subjugating far away places, the Royal Guard is happy to hire on adventurers to help curb rebel incursions. The pay is 60 gp each, per day (quite generous.). If the expedition against the rebels is successful, then Captain Angau promises the PCs a decoration ceremony in the Palace of Shattados.

If the PCs ask where the palace is situated, Captain Angau just laughs and says:

“Don’t you know anything, mercenary? The King keeps the location a secret, and employs powerful guards and wards. Such great magic deters those who might try to infiltrate. We get to and from the city using special teleporters. We will give you one should the need arise.”

Continue reading once the PCs are ready to leave the city. They may take the opportunity before they leave to seek out minor ordinary and magic items (the kind generally allowable under the current version of the *Living Greyhawk Campaign Sourcebook*).

As you leave the City Of Utaa, and travel down the North Road, you are quickly overcome with just how beautiful and inspiring the landscape of Sulm once was—before the desert sands swept it all away. The city itself stands atop a great, high plateau that majestically lords over the surrounding terrain. At first, the North Road winds its way down the rocky slope of the Utaa Plateau. You need to be careful here, as one slip could see you and your party plummet over 1,000 feet onto red-hard rock.

Once below, it is not long before you traverse the arid plain and come across a makeshift barricade, stretching across the road up ahead. Behind the barricade you see a few ragtag rebels lined up behind some scraps of debris—mostly pilfered from deserted houses, and other structures no longer in use. When you get to within thirty feet of the barricade, Captain Angau yells:

“In the name of his majesty, King Shattados, I order you to surrender and desert this illegal structure immediately. If you do not, then you will die.”

“Bugger off.” comes a voice from behind the barricade.

At this point, place all miniatures in position on the battle grid. Ask the players where their characters are standing.

Captain Angau looks at you all, and then says quietly, “Get ready. No prisoners ...”

“CHARGE.”

And with that, Captain Angau and his men rush forward toward the barricade. Roll for initiative.

APL 2 (EL 3)

➤ **Eirin:** Male human druid 1; hp 10; see Appendix 1.

➤ **Eirin's Animal Companion, Luin:** Female wolf; hp 13; see Appendix 1

➤ **Filean:** Male human bard 1; hp 7; see Appendix 1.

➤ **Claid:** Male human barbarian 1; hp 15; see Appendix 1.

APL 4 (EL 5)

➤ **Eirin:** Male human druid 2; hp 17; see Appendix 1.

➤ **Eirin's Animal Companion, Luin:** Female wolf; hp 13; see Appendix 1.

➤ **Filean:** Male human bard 2; hp 12; see Appendix 1.

➤ **Claid:** Male human barbarian 2; hp 25; see Appendix 1.

APL 6 (EL 7)

➤ **Eirin:** Male human druid 3; hp 27; see Appendix 1.

➤ **Eirin's Animal Companion, Luin:** Female wolf; hp 26; see Appendix 1.

➤ **Filean:** Male human bard 3; hp 17; see Appendix 1.

➤ **Claid:** Male human barbarian 3; hp 35; see Appendix 1..

APL 8 (EL 9)

➤ **Eirin:** Male human druid 5; hp 43; see Appendix 1.

➤ **Eirin's Animal Companion, Luin:** Female leopard; hp 19; see Appendix 1.

➤ **Filean:** Male human bard 5; hp 27; see Appendix 1.

➤ **Claid:** Male human barbarian 5; hp 55; see Appendix 1.

APL 10 (EL 11)

➤ **Eirin:** Male human druid 7/beastmaster 1; hp 76; see Appendix 1.

➤ **Eirin's Animal Companion, Luin:** Female dire lion; hp 60; see Appendix 1.

➤ **Filean:** Male human bard 8; hp 42; see Appendix 1.

➤ **Claid:** Male human barbarian 8; hp 85; see Appendix 1.

APL 12 (EL 13)

➤ **Eirin:** Male human druid 9/beastmaster 1; hp 94; see Appendix 1.

➤ **Eirin's Animal Companion, Luin:** Female elephant; hp 115; see Appendix 1.

➤ **Filean:** Male human bard 10; hp 52; see Appendix 1.

➤ **Claid:** Male human barbarian 10; hp 105; see Appendix 1.

APL 14 (EL 15)

➤ **Eirin:** Male human druid 11/beastmaster 1; hp 112; see Appendix 1.

➤ **Eirin's Animal Companion, Luin:** Female elephant; hp 123; see Appendix 1.

➤ **Filean:** Male human bard 12; hp 62; see Appendix 1.

➤ **Claid:** Male human barbarian 12; hp 125; see Appendix 1.

APL 16 (EL 17)

➤ **Eirin:** Male human druid 13/beastmaster 1; hp 130; see Appendix 1.

➤ **Eirin's Animal Companion, Luin:** Female dire tiger; hp 136; see Appendix 1.

➤ **Filean:** Male human bard 14; hp 72; see Appendix 1.

➤ **Claid:** Male human barbarian 14; hp 159; see Appendix 1.

Tactics: At APL 2 the bard starts by inspiring courage and then will use ranged attacks to support the barbarian and the wolf. The barbarian rages in the first round and then moves forward to engage the enemy's front ranks, using Power Attack. The wolf attacks the same target as the barbarian wherever possible. The druid casts *sunstroke* on another target to the one the barbarian is targeting and then moves to cure the wolf or barbarian if injured.

At APL 4, the bard starts by inspiring courage, then casts *sleep* on any group of characters not in melee, or *cause fear* on individuals who are using flanking tactics and then uses ranged attacks to support the barbarian and the wolf. The barbarian rages in the first round and then move forward to engage the enemy's front ranks, using Power Attack. The wolf attacks the same target as the barbarian wherever possible. The druid casts *sunstroke* on another target to the one the barbarian is targeting and then moves to cure the wolf or barbarian if injured.

At APL 6, the bard starts by casting *haste* from a scroll, then inspiring courage, then use *Tasha's hideous laughter* on individuals who are using flanking tactics and then uses ranged attacks to support the barbarian and the wolf. The barbarian rages in the first round and then

moves forward to engage the enemy's front ranks, using Power Attack. The wolf attacks the same target as the barbarian wherever possible. The druid buffs others the first round, then casts *sunstroke* on another target to the one the barbarian is targeting and then moves to cure the wolf or barbarian if injured.

At APL 8, the bard starts by casting *haste* from a scroll, then inspiring courage, then use *silence* on groups with casters, or *suggestion* on individuals who are using flanking tactics and then will use ranged attacks to support the barbarian and the leopard. The barbarian rages in the first round and then move forward to engage the enemy's front ranks, using Power Attack. The leopard attacks the same target as the barbarian wherever possible. The druid buffs others the first round, then casts *sleet storm* on any groups hanging back, then casts *sunstroke* on another target to the one the barbarian is targeting and then moves to cure the leopard or barbarian if injured. If physically threatened, Eirin wild shapes into a wolverine and rages.

At APL 10, the bard starts by casting *haste*, and then inspiring courage. After he casts *confusion* on groups or cast *suggestion* on individuals who are using flanking tactics. He uses other spells as appropriate. The barbarian rages in the first round, and engages the enemy's front ranks, using Power Attack. The lion will attacks the same target as the barbarian wherever possible, pouncing initially. The druid buffs others the first round, then wild shape into an eagle and flies up to cast from range. He attempts to disables any groups hanging back using *sleet storm*, and spontaneously summoning if possible. When appropriate, he lands and wild shape into a wolverine and move to cure the lion or barbarian. If physically threatened, he wild shapes into a wolverine and rages.

At APL 12, the bard starts by casting *haste*, and then inspiring courage. After he inspires greatness in the barbarian before casting *greater invisibility* on himself. He then uses *confusion* on groups or *tormenting thirst* on individuals who are using flanking tactics. He uses other spells as appropriate. The barbarian rages in the first round and engages the front ranks, using Power Attack. The elephant attacks the same target as the barbarian wherever possible, pouncing initially. The druid buffs others the first round, then wild shape into an eagle and flies up to cast from range. He casts *animal growth* on the elephant and try to disable any groups hanging back using *sleet storm*, and spontaneously summoning if possible. When appropriate, he lands and wild shapes into a brown bear and move to cure and support the elephant or barbarian.

At APL 14, the bard starts by casting *haste*, then inspiring courage, before casting *greater invisibility* on himself, and using *confusion* on groups or *dominate person* or *tormenting thirst* on individuals who are using flanking tactics. He uses other spells as appropriate. The barbarian rages in the first round and charges and jumps the barricade to engage the enemy's front ranks, using Leap Attack. The elephant attacks the same target as the barbarian wherever possible. The druid buffs the elephant with *nature's favor* in the first round, then wild shapes into an eagle and flies up to cast from range. He

will cast *animal growth* on the elephant, and *mass bear's endurance* before trying to disable any groups hanging back using *sleet storm*, and spontaneously summoning. When appropriate, he lands and wild shapes into a dire bear and move to cure and support the elephant or barbarian.

At APL 16, the bard starts by casting *haste*, then inspiring courage. He then inspires greatness in the barbarian before casting *greater invisibility* on himself. He then uses *song of discord* and *confusion* on groups or casts *dominate person* or *tormenting thirst* on individuals who are using flanking tactics. He uses other spells as appropriate. The barbarian rages in the first round and engages the enemy's front ranks, using Power Attack. The dire tiger attacks the same target as the barbarian wherever possible, pouncing initially. The druid buffs the dire tiger with *nature's favor* in the first round, then wild shape into an eagle and fly up to cast from range. He casts *animal growth* on the dire tiger, and *mass bear's endurance* and tries to disable any groups hanging back using *sleet storm*, and spontaneously summoning if possible. When appropriate, he lands and wild shapes into a rhinoceros and move to cure and support the dire tiger or barbarian.

Treasure:

APL 2: Loot—113 gp, Coin—0 gp, Magic—wand of *cure light wounds* (62 gp each), oil of *iron silence* (25 gp each), potion of *cure light wounds* (4 gp each), scroll of *color spray* (2 gp each), arcane scroll of *cure light wounds* (4 gp each).

APL 4: Loot—175 gp, Coin—0 gp, Magic—scroll of *obscuring mist* (2 gp each), wand of *cure moderate wounds* (375 gp each), arcane scroll of *glitterdust* (13 gp each), potion of *cure light wounds* (4 gp each); arcane scroll of *cure moderate wounds* (17 gp each), oil of *magic weapon* (4 gp each), oil of *iron silence* (25 gp each).

APL 6: Loot—150 gp, Coin—0 gp, Magic—*cloak of resistance +1* (83 gp each), wand of *cure moderate wounds* (375 gp each), oil of *magic weapon* (4 gp each), oil of *iron silence* (25 gp each), 2x potion of *cure light wounds* (4 gp each), scroll of *haste* (31 gp each), *vest of resistance +1* (83 gp each).

APL 8: Loot—71 gp, Coin—0 gp, Magic—*+1 hide* (97 gp each); wand of *cure moderate wounds* (375 gp each), *+1 greataxe* (193 gp each); oil of *iron silence* (25 gp each), *+1 studded leather* (98 gp each), potion of *cure light wounds* (4 gp each); scroll of *haste* (31 gp each); *vest of resistance +1* (83 gp each).

APL 10: Loot—112 gp, Coin—0 gp, Magic—*amulet of health +2* (333 gp each); wand of *cure serious wounds* (937 gp each), 2x *cloak of resistance +1* (83 gp each), *+1 breastplate* (112 gp each), *amulet of natural armor +1* (167 gp each), *+1 greataxe* (193 gp each), oil of *iron silence* (25 gp each), *+1 studded leather* (98 gp each), potion of *cure light wounds* (4 gp each), arcane scroll of *cure moderate wounds* (17 gp each), scroll of *haste* (31 gp each), *vest of resistance +1* (167 gp each); *+1 composite shortbow* (198 gp each).

APL 12: Loot—76 gp, Coin—0 gp, Magic—*+1 scimitar* (193 gp each), *amulet of health +2* (333 gp each),

cloak of resistance +2 (333 gp each), wand of *cure serious wounds* (937 gp each); 2x *ring of protection +1* (167 gp each), *+1 studded leather* (98 gp each), potion of *cure light wounds* (4 gp each), *cloak of charisma +2* (333 gp each), arcane scroll of *cure moderate wounds* (17 gp each), *vest of resistance +2* (333 gp each), *+1 composite shortbow* (198 gp each), *+1 breastplate* (112 gp each), *amulet of natural armor +1* (167 gp each), *cloak of resistance +1* (83 gp each), *+1 greataxe* (193 gp each), *gauntlets of ogre power* (333 gp each), potion of *cure moderate wounds* (25 gp each), oil of *iron silence* (25 gp each),

APL 14: Loot—89 gp, Coin—0 gp, Magic—*+1 beastskin dragonhide breastplate* (808 gp each); wand of *cure critical wounds* (1750 gp each); *amulet of health +2* (333 gp each); *cloak of resistance +2* (333 gp each), *+1 breastplate* (112 gp each), *amulet of natural armor +1* (167 gp each), *+1 frost greataxe* (693 gp each), *cloak of resistance +1* (83 gp each), *gauntlets of ogre power* (333 gp each), *ring of protection +1* (167 gp each), oil of *iron silence* (25 gp each), *+1 studded leather* (98 gp each), *cloak of charisma +2* (333 gp each), potion of *cure light wounds* (4 gp each); scroll of *bear's endurance* (12 gp each); arcane scroll of *cure moderate wounds* (17 gp each), *vest of resistance +2* (333 gp each), *+1 frost composite shortbow* (698 gp each).

APL 16: Loot—89 gp, Coin—0 gp, Magic—*+1 beastskin dragonhide breastplate* (808 gp each), wand of *cure critical wounds* (1750 gp each), *amulet of health +2* (333 gp each), *cloak of resistance +4* (1333 gp each), *+1 breastplate* (112 gp each), *+1 frost greataxe* (693 gp each), *amulet of health +2* (333 gp each), *belt of giant strength +4* (1333 gp each), *cloak of resistance +2* (333 gp each), *ring of protection +1* (167 gp each); oil of *iron silence* (25 gp each), potion of *cure light wounds* (4 gp each), *+1 studded leather* (98 gp each), *cloak of charisma +4* (1333 gp each); arcane scroll of *cure moderate wounds* (17 gp each); *vest of resistance +2* (333 gp each), *+1 frost composite shortbow* (698 gp each).

Detect Magic Results: *+1 beastskin dragonhide breastplate* (strong transmutation), *+1 breastplate* (faint transmutation), *+1 composite shortbow* (faint transmutation), *+1 frost composite shortbow* (moderate evocation), *+1 frost greataxe* (moderate evocation), *+1 greataxe* (faint transmutation), *+1 hide* (faint transmutation), *+1 scimitar* (faint transmutation), *+1 studded leather* (faint transmutation), *amulet of health +2* (moderate transmutation), *amulet of natural armor +1* (faint transmutation), arcane scroll of *cure light wounds* (faint conjuration), arcane scroll of *cure moderate wounds* (faint conjuration), arcane scroll of *glitterdust* (faint conjuration), *belt of giant strength +4* (moderate transmutation), *cloak of charisma +2* (moderate transmutation), *cloak of charisma +4* (moderate transmutation), *cloak of resistance +1* (faint abjuration), *cloak of resistance +2* (faint abjuration), *cloak of resistance +4* (moderate abjuration), *gauntlets of ogre power* (faint transmutation), oil of *iron silence* (faint transmutation), oil of *magic weapon* (faint transmutation), potion of *cure light wounds* (faint conjuration), potion of *cure moderate wounds* (faint

conjunction), *ring of protection +1* (faint abjuration), scroll of *bear's endurance* (faint transmutation), scroll of *color spray* (faint illusion), scroll of *haste* (faint transmutation), scroll of *obscuring mist* (faint transmutation), *vest of resistance +1* (faint abjuration), *vest of resistance +2* (faint abjuration), wand of *cure critical wounds* (moderate conjuration), wand of *cure light wounds* (faint conjuration), wand of *cure moderate wounds* (faint conjuration), wand of *cure serious wounds* (faint conjuration).

AFTER THE BATTLE

Read or paraphrase the following:

There is no doubt that your helping the Royal Guard truly secured their victory. Without your help, the rebels may have won the day. Captain Angau saunters over to you. He has taken the head of Feor Wijs, the leader of the rebel scum.

"A fine prize," he smiles. "Such a head will honor my family, and sit well above my fireplace. Feel free to take a few yourselves."

Some PCs might need a moment to respond to this. If they ask why he takes heads, then Angau simply looks perplexed and says:

"Why should we not? It is our custom. Is it not yours?"

Continue when ready ...

Soon, the Royal Guard takes you all back to Utaa. You do not exactly get a hero's welcome—though a few locals with the marking of Darkness and Underdark greet you and smile like corpses as you pass them. Back in the Gatehouse, Captain Angau addresses you and says:

"Here is your payment". Angau pays each of you 60 gp. "My friend, Pro-Consul Vrevred would like to meet you. He has arranged a decoration ceremony at the Palace of King Shattados. We must leave very soon. Are you ready?"

Once again, the PCs may ask to stop by suitable places in the city in order to purchase any minor ordinary and magic items (the kind generally allowable under the current version of the *Living Greyhawk Campaign Sourcebook*). The PCs may opt to spend their 60 gold pieces on a potion or scroll if they so desire.

If the PCs decline to go with the Royal Guard, then their adventure is effectively, over.

Once the PCs are ready to go with the Royal Guard, read:

Captain Angau takes a number of small golden leaves from his pocket. He also takes out a piece of black chalk.

"These leaves are magic. They attune to the pentagram, which I will now draw on the ground. The pentagram takes one minute to activate the teleportation magic imbued within the leaf. So long as you are standing in the pentagram, and holding one of these leaves, you will be transported to a Waiting Area in the King's Palace. You return by drawing another pentagram, and doing the same. You return directly to this place.

"Do not be frightened. Such a journey cannot hurt you—even though you may feel engulfed in darkness, and watched by a strange entity. The entity is simply Tharizdun, the wonderful god who watches over our King, and all of us."

A DC 10 Knowledge (religion) or Knowledge (history) check identifies Tharizdun as the god of darkness and entropy. See the *Living Greyhawk Gazetteer* for more information on this god.

Once the PCs agree to proceed, continue.

Captain Angau then gives each of you a golden leaf. He takes his chalk, and draws a pentagram on the cobblestone of the Gate House. He then invites all of you to step inside and, as you do, the magic begins to take effect. After a minute, everything goes dark --- oh no, not again --- and you get the strange sensations Angau described, however, things go as planned, and you all soon arrive at your destination: The Palace of King Shattados.

You find yourselves now standing in a room with bright red marble walls, and carefully rendered sandstone floors. It appears to be a waiting room of some kind. There are comfortable chairs and a single door leading out into a hallway. To the west, the hallway appears to exit the palace (you see sunlight); to the east, the hallway appears to go deeper into the palace building. There is also a closed door, painted green, across the hallway from the room you are standing in.

"Make yourselves comfortable," Angau says. "I must seek out the Pro-Consul. It seems he is upstairs, engaged in his midday rapture." And with this, Angau bows to you and leaves, heading westwards down the hallway.

Go directly to Encounter 3.

JOINING THE REBELS

Joining the Rebels is easy. As the PCs pass through the city Gate House, it appears that the Royal Guard are too busy getting ready for a military operation to notice any of the PCs. If the PCs want to spy on the Royal Guard (to ascertain strength and equipment), then let them. Have the PC doing the spying make two checks: the first is a Hide check against a guard's Spot check (see stats in

Appendix 1). If the PC hides effectively, then make a second check, which is a Spot check against a guard's Hide (again, see stats in Appendix 1). The guards are making every effort to be as covert as they can. If the PC succeeds both checks, then tell that PC the *general* details of the Royal Guard (numbers, obvious professions, etc). If any PC is spotted, a Guard will shout at the PC: **"Get out of here. Mind your business."** If the PCs do not move along, the guards attack the PCs. If battle ensues here, wing it. The PCs eventually meet up with the rebels, hopefully, and be thanked for dispensing with the Royal Guard.

As the PCs leave the city, read:

As you leave the City Of Utaa, and travel down the North Road, you are quickly overcome with just how beautiful and inspiring the landscape of Sulm once was—before the desert sands swept it all away. The city itself stands atop a great, high plateau that majestically lords over the surrounding terrain. At first, the North Road winds its way down the rocky slope of the Utaa Plateau. You need to be careful here, as one slip could see you and your party plummet over 1,000 feet onto red-hard rock.

Once below, it is not long before you traverse the arid plain and come across a makeshift barricade, stretching across the road up ahead. Behind the barricade you see a few ragtag rebels lined up behind some scraps of debris—mostly pilfered from deserted houses, and other structures no longer in use. When you get to within thirty feet of the barricade, a Rebel sticks his head up and yells: "Halt. Strangers. Your faces are not known to us. You are not Royal Guards, yet nor do you appear harmless. Account for yourselves."

Let the PCs introduce themselves and make friendly contact. When the rebels are certain that the PCs are here to help, they push aside a piece of scrap metal and let the PCs in behind the barricade. At an appropriate moment, read:

A tall man with fair hair and a solid build strides up to you. He offers you his hand. "I am Feor Wijs. I am the leader of this rebellion," he grins. He clearly likes the sound of that.

"We know that what we do here is dangerous. We know that we might die for standing up for what we believe in, but somebody has to. There are men and women from every clan represented inside this barricade. They are the best of their people. The rest—mostly women and children—have been sent away. Our seers saw that a great cataclysm was going to come to us all. We offered some of our folk a chance to escape. They have already crossed the Abbor Alz by now. They are heading northwest. They are

looking for a promised land. We hope they find it."

If the PCs ask, the clan names are: Wijs, Hanned, Cordedd, Vran-Mel, Aerdoch, and Bleddyn.

Feor Wijs asks the PCs why they have come to help. Let the PCs explain further. Feor tells the PCs:

"Make a stand with us, and help us, and I will give you my word that I will get you inside the Palace of Shattados. We want our Princess back as much as you, but we lack the resources, and none of us can leave the barricade. We have acquired a number of magic golden leaves. The clansman who betrayed us and took the Princess left them behind in his pack. By drawing a pentagram, and standing within it (holding a leaf), you are supposed to be instantly teleported to the Palace. Where, we do not know."

"I give you my word fight ..."

But then Feor is interrupted.

"Clansman," one of the rebels yells down to Feor. "Royal Guards approaching. And what pretty heads they have for mounting on our mantelpieces. Ha."

Feor looks sternly at you all. "Are you with us?"

Let the PCs respond. Even if they choose not to help, or fight, their very presence inspires the rebels to win. At this point, the DM should ask for miniatures to be placed in position on the battle grid.

"Clansman," a rebel yells down to Feor, "The good captain is asking us to surrender and desert this illegal structure immediately. If we do not, then we will die. What should I answer the good captain?"

Feor smiles. "Tell him to bugger off ..."

"Bugger off," the rebel yells in return.

"Charge!" comes the command from the captain of the royal guard.

Feor shoots you all a look. "Here we go, and may the Old Faith protect us."

APL 2 (EL 3)

➤ **Royal Guards (3):** Male human fighter 1; hp 12, 12, 12; see Appendix 1.

APL 4 (EL 5)

➤ **Royal Guards (2):** Male human fighter 1; hp 12, 12; see Appendix 1.

➤ **Royal Guard Sergeant:** Male human fighter 4; hp 40; see Appendix 1.

APL 6 (EL 7)

➤ **Royal Guards (2):** Male human fighter 2; hp 22, 22; see Appendix 1.

➤ **Royal Guard Sergeant:** Male human fighter 6; hp 58; see Appendix 1.

APL 8 (EL 9)

➤ **Royal Guards (2):** Male human fighter 4; hp 40, 40; see Appendix 1.

➤ **Royal Guard Sergeant:** Male human fighter 8; hp 76; see Appendix 1.

APL 10 (EL 11)

➤ **Royal Guards (2):** Male human fighter 6; hp 58, 58; see Appendix 1.

➤ **Royal Guard Sergeant:** Male human fighter 10; hp 94; see Appendix 1.

APL 12 (EL 13)

➤ **Royal Guards (2):** Male human fighter 8; hp 76, 76; see Appendix 1.

➤ **Royal Guard Sergeant:** Male human fighter 12; hp 112; see Appendix 1.

APL 14 (EL 15)

➤ **Royal Guards (2):** Male human fighter 10; hp 94, 94; see Appendix 1.

➤ **Royal Guard Sergeant:** Male human fighter 14; hp 130; see Appendix 1.

APL 16 (EL 17)

➤ **Royal Guards (2):** Male human fighter 12; hp 112, 112; see Appendix 1.

➤ **Royal Guard Sergeant:** Male human fighter 16; hp 164; see Appendix 1.

Tactics: At all APLs, the guards charge into the attack, with one (one of the two lower level guards where present) clearing the barricade while the others providing covering fire. They then all move into melee, using Power Attack and attempting to flank. The lower-level guards protect the sergeant if at all possible. Where available, the bonus for the Dodge feat is applied to the most threatening melee character (either highest last damage, or by appearance). Additional tactics are listed for each APL as relevant.

At **APL 8**, the sergeant is happy to tumble through a threatened space to get a flank opportunity.

At **APL 10**, in addition to getting into flank positions, the sergeant is happy to be flanked and applies his bonus for the Dodge feat to that attacker so as to take advantage of his diverting defense and negate Power Attack abilities.

At **APL 12**, in addition to getting into flank positions, the sergeant is happy to be flanked and applies his bonus from the Dodge feat so as to take advantage of his Diverting Defense and Negate Power Attack abilities. The lower-level guards risk tumbling to assist in setting up flanking opportunities.

At **APL 14** and **APL 16**, in addition to getting into flank positions, the sergeant is happy to be flanked and applies his bonus from the Dodge feat so as to take advantage of his Diverting Defense and Negate Power Attack abilities. He also positions himself so that enemy melee fighters move to him and surround him so he can use his Whirlwind Attack. The lower-level guards risk

tumbling to assist in setting up flanking opportunities, and also position themselves to use their diverting defense and negate Power Attack abilities.

Treasure:

Due to the fact that the rebels later offer to sell them some of their equipment, the PCs also get access to (but not the value of) the items listed in "Joining the royal guard" section above against the rebel team at the table's APL.

APL 2: Loot—203 gp, Coin—0 gp, Magic—None.

APL 4: Loot—251 gp, Coin—0 gp, Magic—+1 *falchion* (198 gp each), *cloak of resistance +1* (83 gp each), *potion of cure moderate wounds* (25 gp each)

APL 6: Loot—176 gp, Coin—0 gp, Magic—3x +1 *breastplate* (113 gp each), 3x *potion of cure moderate wounds* (25 gp each), +1 *falchion* (198 gp each), *cloak of resistance +1* (83 gp each).

APL 8: Loot—357 gp, Coin—0 gp, Magic—3x +1 *falchion* (198 gp each), 3x *cloak of resistance +1* (83 gp each), 3x *potion of cure moderate wounds* (25 gp each), +1 *breastplate* (112 gp each); 2x *potion of barkskin +3* (50 gp each), *ring of protection +1* (167 gp each).

APL 10: Loot—163 gp, Coin—0 gp, Magic—3x +1 *breastplate* (112 gp each), 2x +1 *falchion* (198 gp each), 3x *cloak of resistance +1* (83 gp each), 3x *potion of cure moderate wounds* (25 gp each), +1 *frost falchion* (698 gp each), *amulet of natural armor +1* (167 gp each), *ring of protection +1* (167 gp each)

APL 12: Loot—176 gp, Coin—0 gp, Magic—2x +1 *breastplate* (112 gp each); 2x +1 *falchion* (198 gp each), 2x *cloak of resistance +1* (83 gp each), 4x *potion of barkskin +3* (50 gp each), 3x *potion of cure moderate wounds* (25 gp each); 3x *ring of protection +1* (167 gp each), +1 *frost falchion* (698 gp each), +2 *breastplate* (363 gp each); *amulet of natural armor +1* (167 gp each), *cloak of resistance +2* (333 gp each), *potion of barkskin +5* (100 gp each); *potion of heroism* (62 gp each); *potion of neutralize poison* (62 gp each)

APL 14: Loot—188 gp, Coin—0 gp, Magic—2x +1 *breastplate* (112 gp each); 3x +1 *frost falchion* (698 gp each); 3x *amulet of natural armor +1* (167 gp each), 2x *cloak of resistance +1* (83 gp each), 3x *potion of cure moderate wounds* (25 gp each), 3x *ring of protection +1* (167 gp each), +3 *breastplate* (779 gp each), *cloak of resistance +4* (1333 gp each), *gauntlets of ogre power* (333 gp each); *potion of barkskin +5* (100 gp each); *potion of heroism* (62 gp each)

APL 16: Loot—188 gp, Coin—0 gp, Magic—2x +1 *frost falchion* (698 gp each), 2x +2 *breastplate* (363 gp each); 2x *amulet of natural armor +1* (167 gp each); 2x *cloak of resistance +2* (333 gp each); 2x *potion of barkskin +5* (100 gp each); 4x *potion of cure moderate wounds* (25 gp each); 3x *potion of heroism* (62 gp each); 2x *potion of neutralize poison* (62 gp each); 3x *ring of protection +1* (167 gp each), +1 *keen frost falchion* (1531 gp each), +3 *breastplate* (779 gp each); *amulet of health +2* (333 gp each), *belt of giant strength +4* (1333 gp each), *cloak of resistance +4* (1333 gp each), *gloves of dexterity +2* (333 gp each); *ioun stone (dusty rose)* (417 gp each)

Detect Magic Results: +1 breastplate (faint transmutation), +1 falchion (faint transmutation), +1 frost falchion (moderate evocation), +1 keen frost falchion (moderate evocation and transmutation), +2 breastplate (moderate transmutation), +3 breastplate (moderate transmutation), amulet of health +2 (moderate transmutation), amulet of natural armor +1 (faint transmutation), belt of giant strength +4 (moderate transmutation), cloak of resistance +1 (faint abjuration), cloak of resistance +2 (faint abjuration), cloak of resistance +4 (faint abjuration), gauntlets of ogre power (faint transmutation), gloves of dexterity +2 (moderate transmutation), ioun stone (dusty rose) (moderate divination), potion of barkskin +3 (moderate transmutation), potion of barkskin +5 (strong transmutation), potion of cure moderate wounds (faint conjuration), potion of heroism (faint enchantment), potion of neutralize poison (moderate conjuration), ring of protection +1 (faint abjuration).

AFTER THE BATTLE

After the battle, there is great rejoicing on the part of the rebels.

“Here,” says Feor Wijs, coming over to each of you. “Take this small monetary reward for your heroic efforts here today.”

He hands each of you a small pouch with 60 gp in it.

“It is not much. But it is all we can spare.”

You also notice that Captain Angau and a few of his officers have been captured by the rebels. They are escorted to a makeshift cell in the rear of the barricade. They are looking fairly humiliated, sore, and dejected.

Tell the PCs that they see quite a few of the clansmen taking heads of their royal guard enemies. If any PC asks why they are doing this, Feor replies:

“Why should I not? It is a fine prize. Such a head honors my family, and sit well above my fireplace. Feel free to take a few yourselves ...”

Soon, Feor asks the PCs if they are ready to *teleport* inside the Palace of Shattados. Before they leave, the PCs have the opportunity to purchase some items from the rebels (they can’t afford to give them away). They have stocked up on a few things over the last couple of weeks. This may mean handing back some of the money they just earned—but this means a lot at the lower APLs. The PCs may purchase any minor ordinary and magic items (the kind generally allowable under the current version of the *Living Greyhawk Campaign Sourcebook*). They may also purchase any gear that the rebels are equipped with at the table’s APL.

Feor Wijs then gives each of you a golden leaf. He hands you chalk and asks you to draw a pentagram on a hastily cobblestoned area of the

barricade. He then tells all of you to step inside and, as you do, the magic begins to take effect.

“You return by drawing another pentagram, and doing the same,” says Feor. “You will return directly to the barricade. May you stay safe in the bosom of the Old Faith. Bring her back to us. Tell her tell her ...” A tear comes to Feor’s eye. It is clear he loves Princess Ulma, but is too proud to admit it.

After a minute, everything goes dark and you get the strange sensation that some dark entity is watching you. However, things go as planned, and you all soon arrive at your destination: The Palace of King Shattados.

You find yourselves now standing in a room with bright red marble walls, and carefully rendered sandstone floors. It appears to be a waiting room of some kind. There are comfortable chairs and a single door leading out into a hallway. To the west, the hallway appears to exit the palace (you see sunlight); to the east, the hallway appears to go deeper into the palace building. There is also a closed door, painted green, across the hallway from the room you are standing in.

The palace is extremely busy. There are many, many courtiers and other royal personages running about all over the place. While this is nothing out of the ordinary for a Royal Palace, everybody appears very nervous and pre-occupied, and not in the least bit interested in any of you

Proceed directly to Encounter 3.

ENCOUNTER 3: THE PALACE OF SHATTADOS

In a home play game, the characters can spend some time exploring the ground level of *Shattados’s* Palace. Once the PCs have explored most of the rooms on this level, and found the secret door in Area 9, the DM should move on to A Terrible Shuddering: Home Play. In convention or game day play, as soon as the PCs leave the red marble room, cut straight to A Terrible Shuddering: Convention Play.

EXPLORING THE PALACE—HOME PLAY ONLY

Those PCs who have the Gana Spirit Tattoo know their way around the palace, and have an idea of what is in each room (including know what the room is used for). Gana has, however, never been to the dungeon or the palace, and does not know anything about the ritual of the *Scorpion Crown* (except that it is some kind of “Purification Ritual”).

Area 1: Beautiful alabaster double doors greet all those who come to the Palace of Shattados. They are always open as no real threat is ever expected. Four palace

guards stand in the doorway—more for show than for protection. They have the same statistics as the royal guards from Encounter 2

Area 2: The hallway of the ground floor of this palace is made of pure white cobblestone. Inlaid within each stone is an intricate original pattern. The patterns are each carved to represent a heroic aspect of the king. The hallway is not guarded. These people appear to be quite arrogant about their invulnerability. The hallway is, however, quite crowded with courtiers coming and going from various rooms (and levels of the palace, except below). None of them are particularly interested in the PCs. If stopped, they are polite, but excuse themselves, as they have other more pressing business. Everybody seems on edge. If the PCs ask "What's going on?" then the NPCs simply replies: "What do you think? Our king dons the crown today. We must prepare to celebrate. Please do not waste any more of our time asking ridiculous questions. Make yourselves useful."

Area 3: This is the room that the PCs find themselves in at the start of the encounter. It is a waiting room of some kind—possibly used for visitors who might be waiting to see the Pro-Consul or the King.

Area 4: The Scorpion Room. This room is completely painted in a ghastly orange color. On the walls are scrawled large yellow designs of huge scorpions—all of them fighting and tearing each other apart. The room contains hundreds of jars filled with scorpions of all shapes and sizes. Some are alive, but most are dead. It appears as if their various body parts have been used in some kind of ongoing experimentation. There is nobody attending this room. The PCs are free to destroy the scorpions if they feel moved to do so. If they do so, many of the scorpions escape the room by crawling up through cracks in the walls and ceiling.

Area 5: This is a strange room. It is painted completely blue. In the room are ten comfortable seats. Above each seat is a very strange apparatus. It looks like a small crown in the shape of a scorpion's pincers. The crowns are attached by a thread to a magical series of runes inscribed on a jet-black tablet. A DC 25 Knowledge (arcana) check recalls that these contraptions are used to brainwash palace courtiers and to keep them compliant. There is even a chair set aside for visitors.

Area 6: Temple of Tharizdun. This chamber is completely green. Huge malachite carvings decorate the walls and floor. The carvings depict faceless shapes: some human, but most are aberrations of the most terrible kind. The forms are depicted in the process of devouring humans (mostly children) or tearing off heads and other limbs in rituals previously unheard of.

Those with ranks can make DC 25 Knowledge (religion) checks to realize that it is Tharizdun the dark god who is worshipped here; and the sculptures are not of creatures native to Oerth. There are no priests in this temple. They appear to be occupied elsewhere.

Area 7: This room contains marble of the purest white. Walls, floor, everything, is absolutely white. In the center of the room is a single white pedestal. Upon the pedestal, at waist height, sits a large white book with pure white pages. The book is opened about halfway. A DC 15

Search or Intelligence check determines that the book has, in fact, been written in but the ink itself is as white as everything else in this room. The ink is simply a mixture of lemon juice and another local fruit. Applying the heat from an open torch, or some other source of intense (but not destructive) fire causes the writing in the book to appear. The pages contain lists of names of priests—along with lists of good deeds for which they ask forgiveness (for example "Please forgive me. I helped a small village find water. I know now that I should have let them die most horrible deaths.").

As DM, you should know that this book is for those who have dedicated themselves to the priesthood of Tharizdun. Before they are allowed into the Secret Vault below, the priests must absolve themselves of all the good that they have ever done. They are then ready to be absolved from all saintly acts committed on Oerth.

Area 8: This gray chamber is the demesne of Father Hegred Theosofwyn, High Priest of Tharizdun. He is completely insane. He has no arms and no legs. He sits atop a gray pedestal in the middle of the southern wall. He has deep, sunken eyes that stare into oblivion until someone enters the room. Then, he slowly turns his head and says:

"Are you well prepared? Are you absolved?"

The answer is simply, yes. He answers no other questions, except to say, as the last PC passes through:

"She whom you seek is below. I loved her too, and this was my reward." The poor creature indicates toward his lost limbs. "Hurry. You do not have long. There is a secret door in the black chamber." A tear falls down his wretched, contorted face. Then he goes back to staring into oblivion as if none of you ever existed.

Area 9: Any PC with the Gana Spirit Tattoo knows exactly what this room is, including the book (and its effects).

Huge slabs of jet-black marble hang from the walls of this chamber. On every slab is carved an ancient, exquisite rune. The runes are clearly magical, but the nature of the magic is beyond the comprehension of the PCs (though let them try). Paladins and anyone else using *detect evil* in here finds it in abundance (as in overwhelming evil, see *Player's Handbook* page 218). In the center of the room is a large black book on top of a black pedestal. The book is open. Inside the book are written the names of all those who had dedicated themselves to Tharizdun. Next to each name is a descriptive list of disgusting, evil deeds perpetrated by each of these fiends in order that they gain admittance to the Black Vault below.

Any non-evil creature touching this book of darkness starts to feel terribly strange (first round), then feels an oncoming sense of doom and dread (second round), followed by a feeling that that terrible harm will come to them should they continue to hold or possess the book (third round). If the PC then continues to take the

book, then the PC takes the following damage - no saving throw. The PC takes this damage continuously (per minute) that they keep the book in their possession. It is clearly "something which is best left untouched."

APL 2: 1d8

APL 4: 2d8

APL 6: 3d8

APL 8: 4d8

APL 10: 5d8

APL 12: 6d8

APL 14: 7d8

APL 16: 8d8

The secret door can be found on a DC 10 Search check. Once the PCs have found the secret door, proceed to A Terrible Shuddering - Home Play below.

Area 10: Stairs up to the second level. Any PC venturing up these stairs arrives in the equivalent of a private bordello. Room after room is filled with courtiers involved in any number of lascivious acts. Please be careful how you describe this place to younger gamers. Use your discretion. No matter what, there is no information to be gained from any lengthy investigation up here.

A TERRIBLE SHUDDERING - HOME PLAY

As soon as the PCs have found (and opened) the secret door in Area 9, read or paraphrase the following:

Suddenly, a huge shuddering shakes the very foundations of the Palace of Shattados. Pieces of masonry and slate fall from the great walls, doorways buckle, and the once-stable floor shifts like quicksand under your feet. A sonic BOOM echoes all around. And then, as quickly as it came, it stops.

A DC 10 Intelligence check tells the PCs that this was not a natural occurrence. A DC 15 Knowledge (arcana) checks determines that the shuddering and sound was caused by some kind of magical rift opening up. Such rifts sometimes occur when great magical items are used - particularly artifacts. A DC 20 Knowledge (history) check reveals that, according to legend, the entire Palace of Shattados shook violently about 30 minutes before Shattados took possession of the *Scorpion Crown* and the Kingdom Of Sulm was lost for all eternity.

When the PCs are ready to go downstairs to the dungeons, proceed to Encounter 4.

A TERRIBLE SHUDDERING - CONVENTION PLAY

As soon as the PCs leave the red marble room, read or paraphrase the following:

As soon as you leave the red room, you immediately notice that the entire palace is in some kind of pre-occupied, organized turmoil.

Nobody seems to care who you are or what you're doing here. There is only one thing on your mind, and that is finding a way to get down to the dungeons so that you may rescue Princess Ulma (and find the last flower.).

As you explore, you discover a number of interesting rooms (none of which you have any time to investigate further). They include:

- *A yellow chamber filled with hundreds of scorpions of all sizes in various jars.*
- *A blue chamber with ten chairs (each linked to a bizarre scorpion-shaped helm).*
- *A green chamber, which might be a temple, dedicated to the dark god worshipped by King Shattados.*
- *A chamber completely bathed in white, with a white pedestal, and a white book and white pages with nothing written on them.*
- *A gray chamber, overseen by a harmless priest with no arms or legs. He tells you that he lost his limbs because he dared to love Princess Ulma. As tears roll down his face, he repents his wicked ways and tells you that the secret door to the dungeons can be found in the Black Chamber - just next door.*

Area 9 - The Black Chamber: Any PC with the Gana Spirit Tattoo knows *exactly* what this room is, including the book (and its effects).

Huge slabs of jet-black marble hang from the walls of this chamber. On every slab is carved an ancient, exquisite rune. The runes are clearly magical, but the nature of the magic is beyond the comprehension of the PCs (though let them try). Paladins, and anyone else using *detect evil* in here will find it in abundance (as in overwhelming evil, see *Player's Handbook* page 218). In the center of the room is a large black book on top of a black pedestal. The book is open. Inside the book are written the names of all those who had dedicated themselves to Tharizdun. A DC 15 Knowledge (religion) check determines that this is actually Tharizdun, the Dark God. Next to each name is a descriptive list of disgusting, evil deeds perpetrated by each of these fiends in order that they gain admittance to the Black Vault below.

Any non-evil creature touching this book of darkness starts to feel terribly strange (first round), then feels an oncoming sense of doom and dread (second round), followed by a feeling that that terrible harm will come to them should they continue to hold or possess the book (third round). If the PC then continues to possess the book, then the PC takes the following damage - no saving throw. The PC takes this damage continuously (per minute) that they keep the book in their possession. It is clearly "something which is best left untouched."

APL 2: 1d8

APL 4: 2d8

APL 6: 3d8
APL 8: 4d8
APL 10: 5d8
APL 12: 6d8
APL 14: 7d8
APL 16: 8d8

The secret door can be found on a DC 10 Search check. Once the PCs have found the secret door, read the following:

Suddenly, a huge shuddering shakes the very foundations of the Palace of Shattados. Pieces of masonry and slate fall from the great walls, doorways buckle, and the once-stable floor shifts like quicksand under your feet. A sonic BOOM echoes all around. And then, as quickly as it came - it stops.

A DC 10 Intelligence check tells the PCs that this was not a natural occurrence. A DC 15 Knowledge (arcana) checks determines that the shuddering and sound was caused by some kind of magical rift opening up. Such rifts occur when great magical items are used - particularly artifacts. A DC 20 Knowledge (history) check reveals that, according to legend, the entire Palace of Shattados shook violently about 30 minutes before Shattados ultimately donned the *Scorpion Crown*—at this point and the Kingdom Of Sulm was lost for all eternity.

When the PCs are ready to go downstairs to the dungeons, proceed to Encounter 4.

ENCOUNTER 4: BENEATH THE PALACE ...

The early part of this encounter is a fairly standard dungeon crawl. The DM should refer to the DM Map (Palace Dungeons) in the appendix. As soon as the PCs arrive in the dungeons, they are observed by one or two devils that serve Shattados. They have been placed here to prevent any priests from changing their minds and fleeing from the ceremony of the crown. But now that the PCs have arrived, the nasty devils can have some fun as well.

DUNGEONS AND DEVILS

As soon as the PCs go down the stairs (about 50 feet below ground), they arrive in Area 1 of the DM's Map. This whole area appears rather bland. The walls are made of simple brick masonry (typical in most dungeons made for fancy purposes). The PCs should, however, automatically feel the presence of overwhelming evil (see *Player's Handbook* page 218).

There do not appear to be any exits from this large, empty chamber.

After the PCs have all come into the room, give the PCs a DC 10 Listen check (but don't tell them the DC). If any PC makes the check, read the following text to the party:

You hear the faint sound of a female human sobbing softly to herself. The sound appears to be coming from the southeast end of this large chamber.

Of course, the PCs have definitely heard Princess Ulma sobbing, but it is the sound coming through the walls from her prison cell to this chamber. Her cell can pretty much only be accessed by finding the secret door (Area 3) and going through to her (unless a PC has *dimension door* or *teleport* or another such spell—which is entirely feasible).

As soon as any PC goes to investigate the sound of Ulma's sobbing, and goes within 5 feet of the spot marked Area 4, one or two devils appears and attack the PCs. If no PC goes to investigate the sound, the devils attack as soon as the PCs start searching for secret doors.

Creatures:

APL 2 (EL 4)

➤ **Lemures (6):** hp 10, 10, 9, 9, 8, 8; see *Monster Manual* page 57.

APL 4 (EL 6)

➤ **Chain Devil:** hp 52; see *Monster Manual* page 53.

APL 6 (EL 8)

➤ **Chain Devils (2):** hp 52, 52; see *Monster Manual* page 53.

APL 8 (EL 10)

➤ **Erinyes (2):** hp 85, 85; see *Monster Manual* page 54.

APL 10 (EL 12)

➤ **Bone Devils (3):** hp 98, 95, 93; see *Monster Manual* page 52.

APL 12 (EL 14)

➤ **Barbed Devils (3):** hp 126, 126, 126; see *Monster Manual* page 51.

APL 14 (EL 16)

➤ **Horned Devils:** hp 172; see *Monster Manual* page 55.

APL 16 (EL 18)

➤ **Horned Devils (2):** hp 172, 172; see *Monster Manual* page 55.

Tactics: At APL 2, the lemurs surge forth toward the PCs in a mindless rush.

At APL 4 and APL 6, the chain devils make use of some chains behind area 4, along with as many spiked chains that PCs might be using, to assault the PCs.

At APL 8, the erinyes attack from range, including using Shot On The Run to get a Point Black Shot and then fly back out of single move range. If pressed, one will move into melee to give the other the opportunity to continue ranged attacks.

At APL 10, the bone devils initially use *walls of ice* to isolate one PC and then will close to use melee attacks on that PC. Where possible this tactic is repeated for each PC. When only one is left it *teleports* back to the area behind the secret door at area 5 to report to the pit fiends.

At APL 12, one barbed devil will cast *hold person* on the closest PC (who is not a centaur, which *hold person* does not affect), while the other two will cast *unholy blight* on as many PCs as possible. The two who cast *unholy blight* then moves in to attack the group, ignoring the held person, while the other hangs back and cast spells as appropriate.

At APL 14 and 16, the horned devils open with a *fireball* or *lightning bolt* as appropriate and then close for melee (stopping 15 feet from their target). They each take a target and attempt to stun and eliminate it. As all PCs appear unarmored, the devils will initially use full Power Attack, but may reduce this to only +5 if it fails.

Area 2: This secret door leads to the Priests' Quarters and *Shattados's* private sanctum. PCs find the door on a DC 20 Search check. The door just can't be opened, and a successful DC 20 Disable Device check ascertains that a code is needed in order to pass through this door. As the PCs do not have the code, they can't get through. Even if they try to *dimension door*, they just get "bumped" back due to a high-level spell effect in place (a higher level Sulmite version of *guards and wards*—now lost in the rubble of the empire).

Area 3: This secret door is much easier to find (only requiring a DC 15 Search check—not trapped). It seems that it, too, has the same "code" required for the other doors—but a DC 10 Intelligence check ascertains that somebody possibly forgot to set the code (and the *ward*)—perhaps negligently—perhaps on purpose? The door pivots open to reveal cells for *Shattados's* prisoners and, eventually, a nasty torture chamber (Area 7). When PCs go through this door and look for Ulma, go to the section titled Finding Princess Ulma.

Area 4: As soon as any PC goes to investigate the sound of Ulma's sobbing, and moves within 5 feet of the spot marked Area 4, one or two devils appear and attack the PCs. If no PC goes to investigate the sound, the devils attack as soon as the PCs start searching for secret doors. See the information on the devils mentioned earlier in this encounter.

Area 5: This secret door leads to the Black Vault where the ceremony of purification is nearly complete. PCs find the door on a DC 20 Search check. The door just can't be opened, and a successful DC 20 Disable Device check ascertains that a code is needed in order to pass through this door. As the PCs do not have the code, they can't get through. Even if they try to *dimension door*, they just get "bumped" back due to a high-level spell effect in place (a higher level Sulmite version of *guards and wards*—now lost in the rubble of the Empire).

A DC 10 Listen check has the PCs hear disturbing chanting inside the room behind the wall. PCs should be

given a DC 5 Intelligence check to remember that it is not their mission to prevent the ceremony—only to rescue Ulma and (hopefully) find the last flower of Sulm.

Area 6: This is the cell where Ulma is being held prisoner. The prison lock can be picked (DC 15 Open Lock), or the door broken open with a DC 25 Strength check. The other cells in the block are empty.

Area 7: This is a horrible torture chamber used to extract information from *Shattados's* prisoners. It is also the place where *Shattados* had his own wife dismembered before her husk was used in the *Scorpion Crown* ceremony. A DC 15 Search check uncovers bits of remaining body parts. A DC 15 Heal check reveals they are from an older female. The room is empty. The torturer is currently upstairs in the palace enjoying himself.

FINDING PRINCESS ULMA

The PCs cannot see Ulma through the prison cell door, but they may speak with her if they wish (although Ulma is reluctant to say much because she is wary that her father may have set another trap for her). As soon as the PCs have opened the cell door, read or paraphrase the following:

Sitting in the cold dark cell is a young woman, no more than 20 years old. Her porcelain skin and jet-black hair look very familiar. A colorful tattoo decorates the right side of her face (which is common among Flan nobility).

In spite of the conditions in which she has been kept she looks remarkably fresh and healthy, and even manages an uncertain smile when she sees you. In her hair there is a deep red, thornless rose attached with an ornate pin. The rose is surprisingly fresh. It looks as if it has just been picked. This woman is a flesh-and-blood version of the dolls you saw in Shemaya's Tower. This is Ulma, the last Princess of Sulm.

Any PC with the Gana Spirit Tattoo instantly recognizes the girl as Ulma. The PCs are now free to talk to Ulma and gain some information. Ulma is overjoyed at being released, and considers the PCs her personal heroes. The DM should take note of any male character who comforts Ulma. Ulma is drawn to this PC and from this point on speaks mostly to this chosen PC (at least more "lovingly" than the others).

Talking With Ulma—Questions & Answers

- **Who are you?** *"I am Princess Ulma, daughter to King Shattados—ruler of the Sulm Empire. Who are you? And why are you here?"*
- **How did you get put in this prison cell?** *"My father has grown progressively insane and hungry for power. Recently, he has been dealing with devils and dark gods—mostly so that he can secure his grip on Sulm for all eternity. I*

saw wickedness in my father and knew that he must be stopped. So I joined a small resistance movement in the city. The rebels operated from the Temple of Humanities. They were idealists—artists, dancers, dramatists—not fighters. But I knew that we could never affect my father using force, so we decided to construct a barricade that forced traders to stop and listen to our cause. We were also able to convince many of them to take their goods and trade elsewhere. But my father found out and he had me kidnapped from the barricade and brought here to this cell. I now await my own execution.”

- **Do you want to be rescued?** “Of course. Have you ever heard of a beautiful princess who didn’t want to be rescued?”
- **Where did you get that flower in your hair?** “My mother gave it to me a few hours ago. She too was in this dungeon. My father had her tortured and taken away to be used in some ghastly purification ceremony. Before she died, she gave this flower to me. She told me that this flower was special. She told me that it would be the last flower she would ever give and the last that I, or anyone else, would ever receive. I believe that it is somehow symbolic, but that time is running out and I shall never know.”
- **Can we stop the ceremony?** “No. My father is guarded by devils and the power of his dark god, Tharizdun. Although I can see that you are brave heroes, you are in no position at this point to stop my father, or deal with his minions. Perhaps at a later time . . .”
- **We are travelers from the future. We know Shemaya. Do you want to come back with us?** Princess Ulma begs the PCs—and the one she likes most—to take her with them back to the future. The DM should use his/her very best pleading (but not pathetic) voice. You should really tug at the heartstrings of your players. Ulma is overjoyed to hear that her teacher is still alive. She wants to know what happens to Sulm (and the PCs can be as truthful as they like). The DM should have Ulma act appropriately. She sobs if she is told the truth about what happens to Sulm and her people. But this news makes her more determined to go with the PCs to the future so that she can help return Sulm to its former state.
- **Can we have your flower?** “Get me out of here, and safely back to the Temple of Humanities in Utaa, and I will gladly give you anything you want . . .”

There may be other questions that PCs might ask, and the DM should answer (as Ulma) as best he/she can (based on what she would know). If the PCs want to take Ulma with them she will be relieved. She will be very pleased—just to get out of prison.

It is also possible that some PCs might snatch the flower from Ulma and lock her back in her cell. Let them. Ulma screams out how she has been betrayed—again. She says she hopes her father’s pit fiends eat them all. Nothing changes in the encounters that follow if Ulma does not go with the PCs. They still have to take a shortcut through the Temple of Humanities (in order to get to the Bath House). The PCs just won’t have any dilemma at the end; or hear Shattados call Ulma’s name. Nor do they receive the Favor of Shemaya (for rescuing her beloved pupil as well).

As soon as the PCs are ready to leave the prison cell area (with or without Ulma), read the following:

“Boooooom.”

A wave of solid energy suddenly blasts outwards from the Black Vault where Shattados is conducting his ceremony. It is complete. You have run out of time. A loud rumbling and shuddering ensues, and you realize that the sonic wave has caused the very foundations of the palace to become unstable. It is collapsing. To make matters worse, a distinct sulfurous smell has suddenly filled the air, as if the Nine Hells, themselves, have opened up nearby.

In this instant, a few things have happened:

1. The purification ceremony surrounding the *Scorpion Crown* is complete, and King Shattados puts the *Scorpion Crown* on his head. A sonic wave of magical and *anti-magic* energy blasts outwards from the *Scorpion Crown*. It does not kill anybody, but it shakes the palace foundations and the whole place now starts to crumble. The PCs realize pretty quickly (DC 5 Intelligence check) that they need to immediately run for their lives.
2. The wave of energy is laced with *anti-magic*. The residue of the wave lasts for 2 minutes. This means that no magic spells or supernatural abilities (including *teleport*) works during that time. The PCs realize on a DC 5 Intelligence check that if they stay around inside the palace, they will certainly die. They need to get outside, and out of the effects of the *anti-magic* effect, in order to teleport back to Utaa.
3. While the *anti-magic* is in effect, Shattados gloats at the true power he has now achieved. With the *Scorpion Crown* on his head, he struts like a demented peacock around the Black Vault, cheered on by sycophantic priests and devilish minions. Little does he know what will happen as soon as the wave of *anti-magic* dissipates.

As soon as the PCs start to run for their lives, proceed directly to Encounter 5.

ENCOUNTER 5: ESCAPE FROM THE PALACE

As the PCs leave the prison cells and return to Area 1 of the Palace Dungeons, read:

As you pivot the secret door in order to leave the area housing the prison cells, a ghastly sight greets your eyes. A large crack has opened up across the centre of the room, and the southern end of the area has completely collapsed. Fire and brimstone bubbles up from the crack. This is, indeed, an entrance to Hell itself. And now, you must jump over it in order to reach the stairs going up to the Ground Level of the Palace. You must jump over it or die.

The crack is 10 feet wide, and runs directly down the middle of Area 1 (from north to south). There is a 5-foot ledge on either side.

CROSSING THE CHASM (EL ½)

Due to the intense heat caused by all the fire and brimstone bubbling up from below, the PCs must each immediately make a Fortitude save in order to avoid the effects. The minions of Hell know that the PCs are here, and want to make it tough for them to escape. At higher APLs, the devils send more fire and brimstone than at lower APLs—that is why the saving throw (and the jump across) is higher at different APLs.

Don't forget to include Ulma (if she is present) in these rolls. Her stats can be found in the Appendix under Encounter Four.

All APLs

👑 **Princess Ulma:** Female Human (Flan) Ari10; hp 63; see Appendix 1.

Those PCs who fail their saving throw are immediately *sickened* by the stench for the remainder of this encounter (as per the *Dungeon Master's Guide*). Those who fail their Jump check fall briefly into the fiery brimstone, and must claw their way back out (if they can) after taking damage (1 hp x APL at which this adventure is played).

- APL 2:** DC 8 Fort Save; DC 8 Jump check
- APL 4:** DC 10 Fort Save; DC 8; Jump check
- APL 6:** DC 12 Fort Save; DC 10 Jump check
- APL 8:** DC 14 Fort Save; DC 10 Jump check
- APL 10:** DC 16 Fort Save; DC 12 Jump check
- APL 12:** DC 18 Fort Save; DC 14 Jump check
- APL 14:** DC 20 Fort Save; DC 16 Jump check
- APL 16:** DC 22 Fort Save; DC 16 Jump check

It is possible for other PCs to jump across and lend a helping hand to pull up those who stumble and fall. Nobody actually falls down into the depths of Hell, but the DM should make the PCs worry that they *might*. The

task is not supposed to be very difficult—just worry the PCs and lend an air of cinematic excitement to their escape.

RUNNING UP THE STAIRS (EL ½)

When the PCs get to the other side of the chasm, they need to run back up the stairs to the next level. If anyone needs healing (or *restoration*), they can quickly get one round's worth and then proceed. Read this when they start to run up the stairs:

As you run swiftly up the stairs, your escape is hampered by crumbling steps and falling masonry. You must dodge and weave so that you don't get crushed.

The escape is more difficult at higher APLs due to the fact that the influence of the dark god, Tharizdun, is attempting to stop anyone escaping. A DC 30 Sense Motive reveals this to any PC who might feel he or she is being watched.

While ascending the stairs to the next level, each PC must make a Reflex save and then a Balance check (in order to avoid falling over from a crumbling step, or getting squashed by falling bricks). A successful Reflex save does not require a Balance check (and the PC makes it to the next level safely). Both a failed Reflex and Balance check deals 1hp x APL damage to the unlucky PC.

Don't forget to include Ulma (if she is present) in these rolls.

- APL 2:** DC 8 Ref Save; DC 8 Balance check
- APL 4:** DC 10 Ref Save; DC 8 Balance check
- APL 6:** DC 12 Ref Save; DC 10 Balance check
- APL 8:** DC 14 Ref Save; DC 12 Balance check
- APL 10:** DC 16 Ref Save; DC 12 Balance check
- APL 12:** DC 18 Ref Save; DC 14 Balance check
- APL 14:** DC 20 Ref Save; DC 16 Balance check
- APL 16:** DC 22 Ref Save; DC 16 Balance check

Once again, this task is not difficult—but should be somewhat worrying for the PCs (and hopefully exciting and cinematic.).

GROUND LEVEL CHAOS (EL ½)

When the PCs reach the rooms upstairs (and the hallway which leads out the front doors of the palace), read the following:

As you reach the top of the stairs, and run through the ground floor rooms toward the exit, you suddenly realize that your way is blocked by a seething mass of humanity—dozens upon dozens of royal guards and courtiers, are all swarming to escape the palace through a single entrance (whose double doors have already been wrenched off their hinges). It seems that the only way to get through without being trampled is to either use diplomacy or intimidation. Of course, you

might just “hack” your way through. That would be a dastardly, but convenient, thing to do.

Each PC must now choose whether they are going to use their Diplomacy skill (and say, “Excuse me, please may I pass”, or their Intimidate skill (and say, “Get out of my way.”). The higher the APL, the more people there are (and the more stubborn they can be.). The DM should warn PCs who choose the “hack” method that they are committing an evil act should they openly hack into civilians, and if they continue, such action should be noted in the Play Notes section of the Adventure Record. “Hackers” do, however, avoid having to make any checks, as the civilians either die or flee from that particular PC.

Those PCs who make their appropriate check get outside of the palace unharmed. Those PCs who fail their check get pummeled and trampled as they escape the palace. They take 1 hp x APL points of damage. Don’t forget to include Ulma (if she is present) in these rolls.

APL 2: DC 10 Diplomacy or Intimidate check

APL 4: DC 12 Diplomacy or Intimidate check

APL 6: DC 14 Diplomacy or Intimidate check

APL 8: DC 16 Diplomacy or Intimidate check

APL 10: DC 18 Diplomacy or Intimidate check

APL 12: DC 20 Diplomacy or Intimidate check

APL 14: DC 22 Diplomacy or Intimidate check

APL 16: DC 24 Diplomacy or Intimidate check

Once again, this task is not difficult, but should be somewhat worrying for the PCs and hopefully exciting and cinematic.

OUTSIDE THE PALACE

Once outside the palace, the PCs are relatively safe (and free from the effects of the *anti-magic*). Some PCs will use their own spells to *teleport* themselves and the others back to Utaa. Other PCs need to spend one minute preparing the pentagram and the *teleport* leaves provided by either the Royal Guard or the Rebels. Either way, the PCs will get away safely. As they leave, read or paraphrase the following:

As you leave the grounds of the Palace of Shattados, you see the beginnings of an empire about to crumble. Hundreds of people are fleeing, chaos is rife, and the palace has already lost its high minarets—as well as the second and third stories. All of it crumbles until all that remains is the ground floor and a gaping entrance staring like a hollow eye at the world that used to be.

Then, just as you are about to go, you hear an unearthly scream of horror rise from the depths beneath the palace. Palace guards and courtiers start clasping their hands to their heads. They, too, scream in agony and begin writhing around on the ground. Then they begin to ...

In a home play game, read the following text

And suddenly you find yourselves back in the place from which you previously teleported.

Proceed to encounter 6a or 6b,

At a convention or a home game, read the following.

And suddenly you find yourself back in Utaa.

Go straight to Encounter 6: Utaa—Chaos In The Streets.

ENCOUNTER 6: THE END OF ALL THINGS GRAND

At this point the DM needs to recall the PCs method of transport to the Palace of Shattados. If they got there via the royal guard, then the PCs arrive back at the Royal Guard Gate House. If they got there via the rebels, then the PCs will return to the barricades. If the PCs decide to *teleport* back to Utaa under their own steam, they arrive back just inside the Utaa Gate House (no matter where they said they wanted to go). Play the section Utaa—Chaos In The Streets. A DC 10 Spellcraft check determines that everything has gone slightly screwy since the ritual of the *Scorpion Crown* was quite obviously completed. It is this same effect which prevents the PCs simply *teleporting* or using *dimension door* to directly transport themselves back to the Bath House (either before they arrive back in Utaa, or after).

The same effect is also preventing them from *flying* or *levitating*. A DC 10 Spot check has the PCs see hundreds of dead birds—all dropped to the ground, all around the streets and environs of Utaa. This is the beginning of the famine and thirst that would prevent the inhabitants from leaving, and hastily destroy the Empire of Sulm.

6A. RETURN TO ROYAL GUARD GATE HOUSE

The DM should only play this if the PCs exited from here in the first place:

It is deathly silent. The gatehouse where the royal guard once worked is deserted. The only thing that particularly catches your attention is that the gatehouse is in ruins. Every single piece of furniture has been smashed to pieces, as if twenty thousand madmen picked up every piece and personally broke it into thirty smaller pieces.

Just silence and the distant sound of scuttling like the sound of a million scorpions all headed your way ...

Ask the PCs if they are staying inside the gatehouse, or getting outside. If they choose to stay inside, then all they continue to hear is the eerie scuttling sounds. This gives them the hint to go out and investigate. Once they have

gone out into the street, proceed to the section titled Utaa—Chaos In The Streets.

6B. RETURN TO THE BARRICADES

The DM should only play this if the PCs exited from here in the first place:

It is deathly silent. The barricades where the rebels made their stand are deserted. The only thing that particularly catches your attention is that the lock up which housed the captured Captain Angau has been smashed open. He and the other prisoners have escaped. Every single piece of furniture on the barricade has been smashed to pieces, as if twenty thousand madmen picked up every piece and personally broke it into thirty smaller pieces. There is no sign of anybody. It seems that the Rebels made the decision to leave in a hurry. Either that, or they were consumed whole by something big.

Let the PCs search around if they wish. They find no clues. It seems the only thing to do now is to go back to the Bath House in Utaa City—and go home. Proceed to Utaa—Chaos In The Streets.

UTAA—CHAOS IN THE STREETS

At an appropriate moment, read or paraphrase the following description to the players:

The streets of ancient Utaa are in chaos. Some residents are running from building to building. They are being mercilessly chased, grabbed, and eaten whole by dozens of terrible scorpions. Other residents appear to be standing and watching the carnage, strangely amused. Still others are lying on the blood-soaked ground. Obviously murdered not by scorpions, but by their own friends, neighbors, or comrades.

If Princess Ulma is with the PCs, read the following. Otherwise, paraphrase so that the PCs realize themselves:

“Look.” says Princess Ulma alarmingly. “There are scorpions blocking our path. We can either fight to get through them, or we can take a short cut through the Temple of Humanities. I have friends there who may be able to help us, I’m sure.”

The PCs now have to make a big decision—quickly. Keep up the cinematic feel of this section of the adventure. Taking on the scorpions is pretty foolish (considering Ulma’s offer) and this is reflected in the scorpion encounter being slightly tougher as a combat (with higher than normal EL to APL ratio). Once the players have made a choice, proceed to either Fighting The Scorpions or The Temple of Humanities.

FIGHTING THE SCORPIONS

Depending on which way the players choose to run to the Bathhouse, use the DM Map: Ancient City Of Utaa to set up a battlefield. The scorpions round a corner of a building and be first visible to the PCs at a range of 40 feet.

Note: At no stage does any enemy creature target Ulma. It is almost as if she is being protected.

APL 2 (EL 5)

➤ **Medium Scorpions (5):** hp 13, 13, 13, 13, 13; see *Monster Manual* page 287.

APL 4 (EL 7)

➤ **Medium Scorpions (9):** hp 13, 13, 13, 13, 13, 13, 13, 13, 13; see *Monster Manual* page 287.

APL 6 (EL 9)

➤ **Large Scorpions (8):** hp 32, 32, 32, 32, 32, 32, 32, 32; see *Monster Manual* page 287.

APL 8 (EL 11)

➤ **Huge Scorpions (4):** hp 75, 75, 75, 75; see *Monster Manual* page 287.

APL 10 (EL 13)

➤ **Gargantuan Scorpions (3):** hp 150, 150, 150; see *Monster Manual* p.288.

APL 12 (EL 15)

➤ **Gargantuan Scorpions (6):** hp 150, 150, 150, 150, 150, 150; see *Monster Manual* page 287.

APL 14 (EL 17)

➤ **Colossal Scorpions (6):** hp 300, 300, 300, 300, 300, 300; see *Monster Manual* page 288.

APL 16 (EL 19)

➤ **Colossal Scorpions (12):** hp 300, 300, 300, 300, 300, 300, 300, 300, 300, 300, 300, 300; see *Monster Manual* page 288.

Tactics: These scorpions have a malicious streak. They certainly flank in order to catch their prey, as well as take attacks of opportunity when appropriate. At higher APLs, the bigger scorpions simply crush whole buildings. Describe this to the PCs.

After this battle, proceed directly to Encounter 7.

THE TEMPLE OF HUMANITIES

As you enter the Temple of Humanities, the massive numbers of people who appear to have taken shelter here overwhelms you. The head priest, Father Eordfyden, greets you. Normally, he is known for his artistic fervor and dry humor—but today his eyes are filled with tears.

“Can you please help us?” he says. “I am alone trying to heal dozens of badly wounded and dying and....” he breaks down and sobs uncontrollably.

Father Eordfyden tells the PCs that all hell broke loose in the city about five minutes ago. In that short space of time, dozens of residents have been attacked and eaten by hundreds of huge scorpions that just “appeared out of nowhere.” Residents of Utaa are now fleeing for their lives, taking cover, or lying dead in the streets.

If the PCs stay to help heal, then let them do so. There are 53 people in this temple who are still badly wounded (–1 hit point and unconscious). The wounds have mostly been caused from deep gouges by scorpion pincers. (This is revealed with a DC 10 Heal check.) Let the PCs treat one or two victims each (if they are able). A DC 15 Heal check stabilizes those who can’t get curative spells.

If the PCs decline to help, then they can leave via the back exit and will miss the final battle with XP associated with this encounter. Proceed directly to Encounter 7.

After the PCs have helped a number of victims, read or paraphrase the following:

One of the victims, himself having lost an arm, comes over to you all.

“I am Reton Wijs, brother to Feor Wijs—he who led the rebels. I was an artist and too much of a coward to join my brother on the barricades. And now I am punished for my lack of faith. Do you know what their fate is? The rebels? We have heard nothing, and they have not returned ...”

Let the PCs answer him. They may or may not know—or may be embarrassed—depending on the part they played earlier. If they admit to fighting on the side of the Royal Guard, then Reton says:

“Do not be ashamed. We all make choices believing that they are the best at the time. If only we could see into the future ...”

Then, at an appropriate moment, this happens ...

As you speak with Reton Wijs, you soon notice a large group of men and women have gathered around him—and you. They are all injured, but not dying. In fact, they have each grabbed a makeshift weapon of some kind, and there is fire in their eyes ...

“Clansman Reton will you join us? We are going outside to make a stand against the scorpions. They will not take this city from us.”

“Oh yes they will.” comes a deep, resonating voice at the entrance door of the temple. It is Captain Angau. He has arrived with a battalion of Royal Guard. “Our great King Shattados has been truly blessed. Even now, new fire burns in our blood. Those of us loyal to the King will be born again with the scorpions. And they are our brothers.”

Reton Wijs steps forward. “And what are we?”

“Our slaves!” Angau shouts.

“We will not be your slaves!” the gathered crowd replies almost in unison.

“Then, you will die. Kill them.”

And with that, the Royal Guard advances upon Wijs and the temple fighters.?

The PCs have one free round to act before actual combat begins.

At this point the PCs can run away out the back exit (toward the Bathhouse). If they do, they meet the scorpion creatures mentioned earlier (between the Temple and the Bath House). If the PCs decide to stay and help fight Angau, then read *The Fight Against The Royal Guard*. Either way, the PCs fight *something* before they get home safely.

Some PCs might decide to rejoin the Royal Guard (heavens forbid) and fight the temple defenders. If they do this, cut straight to the transformation sequence. After the transformation, the royal guards see that the PCs have not turned into manscorpions. At this point, the royal guard turns on the PCs and fight them without prejudice. If the PCs survive this, then they are free to continue to the bathhouse unhindered. Ulma, however, does not go with such heartless turncoats (in her eyes), and the PCs must to take the flower from her by force.

THE FIGHT AGAINST THE ROYAL GUARD

When the PCs have indicated that they are stopping to fight the royal guard (and defend the temple folk), read the following:

As Captain Angau and the royal guard advance upon the gathered crowd, something entirely strange, and unearthly wicked, begins to transpire. Captain Angau and his guard suddenly begin to jerk and twist unnaturally, as if being manipulated by a force outside of their control. They scream in agony, as their skin cracks, stretches, and bursts open—spraying a mixture of red blood and burst entrails on everybody in the temple. As you wipe the slime from your eyes, you see that the guards have shed their old skin, and have transformed into terrible creatures—half man, half scorpion. Their upper bodies have broadened somewhat, but still retain the general shape of humans; while their lower bodies have twisted into the misshapen form of a great scorpion—complete with pincers and stinging tail.

At almost the same moment, Reton Wijs and his temple defenders all transform into creatures of another kind. Though the transformation is not as violent, it is still beyond the control of the poor victims. This new form is vaguely humanoid. Its skin is a dull red, and it seems as if a light shines behind it. Their eyes are ivory white, and their tunics have transformed into extremely tight fitting leather armor (as if it is designed to be a

permanent part of their bodies). The temple defenders scream in agony at their transformation, but before they can do anything, they melt and sink into the sand on the floor of the Temple.

You also notice that some of the priests, including Father Eordfyden, and some of the wounded residents, have not transformed at all. They are, however, extremely distressed, and fearful for their lives.

"Well, so what 'ave we 'ere?" says the manscorpion, Angau. It seems that he has now focused on you. And you are all that's left to offer any resistance. With this, he screams violently and launches a massive attack in your direction.

The lower EL here is due to the PCs being earlier given a whole free round to act.

A DC 10 Knowledge (Core) check reveals the royal guard to be manscorpions, and the temple defenders to be asherati. Of course, if there are any asherati in the party, then they recognize their own species immediately.

Remember, at no stage do enemy creature target Ulma. It is almost as if she is being "protected".

APL 2 (EL 3)

➤ **Manscorpion Royal Guard (2):** Male manscorpion (adult); hp 19, 19; see Appendix 1.

APL 4 (EL 5)

➤ **Manscorpion Royal Guard Fighter (3):** Male manscorpion (adult) fighter 1; hp 35, 35, 35; see Appendix 1.

APL 6 (EL 7)

➤ **Manscorpion Royal Guard Fighter (2):** Male manscorpion (adult) fighter 3; hp 61, 61; see Appendix 1.

➤ **Manscorpion Royal Guard Warmage:** Male manscorpion (adult) warmage 4; hp 50; see Appendix 1.

APL 8 (EL 9)

➤ **Manscorpion Royal Guard Fighter (2):** Male manscorpion fighter 3; hp 81, 81; see Appendix 1.

➤ **Manscorpion Royal Guard Warmage:** Male manscorpion warmage 6; hp 87; see Appendix 1.

APL 10 (EL 11)

➤ **Manscorpion Royal Guard Fighter (2):** Male manscorpion fighter 5; hp 101, 101; see Appendix 1.

➤ **Manscorpion Royal Guard Warmage:** Male manscorpion warmage 8; hp 101 see Appendix 1.

APL 12 (EL 13)

➤ **Captain Angau:** Male manscorpion fighter 7; hp 134; see Appendix 1.

➤ **Manscorpion Royal Guard Fighter:** Male manscorpion fighter 7; hp 134; see Appendix 1.

➤ **Manscorpion Royal Guard Warmage:** Male manscorpion warmage 10; hp 112; see Appendix 1.

APL 14 (EL 15)

➤ **Captain Angau:** Male manscorpion fighter 7 / blackguard 3; hp 167; see Appendix 1.

➤ **Manscorpion Royal Guard Fighter:** Male manscorpion fighter 8; hp 145; see Appendix 1.

➤ **Manscorpion Royal Guard Warmage:** Male manscorpion warmage 11; hp 130; see Appendix 1.

APL 16 (EL 17)

➤ **Captain Angau:** Male manscorpion fighter 7 / blackguard 5; hp 189; see Appendix 1.

➤ **Fiendish Servant Salik:** Male fiendish dire rat animal 6; hp 38; see Appendix 1.

➤ **Manscorpion Royal Guard Fighter:** Male manscorpion fighter 10; hp 183; see Appendix 1.

➤ **Manscorpion Royal Guard Warmage:** Male Manscorpion warmage 13; hp 136; see Appendix 1.

Tactics: At all APLs the PCs get a single round of preparation while the guards are transforming into manscorpions.

At **APLs 2 to 10**, Angau orders his troops to deal with the PCs while leaving to deal with more important things. At APLs 12 to 16 he takes a personal interest.

At **APLs 2 and 4**, the guards charge the PCs and engage in melee as quickly as possible. They attack the closest person, attempting to flank if it would not result in being flanked themselves.

At **APL 6**, the two fighter guards charge the PCs and engage in melee as quickly as possible. They attack the closest person, attempting to flank if it would not result in being flanked themselves. The warmage moves to 25 feet away from the PCs and then use *magic missile*, *scorching ray* and *lesser orb of electricity* against opponents not engaged in melee. If physically threatened he casts *fireburst* or *fist of stone* depending on how many opponents threaten him. If possible he casts *blades of fire* and *whirling blade* to cast his sickle at a number of opponents.

At **APL 8**, the two fighter guards charge the PCs and engage in melee as quickly as possible. They attack the closest person, attempting to flank if it would not result in being flanked themselves. They Power Attack for full initially as all PCs appear unarmored. The warmage first attempts to isolate the front ranks casters using *sleet storm* or *stinking cloud* and then attacks the fighter's targets with ranged touch spells. If physically threatened he casts *fireburst* or *fist of stone* depending on how many opponents threaten him.

At **APL 10**, the two fighter guards charge the PCs and engage in melee as quickly as possible. They will attack the closest person, attempting to flank if it would not result in being flanked themselves. They Power Attack for full initially as all PCs appear unarmored. The warmage will first attempt to isolate the front ranks using *Evard's black tentacles* or *stinking cloud* on the ranks behind them and then will attack the fighter's targets with ranged touch spells, or *phantasmal killer* for anyone using sneak attacks. If physically threatened he will cast

fireburst or *fist of stone* depending on how many opponents threaten him.

At **APL 12**, Angau and the fighter guard charge the PCs and engage in melee as quickly as possible. Angau orders the other fighter into flank position, even if that exposes the fighter to flank attacks themselves. They Power Attack for full initially as all PCs appear unarmored. The warmage first attempts to isolate the front ranks by using *Evard's black tentacles* and *cloudkill*, or *stinking cloud* on those behind them and then attack Angau's targets with *arc of lightning* or ranged touch spells such as *orb of acid*, or use *phantasmal killer* on anyone using sneak attacks. If physically threatened he will cast *fireburst* or *fist of stone* depending on how many opponents threaten him.

At **APL 14**, Angau has pre-applied one dose of Large scorpion venom to his main falchion. He and the fighter guard charge the PCs and engage in melee as quickly as possible. Angau orders the other fighter into flank position, even if that exposes the fighter to flank attacks themselves. They Power Attack for full initially as all PCs appear unarmored. The warmage first attempts to isolate the front ranks by using *Evard's black tentacles* and *cloudkill*, or *stinking cloud* or *wall of force* on those behind them and then attacks Angau's targets with *arc of lightning* or ranged touch spells such as *orb of acid*, or uses *phantasmal killer* on anyone using sneak attacks. If physically threatened he casts *fireburst* or *fist of stone* depending on how many opponents threaten him.

At **APL 16**, Angau has pre-applied one dose of Large scorpion venom to his main falchion. He and the fighter guard charges the PCs and engage in melee as quickly as possible. Angau orders the other fighter into flank position, even if that exposes the fighter to flank attacks themselves. They Power Attack for full initially as all PCs appear unarmored. Salik, the fiendish servant attacks the same opponent as Angau and avoids being flanked. The warmage first attempts to isolate the front ranks by using *acid fog*, *Evard's black tentacles* and *blade barrier* on those behind them and then attacks Angau's targets with *arc of lightning* or ranged touch spells such as *orb of acid*, or will use *phantasmal killer* on anyone using sneak attacks. If physically threatened he casts *fireburst* or *fist of stone* depending on how many opponents threaten him.

Treasure:

APL 2: Loot—164 gp, Coin—23 gp, Magic—None.

APL 4: Loot—269 gp, Coin—0 gp, Magic—None.

APL 6: Loot—208 gp, Coin—0 gp, Magic—2x +1 *falchion* (198 gp each), +1 *studded leather* (98 gp each), *cloak of resistance* +1 (83 gp each).

APL 8: Loot—721 gp, Coin—0 gp, Magic—2x +1 *large falchion* (229 gp each), 2x *gauntlets of ogre power* (333 gp each), +1 *large studded leather* (100 gp each), *vest of resistance* +2 (333 gp each), *cloak of charisma* +2 (333 gp each).

APL 10: Loot—779 gp, Coin—0 gp, Magic—2x +1 *large falchion* (229 gp each), 2x *belt of giant strength* +4 (1333 gp each), +1 *large breastplate* (129 gp each), *cloak of charisma* +4 (1333 gp each), *ring of protection* +2 (667 gp each), *amulet of natural armor* +1 (167 gp each).

APL 12: Loot—279 gp, Coin—0 gp, Magic—2x +1 *large breastplate* (129 gp each), 2x +1 *large falchion* (229 gp each), 2x *belt of giant strength* +4 (1333 gp each), *cloak of resistance* +2 (333 gp each), 2x *potion of cure moderate wounds* (25 gp each), 2x *ring of protection* +1 (167 gp each), +1 *large full plate* (346 gp each), *cloak of resistance* +1 (83 gp each), *amulet of natural armor* +1 (167 gp each), *cloak of charisma* +4 (1333 gp each), *headband of intellect* +2 (333 gp each), *ring of protection* +2 (667 gp each).

APL 14: Loot—313 gp, Coin—0 gp, Magic—2x +1 *large breastplate* (129 gp each), 2x *belt of giant strength* +4 (1333 gp each), +1 *shocking large falchion* (729 gp each), 3x *amulet of natural armor* +1 (167 gp each), 2x *cloak of resistance* +2 (333 gp each), 2x *ring of protection* +2 (667 gp each), +1 *large falchion* (229 gp each), +1 *large full plate* (346 gp each), *potion of cure moderate wounds* (25 gp each), *ring of protection* +1 (167 gp each), *vest of resistance* +3 (750 gp each), *cloak of charisma* +4 (1333 gp each), *headband of intellect* +2 (333 gp each).

APL 16: Loot—250 gp, Coin—0 gp, Magic—3x +1 *large breastplate* (129 gp each), 2x *ring of protection* +2 (667 gp each), +1 *shocking large falchion* (729 gp each), *belt of giant strength* +6 (3000 gp each), *cloak of resistance* +2 (333 gp each), +1 *large falchion* (229 gp each), *amulet of health* +2 (333 gp each), *belt of giant strength* +4 (1333 gp each), *cloak of resistance* +3 (750 gp each), *potion of cure moderate wounds* (25 gp each), *ring of protection* +1 (167 gp each), *amulet of natural armor* +1 (167 gp each), *cloak of charisma* +6 (3000 gp each), *headband of intellect* +2 (333 gp each), *vest of resistance* +3 (750 gp each).

Detect Magic Results: +1 *falchion* (faint transmutation), +1 *large breastplate* (faint transmutation), +1 *large falchion* (faint transmutation), +1 *large full plate* (faint transmutation), +1 *large studded leather* (faint transmutation), +1 *shocking large falchion* (moderate evocation), +1 *studded leather* (faint transmutation), *amulet of health* +2 (moderate transmutation), *amulet of natural armor* +1 (faint transmutation), *belt of giant strength* +4 (moderate transmutation), *belt of giant strength* +6 (moderate transmutation), *cloak of charisma* +2 (moderate transmutation), *cloak of charisma* +4 (moderate transmutation), *cloak of charisma* +6 (moderate transmutation), *cloak of resistance* +1 (faint abjuration), *cloak of resistance* +2 (faint abjuration), *cloak of resistance* +3 (faint abjuration), *gauntlets of ogre power* (faint transmutation), *headband of intellect* +2 (moderate transmutation), *potion of cure moderate wounds* (faint conjuration), *ring of protection* +1 (faint abjuration), *ring of protection* +2 (faint abjuration), *vest of resistance* +2 (faint abjuration), *vest of resistance* +3 (faint abjuration).

AFTER THE BATTLE

Assuming the PCs win the battle against the manscorpions, read or paraphrase this at an appropriate moment:

Father Eordfyden comes slowly over to you. His face is grim and white with fear.

"Get out of here now! I can feel the change coming upon me. I do not know what I will become. Flee while you still can. And take Princess Ulma with you. She could be next. You could be next!"

"Come." Ulma says to you all, "I'll take you to the Bathhouse, but beware, the power of the flower in my hair to protect you appears to be waning. If we stay longer, you may be subject to the transformations."

And, with that, Princess Ulma strides toward the Temple exit.

Once the PCs follow Ulma, proceed directly to Encounter 7. If they do not follow immediately, describe Father Eordfyden and the other temple residents turning into a mixture of asherati and manscorpions. They start to battle each other. If the PCs still don't leave, then the building crumbles around them and they are attacked by the same scorpions they might have avoided by going through the temple. See the statistics mentioned earlier.

ENCOUNTER 7: BIG DECISIONS

Running toward the bathhouse, you realize that something beyond terrible is happening all around you in the streets of Utaa. Everywhere, residents are either contorting into horrible creatures—half-human, half-scorpion. Or they are transforming into sandlike creatures and sinking, screaming, into the ground. A few others appear unaffected, but seem to have gone completely insane. These people are grabbing whatever looks like it is worth something and are escaping at full speed from the city. Those who have turned into manscorpions are now attacking each other, as well as those escaping or caught off guard. You realize that Ulma's flower cannot protect you, or her, forever.

BACK AT THE BATH HOUSE

Back at the bathhouse, the PCs are sheltered somewhat. But suddenly, the building shakes and stonework starts to collapse around them. Through the openings to the outside, the PCs see an awesome sight: it is King Shattados. Now a Huge manscorpion. He is calling for Ulma. He wants her to join him and rule as his bride.

Ulma (if present) begs the PCs to take her with them. If she is left behind, she will be brutalized by her father and become a manscorpion herself.

The PCs must now make another choice: leave Ulma behind (but take her flower); or leave one of their own behind and take Ulma through the portal back to the future.

The most obvious way that Ulma can be brought back is if one PC stays behind in Utaa. The DM should

emphasize (DC 5 Int check) that the pool will not be "tricked". To do so is to try and trick fate itself.

If a PC is already dead, then his or her body can be returned to the future, but does not count as "living" in terms of numbers in the pool. This would leave a space for Ulma. One PC might offer to commit suicide (and then be *resurrected* later). If this is suggested, PCs should be reminded that the act of suicide is frowned upon in the LIVING GREYHAWK campaign. Killing another PC (even with their consent) is also frowned upon. If any PC does any of this, then that PC do not get Shemaya's favor.

Under no circumstances does Ulma kill herself. If any PC kills Ulma, then Ulma opts *not* to return to life (even if offered *raise dead* or *resurrection*). This angers Shemaya, and she does not give the party her favor.

If the PCs decide to take Ulma (and nobody is dead), the PC left behind eventually finds another portal in a desert oasis which takes him/her back to the future—but it costs him/her 20 TU (though the PC receives a nice reward on his/her AR for this) under the Chosen heading.

Once the players decide what to do, read the appropriate conclusion to them:

CONCLUSION

Be aware that there is a Conclusion for most players, then a separate box text conclusion that should be read aloud if one PC stayed behind in Sulm.

BRINGING BACK ULMA + FLOWER

As you return forward in time, it is not long before you find yourselves wet and spluttering at the other end of the journey—back safely in Shemaya's Tower.

When Shemaya sees young Ulma, tears come to her eyes. They both embrace, and Shemaya turns to you all and says:

"What you have done is truly heroic—but to sacrifice one of your own to return my beloved pupil and friend is beyond the call of duty. For this, you will receive my special favor."

The PCs are given the Favor of Shemaya as outlined on the AR.

Then Shemaya says: "I now release you all. Ulma shall stay here with me for a short while. Tell Karistyne that she shall come to her when the time is right. I will be in contact ..."

Then Shemaya pauses for a moment, and says, "The flower it has the power to unmake the horror of this blighted land. There is a powerful wizard who has made this place his home. I have had contact with him. His name is Rary. If you wish to leave the flower with me, I shall see that he gets it. I think he has found a way of returning the Bright Lands to their former glory."

Shemaya holds out her hand. Do you give her the flower? Or do you want to hold on to it for some other purpose?

Let the players discuss this. You should make it clear that Shemaya will not be angry if they choose to take the flower with them (for now). Shemaya says that she respects the party's decision, and that perhaps there will be another opportunity in the future. When the PCs decide, read:

Shemaya bids you goodbye, and you find yourselves standing, strangely, back on the balcony of Karistyne's Castle. As you look out over the peaks of the Abbor-Alz, you cannot help but wonder how this will all end.

The End

BRINGING BACK FLOWER (BUT NOT ULMA)

As you return forward in time, it is not long before you find yourselves wet and spluttering at the other end of the journey—back safely in Shemaya's Tower.

Shemaya tells you: "What you have done here is truly heroic. Tell Karistyne that I shall contact her some time in the future. Be prepared."

Then Shemaya pauses for a moment, and says, "The flower it has the power to unmake the horror of this blighted land. There is a powerful wizard who has made this place his home. I have had contact with him. His name is Rary. If you wish to leave the flower with me, I shall see that he gets it. I think he has found a way of returning the Bright Lands to their former glory."

Shemaya holds out her hand. Do you give her the flower? Or do you want to hold on to it for some other purpose?

Let the players discuss this. You should make it clear that Shemaya will not be angry if they choose to take the flower with them (for now). Shemaya says that she respects the party's decision, and that perhaps there will be another opportunity in the future. When the PCs decide, read:

Shemaya bids you goodbye, and you find yourselves standing, strangely, back on the balcony of Karistyne's Castle. As you look out over the peaks of the Abbor-Alz, you cannot help but wonder how this will all end.

The End

BRINGING BACK NEITHER ULMA OR THE FLOWER

As you return forward in time, it is not long before you find yourselves wet and spluttering at the other end of the journey—back safely in Shemaya's Tower.

Shemaya tells you: "You've failed to rescue both the Princess and the Last Flower. Things will be bad. Perhaps other adventurers will succeed where you have failed? Who knows?"

And with that you find yourselves standing, strangely, back on the balcony of Karistyne's Castle. As you look out over the peaks of the Abbor-Alz, you cannot help but wonder how all this will end. But all you know is that you are ashamed, and that Karistyne will not be pleased with your news.

The End

STAYED BEHIND

Your selfless act turned quickly to agony, as you realized that you must quickly escape Utaa City—or be consumed. After dodging manscorpions, huge scorpions, and insane residents bent on looting and murder, you eventually find a way to escape the city plateau, and strike out across the Utaa Plain in search of some way—somewhere—to get yourself back to the future.

After wandering for 20 weeks in the ever-encroaching desert, you come across an oasis with a beautiful blue pool of water in the centre. Standing by the oasis is a man dressed in wizardly robes. He introduces himself as Keshar, and he tells you that it was he who originally gave Shemaya the water for her pool of divination. It also seems that the oasis pool acts as a conduit, which sends those who have come via the water, back to whence they came. Overjoyed, you bid Keshar farewell, as you leap into the pool. You soon find yourself back in Shemaya's tower, and she thanks you for your selfless actions in helping return her beloved pupil.

Shemaya will then reward the PC accordingly with her favor, and send the PC back to Karistyne Castle. Be sure to remind the PC that this excursion cost him/her 20 TU (though the PC receives a nice reward on his/her AR under the Chosen heading).

The End

EXPERIENCE POINT SUMMARY

To award experience for this adventure, add up the values for the objectives accomplished. Then assign the experience award. Award the total value (objectives plus roleplaying) to each character.

Encounter 2

Defeat EITHER the Rebels OR the Royal Guard

APL 2	90 XP
APL 4	150 XP
APL 6	210 XP
APL 8	270 XP
APL 10	330 XP
APL 12	390 XP
APL 14	420 XP
APL 16	510 XP

Encounter 4

Defeat the devils in *Shattados's* Palace

APL 2	120 XP
APL 4	180 XP
APL 6	240 XP
APL 8	240 XP
APL 10	360 XP
APL 12	420 XP
APL 14	450 XP
APL 16	540 XP

Encounter 6

Defeat EITHER the Scorpions OR the Manscorpions

APL 2	120 XP
APL 4	180 XP
APL 6	240 XP
APL 8	240 XP
APL 10	360 XP
APL 12	420 XP
APL 14	450 XP
APL 16	540 XP

Story Award

Bringing both Ulma AND the Last Flower Of Sulm back to the present time

APL 2	30 XP
APL 4	30 XP
APL 6	30 XP
APL 8	150 XP
APL 10	30 XP
APL 12	30 XP
APL 14	120 XP
APL 16	30 XP

Discretionary roleplaying award

APL 2	90 XP
APL 4	135 XP
APL 6	180 XP
APL 8	225 XP
APL 10	270 XP
APL 12	315 XP

APL 14	360 XP
APL 16	405 XP

Total possible experience:

APL 2	450 XP
APL 4	675 XP
APL 6	900 XP
APL 8	1,125 XP
APL 10	1,350 XP
APL 12	1,575 XP
APL 14	1,800 XP
APL 16	2,025 XP

TREASURE SUMMARY

During an adventure, characters encounter treasure, usually finding it in the possession of their foes. Every encounter that features treasure has a "treasure" section within the encounter description, giving information about the loot, coins, and magic items that make up the encounter's treasure.

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go back to loot the bodies, and those bodies are there (i.e., not carted off by dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

The coin total is the number of gold pieces each character gains if they take the coin available. A normal adventuring party can usually gather this wealth in a round or so. If for some reason, they pass up this treasure, the coin total is subtracted from the encounter totals given below.

Next, the magic items are listed. Magic item treasure is the hardest to adjudicate, because they are varied and because characters may want to use them during the adventure. Many times characters must cast identify, analyze dweomer or similar spell to determine what the item does and how to activate it. Other times they may attempt to use the item blindly. If the magic item is consumable (a potion, scroll, magic bolts, etc.) and the item is used before the end of the adventure, its total is subtracted from the adventure totals below.

Once you have subtracted the value for unclaimed treasure from each encounter add it up and that is the number of gold pieces a characters total and coin value increase at the end of the adventure. Write the total in the GP Gained field of the adventure certificate. Because this is a Regional scenario, characters may spend additional Time Units to practice professions or create items immediately after the adventure so this total may be modified by other circumstances.

L = Looted gear from enemy; C = Coin, Gems, Jewelry, and other valuables; M = Magic Items.

Encounter 2: Joining the Royal Guard

APL 2: Loot—113 gp, Coin—0 gp, Magic—wand of *cure light wounds* (62 gp each), oil of *iron silence* (25 gp each), potion of *cure light wounds* (4 gp each), scroll of *color spray* (2 gp each), arcane scroll of *cure light wounds* (4 gp each).

APL 4: Loot—175 gp, Coin—0 gp, Magic—scroll of *obscuring mist* (2 gp each), wand of *cure moderate wounds* (375 gp each), arcane scroll of *glitterdust* (13 gp each), potion of *cure light wounds* (4 gp each); arcane scroll of *cure moderate wounds* (17 gp each), oil of *magic weapon* (4 gp each), oil of *iron silence* (25 gp each).

APL 6: Loot—150 gp, Coin—0 gp, Magic—cloak of *resistance +1* (83 gp each), wand of *cure moderate wounds* (375 gp each), oil of *magic weapon* (4 gp each), oil of *iron silence* (25 gp each), 2x potion of *cure light wounds* (4 gp each), scroll of *haste* (31 gp each), vest of *resistance +1* (83 gp each).

APL 8: Loot—71 gp, Coin—0 gp, Magic—+1 *hide* (97 gp each); wand of *cure moderate wounds* (375 gp each), +1 *greataxe* (193 gp each); oil of *iron silence* (25 gp each), +1 *studded leather* (98 gp each), potion of *cure light wounds* (4 gp each); scroll of *haste* (31 gp each); vest of *resistance +1* (83 gp each).

APL 10: Loot—112 gp, Coin—0 gp, Magic—amulet of *health +2* (333 gp each); wand of *cure serious wounds* (937 gp each), 2x cloak of *resistance +1* (83 gp each), +1 *breastplate* (112 gp each), amulet of *natural armor +1* (167 gp each), +1 *greataxe* (193 gp each), oil of *iron silence* (25 gp each), +1 *studded leather* (98 gp each), potion of *cure light wounds* (4 gp each), arcane scroll of *cure moderate wounds* (17 gp each), scroll of *haste* (31 gp each), vest of *resistance +1* (167 gp each); +1 *composite shortbow* (198 gp each).

APL 12: Loot—76 gp, Coin—0 gp, Magic—+1 *scimitar* (193 gp each), amulet of *health +2* (333 gp each), cloak of *resistance +2* (333 gp each), wand of *cure serious wounds* (937 gp each); 2x *ring of protection +1* (167 gp each), +1 *studded leather* (98 gp each), potion of *cure light wounds* (4 gp each), cloak of *charisma +2* (333 gp each), arcane scroll of *cure moderate wounds* (17 gp each), vest of *resistance +2* (333 gp each), +1 *composite shortbow* (198 gp each), +1 *breastplate* (112 gp each), amulet of *natural armor +1* (167 gp each), cloak of *resistance +1* (83 gp each), +1 *greataxe* (193 gp each), gauntlets of *ogre power* (333 gp each), potion of *cure moderate wounds* (25 gp each), oil of *iron silence* (25 gp each),

APL 14: Loot—89 gp, Coin—0 gp, Magic—+1 *beastskin dragonhide breastplate* (808 gp each); wand of *cure critical wounds* (1750 gp each); amulet of *health +2* (333 gp each); cloak of *resistance +2* (333 gp each), +1 *breastplate* (112 gp each), amulet of *natural armor +1* (167 gp each), +1 *frost greataxe* (693 gp each), cloak of *resistance +1* (83 gp each), gauntlets of *ogre power* (333 gp each), *ring of protection +1* (167 gp each), oil of *iron silence* (25 gp each), +1 *studded leather* (98 gp each), cloak of *charisma +2* (333 gp each), potion of *cure light wounds* (4 gp each); scroll of *bear's endurance* (12 gp

each); arcane scroll of *cure moderate wounds* (17 gp each), vest of *resistance +2* (333 gp each), +1 *frost composite shortbow* (698 gp each).

APL 16: Loot—89 gp, Coin—0 gp, Magic—+1 *beastskin dragonhide breastplate* (808 gp each), wand of *cure critical wounds* (1750 gp each), amulet of *health +2* (333 gp each), cloak of *resistance +4* (1333 gp each), +1 *breastplate* (112 gp each), +1 *frost greataxe* (693 gp each), amulet of *health +2* (333 gp each), belt of *giant strength +4* (1333 gp each), cloak of *resistance +2* (333 gp each), *ring of protection +1* (167 gp each); oil of *iron silence* (25 gp each), potion of *cure light wounds* (4 gp each), +1 *studded leather* (98 gp each), cloak of *charisma +4* (1333 gp each); arcane scroll of *cure moderate wounds* (17 gp each); vest of *resistance +2* (333 gp each), +1 *frost composite shortbow* (698 gp each)

Encounter 2: Joining the Rebels

APL 2: Loot—203 gp, Coin—60 gp, Magic—None.

APL 4: Loot—251 gp, Coin—60 gp, Magic—+1 *falchion* (198 gp each), cloak of *resistance +1* (83 gp each), potion of *cure moderate wounds* (25 gp each)

APL 6: Loot—176 gp, Coin—60 gp, Magic—3x +1 *breastplate* (113 gp each), 3x potion of *cure moderate wounds* (25 gp each), +1 *falchion* (198 gp each), cloak of *resistance +1* (83 gp each).

APL 8: Loot—357 gp, Coin—60 gp, Magic—3x +1 *falchion* (198 gp each), 3x cloak of *resistance +1* (83 gp each), 3x potion of *cure moderate wounds* (25 gp each), +1 *breastplate* (112 gp each); 2x potion of *barkskin* +3 (50 gp each), *ring of protection +1* (167 gp each).

APL 10: Loot—163 gp, Coin—60 gp, Magic—3x +1 *breastplate* (112 gp each), 2x +1 *falchion* (198 gp each), 3x cloak of *resistance +1* (83 gp each), 3x potion of *cure moderate wounds* (25 gp each), +1 *frost falchion* (698 gp each), amulet of *natural armor +1* (167 gp each), *ring of protection +1* (167 gp each)

APL 12: Loot—176 gp, Coin—60 gp, Magic—2x +1 *breastplate* (112 gp each); 2x +1 *falchion* (198 gp each), 2x cloak of *resistance +1* (83 gp each), 4x potion of *barkskin* +3 (50 gp each), 3x potion of *cure moderate wounds* (25 gp each); 3x *ring of protection +1* (167 gp each), +1 *frost falchion* (698 gp each), +2 *breastplate* (363 gp each); amulet of *natural armor +1* (167 gp each), cloak of *resistance +2* (333 gp each), potion of *barkskin* +5 (100 gp each); potion of *heroism* (62 gp each); potion of *neutralize poison* (62 gp each)

APL 14: Loot—188 gp, Coin—60 gp, Magic—2x +1 *breastplate* (112 gp each); 3x +1 *frost falchion* (698 gp each); 3x amulet of *natural armor +1* (167 gp each), 2x cloak of *resistance +1* (83 gp each), 3x potion of *cure moderate wounds* (25 gp each), 3x *ring of protection +1* (167 gp each), +3 *breastplate* (779 gp each), cloak of *resistance +4* (1333 gp each), gauntlets of *ogre power* (333 gp each); potion of *barkskin* +5 (100 gp each); potion of *heroism* (62 gp each)

APL 16: Loot—188 gp, Coin—60 gp, Magic—2x +1 *frost falchion* (698 gp each), 2x +2 *breastplate* (363 gp each); 2x amulet of *natural armor +1* (167 gp each); 2x cloak of *resistance +2* (333 gp each); 2x potion of *barkskin*

+5 (100 gp each); 4x potion of *cure moderate wounds* (25 gp each); 3x potion of *heroism* (62 gp each); 2x potion of *neutralize poison* (62 gp each); 3x *ring of protection +1* (167 gp each), *+1 keen frost falchion* (1531 gp each), *+3 breastplate* (779 gp each); *amulet of health +2* (333 gp each), *belt of giant strength +4* (1333 gp each), *cloak of resistance +4* (1333 gp each), *gloves of dexterity +2* (333 gp each); *ioun stone (dusty rose)* (417 gp each)

Encounter 4: Beneath the Palace

All APLs: None

Encounter 6: Fighting the Scorpions

All APLs: None

Encounter 6: The Fight Against the Royal Guard

APL 2: Loot—164 gp, Coin—23 gp, Magic—None.

APL 4: Loot—269 gp, Coin—0 gp, Magic—None.

APL 6: Loot—208 gp, Coin—0 gp, Magic—2x *+1 falchion* (198 gp each), *+1 studded leather* (98 gp each), *cloak of resistance +1* (83 gp each).

APL 8: Loot—721 gp, Coin—0 gp, Magic—2x *+1 large falchion* (229 gp each), 2x *gauntlets of ogre power* (333 gp each), *+1 large studded leather* (100 gp each), *vest of resistance +2* (333 gp each), *cloak of charisma +2* (333 gp each).

APL 10: Loot—779 gp, Coin—0 gp, Magic—2x *+1 large falchion* (229 gp each), 2x *belt of giant strength +4* (1333 gp each), *+1 large breastplate* (129 gp each), *cloak of charisma +4* (1333 gp each), *ring of protection +2* (667 gp each), *amulet of natural armor +1* (167 gp each).

APL 12: Loot—279 gp, Coin—0 gp, Magic—2x *+1 large breastplate* (129 gp each), 2x *+1 large falchion* (229 gp each), 2x *belt of giant strength +4* (1333 gp each), *cloak of resistance +2* (333 gp each), 2x *potion of cure moderate wounds* (25 gp each), 2x *ring of protection +1* (167 gp each), *+1 large full plate* (346 gp each), *cloak of resistance +1* (83 gp each), *amulet of natural armor +1* (167 gp each), *cloak of charisma +4* (1333 gp each), *headband of intellect +2* (333 gp each), *ring of protection +2* (667 gp each).

APL 14: Loot—313 gp, Coin—0 gp, Magic—2x *+1 large breastplate* (129 gp each), 2x *belt of giant strength +4* (1333 gp each), *+1 shocking large falchion* (729 gp each), 3x *amulet of natural armor +1* (167 gp each), 2x *cloak of resistance +2* (333 gp each), 2x *ring of protection +2* (667 gp each), *+1 large falchion* (229 gp each), *+1 large full plate* (346 gp each), *potion of cure moderate wounds* (25 gp each), *ring of protection +1* (167 gp each), *vest of resistance +3* (750 gp each); *cloak of charisma +4* (1333 gp each), *headband of intellect +2* (333 gp each).

APL 16: Loot—250 gp, Coin—0 gp, Magic—3x *+1 large breastplate* (129 gp each), 2x *ring of protection +2* (667 gp each), *+1 shocking large falchion* (729 gp each), *belt of giant strength +6* (3000 gp each), *cloak of resistance +2* (333 gp each), *+1 large falchion* (229 gp each), *amulet of health +2* (333 gp each), *belt of giant strength +4* (1333 gp each), *cloak of resistance +3* (750 gp each), *potion of cure moderate wounds* (25 gp each), *ring of protection +1* (167 gp each), *amulet of natural armor +1*

(167 gp each), *cloak of charisma +6* (3000 gp each), *headband of intellect +2* (333 gp each), *vest of resistance +3* (750 gp each)

Total Possible Treasure

Note: These figures assume that the PCs sided with the rebels and then fought the royal guard in encounter 6. The totals will be less for those that sided with the empire guards in encounter 2, or who either attacked the scorpions or avoided any combat in encounter 6.

APL 2: Loot: 367 gp; Coin: 83 gp; Magic: 0 gp - Total: 450 gp (max 450 gp)

APL 4: Loot: 520 gp; Coin: 60 gp; Magic: 306 gp - Total: 886 gp (max 650 gp)

APL 6: Loot: 383 gp; Coin: 60 gp; Magic: 1270 gp - Total: 1714 gp (max 900 gp)

APL 8: Loot: 1078 gp; Coin: 60 gp; Magic: 3189 gp - Total: 4327 gp (max 1,300 gp)

APL 10: Loot: 942 gp; Coin: 60 gp; Magic: 7510 gp - Total: 8512 gp (max 2,300 gp)

APL 12: Loot: 455 gp; Coin: 60 gp; Magic: 10406 gp - Total: 10921 gp (max 3,300 gp)

APL 14: Loot: 500 gp; Coin: 60 gp; Magic: 15518 gp - Total: 16079 gp (max 6,600 gp)

APL 16: Loot: 438 gp; Coin: 60 gp; Magic: 23247 gp - Total: 23746 gp (max 9,900 gp)

Special

Favor of Shemaya: As a result of gaining her gratitude, you may “Call on Shemaya” to grant you the use of the spell-like ability: *time stop*. The favor can only be called once, and the favor operates exactly like the wizard spell, *time stop*, which can be found on page 294 of the *Player's Handbook*. To use this ability, the PC simply has to clasp his/her fingers together to form a solid fist. Then, raising your hands forward in the air, you shout: “I call on the Power of Shemaya to help me in my plight.” This is a standard action that provokes an attack of opportunity. If the PC cannot speak, or is under *silence* or some other effect that prevents such magic from happening, then this favor may not be possible. Such results are left to the DM to adjudicate.

Chosen: This PC endured a number of special trials in the Sulm Empire. Apart from the loss of 20 TU, the PC gains the following special abilities:

- +4 competence bonus to Knowledge (history)
- +4 competence bonus to Knowledge (geography)
- +4 competence bonus in Survival
- +1 competence bonus to attack and damage when fighting in desert terrain
- +1 dodge bonus to AC when fighting in desert terrain

In addition this favour may have other affects in later adventures in the Blight on Bright Sands series.

ITEMS FOR THE ADVENTURE RECORD

Item Access

APL 2

- Wand of *cure light wounds* (Adventure; DMG; 750 gp)
- Oil of *iron silence* (Adventure; CV; 300 gp)

APL 4 (all of APL 2 plus the following):

- Wand of *cure moderate wounds* (Adventure; DMG; 4500 gp)

APL 6 (all of APL 2-4 plus the following):

- *Vest of resistance +1* (Adventure; CA; 1000 gp)

APL 8 (all of APLs 2-6 plus the following):

- *Vest of resistance +2* (Adventure; CA; 4000 gp)

APL 10-12 (all of APLs 2-8 plus the following):

- *+1 Frost Falchion* (Adventure; DMG; 8375 gp)
- Wand of *cure serious wounds* (Adventure; DMG; 11250 gp)
- *Cloak of resistance +2* (Adventure; DMG; 4000 gp)
- *Belt of giant strength +4* (Adventure; DMG; 16000 gp)
- *Cloak of charisma +4* (Adventure; DMG; 16000 gp)
- *Ring of protection +2* (Adventure; DMG; 8000 gp)

APL 14 (all of APLs 2-12 plus the following):

- *+1 Beastskin Dragonhide Breastplate* (Adventure; DMG; 9700 gp)
- *+1 Shocking Large Falchion* (Adventure; DMG; 8750 gp)
- *+3 Breastplate* (Adventure; DMG; 9350 gp)
- Wand of *cure critical wounds* (Adventure; DMG; 21000 gp)
- *Vest of resistance +3* (Adventure; CA; 8000 gp)

APL 16 (all of APLs 2-14 plus the following):

- *+1 Keen Frost Falchion* (Adventure; DMG; 18375 gp)
- *Cloak of resistance +4* (Adventure; DMG; 16000 gp)
- *Belt of giant strength +6* (Adventure; DMG; 36000 gp)
- *Cloak of charisma +6* (Adventure; DMG; 36000 gp)

APPENDIX 1: NPCs AND MONSTERS

ALL APLS

ENCOUNTER 4

☛ **Princess Ulma:** Female human (Flan) aristocrat 10; CR 9; Medium humanoid (human); HD 10d8+10; hp 63; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +7; Grp +7; Atk +7 (1d3 nonlethal, unarmed); Full Atk +7/+2 (1d3 nonlethal, unarmed); AL NG; SV Fort +3, Ref +5, Will +9; Str 10, Dex 10, Con 10, Int 14, Wis 14, Cha 18.

Skills and Feats: Balance +1, Diplomacy +23, Gather Information +7, Handle Animal +7, Jump +1, Knowledge (History) +7, Knowledge (Local - Core) +7, Knowledge (Nobility and Royalty) +18, Knowledge (Religion) +7, Listen +9, Perform (Sing) +9, Ride +4, Sense Motive +17, Spot +17; Alertness, Improved Toughness*, Lightning Reflexes, Negotiator, Skill Focus (Knowledge [nobility and royalty]).

Possessions: noble's outfit.

**Complete Warrior* page 101 or Appendix 2.

ENCOUNTER 2

Joining the Royal Guard

✦ **Eirin:** Male human (Flan) druid 1 ; CR 1; Medium humanoid (human); HD 1d8+2; hp 10; Init +2; Spd 30 ft.; AC 14, touch 12, flat-footed 12; Base Atk +0; Grp +0; Atk +2 ranged (1d6/x3, shortspear) or +1 melee (1d6/x3, masterwork shortspear); Full Atk +2 ranged (1d6/x3, shortspear) or +1 melee (1d6/x3, masterwork shortspear); SA spontaneously cast *summon nature's ally* spells; SQ animal companion, nature sense, wild empathy+1; AL NG; SV Fort +4, Ref +2, Will +5; Str 10, Dex 14, Con 14, Int 10, Wis 16, Cha 10.

Skills and Feats: Concentration +6 (+10 cast def), Handle Animal +7, Heal +7, Knowledge (nature) +3, Spellcraft +3, Spot +7, Survival +5; Combat Casting, Skill Focus (Handle Animal).

Druid Spells Prepared (3/2 DC 13 + spell level) 0—*cure minor wounds* (2), *flare*; 1st—*obscuring mist*, *sunstroke*.*

Possessions: heavy wooden shield, masterwork shortspear, 2 shortspears, wand of *cure light wounds* (CL 1; 50 charges), explorer's outfit.

* *Sandstorm* page 123 or Appendix 2.

✦ **Eirin's Animal Companion Luin:** Female wolf ; CR —; Medium animal; HD 2d8+4; hp 13; Init +2; Spd 50 ft.; AC 14, touch 12, flat-footed 12; Base Atk +1; Grp +2; Atk +3 melee (1d6+1, bite); Full Atk +3 melee (1d6+1, bite); SA trip; SQ: link, scent, share spells, low-light vision; AL N; SV Fort +5, Ref +5, Will +1; Str 13, Dex 15, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Jump +9, Listen +3, Move Silently +3, Spot +3; Track, Weapon Focus (Bite).

Tricks: Attack, Come, Defend, Down, Fetch, Stay, Track.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+1 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

✦ **Filean:** Male human bard 1; CR 1; Medium humanoid (human); HD 1d6+1; hp 7; Init +2; Spd 30 ft.; AC 14, touch 12, flat-footed 12; Base Atk +0; Grp +0; Atk +0 melee (1d8/19-20, longsword) or +3 ranged (1d6/x3, masterwork composite shortbow); Full Atk +0 melee (1d8/19-20, longsword) or +3 ranged (1d6/x3, masterwork composite shortbow); SQ bardic knowledge (+2), bardic music 1/day, countersong, *fascinate*, inspire courage; AL NG; SV Fort +1, Ref +4, Will +2; Str 10, Dex 14, Con 12, Int 12, Wis 10, Cha 16.

Skills and Feats: Concentration +5, Diplomacy +7, Gather Information +7, Hide +3, Move Silently +3, Perform (sing) +7, Sense Motive +4, Spellcraft +3, Tumble +6, Use Magic Device +7; Point Blank Shot, Precise Shot.

Fascinate (Sp): Can affect 1 creature for up to 1 round.

Inspire Courage (Su): +1 to saves against charm or fear effects and +1 morale bonus on attack and damage rolls.

Bard Spell Known (2; base DC = 13 + spell level): 0—*detect magic*, *light*, *message*, *prestidigitation*.

Possessions: leather armor, longsword, masterwork composite shortbow, 50 arrows, *potion of cure light wounds* (CL 1), arcane scroll of *color spray* (CL 1), arcane scroll of *cure light wounds* (CL 2), explorer's outfit.

✦ **Claud:** Male human (Flan) barbarian 1 ; CR 1; Medium humanoid (human); HD 1d12+3; hp 15; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; Base Atk +1; Grp +4; Atk +3 ranged (1d8+3/x3, composite longbow [+3]) or +6 melee (1d12+4/x3, masterwork greataxe); Full Atk +3 ranged (1d8+3/x3, composite longbow [+3]) or +6 melee (1d12+4/x3, masterwork greataxe); SA rage (1/day); SQ: illiteracy; AL NG; SV Fort +5, Ref +2, Will +0; Str 16, Dex 14, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Climb +1, Intimidate +1, Jump +4, Listen +2, Spot +1, Survival +4, Swim -2; Power Attack, Weapon Focus (greataxe).

Rage (Ex): 1/day—hp 17; AC 14, touch 10, flat-footed 12; Grp +6; Atk +8 melee (1d12+7/x3, masterwork greataxe); Full Atk +8 melee (1d12+7/x3, masterwork greataxe); SV Fort +7, Will +2; Str 20, Con 20; Climb +3, Jump +6, Swim +0; lasts 8 rounds and then fatigued.

Possessions: masterwork scale mail, masterwork great axe, composite longbow [+3], 50 arrows, *oil of iron silence** (CL 3), explorer's outfit.

* *Complete Adventurer* page 153 or Appendix 2.

Joining the Rebels

✦ **Royal Guard:** Male human (Flan) fighter 1 ; CR 1; Medium humanoid (human); HD 1d10+2; hp 12; Init +2; Spd 20 ft.; AC 18, touch 10, flat-footed 18; Base Atk +1; Grp +4; Atk +3 ranged (1d6+3/x3, composite shortbow [+3]) or +6 melee (1d6+3/x3, masterwork shortspear); Full Atk +3 ranged (1d6+3/x3, composite shortbow [+3]) or +6 melee (1d6+3/x3, masterwork shortspear); AL LN; SV Fort +4, Ref +2, Will -1; Str 16, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +2, Handle Animal +0, Intimidate +3, Jump +10, Ride +3, Survival +1; Power Attack, Scorpion's Resolve*, Weapon Focus (shortspear).

Possessions: splint mail, heavy wooden shield, masterwork shortspear, composite shortbow [+3], 50 arrows, traveler's outfit.

* *Sandstorm* page 53 or Appendix 2.

ENCOUNTER 6

✦ **Manscorpion Royal Guard:** Male adult manscorpion; CR 2; Medium monstrous humanoid; HD 3d8+6; hp 19; Init +0; Spd 40 ft.; AC 19, touch 10,

flat-footed 19; Base Atk +2; Grp +3; Atk +4 melee (1d6+1/x3, masterwork shortspear) or +1 ranged (1d8/19-20, light crossbow); Full Atk +4 melee (1d6+1/x3, masterwork shortspear) and -3 melee (1d4 plus poison, sting); or +1 ranged (1d8/19-20, light crossbow); SA poison; SQ darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +5, Ref +0, Will +0; Str 13, Dex 10, Con 14, Int 10, Wis 10, Cha 10

Skills and Feats: Climb +4, Hide +3, Jump +4, Spot +4; Endurance, Weapon Focus (shortspear).

Poison (Ex): An adult manscorpion has a poisonous sting—Injury, Fortitude DC 13, initial and secondary 1d3 Con. The save DCs are Constitution-based.

Possessions: Masterwork studded leather, masterwork heavy metal shield, masterwork shortspear, light crossbow, 20 bolts, belt pouch, 70 gp.

ENCOUNTER 2

Joining the Royal Guard

☛ **Eirin:** Male human (Flan) druid 2; CR 2; Medium humanoid (human); HD 2d8+4; hp 17; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +1; Grp +2; Atk +2 ranged (1d6/x3, shortspear) or +3 melee (1d6+1/x3, masterwork short sword); Full Atk +2 ranged (1d6/x3, shortspear) or +3 melee (1d6+1/x3, masterwork short spear); SA spontaneously cast *summon natures ally* spells; SQ animal companion, nature sense, wild empathy +4, woodland stride; AL NG; SV Fort +5, Ref +1, Will +6; Str 12, Dex 12, Con 14, Int 10, Wis 16, Cha 10

Skills and Feats: Concentration +7 (+11 cast def), Handle Animal +8, Heal +7, Knowledge (nature) +3, Ride +3, Spellcraft +5, Spot +8, Survival +5; Combat Casting, Skill Focus (Handle Animal).

Druid Spells Prepared (4/3 DC 13+spell level) 0—*create water* (2), *flare*, *resistance*; 1st—*cure light wounds*, *sunstroke** (2).

Possessions: heavy wooden shield, masterwork shortspear, 2 shortspears, *wand of cure light wounds* (CL 1; 50 charges), divine scroll of *obscuring mist* (CL 1), explorer's outfit.

** *Sandstorm* page 123 or Appendix 2.

☛ **Eirin's Animal Companion Luin:** Female Wolf; CR —; Medium animal; HD 2d8+4; hp 13; Init +2; Spd 50 ft.; AC 14, touch 12, flat-footed 12; Base Atk +1; Grp +2; Atk +3 melee (1d6+1, bite); Full Atk +3 melee (1d6+1, bite); SA trip; SQ link, scent, share spells, low-light vision; AL N; SV Fort +5, Ref +5, Will +1; Str 13, Dex 15, Con 15, Int 2, Wis 12, Cha 6

Skills and Feats: Jump +9, Listen +3, Move Silently +3, Spot +3; Track, Weapon Focus (bite).

Tricks: Attack, Come, Defend, Down, Fetch, Stay, Track.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+1 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

☛ **Filean:** Male human bard 2; CR 2; Medium humanoid (human); HD 2d6+2; hp 12; Init +2; Spd 30 ft.; AC 14, touch 12, flat-footed 12; Base Atk +1; Grp +1; Atk +2 melee (1d8/19-20, masterwork longsword) or +4 ranged (1d6/x3, masterwork composite shortbow); Full Atk +2 melee (1d8/19-20, masterwork longsword) or +4 ranged (1d6/x3, masterwork composite shortbow); SQ: bardic knowledge (+3), bardic music 2/day, countersong, fascinate, inspire courage; AL NG; SV Fort +1, Ref +5, Will +3; Str 10, Dex 14, Con 12, Int 12, Wis 10, Cha 16

Skills and Feats: Balance +4, Concentration +6, Diplomacy +10, Gather Information +8, Hide +3, Jump +2, Move Silently +3, Perform (Sing) +8, Sense Motive

+5, Speak Language +1, Spellcraft +3, Tumble +7, Use Magic Device +8; Point Blank Shot, Precise Shot.

Fascinate (Sp): Can affect 1 creature for up to 2 rounds.

Inspire Courage (Su): +1 to saves against charm or fear effects and +1 morale bonus on attack and damage rolls.

Bard Spells Known (3/1; base DC = 13 + spell level): 0—*detect magic*, *light*, *mage hand*, *message*, *prestidigitation*; 1st—*cause fear*, *sleep*.

Possessions: leather armor, masterwork longsword, masterwork composite longbow, 50 arrows, *potion of cure light wounds* (CL 1), arcane scroll of *glitterdust* (CL 3), arcane scroll of *cure moderate wounds* (CL 3), explorer's outfit.

☛ **Claud:** Male human (Flan) barbarian 2; CR 2; Medium humanoid (human); HD 2d12+6; hp 25; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 17; Base Atk +2; Grp +5; Atk +4 ranged (1d8+3/x3, composite longbow [+3]) or +7 melee (1d12+4/x3, masterwork greataxe); Full Atk +4 ranged (1d8+3/x3, composite longbow [+3]) or +7 melee (1d12+4/x3, masterwork greataxe); SA rage 1/day; SQ illiteracy, uncanny dodge; AL NG; SV Fort +6, Ref +2, Will +0; Str 16, Dex 14, Con 16, Int 8, Wis 10, Cha 8

Skills and Feats: Climb +1, Intimidate +1, Jump +5, Listen +2, Spot +2, Survival +5, Swim +2; Power Attack, Weapon Focus (greataxe).

Rage (Ex): 1/day—hp 29; AC 15, touch 10, flat-footed 15; Grp +7; Atk +9 melee (1d12+7/x3, masterwork greataxe); Full Atk +9 melee (1d12+7/x3, masterwork greataxe); SV Fort +8, Will +2; Str 20, Con 20; Climb +3, Jump +6, Swim +0; lasts 8 rounds and then fatigued.

Possessions: masterwork scale mail, masterwork great axe, composite longbow [+3], 50 arrows, *oil of iron silence** (CL 3), oil of magic weapon (CL 1), explorer's outfit.

* *Complete Adventurer* page 153 or Appendix 2.

Joining the Rebels

☛ **Royal Guard:** Male human (Flan) fighter 1; CR 1; Medium humanoid (human); HD 1d10+2; hp 12; Init +2; Spd 20 ft.; AC 18, touch 10, flat-footed 18; Base Atk +1; Grp +4; Atk +3 ranged (1d6+3/x3, composite shortbow [+3]) or +6 melee (1d6+3/x3, masterwork shortspear); Full Atk +3 ranged (1d6+3/x3, composite shortbow [+3]) or +6 melee (1d6+3/x3, masterwork shortspear); AL LN; SV Fort +4, Ref +2, Will -1; Str 16, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +2, Handle Animal +0, Intimidate +3, Jump +10, Ride +3, Survival +1; Power Attack, Scorpion's Resolve*, Weapon Focus (shortspear).

Possessions: splint mail, heavy wooden shield, masterwork shortspear, composite shortbow [+3], 50 arrows, traveler's outfit.

* *Sandstorm* page 153 or Appendix 2.

✦ **Royal Guard Sergeant:** Male human (Flan) fighter 4 ; CR 4; Medium humanoid (human); HD 4d10+12; hp 40; Init +2; Spd 20 ft.; AC 19, touch 11, flat-footed 18; Base Atk +4; Grp +7; Atk +9 melee (2d4+7/18-20, +1 *falchion*) or +6 ranged (1d6+3/x3, composite shortbow [+3]); Full Atk +9 melee (2d4+7/18-20, +1 *falchion*) or +6 ranged (1d6+3/x3, composite shortbow [+3]); AL LN; SV Fort +7, Ref +4, Will +1; Str 17, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +4, Handle Animal +0, Intimidate +6, Jump +5, Ride +3, Survival +2, Use Rope +3; Dodge, Improved Toughness*, Power Attack, Scorpion's Resolve**, Weapon Focus (Falchion), Weapon Specialization (Falchion).

Possessions: full plate, +1 *falchion*, composite shortbow [+3], 50 arrows, *cloak of resistance +1*, *potion of cure moderate wounds* (CL 3).

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

ENCOUNTER 6

✦ **Manscorpion Royal Guard Fighter:** Male adult manscorpion fighter 1; CR 3; Medium monstrous humanoid; HD 3d8 plus 1d10+16; hp 35; Init +2; Spd 30 ft.; AC 20, touch 10, flat-footed 20; Base Atk +3; Grp +7; Atk +9 melee (2d4+6/18-20, masterwork falchion) or +5 ranged (1d8+4/x3, composite longbow [+4]); Full Atk +9 melee (2d4+6/18-20, masterwork falchion) and +2 melee (1d4+2 plus poison, sting); or +5 ranged (1d8+4/x3, composite longbow [+4]); SA poison; SQ: darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +9, Ref +2, Will +1; Str 18, Dex 14, Con 18, Int 10, Wis 12, Cha 8

Skills and Feats: Spot +5; Endurance, Power Attack, Weapon Focus (Falchion).

Poison (Ex): An adult Manscorpion has a poisonous sting—Injury, Fortitude DC 15, initial and secondary 1d3 Con. The save DCs are Constitution-based.

Possessions: splint mail, masterwork falchion, composite longbow [+4], 50 arrows.

ENCOUNTER 2

Joining the Royal Guard

➤ **Eirin:** Male human (Flan) druid 3; CR 3; Medium humanoid (humanoid); HD 3d8+9; hp 27; Init +2; Spd 30 ft.; AC 14, touch 12, flat-footed 12; Base Atk +2; Grp +2; Atk +4 ranged (1d6/x3, shortspear) or +3 melee (1d6/x3, masterwork shortspear); Full Atk +4 ranged (1d6/x3, shortspear) or +3 melee (1d6/x3, masterwork shortspear); SA spontaneously cast *summon nature's ally* spells; SQ animal companion, nature sense, trackless step, wild empathy +5, woodland stride; AL NG; SV Fort +6, Ref +4, Will +7; Str 10, Dex 14, Con 14, Int 10, Wis 16, Cha 10

Skills and Feats: Concentration +8 (+12 cast def), Handle Animal +8, Heal +7, Knowledge (nature) +7, Ride +4, Spellcraft +5, Spot +8, Survival +5; Combat Casting, Improved Toughness*, Skill Focus (Handle Animal).

Spells Prepared (4/3/2 DC 13 + spell level) 0—*create water* (2), *cure minor wounds*, *resistance*; 1st—*cure light wounds*, *sunstroke*** (2); 2nd—*bear's endurance*, *bull's strength*.

Possessions: heavy wooden shield, masterwork shortspear, 2 shortspears, *cloak of resistance* +1, wand of cure moderate wounds (CL 3, 50 charges), explorer's outfit.

* *Complete Warrior* page 101 or Appendix 2

** *Sandstorm* page 123 or Appendix 2.

➤ **Eirin's Animal Companion Luin:** Female wolf; CR –; Medium animal; HD 2d8 and 2d8+4; hp 26; Init +3; Spd 50 ft.; AC 17, touch 13, flat-footed 14; Base Atk +2; Grp +4; Atk +5 (1d6+3, bite); Full Atk +5 (1d6+3, bite); SA trip; SQ evasion, link, scent, share spells, low-light vision; AL N; SV Fort +8, Ref +9, Will +1; Str 14, Dex 16, Con 15, Int 2, Wis 12, Cha 6

Skills and Feats: Jump +10, Listen +3, Move Silently +4, Spot +3; Track, Weapon Focus (bite).

Tricks: Attack (2), Come, Defend, Down, Fetch, Stay, Track.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+1 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

➤ **Fielan:** Male human bard 3; CR 3; Medium humanoid (human); HD 3d6+3; hp 17; Init +2; Spd 30 ft.; AC 14, touch 12, flat-footed 12; Base Atk +2; Grp +2; Atk +3 melee (1d8/19-20, masterwork longsword) or +5 ranged (1d6/x3, masterwork composite shortbow); Full Atk +2 melee (1d8/19-20, longsword) or +5 ranged (1d6/x3, masterwork composite shortbow), or +3/+3 ranged (1d6/x3, masterwork composite shortbow) SQ bardic knowledge (+4), bardic music 3/day, countersong, *fascinate*, inspire competence, inspire

courage; AL NG; SV Fort +3, Ref +6, Will +4; Str 10, Dex 14, Con 12, Int 12, Wis 10, Cha 16

Skills and Feats: Balance +4, Concentration +7, Diplomacy +11, Gather Information +9, Hide +3, Jump +2, Move Silently +3, Perform (sing) +9, Sense Motive +6, Speak Language +1, Spellcraft +4, Tumble +8, Use Magic Device +9; Point Blank Shot, Precise Shot, Rapid Shot.

Fascinate (Sp): Can affect 1 creature for up to 3 rounds.

Inspire Competence (Su): +2 to skill checks for up to 2 minutes

Inspire Courage (Su): +1 to saves against charm or fear effects and +1 morale bonus on attack and damage rolls.

Spells Known Bard (3/2; base DC = 13 + spell level): 0—*daze*, *detect magic*, *light*, *mage hand*, *message*, *prestidigitation*; 1st—*cause fear*, *sleep*, *Tasha's hideous laughter*.

Possessions: leather armor, masterwork longsword, masterwork composite shortbow, 50 arrows, *vest of resistance** +1, 2 *potions of cure light wounds* (CL 1), arcane scroll of *haste* (CL 5).

* *Complete Arcane* page 150 or Appendix 2.

➤ **Claid:** Male human (Flan) barbarian 3; CR 3; Medium humanoid (human); HD 3d12+9; hp 35; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 17; Base Atk +3; Grp +6; Atk +6 ranged (1d8+3/x3, masterwork composite longbow [+3]) or +8 melee (1d12+4/x3, masterwork greataxe); Full +6 ranged (1d8+3/x3, masterwork composite longbow [+3]) or +8 melee (1d12+4/x3, masterwork greataxe); SA rage 1/day; SQ illiteracy, trap sense +1, uncanny dodge; AL NG; SV Fort +6, Ref +3, Will +3; Str 16, Dex 14, Con 16, Int 8, Wis 10, Cha 8

Skills and Feats: Climb +1, Intimidate +1, Jump +6, Listen +4, Spot +2, Survival +6, Swim -2; Iron Will, Power Attack, Weapon Focus (Greataxe).

Rage (Ex): 1/day—hp 41; AC 15, touch 10, flat-footed 15; Grp +8; Atk +10 melee (1d12+7/x3, masterwork greataxe); Full Atk +10 melee (1d12+7/x3, masterwork greataxe); SV Fort +8, Will +5; Str 20, Con 20; Climb +3, Jump +6, Swim +0; lasts 8 rounds and then fatigued.

Possessions: masterwork breastplate, masterwork greataxe, masterwork composite longbow [+3], 50 arrows, oil of *magic weapon* (CL 1), oil of *iron silence** (CL 3).

* *Complete Adventurer* page 153 or Appendix 2.

Joining the Rebels

➤ **Royal Guard:** Male human (Flan) fighter 2; CR 2; Medium humanoid (human); HD 2d10+6; hp 22; Init +2; Spd 20 ft.; AC 18, touch 12, flat-footed 16; Base Atk +2; Grp +5; Atk +7 melee (2d4+4/18-20, masterwork falchion) or +4 ranged (1d6+3/x3, composite shortbow

[+3]); Full Atk +7 melee (2d4+4/18-20, masterwork falchion) or +4 ranged (1d6+3/x3, composite shortbow [+3]); AL LN; SV Fort +5, Ref +2, Will -1; Str 16, Dex 14, Con 14, Int 13, Wis 9, Cha 8

Skills and Feats: Climb +4, Handle Animal +0, Intimidate +3, Jump +4, Ride +3, Survival +1, Tumble +1; Improved Toughness*, Martial Weapon Proficiency, Power Attack, Scorpion's Resolve**, Weapon Focus (Falchion).

Possessions: +1 breastplate, masterwork falchion, composite shortbow [+3], 50 arrows, *potion of cure moderate wounds* (CL 3).

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

➤ **Royal Guard Sergeant:** Male human (Flan) fighter 6 ; CR 6; Medium humanoid (human); HD 6d10+18; hp 58; Init +2; Spd 30 ft.; AC 20, touch 12, flat-footed 18; Base Atk +6; Grp +9; Atk +11 melee (2d4+7/18-20, +1 falchion) or +9 ranged (1d6+3/x3, masterwork composite shortbow [+3]); Full Atk +11/+6 melee (2d4+7/18-20, +1 falchion) or +9/+4 ranged (1d6+3/x3, masterwork composite shortbow [+3]); AL LN; SV Fort +8, Ref +5, Will +4; Str 17, Dex 14, Con 14, Int 13, Wis 9, Cha 8

Skills and Feats: Climb +10, Handle Animal +0, Intimidate +6, Jump +7, Ride +3, Survival +2, Tumble +6, Use Rope +3; Dodge, Improved Toughness*, Iron Will, Mobility, Power Attack, Scorpion's Resolve**, Weapon Focus (falchion), Weapon Specialization (falchion).

Possessions: full plate, +1 falchion, masterwork composite shortbow [+3], 50 arrows, *cloak of resistance* +1, *potion of cure moderate wounds* (CL 3).

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

ENCOUNTER 6

➤ **Manscorpion Royal Guard Fighter :** Male adult manscorpion fighter 3 ; CR 5; Medium monstrous humanoid; HD 3d8 plus 3d10+30; hp 61; Init +2; Spd 30 ft.; AC 20, touch 10, flat-footed 20; Base Atk +5; Grp +9; Atk +11 melee (2d4+7/18-20, +1 falchion) or +7 ranged (1d8+4/x3, composite longbow [+4]); Full Atk +11 melee (2d4+7/18-20, +1 falchion) and +4 melee (1d4+2 plus poison, sting) or +7 ranged (1d8+4/x3, composite longbow [+4]); SA poison (Ex); SQ darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +10, Ref +3, Will +2; Str 18, Dex 14, Con 18, Int 10, Wis 12, Cha 8

Skills and Feats: Spot +5; Endurance, Improved Toughness*, Power Attack, Weapon Focus (Falchion).

Poison (Ex): An adult Manscorpion has a poisonous sting—Injury, Fortitude DC 15, initial and secondary 1d3 Con. The save DCs are Constitution-based.

Possessions: splint mail, +1 falchion, composite longbow [+4], 50 arrows.

* *Complete Warrior* page 101 or Appendix 2.

➤ **Manscorpion Royal Guard Warmage:** Male adult manscorpion warmage* 4 ; CR 5; Medium monstrous humanoid; HD 3d8 plus 4d6+21; hp 50; Init +1; Spd 40 ft.; AC 19, touch 11, flat-footed 18; Base Atk +4; Grp +4; Atk +5 melee (1d8, masterwork morningstar) or +5 melee (1d6, masterwork sickle) or +6 ranged (1d8/19-20, masterwork light crossbow); Full Atk +5 melee (1d8, masterwork morningstar) and -1 (1d4, sting) or +5 melee (1d6, masterwork sickle) and -1 (1d4 plus poison, *sting) or +6 ranged (1d8/19-20, masterwork light crossbow); SA poison; SQ: armored mage (light), warmage edge, darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +8, Ref +3, Will +5; Str 11, Dex 13, Con 16, Int 14, Wis 10, Cha 16

Skills and Feats: Climb +4, Hide +5, Jump +4, Spot +4; Armor Proficiency (light), Endurance, Shield Proficiency, Simple Weapon Proficiency, Spell Focus (evocation).

Advanced Learning (Ex): At 3rd, 6th, 11th, and 16th level, a warmage can add a new spell to his list, representing the result of personal study and experimentation. The spell must be a wizard spell of the evocation school, and of a level no higher than that of the highest-level spell the warmage already knows. Once a new spell is selected, it is forever added to that warmage's spell list and can be cast just like any other spell on the warmage's list. At 3rd-level this warmage has chosen *shatter*.

Armored Mage (Ex): Normally, armor of any type interferes with a spellcaster's gestures, which can cause spells to fail (if those spells have somatic components). A warmage's limited focus and specialized training, however, allows him to avoid arcane spell failure as long as he sticks to light armor and light shields. This training does not extend to medium or heavier armors, nor to heavy shields. Nor does this ability apply to spells gained from a different spellcasting class.

At 8th level, a warmage learns to use medium armor with no chance of arcane spell failure.

Poison (Ex): An adult Manscorpion has a poisonous sting.—Injury, Fortitude DC 14, initial and secondary 1d3 Con. The save DCs are Constitution-based.

Warmage Edge (Ex): A warmage is specialized in dealing damage with his spells. Whenever a warmage cast a spell that deals hit point damage, he adds his Intelligence bonus (+2) to the damage dealt.

Warmage Spells Known (6/7/4; base DC = 13 + spell level): 0—*acid splash*, *disrupt undead*, *light*, *ray of frost*; 1st—*accuracy*[†], *burning hands*, *chill touch*, *fist of stone*[†], *hail of stone*[†], *magic missile*, *lesser orb of acid*[†], *lesser orb of cold*[†], *lesser orb of electricity*[†], *lesser orb of fire*[†], *lesser orb of sound*[†], *shocking grasp*, *Tenser's floating disk*, *true strike*; 2nd—*Melf's acid arrow*, *blades of fire*[†], *continual flame*, *fire trap*, *fireburst*[†], *flaming sphere*, *ice knife*[†], *pyrotechnics*, *scorching ray*, *shatter*, *whirling blade*[†].

Possessions: +1 studded leather, masterwork morningstar, masterwork sickle, masterwork light

crossbow, 50 bolits, *vest of resistance*** +1, 2 pieces of jade (each worth 5 gp).

**Complete Arcane* page 10 or Appendix 2; furthermore those spells on the warmage's spell list marked with a superscript "†" are found in Chapter 4 of *Complete Arcane* or in Appendix 2 of this adventure.

***Complete Arcane* page 150 or Appendix 2.

ENCOUNTER 2

Joining the Royal Guard

☛ **Eirin:** Male human (Flan) druid 5; CR 5; Medium humanoid (human); HD 5d8+15; hp 43; Init +2; Spd 20 ft.; AC 18, touch 12, flat-footed 16; Base Atk +3; Grp +3; Atk +4 melee (1d6/x3, masterwork shortspear) or +6 ranged (1d6/x3, masterwork shortspear); Full Atk +4 melee (1d6/x3, masterwork shortspear) or +6 ranged (1d6/x3, masterwork shortspear); SQ animal companion, nature sense, resist nature's lure, trackless step, wild empathy +7, wild shape 1/day, woodland stride; AL NG; SV Fort +7, Ref +4, Will +8; Str 10, Dex 14, Con 14, Int 10, Wis 17, Cha 10.

Skills and Feats: Concentration +10 (+14 cast def), Handle Animal +9, Heal +7, Knowledge (nature) +9, Ride +4, Spellcraft +8, Spot +10, Survival +5; Combat Casting, Improved Toughness*, Skill Focus (Handle Animal).

Prepared Spells (5/4/3/2; DC 13 + spell level) 0—*create water* (2), *flare*, *resistance*; 1st—*cure light wounds* (2), *sunstroke*** (2); 2nd—*bear's endurance*, *bull's strength*, *fog cloud*; 3rd—*nature's favor*, *sleet storm*.

Possessions: +1 *hide armor*, heavy wooden shield, 3 masterwork shortspears, *cloak of resistance* +1, *wand of cure moderate wounds* (CL 3; 50 charges), explorer's outfit.

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 123 or Appendix 2.

☛ **Eirin's Animal Companion Luin:** Female leopard; CR –; Medium animal; HD 3d8+6; hp 19; Init +4; Spd 40 ft., climb 20 ft.; AC 15, touch 14, flat-footed 11; Base Atk +2; Grp +5; Atk +5 melee (1d6+3, bite) or +0 melee (1d3+1, claw); Full Atk +6 melee (1d6+3, bite) or +1 melee (1d3+1, 2 claws); SA improved grab, pounce, rake; SQ low-light, scent; AL N; SV Fort +5, Ref +7, Will +2; Str 16, Dex 19, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Balance +12, Climb +11, Hide +8, Jump +15, Listen +6, Move Silently +8, Spot +6; Alertness, Weapon Finesse.

Tricks: Attack (2), Come, Defend, Down, Fetch, Stay, Track.

Improved Grab (Ex): To use this ability, a leopard must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking and attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

Pounce (Ex): If a leopard charges a foe, it can make a full attack including two rake attacks.

Rake (Ex): Attack bonus +6 melee, damage 1d3+1.

☛ **Filean:** Male human bard 5; CR 5; Medium humanoid (human); HD 5d6+5; hp 27; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; Base Atk +3; Grp +3; Atk +4 melee (1d8/19-20, masterwork longsword), or +6 ranged (1d6/x3, masterwork composite shortbow);

Full Atk +4 melee (1d8/19-20, masterwork longsword), or +6 ranged (1d6/x3, masterwork composite shortbow), or +4/+4 ranged (1d6/x3, masterwork composite shortbow; SQ bardic knowledge (+6), bardic music 5/day, countersong, *fascinate*, inspire competence, inspire courage; AL NG; SV Fort +3, Ref +7, Will +5; Str 10, Dex 14, Con 12, Int 12, Wis 10, Cha 17.

Skills and Feats: Balance +4, Concentration +9, Diplomacy +13, Gather Information +11, Hide +3, Jump +2, Move Silently +3, Perform (sing) +11, Sense Motive +8, Speak Language +1, Spellcraft +6, Tumble +10, Use Magic Device +11; Point Blank Shot, Precise Shot, Rapid Shot.

Fascinate (Sp): Can affect 2 creatures for up to 5 rounds.

Inspire Competence (Su): +2 to skill checks for up to 2 minutes.

Inspire Courage (Su): +1 to saves against charm or fear effects and +1 morale bonus on attack and damage rolls.

Spells Known Bard (3/4/2; base DC = 13 + spell level): 0—*daze*, *detect magic*, *light*, *mage hand*, *message*, *prestidigitation*; 1st—*cause fear*, *grease*, *Tasha's hideous laughter*, *sleep*; 2nd—*glitterdust*, *silence*, *suggestion*.

Possessions: +1 *studded leather*, masterwork longsword, masterwork composite shortbow, 50 arrows, *vest of resistance* +1*, *potion of cure light wounds* (CL 1), arcane scroll of *haste* (CL 5), explorer's outfit.

* *Complete Arcane* page 150 or Appendix 2.

☛ **Claid:** Male human (Flan) barbarian 5; CR 5; Medium humanoid; HD 5d12+15; hp 55; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 17; Base Atk +5; Grp +8; Atk +10 melee (1d12+5/x3, +1 *greataxe*) or +7 ranged (1d8+3/x3, composite longbow [+3]); Full Atk +10 melee (1d12+5/x3, +1 *greataxe*) or +7 ranged (1d8+3/x3, composite longbow [+3]); SA rage 2/day; SQ illiteracy, improved uncanny dodge, trap sense +1; AL NG; SV Fort +7, Ref +3, Will +3; Str 17, Dex 14, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Climb +3, Intimidate +1, Jump +8, Listen +5, Spot +3, Survival +8; Iron Will, Power Attack, Weapon Focus (greataxe).

Rage (Ex): 2/day—hp 65; AC 15, touch 10, flat-footed 15; Grp +10; Atk +12 melee (1d12+7/x3, +1 *greataxe*); Full Atk +12 melee (1d12+7/x3, +1 *greataxe*); SV Fort +9, Will +5; Str 21, Con 20; Climb +3, Jump +10; lasts 8 rounds and then fatigued.

Possessions: masterwork breastplate, +1 *greataxe*, composite longbow [+3], 50 arrows, oil of *iron silence** (CL 3), explorer's outfit.

* *Complete Adventurer* page 153 or Appendix 2.

Joining the Rebels

➤ **Royal Guard:** Male human (Flan) fighter 4; CR 4; Medium humanoid (human); HD 4d10+12; hp 40; Init +2; Spd 20 ft.; AC 19, touch 11, flat-footed 18; Base Atk +4; Grp +7; Atk +9 melee (2d4+7/18-20, +1 *falchion*) or +6 ranged (1d6+3/x3, composite shortbow [+3]); Full Atk +9 melee (2d4+7/18-20, +1 *falchion*) or +6 ranged (1d6+3/x3, composite shortbow [+3]); AL LN; SV Fort +7, Ref +4, Will +1; Str 17, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +4, Handle Animal +0, Intimidate +6, Jump +5, Ride +3, Survival +2, Use Rope +3; Dodge, Improved Toughness*, Power Attack, Scorpion's Resolve*, Weapon Focus (falchion), Weapon Specialization (falchion).

Possessions: full plate, +1 falchion, composite shortbow [+3], 50 arrows, *cloak of resistance* +1, *potion of cure moderate wounds* (CL 3), traveler's outfit.

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

➤ **Royal Guard Sergeant:** Male human (Flan) fighter 8; CR 8; Medium humanoid (human); HD 8d10+24; hp 76; Init +2; Spd 20 ft.; AC 19, touch 13, flat-footed 17; Base Atk +8; Grp +12; Atk +12 melee (2d4+9/18-20, +1 *falchion*) or +11 ranged (1d6+4/x3, masterwork composite shortbow [+4]); Full Atk +14/+9 melee (2d4+9/18-20, +1 *falchion*) or +11/+6 ranged (1d6+4/x3, masterwork composite shortbow [+4]); AL LN; SV Fort +9, Ref +5, Will +4; Str 18, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +9, Handle Animal +0, Intimidate +10, Jump +2, Ride +3, Survival +2, Tumble +6, Use Rope +3; Combat Expertise, Dodge, Improved Toughness*, Iron Will, Mobility, Power Attack, Scorpion's Resolve*, Weapon Focus (falchion), Weapon Specialization (falchion).

Possessions: +1 breastplate, +1 falchion, masterwork composite shortbow [+4], 50 arrows, *ring of protection* +1, *potion of cure moderate wounds* (CL 3), 2 *potions of barkskin* (CL 5), traveler's outfit.

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

ENCOUNTER 6

➤ **Manscorpion Royal Guard Fighter:** Male Adult manscorpion fighter 3; CR 7; Large monstrous humanoid; HD 6d8+3d10+36; hp 81; Init +2; Spd 35 ft.; AC 25, touch 10, flat-footed 24; Base Atk +8; Grp +20; Atk +18 melee (2d6+13/18-20, +1 *Large falchion*) or +9 ranged (2d6+4/x3, Large composite longbow [+4]); Full Atk +17/+12 melee (2d6+13/18-20, +1 *Large falchion*) and +10 (1d6+4 plus poison, sting) or +9/+4 ranged (2d6+4/x3, Large composite longbow [+4]); SA poison; SQ darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +11, Ref +3, Will +2; Str 26, Dex 14, Con 18, Int 10, Wis 12, Cha 8.

Skills and Feats: Jump +6, Spot +9; Diehard, Endurance, Power Attack, Scorpion's Resolve*, Weapon Focus (Falchion).

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 17, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Possessions: Large full plate, +1 *Large falchion*, Large composite longbow [+4], 50 Large arrows, *gauntlets of ogre power*.

* *Sandstorm* page 53 or Appendix 2.

➤ **Royal Guard Warmage:** Male manscorpion warmage* 6; CR 7; Large monstrous humanoid; HD 6d8 plus 6d6+36; hp 87; Init +2; Spd 50 ft.; AC 22, touch 11, flat-footed 20; Base Atk +8; Grp +15; Atk +8 ranged (2d6/19-20, Large masterwork light crossbow) or +8 melee (2d6+3, Large morningstar); Full Atk +8/+3 melee (2d6+3, Large morningstar) and +5 (1d6+1 plus poison, sting); or +8/+3 ranged (2d6/19-20, Large masterwork light crossbow); SA poison, warmage edge; SQ: darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +11, Ref +6, Will +7; Str 17, Dex 14, Con 16, Int 14, Wis 10, Cha 18.

Skills and Feats: Climb +7, Concentration +24, Jump +11, Spellcraft +5, Spot +4; Diehard, Endurance, Point Blank Shot, Precise Shot.

Advanced Learning (Ex): At 3rd, 6th, 11th, and 16th level, a warmage can add a new spell to his list, representing the result of personal study and experimentation. The spell must be a wizard spell of the evocation school, and of a level no higher than that of the highest-level spell the warmage already knows. Once a new spell is selected, it is forever added to that warmage's spell list and can be cast just like any other spell on the warmage's list. At 3rd-level this warmage has chosen *shatter*; at 6th-level he's chosen *wind wall*.

Armored Mage (Ex): Normally, armor of any type interferes with a spellcaster's gestures, which can cause spells to fail (if those spells have somatic components). A warmage's limited focus and specialized training, however, allows him to avoid arcane spell failure as long as he sticks to light armor and light shields. This training does not extend to medium or heavier armors, nor to heavy shields. Nor does this ability apply to spells gained from a different spellcasting class.

At 8th level, a warmage learns to use medium armor with no chance of arcane spell failure.

Poison (Ex): A manscorpion has a poisonous sting. Injury—Fortitude DC 16, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Warmage Edge (Ex): A warmage is specialized in dealing damage with his spells. Whenever a warmage cast a spell that deals hit point damage, he adds his Intelligence bonus (+2) to the damage dealt.

Warmage Spells Known (6/7/6/4; base DC = 14 + spell level): 0—*acid splash*, *disrupt undead*, *light*, *ray of frost*; 1st—*accuracy*[†], *burning hands*, *chill touch*, *fist of stone*[‡], *hail of stone*[‡], *magic missile*, *lesser orb of acid*[‡], *lesser orb of cold*[‡], *lesser orb of electricity*[‡], *lesser orb of fire*[‡], *lesser orb of sound*[‡], *shatter*, *shocking grasp*, *true*

strike; 2nd—*Melf's acid arrow*, *blades of fire*[†], *continual flame*, *fire trap*, *fireburst*[†], *flaming sphere*, *ice knife*[†], *pyrotechnics*, *scorching ray*, *shatter*, *whirling blade*[†]; 3rd—*fire shield*, *fireball*, *flame arrow*, *gust of wind*, *ice storm*, *lightning bolt*, *poison*, *ring of blades*[†], *sleet storm*, *stinking cloud*, *wind wall*.

Possessions: +1 *Large studded leather*, Large morningstar, Large masterwork light crossbow, 50 Large crossbow bolts, *vest of resistance* +2**, 2 pieces of jade (each worth 5 gp).

**Complete Arcane* page 10 or Appendix 2; furthermore those spells on the warmage's spell list marked with a superscript "†" are found in Chapter 4 of *Complete Arcane* or in Appendix 2 of this adventure.

** *Complete Arcane* page 150 or Appendix 2.

ENCOUNTER 2

Joining the Royal Guard

➤ **Eirin:** Male human (Flan) druid 7 / Beastmaster 1; CR 8; Medium humanoid (human); HD 7d8 plus 1d10+32; hp 76; Init +2; Spd 30 ft.; AC 14, touch 12, flat-footed 12; Base Atk +6; Grp +6; Atk +7 melee (1d6/x3, masterwork shortspear) or +9 ranged (1d6/x3, masterwork shortspear); Full Atk +7/+2 melee (1d6/x3, masterwork shortspear) or +9/+4 ranged (1d6/x3, masterwork shortspear); SA spontaneously cast *summon nature's ally* spells; SQ animal companion, nature sense, resist nature's lure, trackless step, wild empathy +10, wild shape 3/day, woodland stride; AL NG; SV Fort +11, Ref +7, Will +10; Str 10, Dex 14, Con 16, Int 10, Wis 18, Cha 10.

Skills and Feats: Concentration +14 (+18 cast def), Handle Animal +10, Heal +8, Knowledge (nature) +12, Listen +6, Ride +4, Spellcraft +10, Spot +16, Survival +11; Alertness, Combat Casting, Improved Toughness*, Natural Spell, Skill Focus (Handle Animal).

Prepared Spells (6/5/4/3/2 DC 14 + spell level) 0—*cure minor wounds* (2), *flare*, *resistance*; 1st—*cure light wounds* (2), *faerie fire*, *sunstroke*** (2); 2nd—*bear's endurance*, *bull's strength*, *fog cloud*, *owl's wisdom*; 3rd—*dominate animal*, *nature's favor*, *sleet storm*; 4th—*arc of lightning****, *flame strike*.

Possessions: heavy wooden shield, 3 masterwork short spears, *cloak of resistance +1*, *amulet of health +2*, *wand of cure serious wounds* (CL 5, 50 charges), explorer's outfit.

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 123 or Appendix 2.

*** *Complete Arcane* page 97 or Appendix 2.

➤ **Eirin's Animal Companion Luin:** Female dire lion; CR —; Large animal; HD 8d8+24; hp 60; Init +2; Spd 40 ft.; AC 15, touch 11, flat-footed 13; Base Atk +6; Grp +17; Atk +13 (1d6+7, claw); Full Atk +13 (1d6+7, 2 claws) and +7 (1d8+3, bite); SA improved grab, pounce, rake; SQ: link, scent, share spells, low-light vision; AL N; SV Fort +9, Ref +8, Will +7; Str 25, Dex 15, Con 17, Int 2, Wis 12, Cha 10.

Skills and Feats: Jump +11, Listen +7, Move Silently +6, Spot +7; Alertness, Run, Weapon Focus (claw).

Tricks: Attack (2), Come, Defend, Down, Fetch, Stay, Track.

Improved Grab (Ex): To use this ability, a dire lion must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

Pounce (Ex): If a dire lion charges, it can make a full attack including two rake attacks.

Rake (Ex): Attack bonus +12 melee, damage 1d6+3.

➤ **Filean:** Male human bard 8; CR 8; Medium humanoid; HD 8d6+8; hp 42; Init +2; Spd 20 ft.; AC 16, touch 12, flat-footed 14; Base Atk +6; Grp +6; Atk +9 ranged (1d6+1/x3, +1 *composite shortbow*) or +7 melee (1d8/19-20, masterwork longsword); Full Atk +9/+4 ranged (1d6+1/x3, +1 *composite shortbow*) or +7/+2/+7 ranged (1d6+1/x3, +1 *composite shortbow*), or +7/+2 melee (1d8/19-20, masterwork longsword); SQ: bardic knowledge (+9), bardic music 8/day, countersong, *fascinate*, inspire competence, inspire courage, *suggestion*; AL NG; SV Fort +4, Ref +9, Will +7; Str 10, Dex 14, Con 12, Int 12, Wis 10, Cha 18

Skills and Feats: Concentration +12, Diplomacy +15, Gather Information +12, Hide +1, Move Silently +1, Perform (sing) +15, Sense Motive +11, Speak Language +1, Spellcraft +12, Tumble +10, Use Magic Device +15; Lingering Song*, Point Blank Shot, Precise Shot, Rapid Shot.

Fascinate (Sp): Can affect 3 creatures for up to 8 rounds.

Inspire Competence (Su): +2 to skill checks for up to 2 minutes

Inspire Courage (Su): +2 to saves against charm or fear effects and +2 morale bonus on attack and damage rolls.

Suggestion (Sp): Will DC 18 negates - does not count against bardic music uses

Bard Spells Known (3/4/4/2; base DC = 14 + spell level): 0—*daze*, *detect magic*, *light*, *mage hand*, *message*, *prestidigitation*; 1st—*cause fear*, *grease*, *Tasha's hideous laughter*, *sleep*; 2nd—*alter self*, *glitterdust*, *silence*, *suggestion*; 3rd—*confusion*, *dispel magic*, *haste*.

Possessions: +1 studded leather armor, masterwork longbow, +1 *composite short bow*, 50 arrows, *vest of resistance +1***, *potion of cure light wounds* (CL 1), *arcane scroll of haste* (CL 5), *arcane scroll of cure moderate wounds* (CL 4).

* *Complete Adventurer* page 111 or Appendix 2.

** *Complete Arcane* page 150 or Appendix 2.

➤ **Claid:** Male human (Flan) barbarian 8; CR 8; Medium humanoid (human); HD 8d12+32; hp 93; Init +2; Spd 30 ft.; AC 19, touch 12, flat-footed 19; Base Atk +8; Grp +12; Atk +14 melee (1d12+7/x3, +1 *greataxe*) +11 ranged (1d8+3/x3, masterwork composite longbow [+3]); Full Atk +14/+9 melee (1d12+7/x3, +1 *greataxe*) or +11/+6 ranged (1d8+3/x3, masterwork composite longbow [+3]); SA rage 2/day; SQ illiteracy, improved uncanny dodge, trap sense +2; AL NG; SV Fort +10, Ref +5, Will +5; Str 18, Dex 14, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Climb +4, Intimidate +2, Jump +12, Listen +5, Spot +5, Survival +11; Improved Toughness*, Iron Will, Power Attack, Weapon Focus (greataxe).

Rage (Ex): 2/day—hp 109; AC 17, touch 10, flat-footed 17; Grp +14; Atk +16 melee (1d12+10/x3, +1 *greataxe*); Full Atk +16/+11 melee (1d12+10/x3, +1 *greataxe*); SV Fort +12, Will +7; Str 22, Con 20; Climb

+6, Jump +14; lasts 8 rounds and then fatigued.

Possessions: +1 *breastplate*, +1 *greataxe*, masterwork composite longbow [+3], 50 arrows, *cloak of resistance* +1, oil of *iron silence** (CL 3), explorer's outfit.

Joining the Rebels

➤ **Royal Guard:** Male human (Flan) fighter 6; CR 6; Medium humanoid (human); HD 6d10+18; hp 58; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 16; Base Atk +6; Grp +9; Atk +11 melee (2d4+7/18-20, +1 *falchion*) or +9 ranged (1d6+3/x3, masterwork composite shortbow [+3]); Full Atk +11/+6 melee (2d4+7/18-20, +1 *falchion*) or +9/+4 ranged (1d6+3/x3, masterwork composite shortbow [+3]); AL LN; SV Fort +8, Ref +5, Will +4; Str 17, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +7, Handle Animal +0, Intimidate +6, Jump +2, Ride +3, Survival +2, Tumble +3, Use Rope +3; Dodge, Improved Toughness*, Iron Will, Mobility, Power Attack, Scorpion's Resolve**, Weapon Focus (falchion), Weapon Specialization (falchion).

Possessions: +1 *breastplate*, +1 *falchion*, composite shortbow [+3], 50 arrows, *cloak of resistance* +1, *potion of cure moderate wounds* (CL 3).

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

➤ **Royal Guard Sergeant:** Male human (Flan) fighter 10; CR 10; Medium humanoid (human); HD 10d10+30; hp 94; Init +2; Spd 20 ft.; AC 20, touch 13, flat-footed 18; Base Atk +10; Grp +14; Atk +17 melee (2d4+9 plus 1d6 cold/18-20, +1 *frost falchion*) or +13 ranged (1d6+4/x3, masterwork composite shortbow [+4]); Full Atk +17/+12 melee (2d4+9 plus 1d6 cold/18-20, +1 *frost falchion*) or +13/+8 ranged (1d6+4/x3, masterwork composite shortbow [+4]); AL LN; SV Fort +10, Ref +6, Will +5; Str 18, Dex 14, Con 14, Int 13, Wis 9, Cha 8

Skills and Feats: Climb +11, Handle Animal +0, Intimidate +12, Jump +0, Ride +3, Survival +4, Tumble +5, Use Rope +3; Combat Expertise, Dodge, Elusive Target*, Greater Weapon Focus (falchion), Improved Toughness**, Iron Will, Mobility, Power Attack, Scorpion's Resolve***, Weapon Focus (falchion), Weapon Specialization (falchion).

Possessions: +1 *breastplate*, +1 *frost falchion*, masterwork composite shortbow [+2], 50 arrows, *ring of protection* +1, *amulet of natural armor* +1, *cloak of resistance* +1, *potion of cure moderate wounds* (CL 3), traveler's outfit.

* *Complete Warrior* page 110 or Appendix 2.

** *Complete Warrior* page 101 or Appendix 2.

*** *Sandstorm* page 53 or Appendix 2.

ENCOUNTER 6

➤ **Manscorpion Royal Guard Fighter:** Male manscorpion fighter 5; CR 9; Large monstrous humanoid; HD 6d8 plus 5d10+44; hp 101; Init +2; Spd 35 ft.; AC 25, touch 10, flat-footed 24; Base Atk +10; Grp

+23; Atk +20 melee (2d6+14/18-20, +1 *Large falchion*) or +12 ranged (1d8+4/x3, Large masterwork composite shortbow [+4]); Full Atk +20/+15 melee (2d6+14/18-20, +1 *Large falchion*) and +13 (1d6+4 plus poison, sting); or +12/+7 ranged (1d8+4/x3, Large masterwork composite shortbow [+2]); SA poison; SQ darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +12, Ref +3, Will +2; Str 28, Dex 14, Con 18, Int 10, Wis 12, Cha 8.

Skills and Feats: Intimidate +1, Jump +7, Spot +11; Cleave, Diehard, Endurance, Power Attack, Scorpion's Resolve*, Weapon Focus (Falchion).

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 17, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Possessions: Large full plate, +1 *Large falchion*, Large masterwork composite shortbow [+4], 50 Large arrows, belt of giants strength +4.

* *Sandstorm* page 53 or Appendix 2.

➤ **Manscorpion Royal Guard Warmage:** Male manscorpion warmage* 8; CR 9; Large monstrous humanoid; HD 6d8 plus 8d6+42; hp 101; Init +2; Spd 35 ft.; AC 26, touch 13, flat-footed 24; Base Atk +9; Grp +16; Atk +9 melee (2d6+3, Large morningstar) or +9 ranged (2d6/19-20, Large masterwork light crossbow); Full Atk +9/+4 melee (2d6+3, Large morningstar) and +6 (1d6+1 plus poison, sting); or +9/+4 ranged (2d6/19-20, Large masterwork light crossbow); SA poison, warmage edge; SQ: armored mage (medium), darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +9, Ref +4, Will +6; Str 17, Dex 14, Con 16, Int 14, Wis 10, Cha 20

Skills and Feats: Climb +4, Concentration +26, Spellcraft +11, Spot +4; Diehard, Endurance, Point Blank Shot, Precise Shot, Sudden Empower^{B**}.

Advanced Learning (Ex): At 3rd, 6th, 11th, and 16th level, a warmage can add a new spell to his list, representing the result of personal study and experimentation. The spell must be a wizard spell of the evocation school, and of a level no higher than that of the highest-level spell the warmage already knows. Once a new spell is selected, it is forever added to that warmage's spell list and can be cast just like any other spell on the warmage's list. At 3rd-level this warmage has chosen *shatter*; at 6th-level he's chosen *wind wall*.

Armored Mage (Ex): Normally, armor of any type interferes with a spellcaster's gestures, which can cause spells to fail (if those spells have somatic components). A warmage's limited focus and specialized training, however, allows him to avoid arcane spell failure as long as he sticks to light armor and light shields. This training does not extend to medium or heavier armors, nor to heavy shields. Nor does this ability apply to spells gained from a different spellcasting class.

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 16, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Warmage Edge (Ex): A warmage is specialized in dealing damage with his spells. Whenever a warmage cast a spell that deals hit point damage, he adds his Intelligence bonus (+2) to the damage dealt.

Warmage Spells Known (6/8/7/6/4; base DC = 15 + spell level): *acid splash*, *disrupt undead*, *light*, *ray of frost*; 1st—*accuracy*[†], *burning hands*, *chill touch*, *fist of stone*[†], *hail of stone*[†], *magic missile*, *lesser orb of acid*[†], *lesser orb of cold*[†], *lesser orb of electricity*[†], *lesser orb of fire*[†], *lesser orb of sound*[†], *shatter*, *shocking grasp*, *true strike*; 2nd—*Melf's acid arrow*, *blades of fire*[†], *continual flame*, *fire trap*, *fireburst*[†], *flaming sphere*, *ice knife*[†], *pyrotechnics*, *scorching ray*, *shatter*, *whirling blade*[†]; 3rd—*fire shield*, *fireball*, *flame arrow*, *gust of wind*, *ice storm*, *lightning bolt*, *poison*, *ring of blades*[†], *sleet storm*, *stinking cloud*, *wind wall*; 4th—*Evard's black tentacles*, *blast of flame*[†], *contagion*, *orb of acid*[†], *orb of cold*[†], *orb of electricity*[†], *orb of fire*[†], *orb of force*[†], *orb of sound*[†], *phantasmal killer*, *shout*, *wall of fire*.

Possessions: +1 *Large breastplate*, *Large morningstar*, *Large masterwork light crossbow*, 50 *Large bolts*, *cloak of charisma +4*, *ring of protection +2*, *amulet of natural armor +1*, 2 pieces of jade (each worth 5 gp).

**Complete Arcane* page 10 or Appendix 2; furthermore those spells on the warmage's spell list marked with a superscript "†" are found in Chapter 4 of *Complete Arcane* or in Appendix 2 of this adventure.

** *Complete Arcane* page 83 or Appendix 2.

ENCOUNTER 2

Joining the Royal Guard

➤ **Eirin:** Male human (Flan) druid 9 / beastmaster1; CR 10; Medium humanoid (human); HD 9d8 plus 1d10+40; hp 94; Init +2; Spd 20 ft.; AC 17, touch 12, flat-footed 15; Base Atk +7; Grp +7; Atk +8 melee (1d6+1/18-20, +1 *scimitar*) or +8 melee (1d6/x3, masterwork shortspear) or +10 ranged (1d6/x3, masterwork shortspear); Full Atk +8/+3 melee (1d6+1/18-20, +1 *scimitar*) or +8/+3 melee (1d6/x3, masterwork shortspear) or +10/+5 ranged (1d6/x3, masterwork shortspear); SA spontaneously cast *summon nature's ally* spells; SQ animal companion, nature sense, resist nature's lure, trackless step, venom immunity, wild empathy +12, wild shape 3/day, woodland stride; AL NG; SV Fort +13, Ref +9, Will +12; Str 10, Dex 14, Con 16, Int 10, Wis 18, Cha 10.

Skills and Feats: Concentration +16 (+20 cast def), Handle Animal +8, Heal +8, Knowledge (nature) +15, Listen +9, Ride +4, Spellcraft +12, Spot +18, Survival +11; Alertness, Combat Casting, Fast Wildshape*, Improved Toughness**, Natural Spell, Skill Focus (Handle Animal).

Druid Spells Prepared (6/5/5/4/3/1; DC 14 + spell level) 0th—*create water* (2), *cure minor wounds* (2), *flare*, *resistance*; 1st—*cure light wounds* (3), *faerie fire*, *sunstroke****; 2nd—*bear's endurance* (2), *bull's strength* (2), *owl's wisdom*; 3rd—*cure moderate wounds*, *dominate animal*, *sleet storm*, *vigor*, *mass lesser****; 4th—*air walk*, *dispel magic*, *flame strike*; 5th—*animal growth*.

Possessions: Masterwork hide armor, heavy wooden shield, +1 *scimitar*, 2 masterwork shortspears, *amulet of health* +2, *cloak of resistance* +2, *wand of cure serious wounds* (CL 5; 50 charges), explorer's outfit.

* *Complete Divine* page 81 or Appendix 2.

** *Complete Warrior* page 101 or Appendix 2.

*** *Sandstorm* page 123 or Appendix 2.

**** *Complete Divine* page 186 or Appendix 2.

➤ **Eirin's Animal Companion Luin:** Female elephant; CR —; Huge animal; HD 11d8+55; hp 115; Init +0; Spd 40 ft.; AC 15, touch 8, flat-footed 15; Base Atk +8; Grp +26; Atk +16 (2d8+15, gore); Full Atk +16 (2d6+10, slam) and +11 (2d6+5, 2 stamps) or +16 (2d8+15, gore); SA trample 2d8+15; SQ link, low-light vision, scent, share spells; AL N; SV Fort +12, Ref +7, Will +8; Str 30, Dex 10, Con 21, Int 2, Wis 13, Cha 7.

Skills and Feats: Jump +14, Listen +15, Spot +10; Alertness, Endurance, Iron Will, Skill Focus (Listen).

Tricks: Attack (2), Come, Defend, Down, Fetch, Stay, Track.

Trample (Ex): Reflex half DC 25. The save DC is Strength-based.

➤ **Filean:** Male human bard 10 ; CR 10; Medium humanoid (human); HD 10d6+10; hp 52; Init +2; Spd 30 ft.; AC 17, touch 13, flat-footed 15; Base Atk +7; Grp

+7; Atk +11 ranged (1d6+1/x3, +1 *composite shortbow*) or +8 melee (1d8+1/19-20, +1 *longsword*) or +8 melee (1d8, morningstar); Full Atk +11/+6 ranged (1d6+1/x3, +1 *composite shortbow*), or +9/+5/+9 ranged (1d6+1/x3, +1 *composite shortbow*), or +8/+3 melee (1d8+1/19-20, +1 *longsword*) or +7/+2 melee (1d8, morningstar); SQ bardic knowledge (+11), bardic music 10/day, countersong, *fascinate*, inspire competence, inspire courage, inspire greatness, *suggestion*; AL NG; SV Fort +6, Ref +11, Will +9; Str 10, Dex 14, Con 12, Int 12, Wis 10, Cha 20.

Skills and Feats: Balance +9, Concentration +14, Diplomacy +16, Gather Information +13, Hide +4, Jump +2, Move Silently +4, Perform (sing) +18, Sense Motive +13, Speak Language +1, Spellcraft +14, Tumble +14, Use Magic Device +18; Lingering Song*, Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (Shortbow).

Fascinate (Sp): Can affect 3 creatures for up to 8 rounds.

Inspire Competence (Su): +2 to skill checks for up to 2 minutes

Inspire Courage (Su): +2 to saves against charm or fear effects and +2 morale bonus on attack and damage rolls.

Inspire Greatness (Su): Character or 1 willing ally gains 2 bonus HD (2d10 + 2*Con Hp), +2 competence bonus on attack rolls, and +1 competence bonus on Fortitude saves.

Suggestion (Sp): Will DC 20 negates - does not count against bardic music uses

Bard Spells Known (3/5/4/3/1; base DC = 15 + spell level): 0—*daze*, *detect magic*, *light*, *mage hand*, *message*, *prestidigitation*; 1st—*cause fear*, *grease*, *Tasha's hideous laughter*, *sleep*; 2nd—*alter self*, *glitterdust*, *silence*, *suggestion*; 3rd—*confusion*, *dispel magic*, *haste*, *tormenting thirst****; 4th—*dimension door*, *greater invisibility*.

Possessions: +1 *studded leather*, +1 *longsword*, morningstar, +1 *composite shortbow*, 50 arrows, *cloak of charisma* +2, *vest of resistance* +2*, *arcane scroll of cure moderate wounds* (CL 4), explorer's outfit.

* *Complete Adventurer* page 111 or Appendix 2.

** *Sandstorm* page 124 or Appendix 2.

*** *Complete Arcane* page 150 or Appendix 2.

➤ **Claid:** Male human (Flan) barbarian 10 ; CR 10; Medium humanoid (human); HD 10d12+40; hp 115; Init +2; Spd 30 ft.; AC 20, touch 13, flat-footed 20; Base Atk +10; Grp +15; Atk +17 melee (1d12+8/19-20/x3, +1 *greataxe*) or +13 ranged (1d8+3/x3, masterwork composite longbow [+3]); Full Atk +17/+12 melee (1d12+8/19-20/x3, +1 *greataxe*) or +13/+8 ranged (1d8+3/x3, masterwork composite longbow [+3]); SA rage; SQ illiteracy, improved uncanny dodge, trap sense+3; AL NG; SV Fort +11, Ref +6, Will +6; Str 20, Dex 14, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Climb +5, Intimidate +2, Jump +15, Listen +8, Spot +6, Survival +13; Improved Critical

(greataxe), Improved Toughness*, Iron Will, Martial Weapon Proficiency, Power Attack, Weapon Focus (greataxe).

Age (Ex): 3/day—hp 135; AC 18, touch 11, flat-footed 18; Grp +17; Atk +19 melee (1d12+11/19-20/x3, +1 greataxe); Full Atk +16/+11 melee (1d12+11/19-20/x3, +1 greataxe); SV Fort +13, Will +8; Str 24, Con 20; Climb +7, Jump +17; lasts 8 rounds and then fatigued. *Possessions:* +1 breastplate, +1 greataxe, masterwork composite longbow [+3], 50 arrows, *cloak of resistance +1*, *gauntlets of ogre power*, *potion of cure moderate wounds* (CL 3), *oil of iron silence*** (CL 3), explorer's outfit.

* *Complete Warrior* page 101 or Appendix 2.

** *Complete Adventurer* page 153 or Appendix 2.

Joining the Rebels

➤ **Royal Guard:** Male human (Flan) fighter 8; CR 8; Medium humanoid (human); HD 8d10+24; hp 76; Init +2; Spd 20 ft.; AC 19, touch 13, flat-footed 17; Base Atk +8; Grp +12; Atk +14 melee (2d4+9/18-20, +1 falchion) or +11 ranged (1d6+4/x3, masterwork composite shortbow [+4]); Full Atk +14/+9 melee (2d4+9/18-20, +1 falchion) or +11/+6 ranged (1d6+4/x3, masterwork composite shortbow [+4]); AL LN; SV Fort +9, Ref +5, Will +4; Str 18, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +9, Handle Animal +0, Intimidate +10, Jump +2, Ride +3, Survival +2, Tumble +6, Use Rope +3; Combat Expertise, Dodge, Improved Toughness, Iron Will, Mobility, Power Attack, Scorpion's Resolve*, Weapon Focus (falchion), Weapon Specialization (falchion).

Possessions: +1 breastplate, +1 falchion, masterwork composite shortbow [+4], 50 arrows, *ring of protection +1*, *cloak of resistance +3*, 2 *potions of barkskin* (CL 5), *potion of cure moderate wounds* (CL 3), traveler's outfit.

* *Sandstorm* page 53 or Appendix 2.

➤ **Royal Guard Sergeant:** Male human (Flan) fighter 12; CR 12; Medium humanoid (human); HD 12d10+36; hp 112; Init +2; Spd 20 ft.; AC 21, touch 13, flat-footed 19; Base Atk +12; Grp +16; Atk +19 melee (2d4+11 plus 1d6 frost/18-20, +1 frost falchion) or +15 ranged (1d6+4/x3, masterwork composite shortbow [+4]); Full Atk +19/+14/+9 melee (2d4+11 plus 1d6 cold/18-20, +1 frost falchion) or +15/+10/+5 ranged (1d6+4/x3, masterwork composite shortbow [+4]); AL LN; SV Fort +12, Ref +8, Will +7; Str 19, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +12, Handle Animal +0, Intimidate +14, Jump +1, Ride +3, Survival +5, Tumble +6, Use Rope +3; Combat Expertise, Dodge, Elusive Target*, Greater Weapon Focus (falchion), Greater Weapon Specialization (falchion), Improved Toughness**, Iron Will, Mobility, Power Attack, Scorpion's Resolve***, Spring Attack, Weapon Focus (falchion), Weapon Specialization (falchion).

Possessions: +2 breastplate, +1 frost falchion, masterwork composite shortbow [+4], 50 arrows, *cloak*

of resistance +2, *ring of protection +1*, *potion of barkskin* (CL 9), *potion of cure moderate wounds* (CL 3), *potion of heroism* (CL 5), *potion of neutralize poison* (CL 5), traveler's outfit.

* *Complete Warrior* page 110 or Appendix 2.

** *Complete Warrior* page 101 or Appendix 2.

*** *Sandstorm* page 53 or Appendix 2.

ENCOUNTER 6

➤ **Captain Angau:** Male manscorpion fighter 7; CR 11; Large monstrous humanoid; HD 6d8 plus 7d10+65; hp 134; Init -1; Spd 35 ft.; AC 22, touch 9, flat-footed 22; Base Atk +12; Grp +25; Atk +22 melee (2d6+14/18-20, +1 Large falchion) or +11 ranged (1d8+4/x3, Large masterwork composite shortbow [+4]); Full Atk +22/+17/+12 melee (2d6+14/18-20, +1 Large falchion) and +15 (1d4+4 plus poison, sting); or +11/+6/+1 ranged (1d8+4/x3, Large masterwork composite shortbow [+4]); SA poison; SQ darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +15, Ref +3, Will +6; Str 29, Dex 8, Con 18, Int 10, Wis 14, Cha 12.

Skills and Feats: Climb +10, Hide +1, Knowledge (Religion) +2, Spot +6; Cleave, Diehard, Endurance, Improved Sunder, Improved Toughness*, Power Attack, Scorpion's Resolve**, Weapon focus (falchion).

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 17, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Possessions: +1 Large breastplate, +1 Large falchion, Large masterwork composite shortbow [+4], 50 Large arrows, *ring of protection +1*, *cloak of resistance +2*, *potion of cure moderate wounds* (CL 3).

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

➤ **Manscorpion Royal Guard Fighter:** Male manscorpion fighter 7; CR 11; Large monstrous humanoid; HD 6d8 plus 7d10+65; hp 134; Init +2; Spd 35 ft.; AC 27, touch 11, flat-footed 26; Base Atk +12; Grp +25; Atk +22 melee (2d6+14/18-20, +1 Large falchion) or +14 ranged (1d8+4/x3, Large masterwork composite shortbow [+4]); Full Atk +22/+17/+12 melee (2d6+14/18-20, +1 Large falchion) and +15 (1d6+4 plus poison, sting); or +14/+9/+4 ranged (1d8+4/x3, Large masterwork composite shortbow [+4]); SA poison; SQ: darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +14, Ref +5, Will +4; Str 29, Dex 14, Con 18, Int 10, Wis 12, Cha 8.

Skills and Feats: Intimidate +4, Jump +8, Spot +12; Cleave, Diehard, Endurance, Improved Sunder, Improved Toughness*, Scorpion's Resolve**, Weapon Focus (falchion).

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 17, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Possessions: Large full plate, +1 Large falchion, Large masterwork composite shortbow [+4], 50 Large arrows, *ring of protection +1*, *cloak of resistance +2*, *potion of cure moderate wounds* (CL 3).

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

➤ **Manscorpion Royal Guard Warmage:** Male manscorpion warmage* 10; CR 11; Large monstrous humanoid; HD 6d8 plus 10d6+48; hp 115; Init +2; Spd 35 ft.; AC 26, touch 13, flat-footed 24; Base Atk +10; Grp +17; Atk +10 ranged (2d6/19-20, Large masterwork light crossbow) or +10 melee (2d6+3, Large morningstar); Full Atk +10/+5 melee (2d6+3, Large morningstar) and +7 (1d6+1 plus poison, sting); or +10/+5 ranged (1d8/19-20, Large masterwork light crossbow); SA poison; SQ armored mage (medium), darkvision 60 ft., tremorsense 60 ft., warmage edge, tremorsense; AL CE; SV Fort +10, Ref +5, Will +7; Str 17, Dex 14, Con 16, Int 16, Wis 10, Cha 21.

Skills and Feats: Climb +4, Concentration +28, Spellcraft +18, Spot +4; Diehard, Endurance, Point Blank Shot, Precise Shot, Sudden Empower^{B**}, Sudden Enlarge^{B***}, Weapon Focus (ray).

Advanced Learning (Ex): At 3rd, 6th, 11th, and 16th level, a warmage can add a new spell to his list, representing the result of personal study and experimentation. The spell must be a wizard spell of the evocation school, and of a level no higher than that of the highest-level spell the warmage already knows. Once a new spell is selected, it is forever added to that warmage's spell list and can be cast just like any other spell on the warmage's list. At 3rd-level this warmage has chosen *shatter*; at 6th-level he's chosen *wind walk*; at 11th-level he's chosen *wall of force*.

Armored Mage (Ex): Normally, armor of any type interferes with a spellcaster's gestures, which can cause spells to fail (if those spells have somatic components). A warmage's limited focus and specialized training, however, allows him to avoid arcane spell failure as long as he sticks to light armor and light shields. This training does not extend to medium or heavier armors, nor to heavy shields. Nor does this ability apply to spells gained from a different spellcasting class.

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 16, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Warmage Edge (Ex): A warmage is specialized in dealing damage with his spells. Whenever a warmage cast a spell that deals hit point damage, he adds his Intelligence bonus (+3) to the damage dealt.

Warmage Spells Known (6/8/7/7/6/4; base DC = 15 + spell level): 0—*accuracy*[†], *burning hands*, *chill touch*, *fist of stone*[†], *hail of stone*[†], *magic missile*, *lesser orb of acid*[†], *lesser orb of cold*[†], *lesser orb of electricity*[†], *lesser orb of fire*[†], *lesser orb of sound*[†], *shatter*, *shocking grasp*, *true strike*; 2nd—*Melf's acid arrow*, *blades of fire*[†], *continual flame*, *fire trap*, *fireburst*[†], *flaming sphere*, *ice knife*[†], *pyrotechnics*, *scorching ray*, *shatter*, *whirling blade*[†]; 3rd—*fire shield*, *fireball*, *flame arrow*, *gust of wind*, *ice storm*, *lightning bolt*, *poison*, *ring of blades*[†], *sleet storm*, *stinking cloud*, *wind walk*; 4th—*Evard's black tentacles*, *blast of flame*[†], *contagion*, *orb of acid*[†], *orb of cold*[†], *orb of electricity*[†], *orb of fire*[†], *orb of force*[†], *orb of sound*[†], *phantasmal killer*, *shout*, *wall of fire*;

5th—*arc of lightning*[†], *cloudkill*, *cone of cold*, *mass fire shield*[†], *greater fireburst*[†], *flame strike*, *prismatic ray*[†], *wall of force*.

Possessions: +1 Large breastplate, Large morningstar, Large masterwork light crossbow, 50 Large bolts, *cloak of charisma* +4, *headband of intellect* +2, *ring of protection* +2, 2 pieces of jade (each worth 5 gp).

**Complete Arcane* page 10 or Appendix 2; furthermore those spells on the warmage's spell list marked with a superscript "†" are found in Chapter 4 of *Complete Arcane* or in Appendix 2 of this adventure.

** *Complete Arcane* page 83 or Appendix 2.

*** *Miniatures Handbook* page 28 or Appendix 2.

ENCOUNTER 2

Joining the Royal Guard

➤ **Eirin:** Male human (Flan) druid 11 / beastmaster1; CR 12; Medium humanoid (human); HD 11d8 plus 1d10+48; hp 112; Init +2; Spd 20 ft.; AC 20, touch 12, flat-footed 18; Base Atk +9; Grp +9; Atk +10 melee (1d6+1/18-20, +1 scimitar) or +10 melee (1d6/x3, masterwork shortspear) or +12 ranged (1d6/x3, masterwork shortspear); Full Atk +10/+5 melee (1d6+1/18-20, +1 scimitar) or +10/+5 melee (1d6/x3, masterwork shortspear) or +12/+7 ranged (1d6/x3, masterwork shortspear); SA spontaneously cast *summon nature's ally* spells; SQ animal companion, nature sense, resist nature's lure, trackless step, venom immunity, wild empathy +14, wild shape, woodland stride; AL NG; SV Fort +14, Ref +9, Will +13; Str 10, Dex 14, Con 16, Int 10, Wis 19, Cha 10.

Skills and Feats: Concentration +21 (+25 cast def), Handle Animal +11, Heal +8, Knowledge (nature) +18, Listen +6, Ride +4, Spellcraft +15, Spot +20, Survival +11; Alertness, Combat Casting, Fast Wildshape*, Improved Toughness**, Natural Spell, Skill Focus (Concentration), Skill Focus (Handle Animal).

Druid Spells Prepared (6/6/5/5/4/2/1; DC 14 + spell level) 0—*cure minor wounds* (2), *detect magic*, *guidance*, *know direction*, *light*; 1st—*cure light wounds* (3), *faerie fire*, *sunstroke**** (2); 2nd—*bull's strength* (2), *cat's grace*, *fog cloud*, *summon swarm*; 3rd—*cure moderate wounds* (2), *dominate animal*, *nature's favor*****, *mass lesser vigor******, 4th—*air walk*, *arc of lightning******, *flame strike* (2); 5th—*animal growth*, *baleful polymorph*; 6th—*mass bear's endurance*.

Possessions: +1 beaustskin dragonhide breastplate; heavy wooden shield, +1 scimitar, 2 masterwork shortspears, *amulet of health* +2, *cloak of resistance* +2, *wand of cure critical wounds* (CL 5; 50 charges), explorer's outfit.

* *Complete Divine* page 81 or Appendix 2.

** *Complete Warrior* page 101 or Appendix 2.

*** *Sandstorm* page 123 or Appendix 2.

**** *Complete Divine* page 170 (Errata) or Appendix 2.

***** *Complete Divine* page 186 or Appendix 2.

***** *Complete Arcane* page 97.

➤ **Eirin's Animal Companion Luin:** Female elephant; CR – ; Huge animal; HD 11d8 plus 2d8+55; hp 123; Init +0; Spd 40 ft.; AC 17, touch 8, flat-footed 17; Base Atk +9; Grp +27; Atk +17 (2d6+10, slam); Full Atk +17 (2d6+10, slam) and +12 (2d6+5, 2 stamps); or +17 (2d8+15, gore); SA trample 2d8+15; SQ: evasion, link, low-light vision, scent, share spells; AL N; SV Fort +15, Ref +10, Will +8; Str 31, Dex 11, Con 21, Int 2, Wis 13, Cha 7

Skills and Feats: Jump +14, Listen +15, Spot +10; Alertness, Endurance, Iron Will, Skill Focus (Listen).

Trample (Ex): Reflex half DC 26. The save DC is Strength-based.

➤ **Filean:** Male human bard 12 ; CR 12; Medium humanoid (human); HD 12d6+12; hp 62; Init +2; Spd 20 ft.; AC 16, touch 12, flat-footed 14; Base Atk +9; Grp +9; Atk +13 ranged (1d6+1 plus 1d6 cold/x3, +1 *frost composite shortbow*) or +10 melee (1d8+1/19-20, +1 *longsword*) or +9 melee (1d8, morningstar); Full Atk +13/+8 ranged (1d6+1 plus 1d6 cold/x3, +1 *frost composite shortbow*) or +11/+6/+11 ranged (1d6+1 plus 1d6 cold/x3, +1 *frost composite shortbow*), or +9/+4 melee (1d8+1/19-20, +1 *longsword*) or +9/+4 melee (1d8, morningstar); SQ bardic knowledge (+13), bardic music 12/day, countersong, *fascinate*, inspire competence, inspire courage, inspire greatness, *suggestion*; AL NG; SV Fort +7, Ref +12, Will +10; Str 10, Dex 14, Con 12, Int 12, Wis 10, Cha 21 .

Skills and Feats: Balance +6, Concentration +14, Diplomacy +16, Gather Information +13, Hide +1, Move Silently +1, Perform (sing) +18, Sense Motive +13, Speak Language +1, Spellcraft +14, Tumble +11, Use Magic Device +18; Lingering Song*, Point Blank Shot, Precise Shot, Rapid Shot, Spell Focus (enchantment), Weapon Focus (shortbow).

Fascinate (Sp): Can affect 4 creatures for up to 12 rounds.

Inspire Competence (Su): +2 to skill checks for up to 2 minutes

Inspire Courage (Su): +2 to saves against charm or fear effects and +2 morale bonus on attack and damage rolls.

Inspire Greatness (Su): Character or 2 willing allies gains 2 bonus HD (2d10 + 2*Con Hp), +2 competence bonus on attack rolls, and +1 competence bonus on Fortitude saves.

Suggestion (Sp): Will DC 21 negates - does not count against Bardic Music uses

Bard Spells Known (3/5/4/4/3/; base DC = 15 + spell level): 0th—*daze*, *detect magic*, *light*, *mage hand*, *message*, *prestidigitation*; 1st—*cause fear*, *grease*, *sleep*, *Tasha's hideous laughter*; 2nd—*alter self*, *glitterdust*, *silence*, *suggestion*; 3rd—*confusion*, *dispel magic*, *haste*, *tormenting thirst**, 4th—*dimension door*, *dominate person*, *greater invisibility*.

Possessions: +1 studded leather armor, +1 *longsword*, *morningstar*, +1 *frost composite shortbow*, 50 arrows, *cloak of charisma* +2, *vest of resistance* +2***, *potion of cure light wounds* (CL 1), *arcane scroll of cure moderate wounds* (CL 4), *arcane scroll of bear's endurance* (CL 3), explorer's outfit.

* *Complete Adventurer* page 111 or Appendix 2.

** *Sandstorm* page 124 or Appendix 2.

*** *Complete Arcane* page 150 or Appendix 2.

➤ **Claid:** Male human (Flan) barbarian 12; CR 12; Medium humanoid (human); HD 12d12+48; hp 137; Init +2; Spd 30 ft.; AC 20, touch 13, flat-footed 20; Base Atk +12; Grp +17; Atk +19 melee (1d12+8 plus 1d6 cold/19-20/x3, +1 *frost greataxe*) or +15 ranged (1d8+3/x3, masterwork composite longbow [+3]); Full

Atk +19/+14/+9 melee (1d12+8 plus 1d6 cold/19-20/x3, +1 *frost greataxe*) or +15/+10/+5 ranged (1d8+3/x3, masterwork composite longbow [+3]); SA greater rage; SQ: illiteracy, improved uncanny dodge, trap sense +4; AL NG; SV Fort +12, Ref +7, Will +7; Str 21, Dex 14, Con 16, Int 8, Wis 10, Cha 8.

Skills and Feats: Climb +5, Intimidate +2, Jump +17, Listen +10, Spot +7, Survival +15; Combat Reflexes, Improved Critical (greataxe), Improved Toughness*, Iron Will, Power Attack, Weapon Focus (greataxe).

Greater Rage (Ex): 4/day—hp 175; AC 18, touch 11, flat-footed 18; Grp +20; Atk +22 melee (1d12+13 plus 1d6 cold/19-20/x3, +1 *frost greataxe*); Full Atk +22/+17/+12 melee (1d12+13 plus 1d6 cold/19-20/x3, +1 *frost greataxe*); SV Fort +15, Will +10; Str 27, Con 22; Climb +8, Jump +20; lasts 9 rounds and then fatigued.

Possessions: +1 *breastplate*, +1 *frost greataxe*, masterwork composite longbow [+3], 50 arrows, *amulet of natural armor* +1, *cloak of resistance* +1, *gauntlets of ogre power*, *ring of protection* +1, *oil of iron silence***, explorer's outfit.

* *Complete Warrior* page 101 or Appendix 2.

** *Complete Adventurer* page 153 or Appendix 2.

Joining the Rebels

➤ **Royal Guard:** Male human (Flan) fighter 10 ; CR 10; Medium humanoid (human); HD 10d10+30; hp 94; Init +2; Spd 20 ft.; AC 20, touch 13, flat-footed 18; Base Atk +10; Grp +14; Atk +17 melee (2d4+9 plus 1d6 cold/18-20, +1 *frost falchion*) or +13 ranged (1d6+4/x3, masterwork composite shortbow [+4]); Full Atk +17/+12 melee (2d4+9 plus 1d6 cold/18-20, +1 *frost falchion*) or +13/+8 ranged (1d6+4/x3, masterwork composite shortbow [+4]); AL LN; SV Fort +10, Ref +6, Will +5; Str 18, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +11, Handle Animal +0, Intimidate +12, Jump +0, Ride +3, Survival +4, Tumble +5, Use Rope +3; Combat Expertise, Dodge, Elusive Target*, Greater Weapon Focus (falchion), Improved Toughness**, Iron Will, Mobility, Power Attack, Scorpion's Resolve***, Weapon Focus (falchion), Weapon Specialization (falchion).

Possessions: +1 *breastplate*, +1 *frost falchion*, masterwork composite shortbow [+4], 50 arrows, *cloak of resistance* +1, *ring of protection* +1, *potion of cure moderate wounds* (CL 3), traveler's outfit.

* *Complete Warrior* page 110 or Appendix 2.

** *Complete Warrior* page 101 or Appendix 2.

*** *Sandstorm* page 53 or Appendix 2.

➤ **Royal Guard Sergeant:** Male human (Flan) fighter 14 ; CR 14; Medium humanoid (human); HD 14d10+42; hp 130; Init +2; Spd 20 ft.; AC 22, touch 13, flat-footed 20; Base Atk +14; Grp +19; Atk +22 melee (2d4+12 plus 1d6 cold/18-20, +1 *frost falchion*) or +17 ranged (1d6+4/x3, masterwork composite shortbow [+4]); Full Atk +22/+17/+12 melee (2d4+12 plus 1d6 cold/18-20, +1 *frost falchion*) or +17/+12/+7 ranged (1d6+4/x3, masterwork composite shortbow [+4]); AL

LN; SV Fort +15, Ref +10, Will +9; Str 21, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +15, Handle Animal +0, Intimidate +16, Jump +2, Ride +3, Survival +6, Tumble +7, Use Rope +3; Combat Expertise, Dodge, Elusive Target*, Greater Weapon Focus (falchion), Greater Weapon Specialization (falchion), Improved Toughness**, Iron Will, Mobility, Power Attack, Scorpion's Resolve***, Spring Attack, Weapon Focus (falchion), Weapon Specialization (falchion), Whirlwind Attack.

Possessions: +3 *breastplate*, +1 *frost falchion*, masterwork composite shortbow [+4], 50 arrows, *cloak of resistance* +4, *gauntlets of ogre power*, *ring of protection* +1, *potion of barkskin* (CL 12), *potion of cure moderate wounds* (CL 3), *potion of heroism* (CL 5), traveler's outfit.

* *Complete Warrior* page 110 or Appendix 2.

** *Complete Warrior* page 101 or Appendix 2.

*** *Sandstorm* page 53 or Appendix 2.

ENCOUNTER 6

➤ **Captain Angau:** Male manscorpion fighter 7 / blackguard 3; CR 14; Large monstrous humanoid; HD 6d8 plus 7d10 plus 3d10+80; hp 167; Init +0; Spd 35 ft.; AC 24, touch 11, flat-footed 24; Base Atk +15; Grp +29; Atk +25 melee (2d6+16 plus 1d6 electric/18-20, +1 *Large shock falchion*) or +15 ranged (1d8+4/x3, Large masterwork composite shortbow [+4]); Full Atk +25/+20/+15 melee (2d6+16 plus 1d6 electric/18-20, +1 *Large shock falchion*) and +19 (1d6+5 plus poison, sting); or +15/+10/+5 ranged (1d8+4/x3, Large masterwork composite shortbow [+4]); SA command undead, poison, smite good 1/day; SQ aura of despair, aura of evil, dark blessing, darkvision 60 ft., *detect good*, tremorsense 60 ft.; AL CE; SV Fort +19, Ref +8, Will +8; Str 30, Dex 10, Con 18, Int 8, Wis 14, Cha 12.

Skills and Feats: Climb +11, Concentration +7, Hide +0, Knowledge (religion) +1, Spot +6; Cleave, Diehard, Endurance, Improved Sunder, Improved Toughness*, Lightning Reflexes, Power Attack, Scorpion's Resolve**, Weapon Focus (falchion).

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 16, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Aura of Evil (Ex): The power of a blackguard's aura of evil (see the *detect evil* spell) is equal to his class level plus his cleric level, if any.

Detect Good (Sp): At will, a blackguard can use *detect good* as a spell-like ability.

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 17, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Poison (Ex): Captain Angau has two doses of Large monstrous scorpion venom to coat on his weapons—Injury, Fortitude DC 14, initial and secondary 1d4 Con.

Poison Use: Blackguards are skilled in the use of poison and never risk accidentally poisoning themselves when applying poison to a blade.

Dark Blessing (Su): A blackguard applies his Charisma bonus (if any) as a bonus on all saving throws.

Smite Good (Su): Once a day, a blackguard of 3rd level or higher may attempt to smite good with one normal melee attack. Captain Angau gains a +1 to attack and a +3 to damage with his smite attack.

Aura of Despair (Su): Starting at 3rd level, the blackguard radiates a malign aura that cause enemies within 10 feet of him to take a -2 penalty on all saving throws.

Command Undead (Su): When a blackguard reaches 3rd level, he gains the supernatural ability to command and rebuke undead (see *Player's Handbook*, page 159). Captain Angau commands undead as a 1st-level cleric.

Blackguard Spells Known (2/1; base DC = 12 + spell level): 1st—*death knell*.

Possessions: +1 *Large breastplate*, +1 *Large shock falchion*, Large masterwork composite shortbow [+2], 50 Large arrows, *amulet of natural armor* +1, *belt of giant strength* +4, *cloak of resistance* +2, *ring of protection* +2, 2 doses of Large monstrous scorpion venom.

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

➤ **Manscorpion Royal Guard Fighter:** Male manscorpion fighter 8; CR 12; Large monstrous humanoid; HD 6d8 plus 8d10+70; hp 145; Init +2; Spd 35 ft.; AC 27, touch 11, flat-footed 26; Base Atk +13; Grp +26; Atk +23 melee (2d6+16/18-20, +1 *Large falchion*) or +15 ranged (1d8+4/x3, Large masterwork composite shortbow[+4]); Full Atk +23/+18/+13 melee (2d6+16/18-20, +1 *Large falchion*) and or +16 (1d6+4 plus poison, sting); or +15/+10/+5 ranged (1d8+4/x3, Large masterwork composite shortbow [+4]); SA poison; SQ: darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +16, Ref +6, Will +5; Str 29, Dex 14, Con 18, Int 10, Wis 12, Cha 8.

Skills and Feats: Intimidate +6, Jump +8, Spot +12; Cleave, Diehard, Endurance, Improved Sunder, Improved Toughness*, Power Attack, Scorpion's Resolve**, Weapon Focus (falchion), Weapon Specialization (falchion).

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 17, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Possessions: +1 *Large full plate*, +1 *Large falchion*, Large masterwork composite shortbow, 50 Large arrows, *amulet of natural armor* +1, *belt of giant strength* +4, *cloak of resistance* +2, *ring of protection* +2, *potion of cure moderate wounds* (CL 3).

* *Complete Warrior* page 101 or Appendix 2.

** *Sandstorm* page 53 or Appendix 2.

➤ **Manscorpion Royal Guard Warmage:** Male manscorpion warmage* 11; CR 12; Large monstrous humanoid; HD 6d8 plus 11d6+51; hp 122; Init +2; Spd 35 ft.; AC 26, touch 13, flat-footed 24; Base Atk +10; Grp +17; Atk +10 melee (2d6+3, Large morningstar) or +10

ranged (2d6/19-20, Large masterwork light crossbow); Full Atk +10/+5 melee (2d6+3, Large morningstar) and +7 (1d6+1 plus poison, sting); or +10/+5 ranged (2d6/19-20, Large masterwork light crossbow); SA poison; SQ: armored mage (medium), darkvision 60 ft., tremorsense 60 ft., warmage edge; AL CE; SV Fort +13, Ref +8, Will +10; Str 17, Dex 14, Con 16, Int 16, Wis 10, Cha 21.

Skills and Feats: Climb +4, Concentration +29, Spellcraft +21, Spot +4; Diehard, Endurance, Point Blank Shot, Precise, Sudden Empower^{B***}, Sudden Enlarge^{B***}, Weapon Focus (ray).

Advanced Learning (Ex): At 3rd, 6th, 11th, and 16th level, a warmage can add a new spell to his list, representing the result of personal study and experimentation. The spell must be a wizard spell of the evocation school, and of a level no higher than that of the highest-level spell the warmage already knows. Once a new spell is selected, it is forever added to that warmage's spell list and can be cast just like any other spell on the warmage's list. At 3rd-level this warmage has chosen *shatter*; at 6th-level he's chosen *wind walk*; at 11th-level he's chosen *wall of force*.

Armored Mage (Ex): Normally, armor of any type interferes with a spellcaster's gestures, which can cause spells to fail (if those spells have somatic components). A warmage's limited focus and specialized training, however, allows him to avoid arcane spell failure as long as he sticks to light armor and light shields. This training does not extend to medium or heavier armors, nor to heavy shields. Nor does this ability apply to spells gained from a different spellcasting class.

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 16, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Warmage Edge (Ex): A warmage is specialized in dealing damage with his spells. Whenever a warmage cast a spell that deals hit point damage, he adds his Intelligence bonus (+3) to the damage dealt.

Warmage Spells Known (6/8/7/7/7/5; base DC = 15 + spell level): 0—0—*accuracy*[†], *burning hands*, *chill touch*, *fist of stone*[†], *hail of stone*[†], *magic missile*, *lesser orb of acid*[†], *lesser orb of cold*[†], *lesser orb of electricity*[†], *lesser orb of fire*[†], *lesser orb of sound*[†], *shatter*, *shocking grasp*, *true strike*; 2nd—*Melf's acid arrow*, *blades of fire*[†], *continual flame*, *fire trap*, *fireburst*[†], *flaming sphere*, *ice knife*[†], *pyrotechnics*, *scorching ray*, *shatter*, *whirling blade*[†]; 3rd—*fire shield*, *fireball*, *flame arrow*, *gust of wind*, *ice storm*, *lightning bolt*, *poison*, *ring of blades*[†], *sleet storm*, *stinking cloud*, *wind walk*; 4th—*Evard's black tentacles*, *blast of flame*[†], *contagion*, *orb of acid*[†], *orb of cold*[†], *orb of electricity*[†], *orb of fire*[†], *orb of force*[†], *orb of sound*[†], *phantasmal killer*, *shout*, *wall of fire*; 5th—*arc of lightning*[†], *cloudkill*, *cone of cold*, *mass fire shield*[†], *greater fireburst*[†], *flame strike*, *prismatic ray*[†], *wall of force*.

Possessions: +1 *Large breastplate*, Large morningstar, Large masterwork light crossbow, 50 Large bolts, *amulet of natural armor* +1, *cloak of charisma* +4, *headband of intellect* +2, *ring of*

*protection +2, vest of resistance +3*****, 2 pieces of jade (each worth 5 gp).

**Complete Arcane* page 10 or Appendix 2; furthermore those spells on the warmage's spell list marked with a superscript "†" are found in Chapter 4 of *Complete Arcane* or in Appendix 2 of this adventure.

** *Complete Arcane* page 83 or Appendix 2.

*** *Miniatures Handbook* page 28 or Appendix 2.

**** *Complete Arcane* page 150 or Appendix 2.

ENCOUNTER 2

Joining the Royal Guard

☛ **Eirin:** Male human (Flan) druid 13 / beastmaster 1; CR 14; Medium humanoid (human); HD 13d8 plus 1d10+56; hp 130; Init +2; Spd 20 ft.; AC 20, touch 12, flat-footed 18; Base Atk +10; Grp +10; Atk +11 melee (1d6/18-20, +1 *scimitar*) or +11 melee (1d6/x3, masterwork shortspear) or +13 ranged (1d6/x3, masterwork shortspear) or ; Full Atk +10/+5 melee (1d6/18-20, +1 *scimitar*) or +11/+6 melee (1d6/x3, masterwork shortspear) or +13/+8 ranged (1d6/x3, masterwork shortspear) SA spontaneously cast *summon nature's ally* spells; SQ a thousand faces, animal companion, nature sense, resist nature's lure, trackless step, venom immunity, wild empathy +16, wild shape (su) 4/day, woodland stride; AL NG; SV Fort +17, Ref +12, Will +16; Str 10, Dex 14, Con 16, Int 10, Wis 19, Cha 10.

Skills and Feats: Concentration +23 (+27 cast def), Handle Animal +11, Heal +8, Knowledge (nature) +21, Listen +6, Ride +4, Spellcraft +17, Spot +23, Survival +11; Alertness, Combat Casting, Fast Wildshape*, Improved Toughness**, Natural Spell, Skill Focus (Concentration), Skill Focus (Handle Animal).

Prepared Spells (6/6/6/5/5/3/2/1; DC 14 + spell level) 0—*cure minor wounds* (2), *detect magic, guidance, know direction, light*; 1st—*cure light wounds* (3), *faerie fire, sunstroke**** (2); 2nd—*bull's strength* (2), *cat's grace, fog cloud, summon swarm*; 3rd—*cure moderate wounds* (2), *dominate animal, nature's favor*****, *mass lesser vigor******; 4th—*air walk, arc of lightning******, *cure serious wounds, flame strike* (2); 5th—*animal growth, baleful polymorph, wall of thorns*; 6th—*greater dispel magic, mass bear's endurance*; 7th—*fire storm*.

Possessions: +1 *beastskin dragonhide breastplate*, heavy wooden shield, +1 *scimitar*, 2 masterwork shortspears, *amulet of health* +2, *cloak of resistance* +4, *wand of cure critical wounds* (CL 5; 50 charges), explorer's outfit.

* *Complete Divine* page 81 or Appendix 2.

** *Complete Warrior* page 101 or Appendix 2.

*** *Sandstorm* page 123 or Appendix 2.

**** *Complete Divine* page 170 (Errata) or Appendix 2.

***** *Complete Divine* page 186 or Appendix 2.

***** *Complete Arcane* page 97.

☛ **Eirin's Animal Companion Luin:** Female dire tiger; CR —; Large animal; HD 16d8+48; hp 136; Init +2; Spd 40 ft.; AC 17, touch 11, flat-footed 15; Base Atk +12; Grp +24; Atk +20 (1d8+8, claw) or +14 (2d6+4, bite); Full Atk +20/+20 (1d8+8, 2 claws) and +14 (2d6+4, bite); SA improved grab, pounce, rake, share spells; SQ: low-light, normal, scent, link; AL N; SV Fort +13, Ref +12, Will +11; Str 27, Dex 15, Con 17, Int 2, Wis 12, Cha 10.

Skills and Feats: Hide +7, Jump +18, Listen +6, Move Silently +11, Spot +7, Swim +10; Alertness,

Improved Natural Attack (bite), Improved Natural Attack (claw), Run, Stealthy, Weapon Focus (claw).

Improved Grab (Ex): To use this ability, a dire tiger must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

Pounce (Ex): If a dire tiger charges, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +18, damage 2d4+4.

☛ **Filean:** Male human bard 14; CR 14; Medium humanoid (human); HD 14d6+14; hp 72; Init +2; Spd 20 ft.; AC 16, touch 12, flat-footed 14; Base Atk +10; Grp +10; Atk +14 ranged (1d6+1 plus 1d6 cold/x3, +1 *frost composite shortbow*) or +11 melee (1d8+1/19-20, +1 *longsword*) or +10 melee (1d8, morningstar); Full Atk +14/+9 ranged (1d6+1 plus 1d6 cold/x3, +1 *frost composite shortbow*) or +12/+7/+12 ranged (1d6+1 plus 1d6 cold/x3, +1 *frost composite shortbow*) or +11/+6 melee (1d8+1/19-20, +1 *longsword*) or +10/+5 melee (1d8, morningstar); SQ: bardic knowledge (+17), bardic music 14/day, countersong, *fascinate*, inspire competence, inspire courage, inspire greatness, song of freedom, *suggestion*; AL NG; SV Fort +7, Ref +13, Will +11; Str 10, Dex 14, Con 12, Int 12, Wis 10, Cha 23.

Skills and Feats: Concentration +18, Diplomacy +17, Gather Information +14, Hide +2, Jump +2, Knowledge (history) +6, Move Silently +2, Perform (sing) +23, Sense Motive +17, Speak Language +1, Spellcraft +18, Tumble +18, Use Magic Device +23; Lingering Song*, Point Blank Shot, Precise Shot, Rapid Shot, Spell Focus (enchantment), Weapon Focus (shortbow).

Fascinate (Sp): Can affect 5 creatures for up to 14 rounds.

Inspire Competence (Su): +2 to skill checks for up to 2 minutes

Inspire Courage (Su): +3 to saves against charm or fear effects and +3 morale bonus on attack and damage rolls.

Inspire Greatness (Su): Character or 1 willing ally gains 2 bonus HD (2d10 + 2*Con Hp), +2 competence bonus on attack rolls, and +1 competence bonus on Fortitude saves.

Song of Freedom (Su): Break Enchantment (caster level 14) after 1 minute of uninterrupted music and concentration

Suggestion (Sp): Will DC 20 negates - does not count against bardic music uses

Bard Spells Known (4/5/5/4/4/2; base DC = 16 + spell level): 0—*daze, detect magic, light, mage hand, message, prestidigitation*; 1st—*cause fear, grease, Tasha's hideous laughter, sleep*; 2nd—*alter self, glitterdust, silence, suggestion*; 3rd—*confusion, dispel magic, haste, tormenting thirst***, 4th—*cure critical wounds, dimension door, dominate person, greater invisibility*; 5th—*greater dispel magic, greater heroism, song of discord*.

*Possessions: +1 studded leather armor, +1 longsword, morningstar, +1 frost composite shortbow, 50 arrows, cloak of charisma +4, vest of resistance +2***, arcane scroll of cure moderate wounds (CL 4), explorer's outfit.*

* *Complete Adventurer* page 111 or Appendix 2.

** *Sandstorm* page 124 or Appendix 2.

*** *Complete Arcane* page 150 or Appendix 2.

☛ **Claid:** Male human (Flan) barbarian 14; CR 14; Medium humanoid (human); HD 14d12+70; hp 173; Init +2; Spd 30 ft.; AC 19, touch 13, flat-footed 19; Base Atk +14; Grp +20; Atk +22 melee (1d12+10/19-20/x3, +1 frost greataxe) or +17 ranged (1d8+3/x3, masterwork composite longbow [+3]); Full Atk +22/+17/+12 melee (1d12+10/19-20/x3, +1 frost greataxe) or +17/+12/+7 ranged (1d8+3/x3, masterwork composite longbow [+3]) SA greater rage; SQ illiteracy, improved uncanny dodge, indomitable will, trap sense +4; AL NG; SV Fort +15, Ref +8, Will +8; Str 23, Dex 14, Con 18, Int 8, Wis 10, Cha 8.

Skills and Feats: Climb +7, Intimidate +2, Jump +20, Listen +11, Spot +8, Survival +17; Combat Reflexes, Improved Critical (greataxe), Improved Toughness*, Iron Will, Power Attack, Weapon Focus (greataxe).

Greater Rage (Ex): 4/day—hp 219; AC 17, touch 11, flat-footed 17; Grp +23; Atk +25 melee (1d12+15 plus 1d6 cold/19-20/x3, +1 frost greataxe); Full Atk +25/+20/+15 melee (1d12+15 plus 1d6 cold/19-20/x3, +1 frost greataxe); SV Fort +18, Will +11; Str 27, Con 22; Climb +10, Jump +23; lasts 9 rounds and then fatigued.

*Possessions: +1 breastplate, +1 frost greataxe, masterwork composite longbow [+3], 50 arrows, ring of protection +1, amulet of health +2, belt of giant strength +4, cloak of resistance +2, oil of iron silence** (CL 3), explorer's outfit.*

* *Complete Warrior* page 101 or Appendix 2.

** *Complete Adventurer* page 153 or Appendix 2.

Joining the Rebels

☛ **Royal Guard:** Male human (Flan) fighter 12; CR 12; Medium humanoid (human); HD 12d10+36; hp 112; Init +2; Spd 20 ft.; AC 21, touch 13, flat-footed 19; Base Atk +12; Grp +16; Atk +19 melee (2d4+11 plus 1d6 cold/18-20, +1 frost falchion) or +15 ranged (1d6+4/x3, masterwork composite shortbow [+4]); Full Atk +19/+14/+9 melee (2d4+11 plus 1d6 cold/18-20, +1 frost falchion) or +15/+10/+5 ranged (1d6+4/x3, masterwork composite shortbow [+4]); AL LN; SV Fort +12, Ref +8, Will +7; Str 19, Dex 14, Con 14, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +12, Handle Animal +0, Intimidate +14, Jump +1, Ride +3, Survival +5, Tumble +6, Use Rope +3; Combat Expertise, Dodge, Elusive Target*, Greater Weapon Focus (falchion), Greater Weapon Specialization (falchion), Improved Toughness**, Iron Will, Mobility, Power Attack, Scorpion's Resolve***, Spring Attack, Weapon Focus (falchion), Weapon Specialization (falchion).

Possessions: +2 breastplate, +1 frost falchion, masterwork composite shortbow [+4], 5 arrows, cloak of resistance +2, ring of protection +1, potion of barkskin (CL 12), potion of cure moderate wounds (CL 3), potion of heroism (CL 5), potion of neutralize poison (CL 5), traveler's outfit.

* *Complete Warrior* page 110 or Appendix 2.

** *Complete Warrior* page 101 or Appendix 2.

*** *Sandstorm* page 53 or Appendix 2.

☛ **Royal Guard Sergeant:** Male human (Flan) fighter 16; CR 16; Medium humanoid (human); HD 16d10+64; hp 164; Init +3; Spd 20 ft.; AC 23, touch 15, flat-footed 20; Base Atk +16; Grp +23; Atk +26 melee (2d4+15 plus 1d6 cold/15-20, +1 keen frost falchion) or +20 ranged (1d6+4/x3, masterwork composite shortbow [+4]); Full Atk +26/+21/+16/+11 melee (2d4+15 plus 1d6 cold/15-20, +1 keen frost falchion) or +20/+15/+10/+5 ranged (1d6+4/x3, masterwork composite shortbow [+4]); AL LN; SV Fort +17, Ref +12, Will +10; Str 24, Dex 16, Con 16, Int 13, Wis 9, Cha 8.

Skills and Feats: Climb +17, Handle Animal +1, Intimidate +18, Jump +6, Ride +5, Survival +6, Tumble +11, Use Rope +4; Cleave, Combat Expertise, Dodge, Elusive Target*, Greater Weapon Focus (falchion), Greater Weapon Specialization (falchion), Improved Toughness**, Iron Will, Mobility, Power Attack, Scorpion's Resolve***, Scorpion's Sense****, Spring Attack, Weapon Focus (falchion), Weapon Specialization (falchion), Whirlwind Attack.

Possessions: +3 breastplate, +1 keen frost falchion, masterwork composite shortbow [+4], 50 arrows, amulet of health +2, belt of giant strength +4, cloak of resistance +4, gloves of dexterity +2, dusty rose prism ioun stone, ring of protection +1, 2 potions of cure moderate wounds (CL 3), potion of heroism (CL 5), traveler's outfit.

* *Complete Warrior* page 110 or Appendix 2.

** *Complete Warrior* page 101 or Appendix 2.

*** *Sandstorm* page 53 or Appendix 2.

**** *Sandstorm* page 53 or Appendix 2.

ENCOUNTER 6

☛ **Captain Angau:** Male manscorpion fighter 7 / blackguard 5; CR 16; Large monstrous humanoid; HD 6d8 plus 7d10 plus 5d10+90; hp 189; Init +0; Spd 35 ft.; AC 24, touch 11, flat-footed 24; Base Atk +17; Grp +32; Atk +29 melee (2d6+19 + 1d6 electric/18-20, +1 Large shock falchion) or +17 ranged (1d8+4/x3, Large masterwork large composite shortbow [+4]); Full Atk +29/+24/+19/+14 melee (2d6+19 plus 1d6 electric/18-20, +1 Large shock falchion) and +22 (1d6+5 plus poison, sting); or +17/+12/+7/+2 ranged (1d8+4/x3, Large masterwork composite shortbow [+4]); SA: command undead, poison, smite good 2/day, sneak attack +1d6; SQ aura of despair, aura of evil, dark blessing, darkvision 60 ft., detect good, fiendish servant, poison use, tremorsense 60 ft. AL CE; SV Fort +20, Ref +8, Will +8; Str 32, Dex 10, Con 18, Int 8, Wis 14, Cha 12.

Skills and Feats: Climb +12, Concentration +9, Hide +0, Knowledge (religion) +1, Spot +6; Cleave, Diehard, Endurance, Improved Sunder, Improved Toughness*, Lightning Reflexes, Power Attack, Scorpion's Resolve**, Weapon Focus (falchion), Weapon Specialization (falchion).

Aura of Evil (Ex): The power of a blackguard's aura of evil (see the *detect evil* spell) is equal to his class level plus his cleric level, if any.

Detect Good (Sp): At will, a blackguard can use *detect good* as a spell-like ability.

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 17, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Poison (Ex): Captain Angau has two doses of Large monstrous scorpion venom to coat on his weapons—Injury, Fortitude DC 14, initial and secondary 1d4 Con.

Poison Use: Blackguards are skilled in the use of poison and never risk accidentally poisoning themselves when applying poison to a blade.

Dark Blessing (Su): A blackguard applies his Charisma bonus (if any) as a bonus on all saving throws.

Smite Good (Su): Once a day, a blackguard of 3rd level or higher may attempt to smite good with one normal melee attack. Captain Angau gains a +1 to attack and a +5 to damage with his smite attack.

Aura of Despair (Su): Starting at 3rd level, the blackguard radiates a malign aura that cause enemies within 10 feet of him to take a -2 penalty on all saving throws.

Command Undead (Su): When a blackguard reaches 3rd level, he gains the supernatural ability to command and rebuke undead (see *Player's Handbook*, page 159). Captain Angau commands undead as a 3rd-level cleric.

Blackguard Spells Known (2/2; base DC = 12 + spell level): 1st—*doom*, *inflict light wounds*; 2nd—*darkness*, *death knell*.

Possessions: +1 Large breastplate, +1 Large shock falchion, Large masterwork composite shortbow [+4], 50 Large arrows, *belt of giant strength* +6, *cloak of resistance* +2, *ring of protection* +2, 2 doses of Large monstrous scorpion venom.

➤ **Fiendish Servant Salik:** Male fiendish dire rat; CR –; Small magical beast (augmented animal); HD 1d8 plus 6d8+1; hp 38; Init +3; Spd 40 ft., Climb 20 ft.; AC 20, touch 14, flat-footed 17; Base Atk +4; Grp +1; Atk +9 (1d4+1, bite); Full Atk +9 (1d4+1, bite); SA disease, smite good (su) 1/day; SQ blood bond, darkvision 60 ft., empathic link, energy resistance cold/fire 10, improved evasion, low-light vision, scent, share saving throws, share spells, speak with blackguard; AL CE; SV Fort +8, Ref +10, Will +5; Str 13, Dex 17, Con 12, Int 8, Wis 12, Cha 4.

Skills and Feats: Climb +12, Hide +14, Jump +5, Listen +4, Move Silently +4, Spot +4, Swim +12; Alertness, Run, Weapon Finesse, Weapon Focus (bite).

Disease (Ex): Filth fever—bite, Fortitude DC 11, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

➤ **Manscorpion Royal Guard Fighter:** Male manscorpion fighter 10; CR 14; Large monstrous humanoid; HD 6d8 plus 10d10+96; hp 183; Init +6; Spd 35 ft.; AC 25, touch 12, flat-footed 23; Base Atk +15; Grp +29; Atk +26 melee (2d6+18/16-20, +1 Large falchion) or +16 ranged (2d6+4/x3, Large composite longbow [+4]); Full Atk +26/+21/+16 melee (2d6+18/16-20, +1 Large falchion) and +19 (1d6+5 plus poison, sting; or +16/+11/+6 ranged (2d6+4/x3, Large composite longbow [+4])); SA poison; SQ darkvision 60 ft., tremorsense 60 ft.; AL CE; SV Fort +19, Ref +8, Will +7; Str 30, Dex 14, Con 20, Int 10, Wis 12, Cha 8.

Skills and Feats: Climb +11, Intimidate +8, Jump +11, Spot +14; Cleave, Diehard, Endurance, Improved Critical (falchion), Improved Initiative, Improved Sunder, Improved Toughness*, Power Attack, Scorpion's Resolve**, Weapon Focus (falchion), Weapon Specialization (falchion).

Poison (Ex): A manscorpion has a poisonous sting. Injury, Fortitude DC 17, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Possessions: +1 Large breastplate, +1 Large falchion, Large composite shortbow [+4], 50 Large arrows, *amulet of health* +2, *belt of giant strength* +4, *cloak of resistance* +3, *ring of protection* +1, *potion of cure moderate wounds* (CL 3).

* Complete Warrior page 101 or Appendix 2.

** Sandstorm page 53 or Appendix 2.

➤ **Manscorpion Royal Guard Warmage:** Male manscorpion warmage* 13; CR 14; Large monstrous humanoid; HD 6d8 plus 13d6+57; hp 136; Init +6; Spd 35 ft.; AC 26, touch 13, flat-footed 24; Base Atk +11; Grp +18; Atk +11 melee (2d6+3, Large morningstar) or +11 ranged (2d6/19-20, Large masterwork light crossbow); Full Atk +11/+6/+1 melee (2d6+3, Large morningstar) and +8 (1d6+1 plus poison, sting); or +11/+6/+1 ranged (2d6/19-20, Large masterwork light crossbow); SA poison; SQ armored mage (medium), darkvision 60 ft., warmage edge, tremorsense 60 ft.; AL CE; SV Fort +14, Ref +9, Will +11; Str 17, Dex 14, Con 16, Int 16, Wis 10, Cha 23.

Skills and Feats: Climb +4, Concentration +31, Knowledge (arcana) +5, Spellcraft +25, Spot +4; Diehard, Endurance, Improved Initiative, Point Blank Shot, Precise Shot, Shield Proficiency, Simple Weapon Proficiency, Sudden Empower^{B**}, Sudden Enlarge^{B***}, Weapon Focus (ray).

Advanced Learning (Ex): At 3rd, 6th, 11th, and 16th level, a warmage can add a new spell to his list, representing the result of personal study and experimentation. The spell must be a wizard spell of the evocation school, and of a level no higher than that of the highest-level spell the warmage already knows. Once a new spell is selected, it is forever added to that warmage's spell list and can be cast just like any other spell on the warmage's list. At 3rd-level this warmage

has chosen *shatter*; at 6th-level he's chosen *wind wall*; at 11th-level he's chosen *wall of force*.

Armored Mage (Ex): Normally, armor of any type interferes with a spellcaster's gestures, which can cause spells to fail (if those spells have somatic components). A warmage's limited focus and specialized training, however, allows him to avoid arcane spell failure as long as he sticks to light armor and light shields. This training does not extend to medium or heavier armors, nor to heavy shields. Nor does this ability apply to spells gained from a different spellcasting class.

Poison (Ex): A manscorpion has a poisonous sting—Injury, Fortitude DC 16, initial and secondary 1d4 Con. The save DCs are Constitution-based.

Warmage Edge (Ex): A warmage is specialized in dealing damage with his spells. Whenever a warmage cast a spell that deals hit point damage, he adds his Intelligence bonus (+3) to the damage dealt.

Spells Known Warmage (6/8/8/7/7/7/5; base DC = 16 + spell level): 0—*accuracy*[†], *burning hands*, *chill touch*, *fist of stone*[†], *hail of stone*[†], *magic missile*, *lesser orb of acid*[†], *lesser orb of cold*[†], *lesser orb of electricity*[†], *lesser orb of fire*[†], *lesser orb of sound*[†], *shatter*, *shocking grasp*, *true strike*; 2nd—*Melf's acid arrow*, *blades of fire*[†], *continual flame*, *fire trap*, *fireburst*[†], *flaming sphere*, *ice knife*[†], *pyrotechnics*, *scorching ray*, *shatter*, *whirling blade*[†]; 3rd—*fire shield*, *fireball*, *flame arrow*, *gust of wind*, *ice storm*, *lightning bolt*, *poison*, *ring of blades*[†], *sleet storm*, *stinking cloud*, *wind wall*; 4th—*Evard's black tentacles*, *blast of flame*[†], *contagion*, *orb of acid*[†], *orb of cold*[†], *orb of electricity*[†], *orb of fire*[†], *orb of force*[†], *orb of sound*[†], *phantasmal killer*, *shout*, *wall of fire*; 5th—*arc of lightning*[†], *cloudkill*, *cone of cold*, *mass fire shield*[†], *greater fireburst*[†], *flame strike*, *prismatic ray*[†], *wall of force*. 6th—*acid fog*, *blade barrier*, *chain lightning*, *circle of death*, *disintegrate*, *fire seeds*, *Otiluke's freezing sphere*, *Tenser's transformation*.

Possessions: +1 *Large breastplate*, *Large morningstar*, *Large masterwork light crossbow*, 50 bolts, *cloak of charisma* +6, *headband of intellect* +2, *ring of protection* +2, *vest of resistance* +3****, 2 pieces of jade (each worth 5 gp).

**Complete Arcane* page 10 or Appendix 2; furthermore those spells on the warmage's spell list marked with a superscript "†" are found in Chapter 4 of *Complete Arcane* or in Appendix 2 of this adventure.

** *Complete Arcane* page 83 or Appendix 2.

*** *Miniatures Handbook* page 28 or Appendix 2.

**** *Complete Arcane* page 150 or Appendix 2.

APPENDIX 2: NEW RULES ITEMS

New Class: Warmage

Complete Arcane page 10.

Some spellcasters care for only one thing: war. They dream of steel and mighty blasts of devastating magic, the march of troops, and the unleashed destruction found on battlefields everywhere. Graduates of special arcane war colleges, those known as warmages are drilled only and utterly in the casting of spells most useful for laying down destruction, confusing an enemy, or screening an allied action. The utilitarian spells used by wizards and sorcerers have little importance to a warmage's way of thinking. What are support casters for, after all? A warmage cares only for success on the battlefield, or, in some cases, in the series of smaller campaigns favored by adventuring companies.

Adventures: Warmages sign up for stunts with adventuring companies that require straightforward, military-style blasting magic. Warmages hone and develop their arts through action rather than study, so without prolonged use of their powers in combat they cannot reach the pinnacle of their profession. Good-aligned warmages are concerned with rebuffing the movements of warlike groups—who better to blast into smoking ruin than those who have it coming? Evil-aligned warmages feel no constraints on who might become the targets of their spells. They adventure to gain destructive power.

Characteristics: Warmages access their magic peculiarly, at least compared to the way wizards, sorcerers, and clerics do. A warmage selects his spells from a limited pool of knowledge that rarely changes. Early in their difficult training, warmage instill deep within themselves the knowledge of all the spells they will ever need. Warmages know fewer spells than wizards and even sorcerers, but the spells they do know are enhanced.

Warmages do not need to study spellbooks, but they do need to prepare their spells each day by spending time to call up the knowledge from their unconscious minds. Warmages do not specialize in

schools of magic the way wizards can. In their training, warmages also learn a few mundane warlike skills. They develop proficiency with some weapons and armor, learning to use such items without incurring a risk of arcane spell failure.

Alignment: Because all alignments must be prepared to fight for their causes, warmages might be found among virtually any army that use spellcasting as artillery on the battlefield.

Religion: Some warmages favor Boccob (deity of magic), while others follow Wee Jas (deity of death and magic). Many warmages revere no deity at all.

Background: Warmages are chosen (or apply) to attend special arcane war colleges. Such colleges are not for the weak of spirit. The rigors of both body and mind bear little resemblance to the apprenticeship undergone by regular wizards, or the self-taught fumbling of sorcerers. Warmage colleges are more similar to boot camp sponsored by large nation-states. Throughout their training, warmages are forced to wear ponderous garments (meant to familiarize their bodies with the limitations of movement in armor) while drilling constantly with spells, most of which are too high in level to be cast by the student. This vigorous drilling instills the spells in a warmage's unconscious mind, so that as he grows in power later in life, those spells become available for his use without his needing a spellbook.

After their training, warmages share a deep feeling of camaraderie with their fellow students and continue to feel a slight affection for any well-run military outfit.

Races: Most warmages are humans or half-elves. But the toughness of spirit needed to survive a term at an arcane war college can manifest itself in any of the common races. It is rare for savage humanoids to be accepted into a war college, though some of the more organized societies might set up their own war colleges for arcane spellcasters.

Other classes: Warmages and they have little in common with sorcerers and wizards, who learn their craft without the rigors or discipline of a warmage's apprenticeship. In fact, warmages are likely to be more

TABLE 1-2:
THE WARMAGE

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	0 th	1 st	Spells per Day						
								3 rd	4 th	5 th	6 th	7 th	8 th	9 th
1 st	+0	+0	+0	+2	Armored mage (light). warmage edge	5	3							
2 nd	+1	+0	+0	+3		6	4							
3 rd	+1	+1	+1	+3	Advanced learning	6	5							
4 th	+2	+1	+1	+4		6	6	3						
5 th	+2	+1	+1	+4		6	6	4						
6 th	+3	+2	+2	+5	Advanced learning	6	6	5	3					
7 th	+3	+2	+2	+5	Sudden Empower	6	6	6	4					
8 th	+4	+2	+2	+6	Armored mage (medium)	6	6	6	5	3				
9 th	+4	+3	+3	+6		6	6	6	6	4				
10 th	+5	+3	+3	+7	Sudden Enlarge	6	6	6	6	5	3			
11 th	+5	+3	+3	+7	Advanced learning	6	6	6	6	6	4			

comfortable with the regimented classes—those that appreciate military training—such as paladins, monks, and fighters.

Role: The warmage's spell selection is already determined. He is the ranged magical artillery that military troops rely on, or the center of a smaller adventuring company's offensive power. An adventuring company with a warmage should strongly consider including a second spellcaster, such as a bard, cleric, druid, or even a wizard, to complement the warmages offensive focus with defensive and utilitarian abilities.

GAME RULE INFORMATION

Warmages have the following game statistics.

Abilities: Charisma determines how powerful a spell a warmage can cast, how many spells a warmage can cast per day, and how hard those spells are to resist (see Spells, below). A warmage's Intelligence bonus is added to damage dealt by spells through his warmage edge ability. Like a sorcerer or wizard, a warmage benefits from high Dexterity and Constitution scores.

Alignment: Any.

Hit Die: d6.

Class Skills

The warmage's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Intimidate (Cha), Knowledge (arcana) (Int), Knowledge (history) (Int), Profession (Wis), and Spellcraft (Int).

Skill Points at 1st Level: $(2 + 1\text{m modifier}) \times 4$.

Skill Points at Each Additional Level: $2 + \text{Int modifier}$.

Class Features

All the following are class features of the warmage.

Weapon and Armor Proficiency: Warmages are proficient with all simple weapons, light armor, and light shields. At 8th level, a warmage gains proficiency with medium armor (see Armored Mage, below).

Spells: A warmage casts arcane spells (the same type of spells available to sorcerers and wizards), which are drawn from the warmage spell list, given below. He can cast any spell he knows without preparing it ahead of time the way a cleric or wizard must. When a warmage gains access to a new level of spells, he automatically knows all the spells for that level listed on the warmage's spell list. Essentially, his spell list is the same as his spells known list. Warmages also have the option of adding to their existing spell list through their advanced learning ability as they increase in level (see below).

To cast a spell, a warmage must have a Charisma score of 10 + the spell's level (Cha 10 for 0-level spells, Cha 11 for 1st level spells, and so forth). The Difficulty Class for a saving throw against a warmage's spell is 10 + the spell's level + the warmage's Charisma modifier. Like other spellcasters, a warmage can cast only a certain number of spells of each spell level per day. His base daily spell allotment is given on Table 1-1: The Warmage. In addition, he receives bonus spells for a

high Charisma score (see Table 1-1, page 8 of the *Player's Handbook*).

Unlike a cleric or a wizard, a warmage need not prepare his spells in advance. He can cast any spell he knows at any time, assuming he has not yet used up his spells per day for that spell level.

Armored Mage (Ex): Normally, armor of any type interferes with an arcane spellcaster's gestures, which can cause his spells to fail (if those spells have somatic components). A warmage's limited focus and specialized training, however, allows him to avoid arcane spell failure as long as he sticks to light armor and light shields. This training does not extend to medium or heavier armors, nor to heavy shields. Nor does this ability apply to spells gained from a different spell casting class.

At 8th level, a warmage learns to use medium armor with no chance of arcane spell failure.

Warmage Edge (Ex): A warmage is specialized in dealing damage with his spells. Whenever a warmage casts a spell that deals hit point damage, he adds his Intelligence bonus (if any) to the amount of damage dealt. For instance, if a 1st-level warmage with 17 Intelligence casts magic missile, he deals $1d4+1$ points of damage normally, plus an extra 3 points of damage due to his Intelligence bonus. The bonus from the warmage edge special ability applies only to spells that he casts as a warmage, not to those he might have by virtue of levels in another class.

A single spell can never gain this extra damage more than once per casting. For instance, a fireball deals the extra damage to all creatures in the area it affects. However, if a 3rd-level warmage casts *magic missile* and produces two missiles, only one of them (of the warmage's choice) gains the extra damage, even if both missiles are directed at the same target. If a spell deals damage for more than 1 round, it deals this extra damage in each round.

Scrolls scribed by a warmage do not gain in any benefit from warmage edge. Scrolls activated by a warmage also gain no benefit from warmage edge. The same is true for most other magic items, such as wands and potions. However, staffs activated by a warmage use not only the warmage's caster level but also gain the benefits of the warmage edge, if applicable.

Advanced Learning (Ex): At 3d, 6th, 11th, and 16th level, a warmage can add a new spell to his list, representing the result of personal study and experimentation. The spell must be a wizard spell of the evocation school, and of a level no higher than that of the highest-level spell the warmage already knows. Once a new spell is selected, it is forever added to that warmage's spell list and can be cast just like any other spell on the warmage's list.

Sudden Empower: At 7th level, a warmage gains Sudden Empower (described below) as a bonus feat. If he already has the feat, he can choose a different metamagic feat.

Sudden Enlarge: At 10th level, a warmage gains Sudden Enlarge (described below) as a bonus

feat. If he already has the feat, he can choose a different metamagic feat.

Warmage Spell List

Spells marked with the superscript “†” are from Chapter 4 of *Complete Arcane* and are reprinted for your convenience later in this appendix.

0-Level Spells (Cantrips)

Acid splash, disrupt undead, light, ray of frost.

1st-Level Warmage Spells

Accuracy†, chill touch, fist of stone†, hail of stone†, magic missile, lesser orb of acid†, lesser orb of cold†, lesser orb of electricity†, lesser orb of fire†, lesser orb of sound†, shocking grasp, true strike.

2nd-Level Warmage Spells

Blades of fire†, continual flame, fire trap, fireburst†, flaming sphere, ice knife†, Melf's acid arrow, pyrotechnics, scorching ray, shatter, whirling blade†.

3rd-Level Warmage Spells

Fire shield, fireball, gust of wind, ice storm, lightning bolt, poison, ring of blades†, sleet storm, stinking cloud.

4th-Level Warmage Spells

Blast of flame†, Evard's black tentacles, orb of acid†, orb of cold†, orb of electricity†, orb of fire†, orb of force†, orb of sound†, phantasmal killer, shout, wall of fire.

5th-Level Warmage Spells

Arc of lightning†, cloudkill, cone of cold, mass fire shield†, greater fireburst†, flame strike, prismatic ray†.

6th-Level Warmage Spells

Acid fog, blade barrier, circle of death, disintegrate, fire seeds, Otiluke's freezing sphere, Tenser's transformation.

New Feats

ELUSIVE TARGET [TACTICAL]

Complete Warrior page 110.

Trying to land a blow against you can be a maddening experience.

Prerequisites: Dodge, Mobility, base attack bonus +6.

Benefit: The Elusive Target feat enables the use of three tactical maneuvers.

Negate Power Attack: To use this maneuver, you must designate a specific foe to be affected by your Dodge feat. If that foe uses the Power Attack feat against you, the foe gains no bonus on the damage roll but still takes the corresponding penalty on the attack roll.

Diverting Defense: To use this maneuver, you must be flanked and you must designate one of the flanking attackers to be affected by your Dodge feat. The first attack of the round from the designated

attacker automatically misses you and may strike the other flanking foe instead; the attacking creature makes an attack roll normally, and its ally is considered flatfooted. If the designated attacker is making a full attack against you, its second and subsequent attacks function normally.

Cause Overreach: To use this maneuver, you must provoke an attack of opportunity from a foe by moving out of a threatened square. If the foe misses you, you can make a free trip attempt against this foe, and the foe does not get a chance to trip you if your attempt fails.

FAST WILD SHAPE [WILD]

Complete Divine page 81.

You assume your wild shape faster and more easily than you otherwise could.

Prerequisite: Dex 13, ability to use wild shape.

Benefit: You gain the ability to use wild shape as a move action.

Normal: A druid uses wild shape as a standard action.

IMPROVED TOUGHNESS [GENERAL]

Complete Warrior page 101.

You are significantly tougher than normal.

Prerequisite: Base Fortitude save bonus +2.

Benefit: You gain a number of hit points equal to your current Hit Dice. Each time you gain a HD (such as gaining a level), you gain 1 additional hit point. If you lose a HD (such as by losing a level), you lose 1 hit point permanently.

Special: A fighter may select Improved Toughness as one of his fighter bonus feats.

LINGERING SONG

Complete Adventurer page 11.

Your inspirational bardic music stays with the listeners long after the last note has died away.

Prerequisite: Bardic music.

Benefit: If you use bardic music to inspire courage, inspire greatness, or inspire heroics, the effect lasts for 1 minute after an inspired ally stops hearing you play.

Normal: Inspire courage, inspire greatness, and inspire heroics last as long as an ally hears the bard sing plus an additional 5 rounds thereafter.

SCORPION'S RESOLVE

Sandstorm page 53.

Like the scorpion, you are not easily distracted.

Benefit: You gain +4 bonus on saving throws against mind-affecting spells and abilities.

SCORPION'S SENSE

Sandstorm page 53

Like the scorpion, you sense other creatures simply by perceiving their contact with the sand.

Prerequisite: Scorpion's Resolve.

Benefit: You are sensitive to vibrations in the ground and can automatically pinpoint the location of anything that is moving and in contact with the ground so long as it is within 10 feet. The range expands to 20 feet if you are in an area covered in a layer of at least 1 inch of ash, dust, loose earth, or sand. This ability only tells you what square the creature is in, so you still have the normal miss chance from concealment if you cannot see the creature.

SUDDEN EMPOWER [METAMAGIC]

Complete Arcane page 83.

You can cast a spell to greater effect without special preparation.

Prerequisite: Any metamagic feat.

Benefit: Once per day, you can apply the effect of the Empower Spell feat to any spell you cast without increasing the level of the spell or specially preparing it ahead of time. You can still use the Empower Spell normally if you have it.

SUDDEN ENLARGE [METAMAGIC]

Miniatures Handbook page 28.

You may cast one spell per day with a greater range than normal without special preparation.

Benefit: Once per day, you may apply the Enlarge Spell feat to any spell you cast without increasing the level of the spell or specially preparing it ahead of time. You may still use the Enlarge Spell feat normally, if you have it.

New Spells

The following spells are found in Chapter 4 of *Complete Arcane* unless otherwise noted.

ACCURACY

Transmutation

Level: Warmage 1, Wu Jen 1

Components: V, S, M

Casting Time: 1 standard action

Range: Touch

Targets: One thrown weapon/level touched or one projectile weapon touched

Duration: 10 min./level

Saving Throw: Will negates (harmless, object)

Spell Resistance: Yes (harmless object)

When you cast this spell, you enhance one or more thrown weapons or one projectile weapon to improve its chance of hitting distant targets. For the duration of the spell, the range increment for the affected weapon or weapons is doubled.

Material Component: Ink used to scribe a mystical character on each weapon affected by the spell.

ARC OF LIGHTNING

Conjuration (Creation) [Electricity]

Level: Druid 4, sorcerer/wizard 5, Warmage 5, wu jen 5

Components: V, S, M/DF

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./21 levels)

Area: A line between two creatures

Duration: Instantaneous

Saving Throw: Reflex half

Spell Resistance: No

You create natural conductivity between two creatures, and a bolt of electricity arcs between them. This bolt deals 1d6 points of electricity damage per caster level (maximum 15d6) to both creatures and to anything in the line between them.

Both creatures must be in range, and you must be able to target them (as if this spell had them as its targets). Draw the line from any corner in one creature's space to any corner in the other's space.

Arcane Material Component: Two small iron rods.

BLADES OF FIRE

Conjuration (Creation) [Fire]

Level: Ranger 2, sorcerer/wizard 2, warmage 2

Components: V

Casting Time: 1 swift action

Range: Touch

Targets: Up to two melee weapons you are wielding

Duration: 1 round

Saving Throw: None

Spell Resistance: No

Flames sheathe your melee weapons, harming neither you nor the weapons possibly burning your opponents. Your melee weapons each deal an extra 1d6 points of fire damage. This damage stacks with any energy damage your weapons already deal.

BLAST OF FLAME

Conjuration (Creation) [Fire]

Level: Sorcerer/wizard 4, warmage 4

Components: V, S, M

Casting Time: 1 Standard action

Range: 60 ft.

Area: Cone-shaped burst

Duration: Instantaneous

Saving Throw: Reflex half

Spell Resistance: No

Flames fill the area, dealing 1d6 points of fire damage per caster level (maximum 10d6) to any creature in the area that fails its saving throw.

Material Component: A bit of wick soaked in oil.

FIRE SHIELD, MASS

Evocation [Fire or Cold]

Level: Sorcerer/wizard 5, warmage 5

Components: V, S, M

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./21levels) Targets: One or more allied creatures, no two of which can be more than 30 ft. apart

Duration: 1 round/level (D)

Save: Will negates (harmless)

Spell Resistance: Yes (harmless)

This spell functions like *fire shield* (see page 230 of the *Player's Handbook*), except as noted above.

FIREBURST

Evocation [Fire]

Level: Sorcerer/wizard 2, war mage 2

Components: V, S, M

Casting Time: 1 standard action

Range: 5 ft.

Effect: Burst of fire extending 5 ft. from you

Duration: Instantaneous

Saving Throw: Reflex half

Spell Resistance: Yes

Fireburst causes a powerful explosion of flame to burst from you, damaging anyone within 5 feet of you. All creatures and objects within that area, except for you and any creatures or objects that share your space, take 1d8 points of fire damage per caster level (maximum 5d8).

Material Component: A bit of sulfur.

FIREBURST, GREATER

Evocation [Fire]

Level: Sorcerer/Wizard 5, war mage 5

Effect: Burst of fire extending 10 ft. from you

This spell functions like *fireburst*, except that it affects creatures within 10 feet of you and deals a maximum of 15d8 points of damage to each one.

FIST OF STONE

Transmutation [Earth]

Level: Sorcerer/wizard 1, war mage 1

Components: V, S, M

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 minute

You transform one of your hands into a mighty fist of living stone, gaining a +6 enhancement bonus to Strength for purposes of attacks, grapple checks, or breaking and crushing items. In addition, you gain the ability to make one natural slam attack as a standard action, dealing 1d6 points of damage plus your new Strength bonus (or 1-1/2 times your Strength bonus if you make no other attacks that round). You can make the slam attack as a natural secondary attack with the normal -5 penalty (or -2 penalty if you have the Multi-attack feat; See page 304 of the *Monster Manual*) as part of a full attack action. However, you cannot gain more

than one slam attack per round with this spell due to a high base attack bonus (+6 or higher).

Your fist undergoes no change in size or form, remaining as flexible and responsive as it would normally be while under the spell's effect.

Material Component: A pebble inscribed with a stylized fist design.

HAIL OF STONE

Conjuration (Creation) [Earth]

Level: Wu jen 1 (earth), war mage 1

Components: V, S, M

Casting Time: 1 round

Range: Medium (100 ft. + 10 ft./level)

Area: Cylinder (5-ft. radius, 40 ft. high)

Duration: Instantaneous

Saving Throw: None

Spell Resistance: None

You create a rain of stones that deal 1d4 points of damage per caster level (maximum 5d4) to creature and objects within the area.

Material Component: A piece of jade worth 5 gp.

ICE KNIFE

Conjuration (Creation) [Cold]

Level: Assassin 2, Wu Jen 2 (water), War Mage 2

Components: S, M

Casting Time: 1 standard action

Range: Long (400 ft. + 40 ft./level)

Effect: One icy missile

Duration: Instantaneous

Saving Throw: See text

Spell Resistance: Yes

A magical shard of ice blasts from your hand and speeds to its target. You must succeed on a normal ranged attack to hit (with a +2 bonus on the attack roll for every two caster levels). If it hits, an ice knife deal 2d8 points of cold damage plus 2 points of Dexterity damage (no Dexterity damage on a successful Fortitude save). Creatures that have immunity to cold damage also take no Dexterity damage automatically.

A knife that misses creates a shower of ice crystals in a 10-foot-radius burst (see *Missing with a Thrown Weapon*, page 158 of the *Player's Handbook*, to determine where the shard hits). The icy burst deals 1d8 points of cold damage to all creatures within the area of the effect (Reflex half).

Material Component: A drop of water or piece of ice.

IRON SILENCE

Complete Adventurer page 153.

Transmutation

Level: Assassin 2, bard 2, cleric 2

Components: V, S, DF

Casting Time: 1 standard action

Range: Touch

Target: One suit of armor touched per three levels

Duration: 1 hour/level (D)
Saving Throw: Will negates (harmless, object)
Spell Resistance: Yes (harmless, object)

While this spell is in effect, the armor check penalty from the affected suit or suits of armor does not apply on Hide and Move Silently checks. Only wearers proficient in the armor's use get this benefit when wearing the affected armor. The armor check penalty still applies to other skill checks as normal.

NATURE'S FAVOR

Complete Divine page 170 (modified by errata)
Evocation

Level: Druid 3, ranger 2
Components: V, S, DF
Casting Time: 1 standard action
Range: Touch
Target: Animal touched
Duration: 1 min/level
Saving Throw: Will negates (harmless)
Spell Resistance: Yes (harmless)

By calling on the power of nature, you grant the target animal a +1 luck bonus on attack and damage rolls for every three caster levels you possess (maximum +3).

ORB OF ACID

Conjuration (Creation) [Acid]
Level: Sorcerer/wizard 4, warlock 4
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: One orb of acid
Duration: Instantaneous
Saving Throw: Fortitude partial
Spell Resistance: No

An orb of acid about 3 inches across shoots from your palm at its target, dealing 1d6 points of acid damage per caster level (maximum 15d6). You must succeed on a ranged touch attack to hit your target.

A creature struck by the orb takes damage and becomes sickened by the acid's noxious fumes for 1 round. A successful Fortitude save negates the sickened effect but does not reduce the damage.

ORB OF ACID, LESSER

Conjuration (Creation) [Acid]
Level: Sorcerer/wizard 1, warlock 1
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: One orb of acid
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

An orb of acid about 2 inches across shoots from your palm at its target, dealing 1d8 points of acid damage.

You must succeed on a ranged touch attack to hit your target.

For every two caster levels beyond 1st, your orb deals an additional 1d8 points of damage: 2d8 at 3rd level, 3d8 at 5th level, 4d8 at 7th level, and the maximum of 5d8 at 9th level or higher.

ORB OF COLD

Conjuration (Creation) [Cold]
Level: Sorcerer/wizard 4, warlock 4
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: One orb of cold
Duration: Instantaneous
Saving Throw: Fortitude partial
Spell Resistance: No

This spell functions like orb of acid, except that it deals cold damage. In addition, a creature struck by an *orb of cold* must make a Fortitude save or be blinded for 1 round instead of being sickened.

ORB OF COLD, LESSER

Conjuration (Creation) [Cold]
Level: Sorcerer/wizard 1, warlock 1
Effect: One orb of cold

This spell functions like *lesser orb of acid*, except that it deals cold damage.

ORB OF ELECTRICITY

Conjuration (Creation) [Electricity]
Level: Sorcerer/wizard 4, warlock 4
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: One orb of electricity
Duration: Instantaneous
Saving Throw: Fortitude partial
Spell Resistance: No

This spell functions like orb of acid, except that it deals electricity damage. In addition, a creature wearing metal armor struck by an *orb of electricity* must make a Fortitude save or be entangled for 1 round instead of being sickened.

ORB OF ELECTRICITY, LESSER

Conjuration (Creation) [Electricity]
Level: Sorcerer/wizard 1, warlock 1
Effect: One orb of electricity

This spell functions like *lesser orb of acid*, except that it deals electricity damage.

ORB OF FIRE

Conjuration (Creation) [Fire]
Level: Sorcerer/wizard 4, warlock 4

Components: V, S

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 level)

Effect: One orb of fire

Duration: Instantaneous

Saving Throw: Fortitude partial

Spell Resistance: No

This spell functions like *orb of acid*, except that it deals fire damage. In addition, a creature struck by an *orb of fire* must make a Fortitude save or be dazed for 1 round instead of being sickened.

ORB OF FIRE, LESSER

Conjuration (Creation) [Fire]

Level: Sorcerer/wizard 1, warmage 1

Effect: One orb of fire

This spell functions like *lesser orb of acid*, except it deals fire damage.

ORB OF FORCE

Conjuration (Creation) [Force]

Level: Sorcerer/wizard 4, warmage 4

Components: V, S

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Effect: One orb of force

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

You create a globe of force 3 inches across, which streaks from your palm toward your target. You must succeed on a ranged touch attack to hit the target. The orb deals a total of 1d6 points of damage per caster level (maximum 10d6).

ORB OF SOUND

Conjuration (Creation) [Sonic]

Level: Sorcerer/wizard 4, warmage 4

Components: V, S

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 levels)

Effect: One orb of sonic energy

Duration: Instantaneous

Saving Throw: Fortitude partial

Spell Resistance: No

This spell functions like *orb of acid*, except that it deals 1d4 points of sonic damage per level (maximum 15d4). In addition, a creature struck by an orb of sound must make a Fortitude save or be deafened for 1 round instead of being sickened.

ORB OF SOUND, LESSER

Conjuration (Creation) [Sonic]

Level: Sorcerer/wizard 1, warmage 1

Effect: One orb of sonic energy

This spell functions like lesser orb of acid, except it deals 1d6 points of sonic damage, plus an additional 1d6 points of damage per two caster levels beyond 1st: 2d6 at 3rd level, 3d6 at 5th level, 4d6 at 7th level, and the maximum of 5d6 at 9th level or higher.

PRISMATIC RAY

Evocation

Level: Sorcerer/wizard 5, warmage 5

Components: V, S

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Effect: Ray

Duration: Instantaneous

Saving Throw: See text

Spell Resistance: Yes

A single beam of brilliantly colored light shoots from your outstretched hand. On a successful ranged touch attack, creatures with 6 Hit Dice or fewer are blinded for 2d4 rounds by the prismatic ray in addition to suffering a randomly determined effect (see the accompanying table).

PRISMATIC RAY

1d6	Color of Beam	Effect
1	Red	20 points fire damage (Reflex half)
2	Orange	40 points acid damage (Reflex half)
3	Yellow	80 points electricity damage (Reflex half)
4	Green	Poison (Kills; Fortitude partial, take 1d6 Con damage instead)
5	Blue	Turned to stone (Fortitude negates)
6	Indigo	Insane, as <i>insanity</i> spell (Will negates)

RING OF BLADES

Conjuration (Creation)

Level: Cleric 3, warmage 3

Components: V, S, M

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 min./level

This spell conjures a horizontal ring of swirling metal blades around you. The ring extends 5 feet from you, into any squares adjacent to your space, and it moves with you as you move. Each round on your turn, starting when you cast the spell, the blades deal 1d6 points of damage +1 point per caster level (maximum +10) to all creatures in the affected area.

The blades conjured by a lawful aligned cleric are cold iron, those conjured by a chaotic-aligned cleric are silver, and those conjured by a cleric who is neither lawful nor chaotic are steel.

Material Component: A small dagger.

TORMENTING THIRST

Sandstorm page 124

Enchantment (Compulsion) [Mind-Affecting]

Level: Bard 3, sorcerer/wizard 3, Thirst 3

Components: V, S

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 levels)

Target: One living creature

Duration: 1 round/level

Saving Throw: Will negates

Spell Resistance: Yes

This spell fills the subject with a terrible sense of thirst. Desperate and unable to focus on any other goal, it must drink as deeply as it can. The affected creature runs to the nearest body of water in sight, grabs and empties the closest container of water or liquor (even those carried by allies), or runs toward the nearest known source of water. No matter how much the subject drinks, the sensation of thirst is not quenched.

If denied the opportunity to quench its thirst, an affected creature flies into a rage similar to the barbarian class feature (see page 25 of the *Player's Handbook*). The subject attacks friend and foe alike in its quest to find water, though not necessarily with lethal force.

VIGOR, MASS LESSER

Complete Divine page 186

Conjuration (Healing)

Level: Cleric 3, druid 3

Components: V, S

Casting Time: 1 standard action

Range: 20 ft.

Target: One creature/two levels, no two of which can be more than 30 ft. apart

Duration: 10 rounds +1 round/level (max 25 rounds)

Saving Throw: Will negates (harmless)

Spell Resistance: Yes (harmless)

You invoke healing energy over a group of creatures, granting each the fast healing ability for the duration of the spell. Each subject heals 1 hit point per round of such damage until the spell ends and is automatically stabilized if he or she begins dying from hit point loss during that time. *Mass lesser vigor* does not restore hit points lost from starvation, thirst, or suffocation, nor does it allow a creature to regrow or attach lost body parts.

The effects of multiple *vigor* spells do not stack; only the highest-level effect applies. Applying a second *vigor* spell of equal level extends the first spell's duration by the full duration of the second spell.

WHIRLING BLADE

Transmutation

Level: Bard 2, sorcerer/wizard 2, warmage 2

Components: V, S, F

Casting Time: 1 standard action

Range: 60 ft.

Effect: 60-ft. line

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

As you cast this spell, you hurl a single slashing weapon at your foes, magically striking at all enemies along a line to the extent of the spell's range. You make a normal melee attack, just as if you attacked with the weapon in melee, against each foe in the weapon's path, but you can choose to substitute your Intelligence or Charisma modifier (as appropriate for your spellcasting class) for your Strength modifier on the weapon's attack rolls and damage rolls. Even if your base attack bonus would normally give you multiple attack rolls, a whirling blade gets only one attack (at your best attack bonus) against each target. The weapon deals damage just as if you had swung it in melee, including any bonuses you might have from ability scores or feats.

No matter how many targets your weapon hits or misses, it instantly and unerringly returns to your hand after attempting the last of its attacks.

Focus: A slashing melee weapon that the caster hurls.

New Magic Items

Beastskin Armor Special Ability

Complete Adventurer page 127.

First created by powerful druids, armor with this special ability is particularly useful to characters of that sort. Whenever you use the wild shape class feature while wearing a suit of armor with the beastskin property, you can expend an additional daily use of your wild shape ability to cause the armor to be transformed with you. When used in this manner, the beastskin armor becomes a suit of armor fitted to your new form rather than simply merging with your body. The armor continues to grant its armor bonus, apply the appropriate armor check penalty, slowing your movement rate and otherwise functioning as a suit of armor fitted to the new form. The armor's weight increases or decreases to match your new size (and shape, if you assume a quadruped form) and therefore might affect your carrying capacity differently than it does in your natural form.

If in your natural form you are proficient with the type of armor to which the beastskin quality has been applied, then you are proficient with the beastskin armor when you are transformed, regardless of what shape you take.

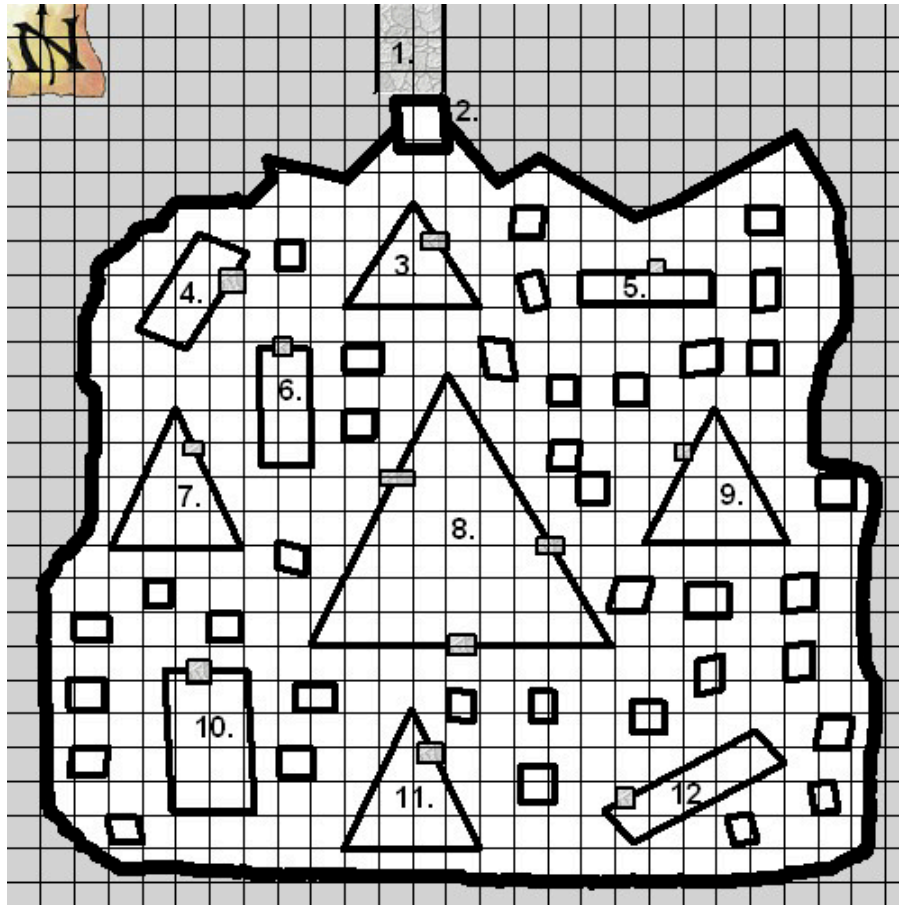
This ability can only be applied to armor, not to shields.

Strong transmutation; CL 13th; Craft Magic Arms and Armor; *ironwood*; Price: +2 bonus.

Vest of Resistance (*Complete Arcane* page 150): These garments offer magic protections in the form of a +1 to +5 resistance bonus on all saving throws.

Faint abjuration; CL 5th; Craft Wondrous Item, *resistance*, creators caster level must be at least three times the vest's bonus; Price 1,000 gp (+1), 4,000 gp (+2), 9,000 gp (+3), 16,000 gp (+4), 25,000 gp (+5); Weight 1 lb.

DM AID: THE ANCIENT CITY OF UTAA

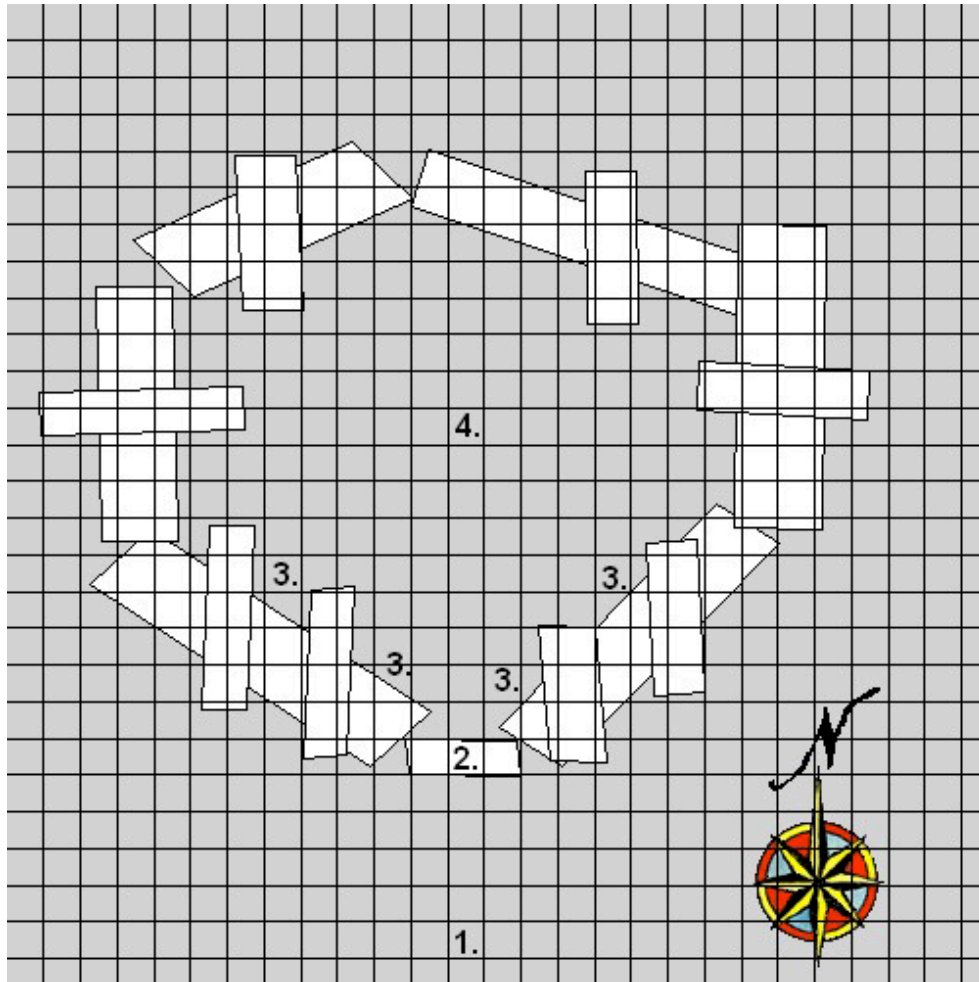


MAP KEY (1 square = 20 feet)

1. Yr Gog Ffordd (The North Road)
2. Yr Clwyd Annedd (The Gatehouse) (Guarded by the Royal Guard)
3. Yr Eglwysig Am Golau (Temple of Light)
4. Diod Tafarn (Refreshment House—named “Kamwyls”)
5. Diod a Bwyd Tafarn (Refreshment and Dinner House—named “Dre’nelis”)
6. Caer Arweinydd (Office of City Consul)
7. Yr Eglwysig Am Awyr (Temple of the Sky)
8. Yr Eglwysig Am Dynol (Temple of Humanities)
9. Yr Eglwysig Am Annwn (Temple of That Which Is Below)
10. Yr Marchnadd (Enclosed Marketplace)
11. Yr Eglwysig Am Cadugg (Temple of Darkness)
12. Coedd Badd Annedd (Public Bath House)

The other small squares represent various local businesses and home. Most are two-story.

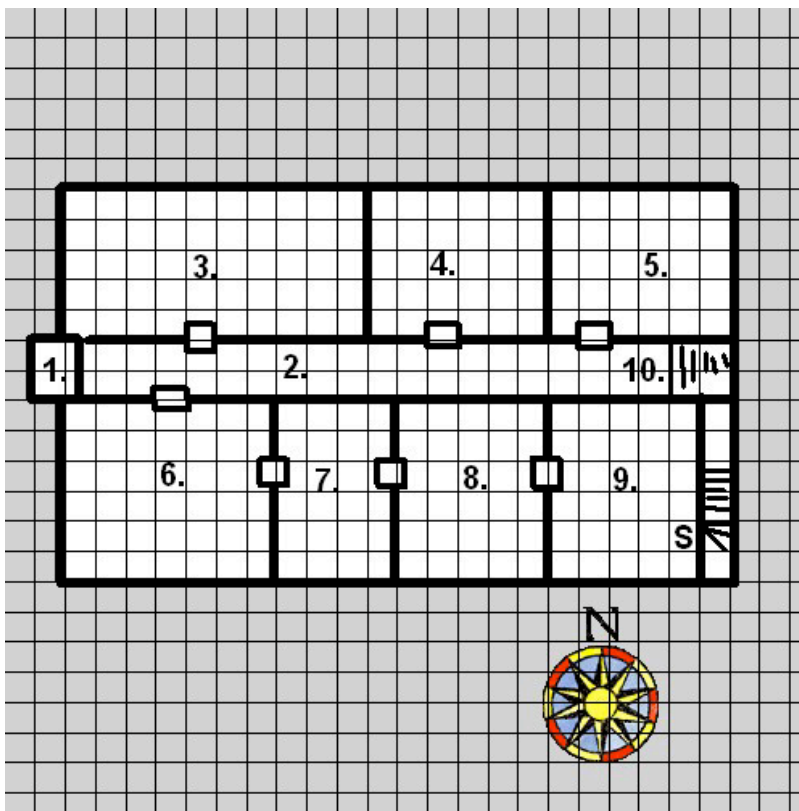
DM'S AID: MAP OF THE BARRICADES



MAP KEY : 1 square = 5 feet

1. This is the position Captain Angau first greets the Rebels (and charges from).
 2. This is the makeshift barricade doorway. It is easily destroyed and broken through during the first round of combat.
 3. These are the positions where rebel archers are stationed. It is from the western position closest to the door that the clansman yells: "Bugger off."
 4. This is the position where Feor Wijs makes his stand. When the battle starts, the PCs will either be within 5 feet of him, or within 5 feet of Captain Angau (if they're on his side).
- The barricade is climbable (DC 10). It is 10 feet high and it takes one round to climb to the top, and one round to climb down (or jump).

DM'S MAP: PALACE OF SHATTADOS—GROUND LEVEL

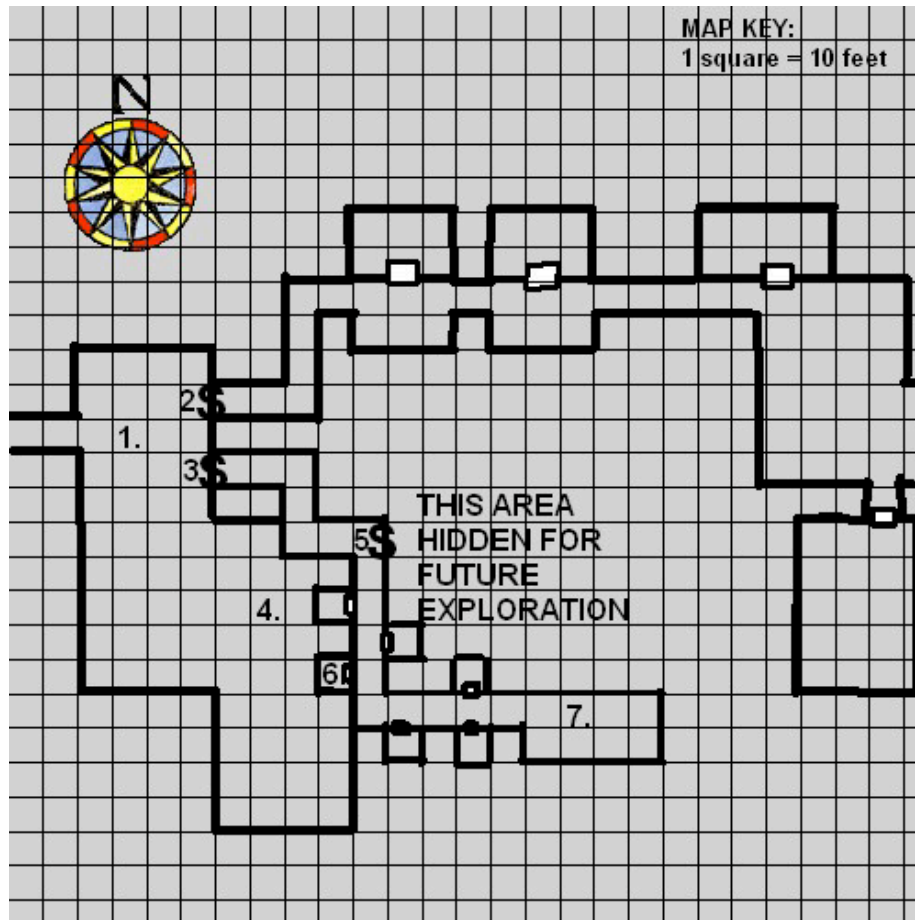


MAP KEY : (1 square = 10 feet)

As no combat takes place on this level, the DM is encouraged not to make too much of a deal out of exact dimensions of the the sturcutre. But point out to PCs that 1 square equals 10 feet. It is more important that PCs remember the overall layout of the palace—as they may very well return here again in the future.

- 1. Entry Gates.
 - 2. Entry Hall.
 - 3. The Red Chamber. This is the room which the PCs arrive in when they first teleport to the palace.
 - 4. The Yellow Chamber.
 - 5. The Blue Chamber.
 - 6. The Green Chamber.
 - 7. The White Chamber.
 - 8. The Gray Chamber.
 - 9. The Black Chamber.
 - 10. Stairs Up. The PCs just don't have time to explore the upper levels of this expansive palace.
- S = Secret Door : Leads to stairs down to dungeon level.

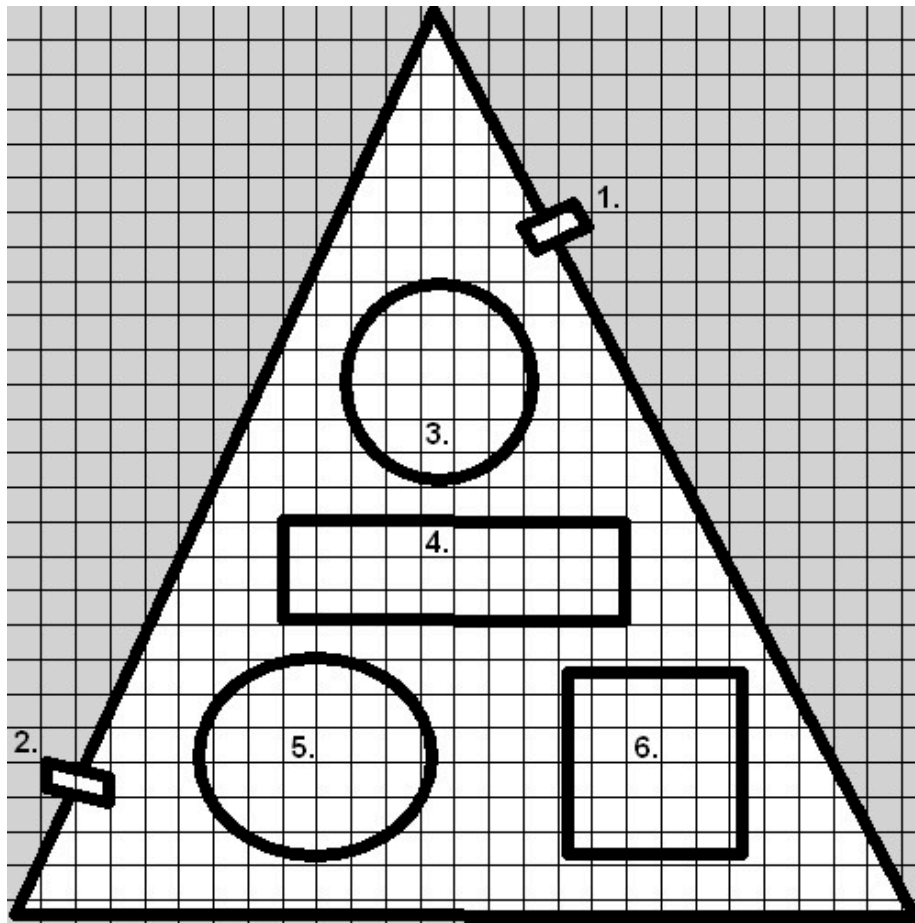
DM'S MAP: PALACE DUNGEONS



MAP KEY (1 square = 10 feet)

1. Portal to the Underdark (see encounter for more details)
2. Secret Door: Leads to priests quarters And *Shattados's* private quarters (DC 20 Search check, then DC 20 Disable Device to realize that there is a code needed to activate this door. No code means certain death—see text).
3. Secret Door: leads to prisoner cells and torture chamber (DC 15 Search. Not trapped).
4. When any PC moves to within 5 feet of this spot, the devil (or devils) outlined in the encounter appear and flank the PCs, if possible.
5. Secret Door: Leads to the Black Vault where the ceremony which creates the *Scorpion Crown* is conducted (DC 20 Search check, then DC 20 Disable Device to realize that there is a code needed to activate this door. No code means certain death—see text).
6. Entrance to prison cell containing Princess Ulma (DC 15 Open Lock)
7. Torture Chamber (Empty)

DM'S MAP: TEMPLE OF HUMANITIES—MANSCORPION BATTLE



MAP KEY (1 square = 5 feet)

1. Northern Entrance to Temple
2. Southern Exit—leads to bathhouse
3. Captain Angau in position 3—surrounded by his royal guard manscorpions.
4. Reton Wijs and the temple fighters (before they all turn into asherati and disappear).
5. This is where the PCs are standing when the battle begins. Ask the players to place their miniatures anywhere in this circle.
6. This is where the priest and the injured are hiding during the battle.

PLAYER'S HANDOUT 1: INTRODUCTION (CONVENTION OR GAME DAY ONLY)

Now, from the relative security of a balcony in Karistyne Castle, you close your eyes and picture the vast waste that is the Bright Desert. It is a place where great storms wrack distant dunes, and fierce winds toss inhabitants like tumbleweed. It is harsh, unrelenting, depressing, desolate, and hopelessly lost. It is a place torn apart by itself.

"But it was not always that way ..." says a calm, cool, female voice who appears to finish your thoughts. It is Lady Karistyne. She too has come to the balcony. Her hands grip the rails. She remembers the stories her mother told her. A tear comes to her eye, then she starts to softly, and slowly tell you the sad story that she knows:

"Over 1,500 years ago, this desert was home to a mighty empire known as Sulm. The land was arid, but bountiful for grazing many thousand flocks of woolly-white sheep and herds of fat cattle. Many who lived there thought it a veritable paradise. But the people became cruel and greedy. They were not satisfied with what they had. They wanted more. Their last ruler, Shattados, made a bargain with the dark god, Tharizdun. Tharizdun gave Shattados a new crown of power: the Scorpion Crown. But with newfound power came a price: when he put on the crown, Shattados was transformed into a huge manscorpion, along with many of his people. The great Empire of Sulm fell to ruin. The desert claimed the grazing lands, and starved the wretched beasts that lived there. Thousands adapted, or perished. All that was, was lost."

"It is rumored that the only way to reclaim the desert, and return it to its former state, is to unmake the Scorpion Crown. How this might be done, is still an unraveling mystery."

"Legend tells us that Shattados had a daughter whom he cherished. Her name was Ulma. But Ulma was no fool, and she was pure of heart. She could see her father slipping deeper into depravity, and she was saddened. She joined a resistance movement centered on the Temple of Humanities—in the capital city: Utaa. Shattados discovered his daughter's deceit and had her imprisoned in the dungeon beneath his palace. He blamed his wife for his daughter's betrayal. Shattados took his wife to sacrifice as part of the purification ceremony leading up to the donning of the crown. Her insides were slowly sucked from her body, so that all that was left of her was a shriveled, lifeless husk."

"Nobody knows what happened to Ulma—but it is said that she was the last to fall to the Scorpion Curse. All we know is that "the last flower of Sulm" is linked to her. It is this "flower" which has the legendary power to help to unmake the Scorpion Crown itself. But logic tells us that this flower would have long since shriveled in the sands of time. Utaa is swallowed by the desert. Ulma is long dead. The quest is impossible to complete."

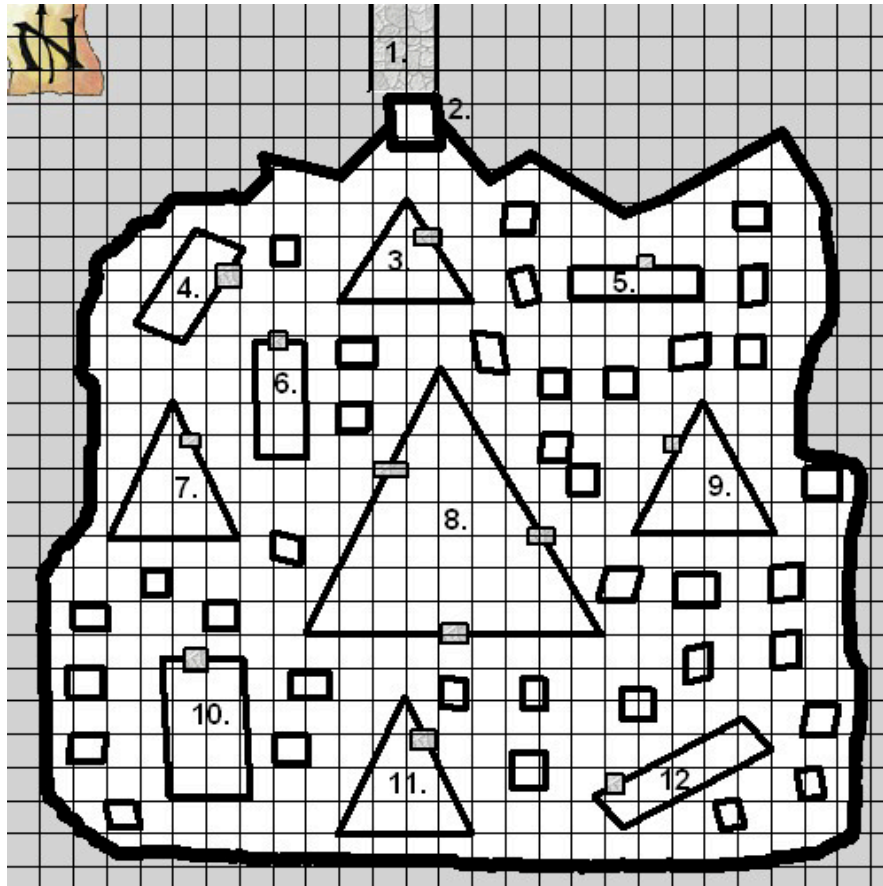
"There is, however, one hope. A desert centaur named Hasbolos has been spoken to by a vision of a tower that appears and reappears in the desert near Fort Whiterock. The tower is known locally as The Tower of Sleep. It is thought to be one of the last, if not the last, surviving structure from Ancient Sulm. I'm guessing, but I believe that whoever lives inside that tower also knows how to find "the last flower". And that person, whoever they are, has asked for you. The centaur arrived here this morning. When you are ready, we can teleport you all to near where he saw the tower. He will lead you through the desert to the exact spot."

Of course, you thought about it for a moment, and accepted. The beautiful and charismatic Lady Karistyne is difficult to refuse.

And so you gather together with your party of adventurers. There is barely time to introduce, or to reintroduce yourselves, before you are teleported deep into the inhospitable belly of a sandblown beast: to the last known location of the ancient Tower of Sleep.

Let the adventure begin ...

CHWARAEWR ALLGOFNODI II: YR HYNAFOL CAER AM UTAA



MAP AGORIAND (1 pedrogl = 20 pystylad)

1. Yr Gog Ffordd
3. Yr Clwyd Annedd
3. Yr Eglwysig Am Golau
4. Diod Tafarn - "Kamwyls"
5. Diod a Bwyd Tafarn - "Dre'nelis"
6. Caer Arweinydd
7. Yr Eglwysig Am Awyr
8. Yr Eglwysig Am Dynol
9. Yr Eglwysig Am Annwn
10. Yr Marchnadd
11. Yr Eglwysig Am Cadugg
12. Coedd Badd Annedd

CRITICAL EVENTS SUMMARY

The DM should answer this events summary *after* the adventure, and then please send the results to:
Creighton Broadhurst creighton@greyworks.co.uk

1. Did the party bring back Ulma to the present day? YES? NO?
2. Did any party member have to sacrifice themselves to do this? Please give name, class, race, level, and other details:
3. Did the party give the flower to Shemaya? YES NO?
4. Anything else you'd like to report?

Thank you.

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