

SHL1-06

The Bleak Shore of Axeport

**A One-Round D&D LIVING GREYHAWK®
Shield Lands Regional Adventure**

Version 1

by Brandon Kaya

The Shield Lands always has need of new allies. Some were found in the deep waters of the Nyr Dyv. You must aid them in a mission if they are to aid the Shield Lands. An Adventure for Character Levels 1-6.

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This is an RPGA® Network scenario for the Dungeons & Dragons® game. A four-hour time block has been allocated for each round of this scenario, but the actual playing time will be closer to three hours. The rest of the time is spent in preparation before game play, and scoring after the game. The following guidelines are here to help you with both the preparation and voting segment of the game. Read this page carefully so that you know and can communicate to your players the special aspects of playing an RPGA scenario.

Preparation

First you should print this scenario. This scenario was created to support double-sided printing, but printing it single sided will work as well. There is enough room along the inside margin to bind the adventure, if you desire.

Read this entire adventure at least once before you run your game. Be sure to familiarize yourself with any special rules, spells, or equipment presented in the adventure. It may help to highlight particularly important passages.

When you run an RPGA D&D adventure we assume that you have access to the following books: the *Player's Handbook*, the *Dungeon Master's Guide*, and the *Monster Manual*. We also assume that you have a set of dice (at least one d4, d6, d8, d10, d12, and d20), some scrap paper, a pencil, an RPGA scoring packet, and your sense of fun. It is also a good idea to have a way to track movement during combat. This can be as simple as a pad of graph paper and a pencil, as handy as a vinyl grid map and chits, or as elaborate as resin dungeon walls and miniatures.

Instruct the players either to prepare their characters now, or wait until you read the introduction, depending on the requirements of the scenario as described in the introduction.

Keep in mind that you must have at least four players (not counting the DM), for the game session to be a sanctioned RPGA event. As well, you cannot have more than seven players participating in the game.

Once you are ready to play, it is handy to instruct each player to place a nametag in front of him or her. The tag should have the player's name at the bottom, and the character's name, race, and gender at the top. This makes it easier for the players (and the DM) to keep track of who is playing which character.

The players are free to use the game rules to learn about equipment and weapons their characters are carrying. That said, you as the DM can bar the use of even core rule books during certain times of play. For example, the players are not free to consult the *Dungeon Master's Guide* when confronted with a trap or hazard, or the *Monster Manual* when confronted with a monster.

Some of the text in this scenario is written so that you may present it as written to the players, while other text is for your eyes only. Text for the

players will be in gray boxes. It's strongly recommended that you paraphrase the player text instead of reading it aloud. Some of this text is general and must be adapted to the specific situation or to actions of the player characters.

Scoring

After the players have completed the scenario or the time allotted to run the scenario has run out, the players and DM score the game. The RPGA has three ways to score its games. Consult your convention coordinator to determine which method to use for this scenario:

1. No-vote scoring: The players write their names and RPGA numbers on the scoring packet grid. You fill in the top of the grid. That is all. No one is rated. This method is used for people who are just playing for fun.
2. Partial scoring: The players rate the game master and the scenario on their player voting sheet, and provide personal information, but don't vote for other players. The game master rates the scenario and completes personal and event information, but does not rate the players as a team or vote for players. This method is used when there is no competition, but the event coordinator wants information on how the game masters are performing, or the game master wants feedback on his or her own performance.
3. Voting: Players and game masters complete the entire packet, including voting for best player. If this method is used, be sure to allow about 15-20 minutes for the players to briefly describe their characters to the other players, and about 5-10 minutes for voting. This method is used when the players want to know who played the "best" amongst the group, or when the adventure is run in tournament format with winners and prizes.

When using voting, rank the players in order of your voting choice while they are completing their forms, so that you are not influenced by their comments on your abilities. It's a good idea to have the players vote while you determine treasure and experience awards for the scenario.

After voting, give the Scoring Packet to your event coordinator.

This is a LIVING GREYHAWK Adventure. As a Living™ adventure, it is expected that players will bring their own characters with them. If players do not have a LIVING GREYHAWK character generated, get a copy of the current LIVING GREYHAWK character generation guidelines, a character sheet, and a LIVING GREYHAWK log sheet from your convention coordinator or the RPGA Web site, and then have any players without a character create one. Once all players have a LIVING GREYHAWK character, play can begin.

Along with the other materials that you are assumed to have in order to run a D&D game, it is also recommended that you have a copy of the LIVING GREYHAWK Gazetteer.

LIVING GREYHAWK Tier Structure

Because players bring their own characters to LIVING GREYHAWK campaigns, this adventure is tiered. Basically, the challenges in this adventure are proportioned to the average character level of the characters participating in the adventure. To determine the tier that you will use to run this adventure, add the character levels of all the characters. In addition, add the levels of any cohorts or animals according to the values on their certificates. Cross-reference the total and the number of players participating in the game using the chart below to determine the tier used for this adventure.

	<u>4 players</u>	<u>5 players</u>	<u>6 players</u>	<u>7 players</u>	<u>Lvl Cap</u>
T1:	4-12	5-13	6-14	7-15	4 nd
T2:	13-22	14-24	15-26	16-28	6 th
T3:	23-32	25-35	27-38	29-41	8 th

The level cap indicated is the highest level of character allowed to play this adventure. Characters of levels higher than the highest level shown for the highest tier cannot be played.

Is it a Full Moon?

Since the hazards of lycanthropy are a current part of the LIVING GREYHAWK campaign, it may be necessary to determine if this adventure takes place during a full moon. For game purposes, the full moon lasts three days of each month. For a given scenario that does not state the phase of the moon, roll 1d10 before play begins. On a result of 1, the first day of the scenario is a night of the full moon (roll 1d3 to determine where in the sequence of three nights it falls).

Lifestyle

At the beginning of every scenario, each PC is required to pay upkeep costs matching the level of lifestyle they wish to maintain. The lifestyles, and the effects that each has on play, are:

Destitute: You have no living space, and must carry all your gear everywhere. You eat poor quality food. You wear a peasant outfit, your only change of clothes.

Poor: You sleep in poor accommodations, and eat poor quality food. You wear a peasant outfit, and have two sets of clothing.

Common: You have common lodgings, and eat common quality food. You have normal clothing for your profession (adventuring); nothing fancy. You probably have two or three sets of clothing.

High: You stay in good quality lodgings, and eat good quality food. You wear anything in value up to courtier's outfits, and generally buy a new set of clothing every two weeks.

Luxury: You have luxurious accommodations (twice the cost of good accommodations), and you eat excellent foods. You can throw a banquet for your friends every day, and frequently do. You wear clothing up to the value of noble's outfit, and buy a new set of clothes every week.

Lifestyles come with bonuses or penalties to Diplomacy, Intimidate, Disguise, and Bluff skill checks. These penalties, shown below, should be applied at the DM's discretion, and can sometimes backfire—for example, a PC with a poor lifestyle would not have a penalty when talking to a beggar, but would when talking to a city official. A PC with a high lifestyle should have a penalty when dealing with a group of street thugs, where a PC with a destitute lifestyle might not.

DMs are encouraged to role-play these reactions whenever possible.

Lifestyle	Cost	Skill Modifier
Destitute	14 sp	-2
Poor	43 sp	-1
Common	12 gp	0
High	250 gp	+1
Luxury	500 gp	+2

Adventure Summary and Background

In *Enter the Naga*, Emerald Dawn, ruler of the water naga, sent Radiant Sparkle as her representative to Critwall. She had noticed the disturbances caused by the release of the kuo-toan artifact found in 'Temple of the Burning Man'. The representative offered the chance for an alliance with the naga, but his ruler wished to speak with those who recovered the artifact.

Emerald Dawn, ruler of the water naga of the Nyr Dyv has decided to use the land dwellers whose people agreed to send a delegation to her. The previous group was useful in the fight against the kuo-toa, even if the fight was useless.

She sent Radiant Sparkle, her representative, back to Critwall and requested the same PCs that helped fight the kuo-toa. If they are not available, Radiant Sparkle finds others who are suitable in a mysterious way understood only by him. They characters are once again given the potion that allows them to breath and function underwater. It has the same disadvantage as before, when the potion wears out, the characters are exhausted.

On the way out of Critwall to the shore of the Nyr Dyv, the characters encounter a devotee of the Open Spirit. He asks for a donation to help the less fortunate.

On the first day of swimming, the characters encounter another patrol of kuo-toa. This is yet another patrol that is trying to find their lost artifact. They are quite hostile and try eliminating the party to attempt to keep their presence a secret.

The group gets close to Axeport (where the scrag delivered the artifact to Waqounis) when the warning signs of the potion wearing off begin. Before Radiant Sparkle can give the party additional doses, a dire shark attacks them. Waqounis lured the shark to the area, but it now desires to leave.

Radiant Sparkle, seeing that the party has no chance against the shark, annoys it and lures it deeper into the Nyr Dyv. He tells the group to quickly surface and escape. He plans on losing the shark and returning. However, Radiant Sparkle does not return.

Despite the scare PCs will have little effort getting to the surface where they see land. They probably swim to shore.

The area around Axeport is frequently patrolled. In fact, when the characters reach shore, they are within sight of a patrol that moves to capture them. The patrol moves immediately to capture the party.

The reason characters are captured instead of killed is because Waqounis always needs more slaves. Those captured are placed in a covered pit that functions as the prison in the ruins of Axeport. There are a couple of prisoners there who are members of the noble families.

The party has the opportunity to learn that Gensal, one of the occupied towns of the Shield Lands, is sorely undermanned and vulnerable to attack. This information is very valuable, but only if the party is able to escape.

They may also find out that Waqounis himself is in possession of the Artifact, and thus it is out of reach of the party.

So the PCs escape and flee to safety. With the freed nobles and the information the characters are getting quite a name for themselves.

The characters report back to Critwall. They are thanked for a good job and dismissed.

General Shield Lands information

Because of the desperate conditions in the Shield Lands, all that enter the lands must contribute to

the welfare of the Shield Lands in some way. Those with the rather specialized abilities of the player characters are placed in what is basically a reserve unit of the Shield Lands army called the Pathfinders. The Pathfinders are used when the regular army is not equipped to deal with the problem or whenever the army needs help. Even foreigners are drafted into the Pathfinders.

Half-orcs are disliked immensely in the Shield Lands. Many businesses won't serve them and many people won't talk to them.

Information the players may know about the area or people they encounter are listed in **DM Handout 1**.

Introduction

Each character is approached individually unless they would normally be spending the day together.

For characters who have played 'Enter the Naga'.

It has been relatively quiet for the last couple of weeks. The Pathfinders have not been mustered and your time has been your own. The summer sun is just beginning to set as you finish your tasks for the day.

On the street ahead, you see a pair of familiar figures accompanied by several guards. The first is the finely dressed figure of Conallan Wansmage, dignitary at the court of Lady Katarina.

The other figure wears shimmering green robes that mark him as Radiant Sparkle, emissary from Emerald Dawn, the water naga.

Radiant Sparkle notices you before Conallan and points in your direction. Conallan waves and starts heading in your direction.

Assuming the character does not flee from them when they see them, the two approach.

Conallan waves to you as he gets closer, "Greetings! I am glad that I finally found you. As you can see, our friend has returned to visit us. I was wondering if you might join us at the keep in about an hour? Our friend has something to discuss with you. If you'll excuse me, we must find the others."

He does not take the time to answer questions at this moment. He apologizes and explains that he has to find others for the meeting.

For characters who did not play 'Enter the Naga':

It has been relatively quiet for the last couple of weeks. The Pathfinders have not been mustered and your time has been your own. The summer sun is just beginning to set as you finish your tasks for the day.

On the street ahead, you see a group walking down the street. One member of the group is a human well dressed in the garb of a government functionary. He is talking to a figure dressed in shimmering green robes. The hood is pulled down so you cannot see the figures face. Several guards fill out the group.

The green robed figure appears to be paying only slight attention to the human. Instead, occasionally the figure stops and appears to be concentrating on something.

The robed figure stops concentrating and points in your direction. The human looks down the street and waves at you. The group begins moving toward you.

Assuming the character allows the group to approach.

The human smiles as he approaches you, "Greetings! My name is Conallan Wansmage. I am one of the many people that help things get done at Lady Katarina's court. I currently am charged with escorting this fine individual round the city. You see Radiant Sparkle here needs to find some specific people to help accomplish a mission. I do not know how he chooses them, but you are apparently one of the chosen people. I would really appreciate it if you could meet us in the keep in about an hour. I cannot answer any questions here. Oh, by the way, can I have your name please?"

Radiant Sparkle is communicating with Emerald Dawn who picks the individuals for the mission. That is why Radiant Sparkle occasionally stops and scans the crowd.

If the characters are not interested, Conallan apologizes to Radiant Sparkle and says goodbye to the character. The adventure is over for that character.

Conallan Wansmage (human male Exp3, LG) official in the court of Lady Katarina.

Conallan Wansmage is a dedicated member of Lady Katarina's court. He was placed in the court by Regent Natan Enarick, the regent of Bright Sentry. He is here to try and further the goals of the Regent and Pholtus, his god. He loves working with the people who come to the court requiring help or assistance. The chance to work with the naga is tremendously exciting for him.

Radiant Sparkle, water naga: CR 7; Large Aberration (15 ft. long); HD 9d8+36; hp 76; Init +1 (Dex); Spd 30 ft., swim 50 ft.; AC 15 (-1 size, +1 Dex, +5 natural); Atks +9 melee (2d6+4 and poison, bite); Face/Reach 5 ft. x 5 ft./10 ft.; SA poison, spells; SQ telepathic link; AL N; SV Fort +7, Ref +6, Will +9.

Str 16, Dex 13, Con 18, Int 10, Wis 17, Cha 15.

Skills: Concentration +13, Listen +11, Spellcraft +9, Spot +11. Feats: Lightning Reflexes.

SA: Poison(Ex)—Bite, Fortitude save (DC 17); initial and secondary damage 1d8 temporary Constitution. Spells (Su)—Radiant Sparkle casts spells as an 8th level sorcerer.

SQ (Su): Telepathic Link—Radiant Sparkle has a permanent telepathic link to Emerald Dawn.

Equipment: Enough water breathing potions in shells to supply the group. A sack to carry all of them strapped to its back.

Spells (6/7/6/3): 0-lvl—arcane mark; daze, detect magic, disrupt undead, light, mending, read magic, resistance; 1-lvl—cause fear, change, self, comprehend languages, mage armor, ray of enfeeblement; 2-lvl—alter self, invisibility, summon monster II; 3-lvl—haste, tongues; 4-lvl—polymorph self.

Radiant Sparkle is a dedicated servant of Emerald Dawn. His spells give it the flexibility needed to work with non-nagas. He does not really like working with air breathers, but does so at its leader's command. It has a permanent telepathic link with Emerald Dawn, allowing it to communicate when concentrating.

It sees the characters as pawns allowing the naga to accomplish goals with little risk to their community.

It speaks to the air breathers when addressed, but otherwise it keeps to itself unless it needs to give some orders to the group.

Radiant Sparkle describes the world of the water naga in the best possible light whenever asked about it. It is a paradise under the sea, where the wise and generous Emerald Dawn leads them toward greatness.

It fears the influence of Iuz spreading under the waters of the Nyr Dyv. It sees the best way of thwarting an air breather is with other air breathers.

Katarina's Keep

The characters are allowed into the keep only after they have given their names. The guards are vigilant and only open the gate of the curtain wall after they verify an authorized entrance. A guard leads the characters to a small meeting room off of the main entrance.

Even here in the government seat of the Shield Lands, rebuilding still continues. The defenses seem to be complete, but as the guard leads you into the keep you see that the interior is far from complete. Scaffolding is everywhere, and there isn't much more than bare walls in the main entrance hall.

The guard leads you down one of the side passages that lead off of the main hall and to what appears to be a small meeting room. Inside a rough wooden table is surrounded by ten wooden stools. The individuals who requested your presence occupy two of the stools.

Conallan stands when you enter, "Well I am so glad that you are here. Seems like Radiant Sparkle has quite an important task for you."

With that the green robed figure stands. Two long, slender hands lower the concealing hood. Underneath is an androgynous head with no hair and piercing yellow eyes. The eyes look over you and then Radiant Sparkle speaks, "Hello air breathers. Recently I was sent by my leader to speak with the Lady Katarina about an item that had recently reappeared after centuries of being missing."

My leader was impressed with those that went into the home waters to visit." Radiant Sparkle nods to anyone who played 'Enter the Naga'. "I have been instructed to offer an alliance to the Lady Katarina. In exchange for this alliance, the leader requires that you help to recover the artifact from the man wizard who stole it from the old ones. We travel through the home water to the air breather area where they took the artifact. I will aid with spells the recovery of the artifact."

Radiant Sparkle assumes that the characters agree to help. It is quite confused if there are any refusals. As long as at least four PCs agree to help, the mission continues. If there aren't at least that many Radiant Sparkle gets angry and leaves. The adventure is over.

Conallan and Radiant Sparkle both attempt to answer questions as best they can.

Where is the artifact?

Radiant Sparkle: two days to the east at an encampment where an air breather community used to exist.

Conallan: I believe that Radiant Sparkle speaks of the area around Axeport.

A Knowledge (Shield Lands) (DC 15) confirms this.

Why do you need our help?

Radiant Sparkle: You are more at ease on land. This is not my true form and I feel uncomfortable trying to accomplish such things without water around me.

What is the artifact?

Radiant Sparkle: As my leader told those who came, it is an artifact that allows the creation and control of a creature of evil. It is a threat to all who live in the home water.

What kind of reward can I expect?

Radiant Sparkle pauses for a moment then answers: The leader shall choose something appropriate when the time comes.

Conallan looking shocked: You should be happy doing it for the good of the Shield Lands. We need all of the allies that we can find.

What are you going to do with the artifact?

Radiant Sparkle: The leader knows many arcane secrets. It shall be safely hidden away until the requirements for its destruction are discovered.

Radiant Sparkle doesn't actually know that much about the artifact. It tries to answer what questions it can and then prepares to set out the next morning. The first part of the journey is by foot to the Nyr Dyv. The trip takes the better part of a day.

How are we going to get into the encampment?

Radiant Sparkle: We shall use my magic to infiltrate the camp. We shall use stealth, not force to retrieve the artifact.

When the PCs are done asking questions, Conallan thanks them and requests that they report back when the mission is done.

Encounter 1: the Open Spirit

The next morning when the party sets out.

The morning dawned warm and bright. You met Radiant Sparkle at the Tent Town gate shortly after dawn and have started through Tent Town. As you reach the far end of Tent Town, a member of the Open Spirit steps toward your group, "May the Spirit bless you travelers. This humble one was hoping that you could give a donation of some sort to help those who have nothing here in Tent Town. Our order tries to help as many as we can, but we are in need of supplies to further our work."

Brother Soncan (human male, N) member of the Open Spirit.

Anyone who has spent time in the Shield Lands knows that the Open Spirit is a religious order that aids the refugees in Tent Town. No one seems to know what god they follow however and they never answer that question.

Anyone who gives Brother Soncan a donation receives a berry in exchange. It is the equivalent of a goodberry that is good only for the event. Anyone who eats the berry gets the **Blessing of the Open Spirit** cert.

Encounter 2: the Patrol of the Kuo-Toa

Radiant Sparkle leads you east along the road toward the Nyr Dyv. The trip takes most of the day and Radiant Sparkle says little. When you finally reach the shores of the lake, the emissary lowers his hood and looks longingly at the blue

waters. Turning to you, he says, "Rest here for the day, I will return in the morning and our journey will continue. Enjoy the air, you will not breath it for the two days of the journey." With that he moves into the water, eventually disappearing beneath the surface.

In the morning Radiant Sparkle rises out of the water and gives each character a potion and a warning:

"These shells contain a potion that allows air breathers to function underwater. It allows you to continue breathing and allows movement as you are accustomed. You will be granted buoyancy that should counteract the effects of heavy equipment. It does have some drawbacks however. The potion will not last the entire trip. When you start... how do describe it. When it starts feeling as though the water is no longer traveling freely through your gills, that is a warning that there are only minutes left. If you do not take another potion before the first one wears off, you shall be exhausted and desire nothing but sleep. You still will not be able to speak, but I can send thoughts to you." With those words, Radiant Sparkle gives each of you a shell. Stepping closer to the shore, Radiant Sparkle concentrates and suddenly begins to shimmer. As the shimmering fades, you see that Radiant Sparkle has changed to something very different than the human form it wore moments ago. Radiant Sparkle now has a 20-foot snake body with an emerald green pattern. The head of the creature is still vaguely human and it waits for you to join it.

If asked, Radiant Sparkle says that it is called a water naga amongst air breathers. It changed form so that it can more easily move through the water.

Radiant Sparkle does not give out more than one shell potion at a time to the characters. These are precious potions of which the naga only have a small amount. Radiant Sparkle does not trust the air breathers enough to give them more potions than their current need. It is quite adamant about it and does not even discuss the possibility of giving more than one to a character.

The naga leads the party deep into the water. The light is perpetually murky.

The potion is a rare concoction that has miraculous properties for those who are not native to the water. It gives them water breathing and, freedom of movement. Additionally, it allows them to swim at the same speed as their normal move on land. Finally, it makes the characters more buoyant enough that they do not sink with heavy equipment. Its creation is a secret known only to the leader of the naga.

The first day of travel is relatively uneventful until the party has been swimming for about ten hours. Night has fallen on the surface and a kuo-toa patrol looking for the artifact runs into the

party. The naga notices the intruders well before the surface dwellers whose vision is obscured by the murky waters.

Hours have passed since you started your journey. It is hard to judge the passing of time down in the murky water. Radiant Sparkle suddenly stops and looks around. He glances at you and you hear in your mind, "Beware, kuo-toas attack!" From out of the murk the fish-like humanoids move toward you.

The kuo-toas attack the party to try and keep their presence a secret. Additionally they plan on searching the bodies, just in case they are carrying the artifact.

Radiant Sparkle fights with the characters. If it loses more than half of its hit points, it retreats to the back of the battle.

Tier 1 (EL 4)

Kuo-toa (2): CR 2; Medium-size Monstrous Humanoid; HD 2d8+2; hp 14 each; Init +0; Spd 20 ft., swim 50 ft.; AC 18 (+6 natural, +2 large shield); Atks +3 melee (1d8+1, spear), -2 melee (1d4, bite), +2 ranged (1d8+1, spear); SQ Keen sight, slippery, adhesive, immunities, electricity resistance 30, light blindness, amphibious; AL NE; SV Fort +3, Ref +3, Will +5.

Str 13, Dex 10, Con 13, Int 13, Wis 14, Cha 8.

Skills: Escape Artist +18, Knowledge (Woolly Bay) +6, Listen +9, Move Silently +3, Search +10, Spot +11. **Feats:** Alertness, Great Fortitude.

SQ: Keen Sight (Ex)—Kuo-toas have excellent vision thanks to their two independently focusing eyes. Their eyesight is so keen that they can spot a moving object or creature even if it is invisible ethereal, or astral. Only by remaining perfectly still can such objects or creatures avoid their notice. **Slippery (Ex)**—All kuo-toas secrete an oily film that makes them difficult to grapple or snare. Webs, magic or otherwise, don't affect kuo-toas, and they usually can wriggle free from most other forms of a confinement. **Adhesive (Ex)**—Kuo-toas use their own body oil and other materials to give their shields a finish almost like flypaper, holding fast any creatures or items touching them. Anyone who makes an unsuccessful melee attack against a kuo-toa must succeed at a Reflex save (DC 14), or the attacker's weapon sticks to the shield and is yanked out of the wielder's grip. Creatures using natural weapons are automatically grappled if they get stuck. **Immunities (Ex)**—Kuo-toas are immune to poison and paralysis. The various hold spells also have no effect on them, and their keen sight automatically detects figments for what they are. **Light Blindness (Ex)**—Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds kuo-toas for 1 round. In addition, they suffer a -1 circumstance penalty to all attack rolls, saves, and checks while operating in bright light. **Amphibious (Ex)**—Although kuo-toas breathe by

means of gills, they can survive indefinitely on land. *Type*—Type explained.

Equipment: Large shield, Spear.

If a kuo-toa dies, the other attempts to flee.

Tier 2 (EL 6)

Kuo-toa Whip, male kuo-toa Clr2: CR 4; Medium-size Monstrous Humanoid; HD 2d8+2 + 2d8+2; hp 24; Init +0; Spd 20 ft., swim 50 ft.; AC 16 (+6 natural); Atks +3 melee (1d10+1, pincer staff), -2 melee (1d4, bite); Face/Reach 5 ft. x 5 ft./10 ft. (with pincer staff); SA Pincer Staff, rebuke undead and water creatures, smite, spells; SQ Keen sight, slippery, adhesive, immunities, electricity resistance 30, light blindness, amphibious; AL NE; SV Fort +6, Ref +5, Will +8.

Str 13, Dex 10, Con 13, Int 13, Wis 14, Cha 8.

Skills: Concentration +6, Escape Artist +18, Knowledge (religion) +2, Knowledge (Woolly Bay) +6, Listen +9, Move Silently +3, Search +10, Spot +11; *Feats:* Alertness, Great Fortitude, Lightning Reflexes.

SA: Pincer Staff—If kuo-toa hits an opponent of at least Small but no larger than Large size attempts to start a grapple as a free action without provoking an attack of opportunity. If the wielder gets a hold, the staff grabs the opponents and deals 1d10 points of damage each round the hold is maintained. *Smite*—May make a single melee attack with a +4 attack bonus and a +2 damage bonus (if the attack hits). You must declare the smite before making the attack. It is usable once per day.

SQ: Keen Sight (Ex)—Kuo-toas have excellent vision thanks to their two independently focusing eyes. Their eyesight is so keen that they can spot a moving object or creature even if it is invisible ethereal, or astral. Only by remaining perfectly still can such objects or creatures avoid their notice. *Slippery (Ex)*—All kuo-toas secrete an oily film that makes them difficult to grapple or snare. Webs, magic or otherwise, don't affect kuo-toas, and they usually can wriggle free from most other forms of a confinement. *Adhesive (Ex)*—Kuo-toas use their own body oil and other materials to give their shields a finish almost like flypaper, holding fast any creatures or items touching them. Anyone who makes an unsuccessful melee attack against a kuo-toa must succeed at a Reflex save (DC 14), or the attacker's weapon sticks to the shield and is yanked out of the wielder's grip. Creatures using natural weapons are automatically grappled if they get stuck. *Immunities (Ex)*—Kuo-toas are immune to poison and paralysis. The various hold spells also have no effect on them, and their keen sight automatically detects figments for what they are. *Light Blindness (Ex)*—Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds kuo-toas for 1 round. In addition, they suffer a -1 circumstance penalty to all attack rolls, saves, and checks while operating in bright light. *Amphibious (Ex)*—Although kuo-toas breathe by

means of gills, they can survive indefinitely on land. *Type*—Type explained.

Spells (4/3+1) destruction and water domains:
o 1st lvl—*cure minor wounds*, *detect magic*, *guidance*, *resistance*; 1st lvl—*command*, *protection from good*, *shield of faith* + *inflict light wounds*.

Equipment: Pincer staff, holy symbol of Blibdoolpoolp.

Kuo-toa (2): CR 2; Medium-size Monstrous Humanoid; HD 2d8+2; hp 14 each; Init +0; Spd 20 ft., swim 50 ft.; AC 18 (+6 natural, +2 large shield); Atks +3 melee (1d8+1, spear), -2 melee (1d4, bite), +2 ranged (1d8+1, spear); SQ Keen sight, slippery, adhesive, immunities, electricity resistance 30, light blindness, amphibious; AL NE; SV Fort +3, Ref +3, Will +5.

Str 13, Dex 10, Con 13, Int 13, Wis 14, Cha 8.

Skills: Escape Artist +18, Knowledge (Woolly Bay) +6, Listen +9, Move Silently +3, Search +10, Spot +11. *Feats:* Alertness, Great Fortitude.

SQ: Keen Sight (Ex)—Kuo-toas have excellent vision thanks to their two independently focusing eyes. Their eyesight is so keen that they can spot a moving object or creature even if it is invisible ethereal, or astral. Only by remaining perfectly still can such objects or creatures avoid their notice. *Slippery (Ex)*—All kuo-toas secrete an oily film that makes them difficult to grapple or snare. Webs, magic or otherwise, don't affect kuo-toas, and they usually can wriggle free from most other forms of a confinement. *Adhesive (Ex)*—Kuo-toas use their own body oil and other materials to give their shields a finish almost like flypaper, holding fast any creatures or items touching them. Anyone who makes an unsuccessful melee attack against a kuo-toa must succeed at a Reflex save (DC 14), or the attacker's weapon sticks to the shield and is yanked out of the wielder's grip. Creatures using natural weapons are automatically grappled if they get stuck. *Immunities (Ex)*—Kuo-toas are immune to poison and paralysis. The various hold spells also have no effect on them, and their keen sight automatically detects figments for what they are. *Light Blindness (Ex)*—Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds kuo-toas for 1 round. In addition, they suffer a -1 circumstance penalty to all attack rolls, saves, and checks while operating in bright light. *Amphibious (Ex)*—Although kuo-toas breathe by means of gills, they can survive indefinitely on land. *Type*—Type explained.

Equipment: Large shield, Spear.

If two kuo-toas die, the others attempt to flee.

Tier 3 (EL 8)

Kuo-toa Whip, male kuo-toa Clr2: CR 4; medium monstrous humanoid (5 ft. tall); HD 2d8+2 + 2d8+2; hp 24; Init +0; Spd 20 ft., swim 50 ft.; AC 16 (+6 natural); Atks +3 melee (1d10+1, pincer staff), -2 melee (1d4, bite); Face/Reach 5 ft. x 5 ft./10 ft.

(with pincer staff); SA Lightning Bolt, Pincer Staff, rebuke undead and water creatures, smite, spells; SQ Keen sight, slippery, adhesive, immunities, electricity resistance 30, light blindness, amphibious; AL NE; SV Fort +6, Ref +5, Will +8.

Str 13, Dex 10, Con 13, Int 13, Wis 14, Cha 8.

Skills: Concentration +6, Escape Artist +18, Knowledge (religion) +2, Knowledge (Woolly Bay) +6, Listen +9, Move Silently +3, Search +10, Spot +11; **Feats:** Alertness, Great Fortitude, Lightning Reflexes.

SA: Lightning Bolt—Two or more whips operating together can generate a stroke of lightning every 1d4 rounds. The whips must join hands to launch the bolt but need merely remain within 30 feet of one another while it builds. The lightning bolt deals 1d6 points of damage per whip, but a successful Reflex save halves this amount (save DC 13 + the number of whips). **Pincer Staff**—If kuo-toa hits an opponent of at least Small but no larger than Large size attempts to start a grapple as a free action without provoking an attack of opportunity. If the wielder gets a hold, the staff grabs the opponents and deals 1d10 points of damage each round the hold is maintained. **Smite**—May make a single melee attack with a +4 attack bonus and a +2 damage bonus (if the attack hits). You must declare the smite before making the attack. It is usable once per day.

SQ: Keen Sight (Ex)—Kuo-toas have excellent vision thanks to their two independently focusing eyes. Their eyesight is so keen that they can spot a moving object or creature even if it is invisible ethereal, or astral. Only by remaining perfectly still can such objects or creatures avoid their notice. **Slippery (Ex)**—All kuo-toas secrete an oily film that makes them difficult to grapple or snare. Webs, magic or otherwise, don't affect kuo-toas, and they usually can wriggle free from most other forms of a confinement. **Adhesive (Ex)**—Kuo-toas use their own body oil and other materials to give their shields a finish almost like flypaper, holding fast any creatures or items touching them. Anyone who makes an unsuccessful melee attack against a kuo-toa must succeed at a Reflex save (DC 14), or the attacker's weapon sticks to the shield and is yanked out of the wielder's grip. Creatures using natural weapons are automatically grappled if they get stuck. **Immunities (Ex)**—Kuo-toas are immune to poison and paralysis. The various hold spells also have no effect on them, and their keen sight automatically detects figments for what they are. **Light Blindness (Ex)**—Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds kuo-toas for 1 round. In addition, they suffer a -1 circumstance penalty to all attack rolls, saves, and checks while operating in bright light. **Amphibious (Ex)**—Although kuo-toas breathe by means of gills, they can survive indefinitely on land. **Type**—Type explained.

Spells (4/3+1) destruction and water domains:
o 1st lvl—*cure minor wounds*, *detect magic*, *guidance*, *resistance*; 1st lvl—*command*, *protection from good*, *shield of faith* + *inflict light wounds*.

Equipment: Pincer staff, holy symbol of Blibdoolpoolp.

Kuo-toa (4): CR 2; Medium-size Monstrous Humanoid; HD 2d8+2; hp 14 each; Init +0; Spd 20 ft., swim 50 ft.; AC 18 (+6 natural, +2 large shield); Atks +3 melee (1d8+1, spear), -2 melee (1d4, bite), +2 ranged (1d8+1, spear); SQ Keen sight, slippery, adhesive, immunities, electricity resistance 30, light blindness, amphibious; AL NE; SV Fort +3, Ref +3, Will +5.

Str 13, Dex 10, Con 13, Int 13, Wis 14, Cha 8.

Skills: Escape Artist +18, Knowledge (Woolly Bay) +6, Listen +9, Move Silently +3, Search +10, Spot +11. **Feats:** Alertness, Great Fortitude.

SQ: Keen Sight (Ex)—Kuo-toas have excellent vision thanks to their two independently focusing eyes. Their eyesight is so keen that they can spot a moving object or creature even if it is invisible ethereal, or astral. Only by remaining perfectly still can such objects or creatures avoid their notice. **Slippery (Ex)**—All kuo-toas secrete an oily film that makes them difficult to grapple or snare. Webs, magic or otherwise, don't affect kuo-toas, and they usually can wriggle free from most other forms of a confinement. **Adhesive (Ex)**—Kuo-toas use their own body oil and other materials to give their shields a finish almost like flypaper, holding fast any creatures or items touching them. Anyone who makes an unsuccessful melee attack against a kuo-toa must succeed at a Reflex save (DC 14), or the attacker's weapon sticks to the shield and is yanked out of the wielder's grip. Creatures using natural weapons are automatically grappled if they get stuck. **Immunities (Ex)**—Kuo-toas are immune to poison and paralysis. The various hold spells also have no effect on them, and their keen sight automatically detects figments for what they are. **Light Blindness (Ex)**—Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds kuo-toas for 1 round. In addition, they suffer a -1 circumstance penalty to all attack rolls, saves, and checks while operating in bright light. **Amphibious (Ex)**—Although kuo-toas breathe by means of gills, they can survive indefinitely on land. **Type**—Type explained.

Equipment: Large shield, Spear.

If three kuo-toas die, the others attempt to flee.

Augmented Tier (EL 10)

Kuo-toa Whip, male kuo-toa Clr2 (4): CR 4; Medium-size Monstrous Humanoid; HD 2d8+2 + 2d8+2; hp 24; Init +0; Spd 20 ft., swim 50 ft.; AC 16 (+6 natural); Atks +3 melee (1d10+1, pincer staff), -2 melee (1d4, bite); Face/Reach 5 ft. x 5 ft./10 ft. (with pincer staff); SA Lightning Bolt, Pincer

Staff, rebuke undead and water creatures, smite, spells; SQ Keen sight, slippery, adhesive, immunities, electricity resistance 30, light blindness, amphibious; AL NE; SV Fort +6, Ref +5, Will +8.

Str 13, Dex 10, Con 13, Int 13, Wis 14, Cha 8.

Skills: Concentration +6, Escape Artist +18, Knowledge (religion) +2, Knowledge (Woolly Bay) +6, Listen +9, Move Silently +3, Search +10, Spot +11; **Feats:** Alertness, Great Fortitude, Lightning Reflexes.

SA: Lightning Bolt—Two or more whips operating together can generate a stroke of lightning every 1d4 rounds. The whips must join hands to launch the bolt but need merely remain within 30 feet of one another while it builds. The lightning bolt deals 1d6 points of damage per whip, but a successful Reflex save halves this amount (save DC 13 + the number of whips). **Pincer Staff**—If kuo-toa hits an opponent of at least Small but no larger than Large size attempts to start a grapple as a free action without provoking an attack of opportunity. If the wielder gets a hold, the staff grabs the opponents and deals 1d10 points of damage each round the hold is maintained. **Smite**—May make a single melee attack with a +4 attack bonus and a +2 damage bonus (if the attack hits). You must declare the smite before making the attack. It is usable once per day.

SQ: Keen Sight (Ex)—Kuo-toas have excellent vision thanks to their two independently focusing eyes. Their eyesight is so keen that they can spot a moving object or creature even if it is invisible ethereal, or astral. Only by remaining perfectly still can such objects or creatures avoid their notice. **Slippery (Ex)**—All kuo-toas secrete an oily film that makes them difficult to grapple or snare. Webs, magic or otherwise, don't affect kuo-toas, and they usually can wriggle free from most other forms of a confinement. **Adhesive (Ex)**—Kuo-toas use their own body oil and other materials to give their shields a finish almost like flypaper, holding fast any creatures or items touching them. Anyone who makes an unsuccessful melee attack against a kuo-toa must succeed at a Reflex save (DC 14), or the attacker's weapon sticks to the shield and is yanked out of the wielder's grip. Creatures using natural weapons are automatically grappled if they get stuck. **Immunities (Ex)**—Kuo-toas are immune to poison and paralysis. The various hold spells also have no effect on them, and their keen sight automatically detects figments for what they are. **Light Blindness (Ex)**—Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds kuo-toas for 1 round. In addition, they suffer a -1 circumstance penalty to all attack rolls, saves, and checks while operating in bright light. **Amphibious (Ex)**—Although kuo-toas breathe by means of gills, they can survive indefinitely on land. **Type**—Type explained.

Spells (4/3+1) destruction and water domains:
o 1vl—*cure minor wounds*, *detect magic*,

guidance, *resistance*; 1st 1vl—*command*, *protection from good*, *shield of faith* + *inflict light wounds*.

Equipment: Pincer staff, holy symbol of Blibdoolpoolp.

Kuo-toa (8): CR 2; Medium-size Monstrous Humanoid; HD 2d8+2; hp 14 each; Init +0; Spd 20 ft., swim 50 ft.; AC 18 (+6 natural, +2 large shield); Atks +3 melee (1d8+1, spear), -2 melee (1d4, bite), +2 ranged (1d8+1, spear); SQ Keen sight, slippery, adhesive, immunities, electricity resistance 30, light blindness, amphibious; AL NE; SV Fort +3, Ref +3, Will +5.

Str 13, Dex 10, Con 13, Int 13, Wis 14, Cha 8.

Skills: Escape Artist +18, Knowledge (Woolly Bay) +6, Listen +9, Move Silently +3, Search +10, Spot +11. **Feats:** Alertness, Great Fortitude.

SQ: Keen Sight (Ex)—Kuo-toas have excellent vision thanks to their two independently focusing eyes. Their eyesight is so keen that they can spot a moving object or creature even if it is invisible ethereal, or astral. Only by remaining perfectly still can such objects or creatures avoid their notice. **Slippery (Ex)**—All kuo-toas secrete an oily film that makes them difficult to grapple or snare. Webs, magic or otherwise, don't affect kuo-toas, and they usually can wriggle free from most other forms of a confinement. **Adhesive (Ex)**—Kuo-toas use their own body oil and other materials to give their shields a finish almost like flypaper, holding fast any creatures or items touching them. Anyone who makes an unsuccessful melee attack against a kuo-toa must succeed at a Reflex save (DC 14), or the attacker's weapon sticks to the shield and is yanked out of the wielder's grip. Creatures using natural weapons are automatically grappled if they get stuck. **Immunities (Ex)**—Kuo-toas are immune to poison and paralysis. The various hold spells also have no effect on them, and their keen sight automatically detects figments for what they are. **Light Blindness (Ex)**—Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds kuo-toas for 1 round. In addition, they suffer a -1 circumstance penalty to all attack rolls, saves, and checks while operating in bright light. **Amphibious (Ex)**—Although kuo-toas breathe by means of gills, they can survive indefinitely on land. **Type**—Type explained.

Equipment: Large shield, Spear.

If four kuo-toas die, the others attempt to flee.

After the fight, the rest of the night is uneventful. The naga takes the group to a small cave on the lake floor. Radiant Sparkle gives the party an additional potion because the duration of the first potion isn't long enough to make it through the night.

Encounter 3: the Dire Shark

Nothing further happens on the journey until near the end of the second day.

You have traveled for two days in the murky depths of the Nyr Dyv. The water is so dark that it constantly appears to be dusk. The water has grown shallower for the past several hours and it appears that you may be nearing your destination. That is fortunate because you feel the potions warning signs telling you it is about to expire.

Suddenly Radiant Sparkle glances around and sends his thoughts, "Beware air breathers, danger hunts us. Retreat to the surface and land. I shall take care of..." Before it can continue a huge, sleek shape moves out of the murk toward the group.

The shape is an extremely large dire shark. Waqounis lured it here and it now wants to leave. It is heading back out into the Nyr Dyv, but has sensed the approach of one of food. It intends to eat and then continue on its travels. Radiant Sparkle intends to lead the shark deeper into the Nyr Dyv then elude it and return. He never returns however. The dire shark is included in case the party stays and fights. If this is the case, have Radiant Sparkle swallowed by the shark at some point. When this occurs the shark swims off.

Tier 1 (EL 9)

Dire Shark (1): CR 9; Huge Animal (50 ft. long); HD 25d8+75; hp 200; Init +2 (Dex); Spd swim 90 ft.; AC 17 (-2 size, +2 Dex, +7 natural); Atks +22 melee (2d6+9, bite); Face/Reach 10 ft. x 50 ft./10 ft.; SA improved grab, swallow whole; SQ keen scent; AL N; SV Fort +17, Ref +16, Will +14. Str 23, Dex 15, Con 17, Int 1, Wis 12, Cha 10.

Skills: listen +7, spot +7.

SA: improved grab—To use this ability the dire shark must hit with its bite attack. If it gets a hold, it can try to swallow the foe. *swallow whole*—A dire shark can try to swallow a grabbed opponent of Large or smaller size by making a successful grapple check. Once inside, the opponent takes 2d6+6 points of crushing damage plus 1d8+4 points of acid damage per round from the shark's digestive juices. A swallowed creature can cut its way out by using claws or a light slashing weapon by dealing 25 points of damage to the shark's digestive tract (AC 20). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

SQ: Keen Scent(Ex)—A dire shark can notice creatures by scent in a 180 foot radius and detect blood in the water at ranges of up to one mile.

Tier 2 (EL 9)

Dire Shark (1): CR 9; Huge Animal (50 ft. long); HD 30d8+90; hp 230; Init +2 (Dex); Spd swim 90 ft.; AC 17 (-2 size, +2 Dex, +7 natural); Atks +26 melee (2d6+9, bite); Face/Reach 10 ft. x 50 ft./10 ft.; SA improved grab, swallow whole; SQ keen scent; AL N; SV Fort +20, Ref +19, Will +16. Str 23, Dex 15, Con 17, Int 1, Wis 12, Cha 10.

Skills: listen +7, spot +7.

SA: improved grab—To use this ability the dire shark must hit with its bite attack. If it gets a hold, it can try to swallow the foe. *swallow whole*—A dire shark can try to swallow a grabbed opponent of Large or smaller size by making a successful grapple check. Once inside, the opponent takes 2d6+6 points of crushing damage plus 1d8+4 points of acid damage per round from the shark's digestive juices. A swallowed creature can cut its way out by using claws or a light slashing weapon by dealing 25 points of damage to the shark's digestive tract (AC 20). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

SQ: Keen Scent (Ex)—A dire shark can notice creatures by scent in a 180 foot radius and detect blood in the water at ranges of up to one mile.

Tier 3 (EL 9)

Dire Shark (1): CR 9; Gargantuan Animal (60 ft. long); HD 35d8+175; hp 332; Init +2 (Dex); Spd swim 90 ft.; AC 19 (-4 size, +2 Dex, +9 natural); Atks +32 melee (2d8+15, bite); Face/Reach 10 ft. x 60 ft./10 ft.; SA improved grab, swallow whole; SQ keen scent; AL N; SV Fort +24, Ref +21, Will +15.

Str 31, Dex 15, Con 21, Int 1, Wis 12, Cha 10.

Skills: listen +7, spot +7.

SA: improved grab—To use this ability the dire shark must hit with its bite attack. If it gets a hold, it can try to swallow the foe. *swallow whole*—A dire shark can try to swallow a grabbed opponent of Large or smaller size by making a successful grapple check. Once inside, the opponent takes 2d6+6 points of crushing damage plus 1d8+4 points of acid damage per round from the shark's digestive juices. A swallowed creature can cut its way out by using claws or a light slashing weapon by dealing 25 points of damage to the shark's digestive tract (AC 20). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

SQ: Keen Scent(Ex)—A dire shark can notice creatures by scent in a 180 foot radius and detect blood in the water at ranges of up to one mile.

Augmented Tier – EL 11

Dire Shark (2): CR 9; Gargantuan Animal (60 ft. long); HD 35d8+175; hp 332; Init +2 (Dex); Spd swim 90 ft.; AC 19 (-4 size, +2 Dex, +9 natural); Atks +32 melee (2d8+15, bite); Face/Reach 10 ft. x 60 ft./10 ft.; SA improved grab, swallow whole; SQ

keen scent; AL N; SV Fort +24, Ref +21, Will +15.

Str 31, Dex 15, Con 21, Int 1, Wis 12, Cha 10.

Skills: listen +7, spot +7.

SA: improved grab—To use this ability the dire shark must hit with its bite attack. If it gets a hold, it can try to swallow the foe. *swallow whole*—A dire shark can try to swallow a grabbed opponent of Large or smaller size by making a successful grapple check. Once inside, the opponent takes 2d6+6 points of crushing damage plus 1d8+4 points of acid damage per round from the shark's digestive juices. A swallowed creature can cut its way out by using claws or a light slashing weapon by dealing 25 points of damage to the shark's digestive tract (AC 20). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

SQ: Keen Scent(Ex)—A dire shark can notice creatures by scent in a 180 foot radius and detect blood in the water at ranges of up to one mile.

SQ: Keen Scent(Ex)—A dire shark can notice creatures by scent in a 180 foot radius and detect blood in the water at ranges of up to one mile.

Encounter 4: The Bleak Shore

With the disappearance of Radiant Sparkle, the group is suddenly left without a guide. They have only a general idea of where to go.

If the characters surface, they immediately see the shore and the tent-city that has been built on some ruins about half a mile away from their location. There are some dilapidated docks on the shore, but there are no boats. In fact, there don't seem to be any boats anywhere. A Knowledge (Shield Lands) check (DC 15) reveals that the ruins are likely Axeport. Dusk is about an hour away.

The shoreline itself is a long sandy beach as far as the eye can see in either direction. The beaches lead up to plains that cover most of the Shield Lands. There are no real hiding places along the beach.

They also see numerous figures moving in Axeport and along the shoreline. These are the patrols that are constantly keeping a watch out for an attack from the ships manning the blockade of Admundfort. They are composed mostly of orcs, but also contain hobgoblins, goblins, humans and the occasional undead.

Like most of the Shield Lands, the area around Axeport is flat and visibility extends for miles.

When the potion the naga gave them wears off, they suffer the effects of being exhausted until they get a full eight hours of rest. These effects are a -6 penalty to both Strength and Dexterity. They can also only move at half speed.

The party does not have time to leave the area of Axeport before the potion wears off. Give them clues about this if they start trying to swim elsewhere.

The potion wears off when they are wading ashore. As they struggle to the sandy beach a patrol of 23 orcs rushes up with a majority of them spreading out to form an arc around the party. The leader demands their surrender. The leader continues to demand surrender every round. Two of the orcs toward the back begin blowing horns, alerting Axeport of the threat.

The horns attract the forces in Axeport and a steady stream of creatures flow out from the ruins to try and capture the party. Remember that the characters can only move at half speed. They cannot run for very long before they just collapse.

When the characters are captured, they are stripped of all weapons, armor, spell components, holy symbols and any shiny or valuable looking items. Allow the characters to keep a few small items if they can come up with a way to conceal them.

Tiers 1-3 (EL a bunch)

Orc (as many as needed): CR .5; Medium Humanoid (5 ft. 6 in. tall); HD 1d8; hp 5; Init +0; Spd 20 ft.; AC 14 (+4 scale mail); Atks +3 melee (1d12+3 [crit x3], greataxe), +1 ranged (1d6+2, javelin); SQ Darkvision 60 ft., light sensitivity; AL CE; SV Fort +2, Ref +0, Will -1.

Str 15, Dex 10, Con 11, Int 9, Wis 8, Cha 8.

Skills: Listen +2, Spot +2. *Feats*: Alertness.

SQ: light sensitivity—Orcs suffer a -1 penalty to attack rolls in bright sunlight or within the radius of a daylight spell.

Equipment: scale mail, greataxe, 2 javelins.

The orcs come in groups of 23, 20 normal orcs, 2 sergeants and a leader. The normal orcs are sent well in front of the leaders and try to use their javelins first unless it looks like the party is going to escape. Then they hunt them down with their axes. The orcs are smart enough to spread out so that they can't all be taken down by area spells.

Orc Sergeants, male orc Ftr3: Medium Humanoid (6 ft. tall); HD 3d10+6; hp 27; Init +5 (+1 Dex, +4 improved initiative); Spd 20 ft.; AC 21 (+8 full plate, +2 large steel shield, +1 Dex); Atks +9 melee (1d10+4 [crit 19-20], bastard sword), +5 ranged (1d8+2 [crit x3], composite longbow); SQ Darkvision 60 ft., light sensitivity; AL CE; SV Fort +5, Ref +2, Will +1.

Str 19, Dex 13, Con 14, Int 8, Wis 10, Cha 6.

Skills: Climb +0. *Feats*: Exotic Weapon (bastard sword), Improved Initiative, Power Attack, Weapon Focus (bastard sword).

SQ: light sensitivity—Orcs suffer a -1 penalty to attack rolls in bright sunlight or within the radius of a daylight spell.

Equipment: full plate, large steel shield, masterwork bastard sword, +2 mighty masterwork composite longbow, 20 arrows, horn.

The sergeants direct the normal orcs from behind. They blow their horns for the first two rounds they are in combat. They use their bows

until forced into melee combat or run out of arrows.

Orc leader, male orc Ftr5: Medium Humanoid (6 ft. tall); HD 5d10+10; hp 42; Init +5 (+1 Dex, improved initiative); Spd 20 ft.; AC 21 (+8 full plate, +2 large steel shield, +1 Dex); Atks +12 melee (1d10+7 [crit 19-20], bastard sword), +7 ranged (1d8+3 [crit x3], composite longbow); SQ Darkvision 60 ft., light sensitivity; AL CE; SV Fort +7, Ref +3, Will +2.

Str 20, Dex 13, Con 14, Int 8, Wis 10, Cha 6.

Skills: Climb +3. **Feats:** Exotic Weapon (bastard sword), Improved Initiative, Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

SQ: *light sensitivity*—Orcs suffer a -1 penalty to attack rolls in bright sunlight or within the radius of a daylight spell.

Equipment: full plate, large steel shield, masterwork bastard sword, +3 mighty masterwork composite longbow, 20 arrows.

The leader directs the normal orcs from behind. He uses his bow until forced into melee combat or runs out of arrows.

Hobgoblin (as many as needed): CR .5; Medium Humanoid (Goblinoid) (6 ft. 6 in. tall); HD 1d8+1; hp 6; Init +1 (Dex); Spd 30 ft.; AC 15 (+1 Dex, +3 studded leather, +1 small wooden shield); Atks +1 melee (1d8 [crit 19-20], longsword), +2 ranged (1d6, javelin); SQ Darkvision 60 ft.; AL LE; SV Fort +3, Ref +1, Will +0.

Str 11, Dex 13, Con 13, Int 10, Wis 10, Cha 10.

Skills: Hide +1, Listen +3, Move Silently +3 Spot +3. **Feats:** Alertness.

Equipment: Studded leather, small wooden shield, longsword, 2 javelins.

The hobgoblins also appear in groups of 23 with 20 normal hobgoblins, 2 sergeants and a leader. The hobgoblins as a whole try to stay back and use ranged attacks until they have expended their javelins.

Hobgoblin Sergeants, male hobgoblin Ftr3: Medium Humanoid (6 ft. 6 in. tall); HD 3d10+9; hp 30; Init +6 (+2 Dex, +4 improved initiative); Spd 20 ft.; AC 21 (+8 full plate, +2 large steel shield, +1 Dex); Atks +7 melee (1d10+2 [crit 19-20], bastard sword), +6 ranged (1d8+2 [crit x3], composite longbow); SQ Darkvision 60 ft.; AL LE; SV Fort +6, Ref +3, Will +2.

Str 15, Dex 15, Con 16, Int 10, Wis 12, Cha 8.

Skills: Climb +0, Jump +0, Move Silently -1. **Feats:** Exotic Weapon (bastard sword), Improved Initiative, Power Attack, Weapon Focus (bastard sword).

Equipment: full plate, large steel shield, masterwork bastard sword, +2 mighty masterwork composite longbow, 20 arrows, horn.

The sergeants direct the normal hobgoblins from behind. They use their bows until forced into melee combat or run out of arrows. They spend the first couple of rounds in the combat blowing their horns in warning.

Hobgoblin leader, male hobgoblin Ftr5: Medium Humanoid (6 ft. tall); HD 5d10+15; hp 47; Init +6 (+2 Dex, improved initiative); Spd 20 ft.; AC 21 (+8 full plate, +2 large steel shield, +1 Dex); Atks +10 melee (1d10+5 [crit 19-20], bastard sword), +8 ranged (1d8+3 [crit x3], composite longbow); SQ Darkvision 60 ft.; AL LE; SV Fort +8, Ref +4, Will +3.

Str 16, Dex 15, Con 16, Int 10, Wis 12, Cha 6.

Skills: Climb +3, Jump +3, Move Silently -1. **Feats:** Exotic Weapon (bastard sword), Improved Initiative, Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Equipment: full plate, large steel shield, masterwork bastard sword, +3 mighty masterwork composite longbow, 20 arrows, horn.

The leader directs the normal hobgoblins from behind. He uses his bow until forced into melee combat or runs out of arrows.

Encounter Five: Axeport

The foul creatures of Iuz lead you bound into the ruins of Axeport. The buildings of the town were almost completely leveled. A few scattered walls are all that remain. Filling the area that once held the town's buildings is a vast sea of tents. The tents appear to have been placed at random. In the middle of this sea of tents you see a much larger, cleaner tent. It towers above the other tents of this camp.

The inhabitants of the encampment are all around you. There are orcs, hobgoblins, humans and creatures from beyond the grave watching, jeering and pointing at you.

Your capturers lead you to a pit in the ground, covered by an iron grate. A human from the camp opens the grate and your captors throw you into the pit.

You land on the soft ground of the pit, the smell of the pit reveals that the ground is actually a layer of the waste from the other prisoners in the pit.

Four stonewalls surround you, the worked stone looks like it was originally an old cellar or perhaps a storage room.

Above you the grate crashes closed and the same human locks it.

Three humans dressed in the rags of once fine clothing watch you from the corners of the pit. They are thin and have obviously not been well treated.

One of them, dressed in the rags of red clothing, steps tentatively toward you, "Hello, I guess this means I may not be eaten as soon as I feared."

The party has been thrown into a pit that serves as the prison for Axeport. The pit is 20 feet wide by 20 feet long by 15 feet high. The walls and floor are worked stone that is extremely difficult to climb (DC 25). The stone floor of the pit is covered in the waste of the prisoners. It is about

two inches thick and contributes to the rather distasteful smell of the pit. A metal grate covers the pit, which has a grated trapdoor to one side. The bars are anchored into the stone of the pit itself.

If someone can get up to the bars and find some leverage (for example, bracing themselves against the wall of the pit), the bars may be bent with a strength check (DC 24).

The trapdoor into the pit is locked by a large lock. The lock may be picked by an Open Lock check (DC 25). Remember that the person attempting this must have something to use to open the lock. Additionally, unless they are actually thieves tools, there is an additional -2 penalty.

The three individuals inside of the pit are nobles from the Shield Lands that have been kept alive in case they should prove useful. Waqounis has forgotten about them, but his human commanders have kept them alive. They know where the punishment falls if the nobles are dead when Waqounis finally wants them. There have been other prisoners over time, but the creatures of Axeport have eaten them.

For information about Axeport itself, see DM Handout 2.

Lord Erlick Yaldon, male human (Oeridian) Ftr2: Medium-size Humanoid; HD 2d10-4; hp 11; Init -1 (-1 Dex); Spd 30 ft.; AC 9 (-1 Dex); Atks +1 melee (1d3-1 subdual, punch); AL LG; SV Fort +1, Ref -1, Will +1.

Str 9, Dex 8, Con 7, Int 12, Wis 12, Cha 13.

Skills: Climb +4, Jump +4, Ride +3. **Feats:** Mounted Combat, Quick Draw, Weapon Focus (longsword).

Equipment: The ruins of clothing in his house colors of red and white. The white has turned reddish brown from the long confinement in the pit.

Lord Erlick Yaldon has suffered greatly in eight years of imprisonment. Still a young man at 27, he has lost much of his youth. He is thin and emaciated, with a scraggly beard and long ragged hair. His clothing has long since degenerated into mere rags, with only the slightest hint of its original appearance. He is the son of one of Earl Planton Yaldon's cousins. Before the war he was training to become a Knight of the Holy Shielding. He still believes in Heironeous, but wants his suffering to end.

Lord Erlick Yaldon has been a prisoner since 583 CY. He was captured defending the retreat from Battledown. He knows the war is over, but has not heard anything about the Great Crusade. He believes that he is eventually going to be eaten and has reached the point of looking forward to it. Eight long years of imprisonment have made him rather cynical and bitter. He watches any attempts at escape with bitter amusement, but aids any attempts as long as it does not take too much effort.

If asked he informs the party that the wizard Waqounis is in charge of Axeport and the lands around it. If the artifact is in Axeport, then it is in the hands of Waqounis. Erlick tells the party to forget trying to retrieve it if Waqounis has it. The wizard is known to be powerful and cruel.

Occasionally one of Waqounis' underling wizards retrieves a prisoner from the pit to experiment on them. Erlick does not speak of the experiments.

There is strong mutual hatred between Waqounis and Vayne, the ruler of the Shield Lands for Iuz. Waqounis' troops take pleasure in the fact that the blockade is preventing any of Vayne's troops in Walford Island from leaving.

Lord Palan Deleven, male human (Oeridian) Ftr2: Medium Humanoid (6 ft. 4 in. tall); HD 2d10; hp 15; Init +4 (Improved Initiative); Spd 30 ft.; AC 10; Atks +1 melee (1d3 - 1 subdual, punch); AL CN; SV Fort +3, Ref +0, Will +1.

Str 9, Dex 10, Con 11, Int 10, Wis 13, Cha 12.

Skills: Climb +4, Jump +4, Ride +5. **Feats:** Dodge (cannot use because of his current Dex), Improve Initiative, Weapon Focus (shortspear).

Equipment: Rags with the green and yellow of his family colors barely visible.

Lord Palan Deleven was a giant of a man. He was known for his strength and loud voice. The twenty year old has changed dramatically in the past two years of his capture. His hair is wild and shaggy, his body thin. He has withdrawn deep into himself and does not speak. He follows the orders of Erlick or Onat, but does not otherwise respond to anyone or anything. Occasionally he screams for several minutes before withdrawing into himself again.

Lord Onat Jondo, male human (Oeridian) Ftr1: Medium Humanoid (6 ft. tall); HD 1d10; hp 10; Init 0; Spd 30 ft.; AC 9 (-1 Dex); Atks +0 melee (1d3 subdual, punch); AL NG; SV Fort +2, Ref -1, Will +0.

Str 8, Dex 8, Con 10, Int 13, Wis 11, Cha 10.

Skills: Climb +3, Jump +3, Ride +3. **Feats:** list feats.

Equipment: Rags that still faintly have the black and green colors of House Jondo.

Lord Onat Jondo is a twenty-year-old human, who was captured at the same time as Lord Palan. They were part of a Trithereon inspired strike team. Their goal was to strike a major blow against the forces of Iuz. Instead the group was wiped out and Onat and Palan captured because of their noble blood. Waqounis performed some experiments upon them when they first arrived, then seemed to forget about them.

Onat is very troubled about the results of his actions. He convinced his friend Palan to accompany the raid. He has tried to bring Palan out of his shell, but so far has had not success. He spends the remainder of his time brooding and thinking up ways of avenging himself and his friends.

None of the nobles know anything about the artifact.

If given the opportunity, all three of the nobles take up weapons and attempt to escape. They aid the party any way they can, however their weakened condition precludes them from being very helpful.

The schedule for the pit is the prisoners are fed once a day at dusk. The prisoners are supplied just enough food to keep them healthy. This barely edible food is thrown into the pit, where it must be caught before it hits the ground. This can be done automatically, but the characters must actually attempt to catch it. The nobles warn the characters to catch the food before it touches the ground. They also warn the characters not to eat anything that does touch the ground. If characters don't eat see the starvation rules in the *Dungeon Master's Guide*, page 86. Those who eat food that touches the ground have a chance on catching a disease. Have anyone who eats the food make a Toughness check (DC 15). If the check fails, the character has caught the disease. It has a one day incubation period, after which he takes 1d3 points of temporary strength damage/week. If the character has not cured the disease by the end of the event, the Disease from the Pit cert should be awarded to the character with the current strength loss listed.

Water is supplied by wooden bowls tied to a string that is held by the guards above the pit. Any attempt to drag the guards to the bars of the pit by pulling on the bowls merely breaks the string. If the prisoners do not return the bowls, the guards stop feeding them until the bowls are returned. See starvation on page 86 of the *Dungeon Master's Guide*.

Besides that they are generally ignored, except by the occasional humanoid that wants to taunt the prisoners.

At some point the characters overhear some orcs complaining about the fact that they have not been allowed to divvy up the party's equipment yet. Apparently Waqounis wants to examine their equipment but hasn't had a chance.

Allow the party several days to try and escape on their own. It is always more fun when you are able to break out of jail on your own. If they are unable to break out, then the individual from Encounter 6: The Spy, helps them escape.

Either way make sure that Encounter 5: The Secret of Gensal occurs before they escape.

Encounter 6: The Secret of Gensal

Choose a night when the revelry of the army is well under way for this encounter. The party hears some sober, rather serious voices talking as a couple of individuals walk by the pit. They never actually come close enough to be visible to anyone in the pit, merely audible. Anyone who

attempts to hear the conversation needs to make a Listen check (DC 10). Anyone who makes it hears this part of the conversation.

The voices become clearer as you concentrate on them. The angry voice says, "I don't care if the loss would make Vayne look bad. The loss of any of the empire's lands is only a further sign of weakness. We must reinforce Gensal."

The calmer voice replies, "What would you have us do? Each of us only controls a relatively small unit here in Axeport. Not only would we have to travel almost 100 miles, but we also would be skinned alive by Waqounis if we did such a thing or he might give you to his hag to play with. Its not our concern if Gensal is lost because Vayne pulled the troops out to reinforce other locations."

"But the Shield Landers are going to eventually discover this weakness! A quick taking or avoidance of Torkeep would give them the strong walls of Gensal. I wish our superiors would...." At that the two voices fade too much to be comprehensible.

If anyone makes any noise or tries talking to these men, they immediately stop talking at the point of interruption. Fearing punishment because of the topic of their conversation the two men split up and leave the vicinity of the pit.

Encounter 7: The Spy

If the characters escaped on their own, they have this encounter shortly after they get out of the pit.

You hear a voice off to your left, behind a tent, "Over here. Come quickly before you are seen."

If the party approaches the voice, they see an individual dressed as one of the human commanders of the camp.

"Quietly now. I know you have questions, but let me speak first. I am impressed with your ability to escape. That has made my decision easier. I can help you get safely out of the camp with all of your equipment."

You equipment has been kept in a separate tent to prevent its looting. Waqounis is curious to see what sort of equipment you brought while trying to sneak into his camp. I can bring you to this tent.

Additionally, I know of a way to make your way out of the camp easier. If you try to make your escape by land Waqounis' creatures, both alive and dead, will hunt you down. If you try to leave by water, his scrag will hunt you down.

And no, I can offer no proof that I can be trusted. Other than I haven't turned you in or alerted the camp.

Hurry and decide whether you trust me or not, we could be discovered at any time."

If the party is unable to escape on its own.

The nightly revelries of the camp are several hours old when you see a shadowy figure appear above the pit, "Hello down there, would you like to leave that most unpleasant of places?"

Assuming the party agrees, they hear the pit's lock open and then the trapdoor opens. A rope ladder is lowered into the pit. When the party exits the pit.

"Quietly now. I know you have questions, but let me speak first. I can help you get safely out of the camp with all of your equipment.

You equipment has been kept in a separate tent to prevent its looting. Waqounis is curious to see what sort of equipment you brought while trying to sneak into his camp. I can bring you to this tent.

Additionally, I know of a way to make your way out of the camp easier. If you try to make your escape by land Waqounis' creatures, both alive and dead, will hunt you down. If you try to leave by water, his scrag will hunt you down.

And no, I can offer no proof that I can be trusted. Other than I haven't turned you in or alerted the camp.

Hurry and decide whether you trust me or not, we could be discovered at any time."

This individual really plans on helping the PCs escape. He knows the things he claims and speaks truthfully. He does not reveal his name under any circumstances.

If asked why he is helping, he replies that he has been hired by those less impeded by honor and virtue in Critwall to act as an agent in this camp. He sees the party's arrival as an opportunity to free the nobles. He does not reveal who his employers are under any circumstances either.

He did not free the nobles earlier because he didn't think they could survive the path through to the escape route unaided.

If the party asks about the artifact, he knows that Waqounis has been talking about an artifact that he has recently recovered. He is currently figuring out its secrets in a hidden sanctum somewhere.

Should the party attack him, he attempts to flee and raises the alarm. Use the stats for creatures in Encounter 3: The Bleak Shore of Axeport for the orcs and hobgoblins, except they come in wave after wave.

If the party does not wish his aid, he shakes his head sadly and attempts to depart. If the party attacks or tries to detain them, see above. Remember that the party is deep in Iuz controlled lands. There are thousands of evil creatures between them and safety. Unless they

have some magical means to escape from the area, they are most likely going to be killed.

If they attempt to leave by water, many scrag attack them.

If they attempt to leave by land, they are eventually caught by one of the patrols that are combing the countryside. These include patrols with powerful undead and humanoids.

If they agree to his aid, he leads the party to the tent where their equipment is being stored. The tent is next to the large, cleaner tent in the center of camp. He points out that the large tent next to the tent the tent they enter is Waqounis' personal tent. Luckily the wizard is not in the encampment right now.

Any large equipment, such as full plate, or long weapons is stored on racks in the tent. The rest of the equipment is in a locked (DC 25) wooden chest.

After they are re-equipped, he mentions that his escape route is through Waqounis' tent. He warns them not to touch anything because it is likely to be trapped.

The tent is filled with luxurious items. Once inside the tent, he lifts aside a rug and reveals a trapdoor. He opens the trapdoor to reveal a ladder leading into the darkness. He does not accompany the party, saying he must return to the revelry or be missed.

The Spy, male human Ftr9: Medium-size Humanoid; HD 9d10+18; hp 72; Init +5 (+1 Dex, +4 improved initiative); Spd 20 ft.; AC 21 (+1 Dex, full plate, large steel shield); Atks +14/+9 melee (1d10+5 [crit 17-20], masterwork bastard sword); SR immune to *detect thoughts*, *discern lies* or *any attempt to detect alignment*; AL CN; SV Fort +7, Ref +4, Will +7.

Str 17, Dex 13, Con 14, Int 10, Wis 14, Cha 8.

Skills: Climb +7, Jump +7, Ride +13. **Feats:** Cleave, Exotic Weapon (bastard sword), Great Cleave, Improved Critical (bastard sword), Improved Initiative, Iron Will, Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

Equipment: Full plate, large metal shield, masterwork bastard sword, *ring of mind shielding*.

Encounter 8: Escaping Axeport

This escape route was created in case Axeport was overrun by land. It is a rather crudely made tunnel through the dirt underneath Axeport. There are wooden braces every five feet preventing the ceiling and walls from collapsing.

The entire area is completely dark. The characters have to provide light or have Darkvision to see. The ceiling of the complex is always about 8 feet.

The encounters are keyed to the map in DM's Handout 3

1. Trapped Door

At the end of the first tunnel is a wooden door. It is not locked. It is trapped however. The trap goes off when the door is opened.

Tier 1 (EL 2)

Fire Trap: 5 ft. radius fire explosion (1d4+3); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

Tier 2 (EL 3)

Fire Trap: 5 ft. radius fire explosion (1d4+7); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

Tier 3 (EL 4)

Fire Trap: 5 ft. radius fire explosion (1d4+12); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

Augmented Tier – EL 5

Enhanced Fire Trap: 5 ft. radius fire explosion (1d4+12 x 1.5); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

2. Guardian Room

This large dirt-walled room is empty except for two suits of armor that stand on either side of another wooden door.

When the door is completely opened the suits begin moving unless a command word known only to Waqounis is spoken. One stands in front of the door, the other advances on the party.

Tier 1 (EL 4)

Animated Wooden Armor (2): CR 2; Medium-size Construct; HD 2d10; hp 11; Init +0; Spd 40 ft.; AC 14 (+4 natural); Atks +2 melee (1d6+1, slam); SQ construct, hardness, fire vulnerability; AL N; SV Fort +5, Ref +3, Will +0.

Str 12, Dex 10, Con -, Int -, Wis 1, Cha 1.

SQ: *construct* (Ex)—immune to mind-influencing effects, poison, disease and similar effects. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage. *Hardness* (Ex)—the armor subtracts 5 points from all damage, except fire, before it is applied to the armor. *Fire vulnerability* (Ex)—suffers double damage from fire attacks.

Tier 2 (EL 4)

Animated Iron Armor (2): CR 2; Medium-size Construct; HD 2d10; hp 15; Init +0; Spd 40 ft.; AC 14 (+4 natural); Atks +2 melee (1d6+1, slam); SQ construct, hardness; AL N; SV Fort +5, Ref +3, Will +0.

Str 12, Dex 10, Con -, Int -, Wis 1, Cha 1.

SQ: *construct* (Ex)—immune to mind-influencing effects, poison, disease and similar effects. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage. *Hardness* (Ex)—the armor subtracts 10 points from all damage, before it is applied to the armor.

Tier 3 (EL 4)

Animated Iron Armor (2): CR 2; Medium-size Construct (6 ft. tall); HD 2d10; hp 20; Init +0; Spd 40 ft.; AC 14 (+4 natural); Atks +2 melee (2d6+1, greatsword); SQ construct, hardness; AL N; SV Fort +5, Ref +3, Will +0.

Str 12, Dex 10, Con -, Int -, Wis 1, Cha 1.

SQ: *construct* (Ex)—immune to mind-influencing effects, poison, disease and similar effects. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage. *Hardness* (Ex)—the armor subtracts 10 points from all damage before it is applied to the armor.

Augmented Tier (EL 4)

Animated Iron Armor (2): CR 2; Medium-size Construct; HD 2d10; hp 20; Init +0; Spd 40 ft.; AC 14 (+4 natural); Atks +4 melee (2d6+1, greatsword); SQ construct, hardness, invisible; AL N; SV Fort +5, Ref +3, Will +0.

Str 12, Dex 10, Con -, Int -, Wis 1, Cha 1.

SQ: *construct* (Ex)—immune to mind-influencing effects, poison, disease and similar effects. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage. *Hardness* (Ex)—the armor subtracts 10 points from all damage, except fire, before it is applied to the armor. *Invisible* (Ex)—the armor has been made permanently invisible. This gives it +2 to attack (already figured in to the above stats). The defender loses any Dexterity bonus to AC. Also, anyone who attacks the construct has a 50% miss chance.

The animated suits of armor that appear to advance and open the door are actually a programmed illusion. The real animated armor is standing to either side of the doorway that the party opens. When the first character steps through they attack.

3. Trapped Door

At the end of the first tunnel is a wooden door. It is not locked. It is trapped however. The trap goes off when the door is opened.

Tier 1 (EL 2)

Sonic Trap: 5 ft. radius sonic explosion (1d4+3); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

Tier 2 (EL 3)

Sonic Trap: 5 ft. radius sonic explosion (1d4+7); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

Tier 3 (EL 4)

Sonic Trap: 5 ft. radius sonic explosion (1d4+12); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

Augmented Tier (EL 5)

Augmented Sonic Trap: 5 ft. radius sonic explosion (1d4+12 x 1.5); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

4. Trapped Door

At the end of the first tunnel is a wooden door. It is not locked. It is trapped however. The trap goes off when the door is opened.

Tier 1 (EL 2)

Cold Trap: 5 ft. radius cold explosion (1d4+3); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

Tier 2 (EL 3)

Cold Trap: 5 ft. radius cold explosion (1d4+7); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

Tier 3 (EL 4)

Cold Trap: 5 ft. radius cold explosion (1d4+12); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

Augmented Tier (EL 5)

Augmented Cold Trap: 5 ft. radius cold explosion (1d4+12 x 1.5); Reflex save for half damage (DC 18); Search (DC 29); Disable Device (DC 29).

5. The Escape Boat

You have entered a large room whose floor is mostly water. A large boat lies next to the strip of dirt 10 feet wide by the door. The boat's guardians begin moving toward you. The stench of death

These guardians are the last protection for his escape placed by Waqounis. They stand right in front of the boat to prevent anyone from reaching the boat.

When they get the boat the party can row toward the southern end of the room and out through an illusory wall. The wall is hidden

underneath one of the ruined docks where the bank has turned almost cliff like.

Tier 1 (EL 3)

Ghoul (2): CR 1; Medium-size Undead; HD 2d12; hp 13; Init +2 (+2 Dex); Spd 30 ft.; AC 14 (+2 Dex, +2 natural); Atks +3 melee (1d6+1 and paralysis, bite), +0 melee (1d3 and paralysis [x2], claw); SA Paralysis, create spawn; SQ Undead, +2 turn resistance; AL CE; SV Fort +0, Ref +2, Will +5.

Str 13, Dex 15, Con -, Int 13, Wis 14, Cha 16.

Skills: Climb +6, Escape Artist +7, Hide +7, Intuit Direction +3, Jump +6, Listen +7, Move Silently +7, Search +6, Spot +7. **Feats:** Multiattack, Weapon Finesse (bite).

SA: Paralysis (Ex)—Those hit by a ghoul's bite or claw attack must succeed at a Fortitude save (DC 14) or be paralyzed for 1d6+2 minutes. Elves are immune to this paralysis. **Create Spawn**—In most cases, ghouls devour those they kill. From time to time, however, the bodies of their humanoid victims lie where they fell, to rise as ghouls themselves in 1d4 days. Casting *protection from evil* on a body before the end of that time averts the transformation.

SQ: Undead—Immune to mind-influencing effects, poison, sleep, paralysis, stunning and disease. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage.

Tier 2 (EL 5)

Ghoul (4): CR 1; Medium-size Undead (5 ft. 6 in. tall); HD 2d12; hp 13; Init +2 (+2 Dex); Spd 30 ft.; AC 14 (+2 Dex, +2 natural); Atks +3 melee (1d6+1 and paralysis, bite), +0 melee (1d3 and paralysis [x2], claw); SA Paralysis, create spawn; SQ Undead, +2 turn resistance; AL CE; SV Fort +0, Ref +2, Will +5.

Str 13, Dex 15, Con -, Int 13, Wis 14, Cha 16.

Skills: Climb +6, Escape Artist +7, Hide +7, Intuit Direction +3, Jump +6, Listen +7, Move Silently +7, Search +6, Spot +7. **Feats:** Multiattack, Weapon Finesse (bite).

SA: Paralysis (Ex)—Those hit by a ghoul's bite or claw attack must succeed at a Fortitude save (DC 14) or be paralyzed for 1d6+2 minutes. Elves are immune to this paralysis. **Create Spawn**—In most cases, ghouls devour those they kill. From time to time, however, the bodies of their humanoid victims lie where they fell, to rise as ghouls themselves in 1d4 days. Casting *protection from evil* on a body before the end of that time averts the transformation.

SQ: Undead—Immune to mind-influencing effects, poison, sleep, paralysis, stunning and disease. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage.

Tier 3 (EL 7)

Ghast (4): CR 3; Medium-size Undead (5 ft. 6 in. tall); HD 4d12; hp 26; Init +2 (+2 Dex); Spd 30 ft.; AC 16 (+2 Dex, +4 natural); Atks +4 melee (1d8+1 and paralysis, bite), +1 melee (1d4 and paralysis [x2], claw); SA Stench, paralysis, create spawn; SQ Undead, +2 turn resistance; AL CE; SV Fort +1, Ref +3, Will +6.

Str 13, Dex 15, Con -, Int 13, Wis 14, Cha 16.

Skills: Climb +6, Escape Artist +8, Hide +8, Intuit Direction +3, Jump +6, Listen +8, Move Silently +7, Search +6, Spot +8. **Feats:** Multiattack, Weapon Finesse (bite).

SA: Stench (Ex)—The stink of death and corruption surrounding these creatures is sickening. Those within 10 feet must succeed at a Fortitude save (DC 15) or be wracked with nausea, suffering a -2 circumstance penalty to all attacks, saves and skill checks for 1d6+4 minutes. **Paralysis** (Ex)—Those hit by a ghoul's bite or claw attack must succeed at a Fortitude save (DC 15) or be paralyzed for 1d6+4 minutes. Elves are vulnerable to this paralysis. **Create Spawn**—In most cases, ghouls devour those they kill. From time to time, however, the bodies of their humanoid victims lie where they fell, to rise as ghouls themselves in 1d4 days. Casting *protection from evil* on a body before the end of that time averts the transformation.

SQ: Undead—Immune to mind-influencing effects, poison, sleep, paralysis, stunning and disease. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage.

Augmented Tier (EL 9)

Ghast (8): CR 3; Medium-size Undead (5 ft. 6 in. tall); HD 4d12; hp 26; Init +2 (+2 Dex); Spd 30 ft.; AC 16 (+2 Dex, +4 natural); Atks +4 melee (1d8+1 and paralysis, bite), +1 melee (1d4 and paralysis [x2], claw); SA Stench, paralysis, create spawn; SQ Undead, +2 turn resistance; AL CE; SV Fort +1, Ref +3, Will +6.

Str 13, Dex 15, Con -, Int 13, Wis 14, Cha 16.

Skills: Climb +6, Escape Artist +8, Hide +8, Intuit Direction +3, Jump +6, Listen +8, Move Silently +7, Search +6, Spot +8. **Feats:** Multiattack, Weapon Finesse (bite).

SA: Stench (Ex)—The stink of death and corruption surrounding these creatures is sickening. Those within 10 feet must succeed at a Fortitude save (DC 15) or be wracked with nausea, suffering a -2 circumstance penalty to all attacks, saves and skill checks for 1d6+4 minutes. **Paralysis** (Ex)—Those hit by a ghoul's bite or claw attack must succeed at a Fortitude save (DC 15) or be paralyzed for 1d6+4 minutes. Elves are vulnerable to this paralysis. **Create Spawn**—In most cases, ghouls devour those they kill. From time to time, however, the bodies of their humanoid victims lie where they fell, to rise as ghouls themselves in 1d4 days. Casting *protection*

from evil on a body before the end of that time averts the transformation.

SQ: Undead—Immune to mind-influencing effects, poison, sleep, paralysis, stunning and disease. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage.

Conclusion

The party escapes using the boat with no problem. The scrags have been trained to ignore this boat. It is up to the party to decide where to go next. The closest place to find safety is by rowing south to the blockade of Admundfort. There they are picked up by one of the boats and questioned about what they are doing. A cleric aboard the boat tests their truthfulness and alignment. Assuming they are not lying and are not evil, the party is sent to Critwall the next day.

Rowing back to the free part of the Shield Lands takes considerably longer. If they are within sight of shore, have some humanoids shoot arrows or throw things at the party, but don't really hurt anyone. Just show that traveling this far in a big rowboat isn't the safest thing in the world.

Assuming they return to report the events to Conallan.

You have returned to the relative safety of Critwall. The guards at the keep once again questioned who you were, then escorted you to the same small room as before. Conallan appears after a very short wait, "Heironeous be blessed! You have returned! What do you have to report?"

Conallan is worried that Radiant Sparkle disappeared and about the failure to recover the artifact. He does not blame the party. He is amazed that they returned after so perilous a journey with their guide dead. He rewards each of them 50 gp for a job well done.

If the party manages to bring back the nobles, Conallan expresses his surprise at their survival and thanks the party for recovering them. The party members are visited a few days later by a messenger from the noble families, thanking them for rescuing their family members. They are each given a potion of cure light wounds.

If the party mentions the information about Gensal, he excuses himself as soon as possible to report this vital information. He returns a little later with Sir Rarlan Corton, a Knight of the Holy Shielding, who thanks them for the information. They have earned an influence point with the Knights of the Holy Shielding.

If the party mentions the spy who helped him, he'll admit to having no idea about who would have hired him.

Please remember to fill out the **Critical Events Summary** and give it to the RPGA con coordinator.

The End

Experience Point Summary

To award experience for this adventure, add up the values for the objectives accomplished. Then assign the discretionary roleplaying experience award. The roleplaying award should be given for consistent character portrayal and contribution to the fun of the game. You can award different roleplaying amounts to different characters.

Award the total value (objectives plus roleplaying) to each character.

Encounter Two

Defeating the kuo-toa 25 xp

Encounter Three

Attempting to defend Radiant Sparkle 25 xp

Encounter Four

Surrendering to fight another day 25 xp

Encounter Five

Escaping the Pit without help from the Spy 50 xp

Encounter Six

Discovering the information about Gensal 50 xp

Encounter Seven

Escaping Axeport 50 xp

Conclusion

Each noble who survived 25 xp

Telling the information about Gensal 100 xp

Telling the information about the spy 50 xp

Total experience for objectives 450 xp

Discretionary roleplaying award 0-50 xp

Total possible experience 500 xp

Treasure Summary

Player characters may keep items from the scenario that are listed on the treasure list below or which meet the following conditions:

1. The item must be non-magical and specifically listed in the text of the adventure (e.g. armor on foes). If it is not listed in the text, the characters cannot keep it. Items of this nature can be sold for 50% of book value, or recorded on a log sheet.
2. Animals, followers, monsters, henchmen, and so forth (any living being, basically) may not be kept from a scenario for any reason unless the treasure summary lists the being specifically. It is okay for the player

characters to form relationships with NPCs, but these will not be certified and cannot bring material benefit to the character. Contacts (sources of extra information) must be specifically certified.

3. Theft is against the law, but may be practiced by some player characters. Items which are worth more than 250 gp that are of personal significance to the owner (including family heirlooms), and all magical items, will be discovered in the possession of the character by one means or another. The character must return the item and pay a fine equal to three times the value of the item stolen. In addition, the PC caught receives campaign-decided penalties for being known as a thief, such as Infamy. For other stolen items which meet the criteria in #1 above, use your judgment and the circumstances within the game to determine whether a PC thief gets away with the theft or not.

Any item retained according to these rules, which does not have a certificate, will not ever have a certificate issued for it.

The campaign staff reserves the right to take away any item or gold acquired for things which it later finds unreasonable but which were allowed at the time.

Encounter One

Each character who gave a donation to the Open Spirit member receives one of these blessings.

- **Blessing of the Open Spirit** (not-tradable, unusual): You have received a blessing from the Open Spirit. This blessing was in exchange for the charity you showed in helping the Open Spirit work with the refugees of Tent Town.

Encounter Four

If a character ate food that had fallen on the ground in the Pit and failed the Fortitude save, then that character gets one of these certs.

- **Disease from the Pit** (not-tradable, common): You have caught a disease from the pit in the ruins of Axeport. At the beginning of every event, you must make a Fortitude check (DC 15). Failure means you have lost 1d3 points of strength. Record the cumulative loss in the space below. If you make two Fortitude saves, you have thrown off the effects of the disease. Otherwise, the strength loss transfers from event to event until cured.

Conclusion

- Conallan gives each character 50 gp.

If the characters rescued the nobles, they are each given a potion.

- **Potion of Cure Light Wounds** (50 gp + 50 gp for the vial, .5 lb., liquid in ornate crystal vial, common): This potion of Cure Light Wounds was rewarded to you in thanks for recovering

the nobles in the pit at Axeport. Though the potion cures the standard amount of damage (1d8+1), it is in an ornate crystal vial. The vial itself is worth 50 gp after the potion has been used.

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If the characters brought information back about the weakness of Gensal, each character gets an influence point.

- *Influence with the Knights of the Holy Shielding* (not-tradable, common): You have been noticed by the Knights of the Holy Shielding for returning valuable information about the vulnerability of Gensal. This influence point can be used once, either by itself or in conjunction with other influence points to receive favors from the Knights of the Holy Shielding or Clerics of Heironeous. These influence points may be combined with

influence points from the Church of Heironeous for getting spells cast. Influence points may be able to help you join the Knights of the Holy Shielding. If you wish to use your influence points in this manner, please contact the Shield Lands triad's point of contact.

1 influence point: A cleric of Heironeous casts any 0th-1st level cleric spell.

3 influence point: A cleric of Heironeous casts any 2nd level cleric spell.

6 influence point: A cleric of Heironeous casts any 3rd level cleric spell. Must be at a shrine or temple of Heironeous.

10 influence point: A cleric of Heironeous casts any 4th level cleric spell. Must be at a shrine or temple of Heironeous.

15 influence point: A cleric of Heironeous casts any 5th level cleric spell. Must be at a shrine or temple of Heironeous.

21 influence point: A cleric of Heironeous casts any 6th level cleric spell. Must be cast at the Shield Reclaimed, the temple of Heironeous in Critwall.

28 influence point: A cleric of Heironeous casts any 7th level cleric spell. Must be cast at the Shield Reclaimed, the temple of Heironeous in Critwall.

36 influence point: A cleric of Heironeous casts any 8th level cleric spell. Must be cast at the Shield Reclaimed, the temple of Heironeous in Critwall.

45 influence point: A cleric of Heironeous casts any 9th level cleric spell. Must be cast at the Shield Reclaimed, the temple of Heironeous in Critwall.

DM Handout 1

General Information

This information may be available to characters with the appropriate skills. If a player asks if they know any additional information about the following topics have them make a skill check at the appropriate difficulty.

Axeport

Knowledge (Shield Lands) (DC 13), Bardic Knowledge (DC 10)

Axeport is the ancestral seat of the Jakartai family. It has long been the primary connection between Admundfort and the rest of the Shield Lands. Before the wars of the recent past, Admundfort was the primary port for the Shield Lands, thus many goods traveled through Admundfort and by extension Axeport.

It is believed the town was completely destroyed by Iuz when he swept through the Shield Lands during the Greyhawk Wars.

The Blockade of Admundfort

Knowledge (Shield Lands), Knowledge (Furyondy) (DC 13), Bardic Knowledge (DC 10) – The navies of both Furyondy and the Shield Lands currently maintain a blockade around Admundfort, the occupied capital of the Shield Lands. It has prevented the troops stationed on Walworth Island from leaving and any supplies arriving. The primary location of the blockade is on the southern end of the island, preventing any ships from leaving Admundfort. In addition, ships patrol around the rest of the island to prevent ships from leaving from any smaller ports on the island. Orcs are notoriously bad sailors and the ships of Furyondy and the Shield Lands easily keep them trapped on Walworth Island. Vayne, the ruler of the Shield Lands for Iuz, resides in Admundfort.

Knowledge (Shield Lands), Knowledge (Furyondy) (DC 20) Bardic Knowledge (DC 15)– In addition to the above, the character hears of rumors that the Rhennee are smuggling supplies onto the island. It is even possible that some are taking passengers off of the island. They are the primary targets of the patrols around the island.

The Nobles in the Pit

The knowledge below is available as well as any information listed under the individual characters.

Knowledge (Shield Lands), Knowledge (Nobility and Royalty) (DC 10), Bardic Knowledge (DC 10) – Lord Erlick Yaldon: The Yaldons used to rule Battledown, a town about eighty miles to the east of Axeport. The town was known for the skill of its fisherfolk. Erlick is believed dead.

Knowledge (Shield Lands), Knowledge (Nobility and Royalty) (DC 10), Bardic Knowledge (DC 10) – Lord Palan Deleven: The Delevens used to rule Deleven, a town known for its large population of non-humans and as the place to go for non-human goods. The town is about 100 miles northeast of Axeport. Palan is believed dead. Countess Anela Deleven is thought to be the only surviving member of the family.

Knowledge (Shield Lands), Knowledge (Nobility and Royalty) (DC 10), Bardic Knowledge (DC 10) – Lord Onat Jondo: The Jondos used to rule Jondo, a town about forty miles to the north of Axeport. Their lands were exceptionally fertile, even for the Shield Lands. Onat is believed dead. It is thought that only Count Mander, his wife and daughter survive of this family.

DM Handout 2

Axeport

Axeport is currently nothing more than an armed camp. All of the permanent buildings have been destroyed. What has replaced the permanent buildings is a sea of tents housing the troops stationed in the area. Because of the chaotic nature of most of its inhabitants, the tents are not ordered in any noticeable way. The whole place smells of rotting food and waste.

Around the edges of the ruins are the slave pens. These are used for those who Waqounis considers a low flight risk. They are used to farm the surrounding fields. Casualties amongst the slaves was originally quite high, but after Waqounis killed the perpetrators in slow and excruciating painful ways, the deaths amongst the slaves has gone down dramatically.

The inhabitants of Axeport are now primarily orcs and hobgoblins. There are a mixture of other goblinoids mixed in, but they generally try to stay out of the way of the more numerous orcs and hobgoblins. There is a large contingent of humans also in the camp. They are primarily the commanders, priests and spellcasters of Waqounis' army.

Patrols are sent out frequently and in force because of the threat that the blockade around Admundfort presents. Waqounis does not want to be responsible for allowing a beachhead to be formed in any of the lands that he controls.

Every night in Axeport the camp degenerates into drunken carousing. Waqounis allows this because his troops have not faced serious threat and are beginning to get bored. Fighting and drinking seems to lower the threat of mutiny or some uncontrolled action by his troops. This is the time where the party is most likely to be able to escape. There are no guards watching the pits and as long as they don't attract attention to themselves, the pit is ignored.

DM Handout 3

Critical Event Summary

- | | |
|---|-----|
| 1. Did Lord Erlick Yaldon survive? | Y/N |
| 2. Did Lord Palan Develen survive? | Y/N |
| 3. Did Lord Onat Jondo survive? | Y/N |
| 4. Did the party tell Conallan about Gensal? | Y/N |
| 5. Did the party tell Conallan about 'The Spy'? | Y/N |

Any other information that might be important in interesting that occurred during the event:

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Player Handout #X

[Player handouts go in this section. Use page breaks between each. If you don't have any handouts, remove this section by cutting from the title to the end of the section. Remove this paragraph.]