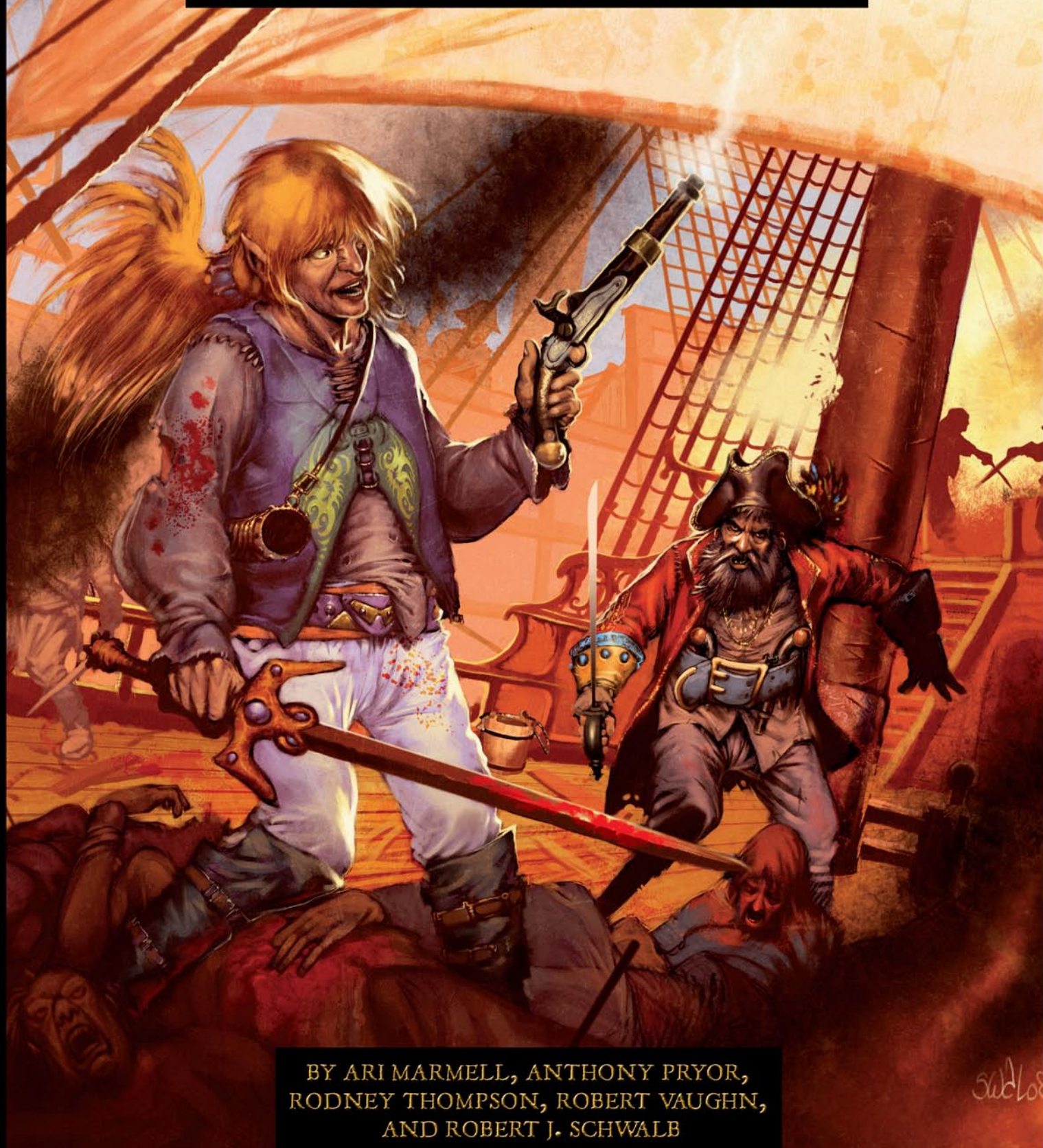


BUGGANEERS OF FREEPORT

DEADLY CORSAIRS OF THE CITY OF ADVENTURE



BY ARI MARMELL, ANTHONY PRYOR,
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sublo

BUCCANEERS OF FREEPORT

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INTRODUCTION

Hyrum woke with a start. His left eye opened, his right gummed shut with old blood. His chest hurt and his right leg had gone numb. He reached up to pick at the scab over his right eye when a cough drew his attention. Peering through the gloom of the ship's hold, he spied another prisoner, a man nearly as wretched as he, seated in his own filth, in chains against the tar-blackened wall.

"Where are we?" asked Hyrum.

His companion loosed a wracking cough that lasted far too long to be a mere clearing of the throat. When he finished, bright drops of bloody phlegm hung to his white beard. Through rheumy eyes, streaming tears that cut through the grime of his face, he said, "Son, we're in the *Widowmaker*, that bastard 'alfling Fargas Ironfoot's ship."

The old man coughed again and when he was done, his head slumped forward and he wheezed, his lungs filled with cholera.

He remembered. Panic filled his heart. Hyrum knew of Fargas. The vicious halfling was known throughout the Serpent's Teeth, as cruel and bloodthirsty as any pirate said to haunt these waters, three feet tall or no. Said to have risen quickly in the Syndicate in the so-called City of Adventure, Finn murdered his mother and ran the halfling out of town when word of Fargas' greed reached his ears.

Turning to a life of piracy, Fargas found himself drifting from ship to ship, signing on any vessel that would take him in ports as far away as Mazin—and some say even in Freeport itself. He developed a reputation for cruelty, for viciousness, and for a fondness of kicking his victims to death when angered. Fargas eventually, or so the stories go, had enough of being second on his last ship, and managed to lose the captain at sea. The next morning, he declared himself captain of the rechristened *Widowmaker* and dared any aboard to gainsay his claim. None did and thus was Fargas' decade-long career as one of the preeminent pirates in the Serpent's Teeth.

Hyrum knew all this—the history, the deeds, and all the sordid details on his enemy—for he spared no expense, no effort, to dredge up any insight he could on this filthy rogue, for Hyrum planned to drive a knife into the imp and piss on his corpse while it bled out. Fargas murdered his wife, his sons, and burned his village. Hyrum vowed vengeance and had chased the halfling ever since.

And now here he was, shackled in the hold of the very ship that he meant to burn to the water line, beaten, bloodied, and with a life he could count in minutes. He stewed awhile, his mind working to find a way out, while also testing his body to learn the extent of his injuries. A shrieking noise dispelled his thoughts, causing him to snap his gaze toward the ladder that dropped from above. Descending the rungs was the meanest monkey Hyrum had ever seen, and following him was the monkey's master, a curly-black haired thug of diminutive stature, with a man-sized cutlass strapped to his back and an oversized pistol stuffed through his belt.

Following Fargas was a motley assortment of rogues and cutthroats, each one uglier than the last. When a crew of a dozen gathered around, chuckling darkly about the fate that awaited Hyrum, Fargas stepped forward, radiating a cocky arrogance that Hyrum found annoying to say the least.

The halfling leaned close, a metal amulet wrought to resemble a rude gesture slipping free from his open shirt, and whispered in Hyrum's ear, "Y'ev come to kill me, ah know't, an' I know why. But I'll tell ya true, I might've killed yer wife and children, true, but t'wasn't me."

“Liar!” spit Hyrum.

“Nay, I tell it true. Now, lad. Listen dose. Though I didn’t make the cut, I know who did. You sign on to my crew and I’ll tell ya the truth ‘bout who did the deed.”

“Why not just kill me and be done with it?” Hyrum asked. “You know I don’t believe you.”

“You have fire lad, you have hate, a need for vengeance, traits close to mine own. You may want to kill me now, but ye’ll change yer mind when ya hear the truth. Think on it, lad. Think while the rats chew off yer toes. I’ll be back in the mornin’ fer yer answer.”

The small pirate and his cronies dimbed up the ladder, but not before dragging the old man with them, presumably to feed his corpse to the sharks said to ever swim dose to the hull. Hyrum watched in silence, making no protest for the dying man, for he had other things to consider. Here was an opportunity to see what sort of pirate this Fargas really was ... could he bank the fires of his hate long enough to get dose and finish the bastard? Or would he find out something else entirely? Perhaps he would let the halfling have his say. What’s one more day?

Although Freeport’s piratical past is buried beneath the efforts of politicians and merchants who struggle to keep the City of Adventure a legitimate trading center, the culture of pirates can be seen everywhere in this bustling city, from the temple of the Pirate God to the skulls and crossbones flying from the masts of ships crowding the harbor. Indeed, pirates infest the waters of the Serpent’s Teeth, preying on merchant vessels, warships, and each other, all to fill their coffers with filthy lucre. And as many that sail the seas, many more have come to Freeport to retire, to swap lies about their exploits and things they’ve seen and heard in their days of plunder and villainy. For every good intention, for every daring act of civility, Freeport resists the efforts of the elite to yank the city into the light of legitimacy; every effort is fraught with the decay and corruption of the scum that lurks along the waterfront, the bastards that infest Scurvytown, and the buccaneers whose Jolly Rogers fill the mind with stark terror whenever and wherever they are spotted. Piracy is as much a part of Freeport as corrupt politicians, greasy thieves, and sinister cults, and pirates have no intention of going anywhere soon.

USING THIS BOOK

Buccaneers of Freeport examines eight notorious pirates, corsairs, and buccaneers. Each chapter presents all the information you need to incorporate these characters into your campaigns, whether they feature Freeport or some

other nautical city. The entry starts with an overview of the character’s sordid history, goals and agenda, and a detailed description of his or her personality. In addition, the supporting members of the ship’s crew all receive extensive detail, showing how the various members came to serve on board the ship and their relationships with the captain and their fellow crewmen.

In addition to the character entries, the chapters also include anchors to connect the ships and crew to Freeport, discussing how they relate with other prominent citizens in the city, to whom they are allied and whom they oppose. Rounding out each chapter is a map of the pirate’s ship and details on the various locations to serve as possible adventure sites. Finally, each chapter wraps with a campaign outline to give you the salient plots points for constructing a complete adventure series or campaign that highlights these characters as allies or as principal antagonists, allowing them the moments you need to make them truly shine.

Like the *Pirate’s Guide to Freeport*, *Buccaneers* dispenses with statistics and game rules to make this sourcebook a perfect accessory for any game system you like. Characters, where mentioned, include a brief summary of their relative power, noting them as apprentices, journeymen, or masters, and offer a suitable racial choice (if you use such things in your games). Stats for many Freeport characters in many different systems can be found at www.greenronin.com.

Black Sails at Windward! Is Another Invasion Imminent?

~ *The Shipping News*

- CHAPTER I -

THREE-SHEETS KIMBAL

Different tellers of the tale give different reasons for Kimbal's moniker of "Three-Sheets." Some say that he's eternally three sheets to the wind; others spout he's sober as a stone, but nonetheless attempts things other men would do only when drunk off their gourds. This makes such deeds supposedly all the more impressive.

Or could "Three-Sheets" refer to the fact that he's always willing to run at full sail, even in the midst of the most treacherous reefs or the mightiest storms? Or to the three sheets he used, knotted together, to climb down from the highest jail tower in Hexworth (one of the sheets was from his own bed; the others he won in a game of dice from his two cell-neighbors)?

All these and more are possibilities, and all are equally true, the pirate claims. Kimbal doesn't pretend to be the best swordsman on the high seas. Nor does he suggest he is the best navigator, the cleverest strategist, the bravest adventurer, or the most bloodthirsty pirate. All he claims is he's better than whomever it is he's talking to. And usually, that's enough.

HISTORY

The greatest trick Three-Sheets (*male human master*) ever pulled on the world was to spread so many stories of his origin, his exploits, and his prowess legend cannot be separated from fact. Countless tales of trickery and triumph orbit his name, and for every legendary deed there is a sailor who claims to have witnessed it with his own eyes, all contradictory evidence notwithstanding.

It's definitely true Three-Sheets Kimbal was born of star-crossed lovers. His mother was a slave-girl in the Sultanate of Kizmir, honored by being selected as one of the Sultan's concubines. She was taken by pirates while en-route to her new master. His father was a captain in the regimented navy of Blackburn, most militant of the Ivory Ports. His commission was to hunt down pirates and to deliver back to port any Kizmirians he captured. The two met in the midst of high adventure, as a slave ship was boarded, captives were rescued, and ships were sunk. Their courtship was no less stormy, with orders disobeyed, betrayals suffered, and souls searched. When it was all over, the captain lost his command, the slave girl

lost her honor, both lost their hearts, and of course, Three-Sheets Kimbal was born.

It's also definitely true Kimbal has a greater number of surrendered vessels to his name than any other Freeport privateer. It's true he has sailed further from Freeport than any other captain. It's true he has faced a sea devil one-on-one, and triumphed. It's true he won his first ship in a game of cards, and bought the other players' debts off in exchange for their serving as his crew. It's true he has been an ordained priest of the God of Pirates, and it's true he was excommunicated for cleaning out the temple of all its holy relics and selling them to pay his debts. It's true he was Anton Drac's cabin boy, and he alone heard the Sea Lord's last words as he lay dying with an eldritch arrow in his chest. It's true he was born either in Freeport, or on the Continent, or at sea; it's true he was raised in Scurvytown, or the Old City, or Drac's End; and it's true he first crewed on a Tagmatan warship, or a Mazini slave ship, or a private merchant's vessel.

Or is it?

LEGENDS AND EXPLOITS

If there's one thing Three-Sheets Kimbal is known for, it's his luck. They say he can get out of any scrape, turn around any misfortune, trick any fate, and escape even the most certain death. Which calls to mind this question: If he's so lucky, how is it he so often ends up in such difficult circumstances?

Pirates know luck is a thing of give-and-take, as sure as debt is the other side of having coin. So Three-Sheets would tell you he's always just a bit behind on his luck, using it up to escape one unfortunate event (which is never his fault), and then before he can build it up again, there he is in another not-his-fault precarious position. But this debtor's existence to the beloved lady hasn't held Three-Sheets back from a life of adventure. For every tale Kimbal claims (or at least does not deny), he seems to know just the right people, just the right information, to back it up.

The first anyone heard of Three-Sheets in Freeport was from his surprising and uncharacteristic donation of a pouch full of coins to the poor of Drac's End. Folks

Captain Three-Sheets Kimbal signaled to his lookout to lower the line down from the battlement. He had gotten into the keep, grabbed the chart, and made it back to the outer wall, all with nary an alarm being tripped. With this chart in hand, he could finally make his comeback. He'd know the lanes taken by the merchant vessels, the timing of the patrols, even the cargo. Now all he needed was a proper ship and a proper crew. The thought made him smile as he climbed up the rope, that same crooked smile that had broken hearts in countless ports and gotten him out of more scrapes than he could remember.

Then, "I trust you remember our last scrape, Kimbal," a voice said from above.

That was odd. How had that disembodied voice read his mind? Perhaps it was a figment of his rum-starved imagination. He decided to ignore it and keep climbing. Then he heard the cocking of a flintlock. It had that particular sound a flintlock made when it was pointed directly at his head.

"I'm going to regret looking up to see who it is," Three-Sheets muttered under his breath. He looked up at the battlement.

He regretted doing so.

Standing above him, surrounded by a full complement of guards, was Constable Wisthelm, one of the lesser powers in this port. Kimbal's lookout shrugged helplessly at Kimbal as one of the Constable's men held a knife to his throat. "Haul him up," the Constable said.

Kimbal's mind raced as the guards began to heave him up onto the battlements. The drop was too far for a jump. There were too many to fight. It'd have to be negotiation, then. As he reached the battlement, Kimbal nimbly grabbed hold of the stones and pulled himself up to stand beside his companion. First things first: encourage the crew.

"Don't worry, lad," Kimbal said to the lookout, his grin implacable. "The last time I was here, I stole one of the Constable's ships, it's true, but that's a jailing offense only. And the Constable is a stickler, aren't you, good sir? No way a minor official like you can kill us straight out with all of these witnesses. You'd best take us to your magistrate." Kimbal put his hands forward, wrists together, and waited to be clapped in irons.

"He's right, lad," the Duke said, sneering. "You shouldn't worry. You're an accomplice only. But as for you, Three-Sheets, I think you misremember. The last time you were here, you stole one of my daughters, and that's a hanging offense. And did I mention? I've been promoted. Men, take him," he said.

The riflemen raised muskets to shoulder with a "Yes sir, Magistrate Wisthelm."

Kimbal's smile faltered, but only for a moment. This was going to be a tough one.

there remember one evening seeing a young man laden with a coin-purse as big as a man's head. He was leaping from rooftop to rooftop, raining coins down on the poor folk in the alleys each time he jumped. Occasional coins came down smoke-holes in the ceiling, bounced through open windows, and trickled onto roofs. Behind him came a bellowing team of heralds, calling out his name. By the time he reached the edge of Drac's End and disappeared into the jungle, Kimbal had lost all of his coins and all of his pursuers. To this day, they say you can find copper and silver coins from that night still lodged among the shingles of the roofs in Drac's End, and the children

firmly believe Spring-Heeled Kimbal comes once a year and leaves coins on the roofs of kids who haven't stolen anything all year.

Kimbal is also legendary for a certain event with the dreaded Hulks of Freeport's harbor, the floating prisons reserved for the worst crimes and repeat offenders. Three-Sheets himself would tell you his crime deserved community service at best, or a stint in the Tombs at worst, and he's probably right. But he ended up coming before Judge Frederick Dent on a day the corrupt official needed to prove he could hand out stiff punishments, and hand one out he did. Kimbal was sentenced to five years

Three-Sheets blows out of Hulk's Pile of Cords offered for his Head

in The Shipping News

in the Hulks, which, for the survivability of that sentence, might as well have been a lifetime. So Kimbal decided to reduce his sentence to five months, instead.

Five months is how long it took him to win over half the inmates of his Hulk, convince them to patch up the ship's hull from the inside, sew new sails for the decommissioned vessel, and steal what line and rigging they could find from the top-decks. Every night they crawled through the narrow passages of the hull, snuck into the anchor rooms, and made tiny scraping gouges at the anchors binding the Hulk to the harbor floor. Kimbal himself picked several spots on the hull and drummed on them incessantly, driving his fellow inmates to distraction; when a passing merman finally drummed back in a strange staccato code, Kimbal made an offer. The merman accepted. If the guards noticed the bowing down of the ship in the water somewhat as the vessel was winched tightly seaward and strained against its anchors, they were too drunk on prisoner-brewed grog to care. The guards who refused to drink were bribed, and the guards who refused the bribes were bound and gagged and pulled below. Then, on a night with no moon and a strong wind to seaward, Three-Sheets Kimbal did the impossible: he escaped a Hulk and he did it by stealing it. The anchor-chains gave with a snap, the winch fired the ship like a sling-shot to a running start, the sails billowed up from an ingenious rigging set up just below decks, the guards above-decks were swarmed by the emerging prisoners and the Hulk sailed out of the harbor as quiet as a maiden to a lover's tryst.

Of course, it was no sooner out of the harbor than the more dangerous criminals aboard began moves toward mutiny. Kimbal kept his command for about a week, long enough to limp the vessel beyond the Serpent's Teeth and find a nice, comfortable, uncharted island, on which he convinced his mutineers to leave him. They cursed their lack of navigational sense when they were caught by Freeport caravels the next day, for though they wished to sell him out to lessen their punishments, they couldn't for the life of them remember where their deposed captain had been forced ashore.

Three-Sheets' other exploits follow this trend of daring adventures and skin-of-his-teeth escapes. He was once captured by the Freland Shipyard's private security force for trying to "borrow" a ship; rather taking a hand or

two, as was their inclination, he convinced them to take a prized magic item as collateral and let him act as a spy and saboteur for them at their new competition, T'Giri's shipyards in Libertyville. He lasted a day there before being discovered and captured, whereupon he offered to act as a double agent against his original captors and masters. They in turn sent him back to mis-report to the Freland Shipyards, and so on. At some point in the crossings and double-crossings, he managed to retrieve his property and escape them both, all while convincing them that he was doing them a favor.

Those two tales are only a sampling of what Three-Sheets Kimbal may or may not have accomplished. He is wanted for various crimes in all five Ivory Ports, and is a hated figure among the Mazini slavers. The warring nations on the Continent are never quite sure whether his services as a privateer will prove indispensable or indefensible. And that's just above the sea; if the stories of his seduction and scorning of a mermaid princess are true, then there are likely whole other debacles waiting to be revealed beneath.

GOALS AND MOTIVES

Three-Sheets Kimbal claims to want the same things other pirates want. He wants money and drink, fame and anonymity, women and power, glory and discovery. In short, he wants it all. But these are likely just masks for the truth, which is that Kimbal does not know what he wants. He cherishes his freedom, and hates the concept of any man being denied his right to choose his own path. But he's not naïve enough to think freedom is some kind of high-minded ideal that needs a champion. Freedom means suffering, and death, and fear. Freedom is hard.

If not freedom, then what? All Kimbal knows is he becomes restless when things are too settled. He only feels alive when challenged by seemingly insurmountable forces, and as much as he prefers the path of least resistance, he enjoys a good, unfair fight every now and then. The world into which he was born seems to have no lack of people and places willing to give him a challenge, to chase the same treasures he seeks or to think of him as a foe to be faced, and Kimbal supposes that it would be insulting to fate if he were to ignore them. So he follows where adventure leads, and considers himself



guided by whatever comes his way. If he has a long-term goal, it is to find the hidden civilization his father claims to have visited in his youth, a paradisiacal realm where, by nature of his bloodline, Kimbal might be worshipped as a king. Or if not that, then at least welcomed with open arms by nubile native girls as the second coming of that noble hero from the far lands to whom he bears such a resemblance.

In the here and now, though, Kimbal is most often running from one debt or enemy to another, outracing curses, storms, monsters, armadas, and the like, just trying to find purchase on the sliding slope of fortune and take what he can.

BURIED TREASURE

Kimbal has always prided himself on the long periods for which he could hold his breath, and made it a point to learn what charms he could that would extend a man's survival underwater. The sea is a sailor's worst enemy, after all, as well as his beloved mistress. Three-Sheets' treasures are therefore scattered about the coves of the Serpent's Teeth, some shallow and some deep, some requiring only a sturdy set of lungs and some requiring a talisman or incantation, or perhaps a friendly water-breather, to reach. Like a squirrel who has forgotten the location of his hoards, Kimbal would have to strain to remember where he, half-drunk and with enemies close behind, buried many of the stashes.

Like so many others of his treasures, Kimbal has hidden away his most valued possession beneath the sea. That possession is a chart with the coordinates to the realm his father supposedly found. Either the chart is mystical, or the coordinates are, for no copy of it can be made; it may be the realm to which it leads is in another world altogether. It is located deep off the coast of Windward, much farther down than a man could reach by diving without magic. And the chart itself, it seems, has an unpleasant effect on anyone enspelled. Perhaps it's jealous of magic other than its own, or its otherworldly origin knocks a hole in this world's magic. Regardless, it takes a clever contrivance to get near the thing without drowning in its dark hiding place beneath the waters. A non-magical approach, such as a lobsterman diving suit and apparatus, may be the only way to retrieve the chart.

Even beyond that issue, there's the fact that only half of the chart is there. The other half is in the possession of a long-time nemesis of Kimbal's whom he is loathe to speak of, but who bears a striking resemblance to him... or perhaps he's just making that up for the sake of a dramatic tale.

ALLIES

Three-Sheets Kimbal makes allies of enemies, and vice-versa, with a fickleness that is the envy of the sea itself. The poor of Drac's End think highly of him, ever since his accidental donations to their savings. Sailors everywhere praise him for his ingenuity, his refusal to "sell out" and his tendency to buck the system... that is, the ones who don't know him. Those who do know him are more likely to curse his name than praise it, as he probably owes them money, got them into trouble, or failed to tell them the whole truth regarding some fabulous venture into which he recruited them. For all his faults, though, Kimbal is an honorable man. He has, if not a heart of gold, then at least a heart of silver or more likely bronze: not as pure, surely, but still of some value. He has never betrayed a business partner or companion, for instance, unless that person has deserved it. He holds little stock in oaths or writs, because words mean nothing to a dead man. There are worse men to have on your side in a fight.

Despite his run-in with the Libertyville shipyard, Three-Sheets is probably more welcome there than at any other port of call. He seems to be an avatar, despite his pragmatic view of such things, of Libertyville's guiding ideals. This is aided in no small part by his frequent run-ins with Mazini slave ships and his freeing of their captives. Granted, he most often does so as part of an ulterior motive. In one such instance, Kimbal needed a crew of loyal nomads to guide him through a trackless waste on a land mass to the south; and what better way to inspire loyalty than to rescue said nomads from slavery for no reason but the decency of the act? Likewise, other freed slaves have miraculously ended up being the servants of wealthy benefactors, or from a culture that required them to serve any who freed them from imprisonment, or of an exotic race whose golden hair fetched a high price for the wigs that could be made out of them for wealthy ladies. Could anyone fault Kimbal, then, for accepting the benefactors' material compensation, for allowing the freed men to serve him, for taking a sizable tithe in golden locks for his trouble?

The Captains' Council of Freeport counts Kimbal as a rogue element, but one whose capabilities should not be doubted. He holds no power over the other pirates, it's true, but he tends to have access to surprising information and allies. From keeping abreast of old family histories to keeping in contact with sea spirits who owe him favors, Kimbal is a living example that it's not only what you know that matters, but who you know, and what you know about them. The Council therefore maintains good relations with the pirate, and has waived any acknowledgement

of his role in the troublesome matter of the theft of one of the Hulks. After all, he has never murdered, as far as they know, and has sided with Freeport in her conflicts; though he prefers not to sail forth as a captain of a combat vessel, he has played subtle but valuable roles as a scout, negotiator, sneak, or even a flamboyant distraction. His price may be high for such ventures, but should he demand too much, the Council can always remind him that there are any number of old charges against him that may be followed up on.

For the temples' part, the church of the God of War can't stand him, the church of the God of Knowledge doesn't trust him, and the church of the God of the Sea can't believe he's still alive. That leaves the church of the God of Pirates, which is split down the middle between the powers-that-be and the powers-that-someday-will-be. The heads of the clergy, particularly those who remember having to track down and re-purchase or re-steal the church's holy relics, have no love for Kimbal. Those who suffered as his instructors have even stronger feelings. But those who are too young to remember the trouble he caused, or those who remember it through a veil of idealism and youth, look up to him as the ideal of the pirate god's teachings. How better to praise a deity of theft and independence, after all, than to steal his own relics and to sail your own way? Kimbal has quite a following among the church's youngest generation, and there's even talk among them of his attaining a sort of anti-sainthood or hero-god status.

ENEMIES

As mentioned previously, the current leadership of the church of the God of Pirates counts Three-Sheets Kimbal as one of its foes. They do not wish his death, nor would they cause him egregious harm. Rather, their pride has been hurt, and they would do the same to him. He needs put in his place, pure and simple, and it would seem that since the pirate god himself is not doing the deed, his mortal representatives will have to do it for him. Little can make these high priests more irate than the suggestion that perhaps the reason the pirate god hasn't laid Kimbal low is that he does, in fact, favor him.

Three-Sheets has no lack of enemies who wish him greater harm, though. His escape from the Hulks thoroughly embarrassed Judge Frederick Dent, the man who put him there. He has vowed to have Kimbal hunted down and brought to justice; so far, he has had no luck. In fact, he is said to have frequented the very same brothel that Judge Dent was visiting and to have passed the time with the man over a pipe of tobacco without the drug-addled man ever realizing who he was.

The judge's fury only grew when word of his recently witnessed indiscretions began to spread among the docks, but without the other judges' support, he could call for nothing more than minor fines to be laid against the pirate. Dent must therefore rely on thugs, not Freeport lawmen, to enact his vengeance, and they all like Kimbal more than they like Dent.

A more dire threat, are the many slaver captains Three-Sheets crossed during his voyages through Mazini waters. During a recent scrape in which several of them banded together to ensnare him, the pirate only escaped by sabotaging his own boat. He and his men abandoned ship, or seemed to, to lure the slavers in; when they had searched the vessel high and low, they finally came upon a snide note addressed to them in the powder stores, along with a fuse that had just run out. They cursed his name as they were blown to Hell. Kimbal and his crew, meanwhile, emerged from the underside of the burning vessel; they had been hiding there, holding onto the lobster-man diving hose that Kimbal had ordered lashed to the outside of the vessel's hull. A few judicious dagger-jabs ensured that each man had a tiny airhole through which to breathe, until the thunderous roar of the explosion above signaled to them that their air-pumping apparatus, and their ship, had gone up in flames. They clambered aboard the nearest slaver ship and took it over in the confusion of the smoke and fire. Kimbal's

trick cost him the diving apparatus, and the assault of the slaver's vessel and subsequent escape cost him more than half of his crew's lives. Since then, Kimbal has stayed clear of Mazini waters. The most bloodthirsty of the slavers had died in the conflagration, but he doesn't want to risk the possibility that any of them had devoted brothers who might be out for vengeance.

The encounter also put Kimbal in a difficult position with the Lobstermen, from whom he borrowed, stole, or rented, depending on who tells the tale, the diving apparatus that was his crew's salvation. The Lobstermen are notoriously protective of their diving technology, and if they did indeed part with the equipment willingly, it was at a steep cost; a cost Kimbal is unlikely to have ever paid. More likely is that he simply stole the equipment with the intention of paying off the Lobstermen with whatever treasures he found using their gear. Along the way, he buried his father's mysterious charts, and a few other particular treasures besides, in exceptionally deep water. Thus, he now has two problems. First, the Lobstermen want their equipment back, and don't believe Kimbal when he says it is destroyed. They assume he sold it to another bidder or is keeping it for himself, and have declared a vendetta against him until he returns it. Second, Kimbal's most valued treasures are now out of his reach, and he trusts neither the Lobstermen nor magicians enough to ask for their aid in getting them back.

Finally, Three-Sheets Kimbal has the same needs as any other man, and is just as subject to the wiles of charming women. This has made enemies of those women's brothers, fathers, and the like, particularly when Kimbal decides to move on in search of the next adventure, occasionally leaving the lady in question in dishonorable circumstances. This is only truly a problem when the lady turns out to have been someone important, such as a daughter of Captains' Councilman Nathan Grymes slumming at the Block and Tackle, or a favorite girl of crime lord Mr. Wednesday. Neither of these situations, unfortunately for Kimbal, is hypothetical.

GURSE

"So, you've heard the tale about Kimbal involving the scorned mermaid princess, the conch shell, and the subsequent ill will of all sealife against him? Well, the mermaid was more like a sea witch, y'see, and the ill will is more like a curse. And it's not so much the sealife that hates him, as the whole of the world. Or at least, that's how it seems t' me."

—*Shingle, Barkeep of the Dead Pelican*



When Kimbal was marooned on the unknown island after escaping from the Hulks and suffering mutiny at the hands of his fellow escapees, he met there a mysterious maiden with brown skin, rich black hair, and a very willing body. He dallied with her for a time, and she, in fact, is the reason he was not found by the search parties that gave chase, for she masked them both with her glamour.

Kimbal even professed to love the lady, but he inevitably grew bored with his captivity and made mention of his intention to build a raft or hail the next passing ship he might find. The maiden warned him not to, and having uttered words of love for her, he was now bound to her. Kimbal knew the woman had more power than she admitted, but had little choice; given the options of permanent imprisonment or whatever punishment she chose, he had to accept the latter. It didn't help matters when he saw her true reflection in the sea by the light of the full moon, a reflection that revealed her to be a hag as hideous as any crone in Freeport.

Three-Sheets Kimbal did indeed leave the lady one night while she slept, though not without a longing gaze at her false form. So what if it wasn't real, a part of him thought, it certainly felt and looked it. It would be easy to stay with such a delicious illusion. But his mind had been made up, and when the sun rose, he was gone.

As he floated away on his crudely constructed raft, Kimbal heard the words with which she cursed him, chasing him over the waves:

"Now that you have forsaken love, Three-Sheets Kimbal, it will forsake you. Any who love you will meet an unfortunate fate, though you escape to suffer time and time again."

As far as curses go, Kimbal considers himself to have gotten off fairly easily. He's not even sure he believes it, really. Many of his crew have met their end in battle, or imprisoned in his stead, or swallowed whole by a sea monster, while Kimbal miraculously escapes, time after time. Just to be safe, he admonishes all who sail with him to keep things on a purely professional basis. Any dealings he has with others are "only business," he promises. Conveniently enough, the phrase makes for an ideal excuse when he finds he must change the terms of an agreement.

THE CREW

"I've never seen a more unlikely assortment of the misled, misunderstood, and misguided. But what can I say? They're good lads in a pinch."

—Three-Sheets Kimbal, about his current crew

Three-Sheets Kimbal is a loner by preference, but like so many who don't wish the burden of leadership, carries it well when it is thrust upon him. He does not sail with a regular crew, which he claims is a matter of circumstances and preference. In fact, he fears any who remain close to him might suffer the fates that have befallen so many before them. In the short term, those who crew with Kimbal fit within three roles: they're either as crazy as he is, even more desperate than he is, or they're enamored with his legend, too blinded by the stars in their eyes to see they are sailing to their doom.

Kimbal's current crew numbers 40 souls. Half of them are experienced sailors, and have joined up either because they are career pirates, are on the run from someone or something, or are disillusioned seamen tired of slaving away for meager wages on more above-board vessels. This half of the crew Kimbal relies on to man the ship in times of crisis. Of the other half, a handful are truly desperate criminals who are as quick to pull a knife or steal a coin as they are to do a chore assigned to them. Some are young dreamers who barely know their way around a knot, but who may have potential. And the rest are old, crippled, drunk, or all three, taken aboard out of pity or oversight.

ORGANIZATION

Kimbal can't be bothered with discipline or training, and so prefers to take on crewmen who already know their trade. He assumes any who don't pull their weight, or make a mistake that endangers the ship, will be dealt with by their fellow sailors. He allows the crew to have their spokesman, the quartermaster, as is traditional. However, the quartermaster is selected from several candidates who Kimbal himself chooses. This way, the captain ensures his crew's leader will be someone he can trust and, more importantly, someone he can manipulate. He prefers to

Ship-and-Daughter-Wanish, Three-Sheets Kimbal blamed

~ The Shipping News

select someone the crew will like, and who will get the job done, so long as the man has no tell-tale look of hunger in his eyes. That man performs the role of liaison to the crew and first mate for relaying orders; if any other particular roles become necessary, Kimbal lets the quartermaster assign them as he wishes.

Three-Sheets is his own sailing master. He prefers to keep his charts and coordinates to himself, as it's often that knowledge that is more valuable than his leadership—and he is well aware of it. The quickest way to a mutiny, he knows, is to share whatever information he has on his current scheme, making himself an unnecessary burden for any power-hungry men who managed to join the crew.

Other than these two positions, everyone is equal in Kimbal's eyes. So long as everyone does their jobs and puts their backs into it, and sees to making their own luck, he can focus on getting the ship through whatever its current difficulties are.

RECRUITMENT

Kimbal prefers to recruit crew by the scheme rather than by the vessel. Keeping crew from one voyage to the next allows for familiarity, which the pirate would rather avoid. It would also let crewmen begin to pick apart what about Three-Sheets Kimbal is fact and what is fiction. A fresh batch every time, on the other hand, lets Kimbal reset the ground rules and begin on even footing. He may occasionally let a few trusted, capable crewmen stick around for a few missions in order to help him run a smooth ship; that is, assuming anyone makes it from one mission to the next.

His usual method of recruitment is to hit port, ask around about a few friends, ask them to see if they have any friends, and then start spreading rumors about his next big adventure. He reveals enough detail to pique interest, but not enough to give away what he's planning. He carefully balances generating enough of a stir to attract a crew and keeping the news subtle and wild-sounding enough that no one else seeks to profit from the same venture. At the same time, he must maintain a low enough profile to avoid his enemies. If he's somewhere near one of his hidden stashes, he puts on a show of minor wealth, enough to show potential crew that the voyage will be well supplied. If he's penniless, he buys enough grog to get them good and drunk, so that by the time they set sail upon the morrow, they won't notice the state the ship is in.

Kimbal is always clear to potential recruits about the risk-to-reward ratio of his current scheme. He'll paint the treasure he hopes to find in such grand and glowing

colors it seems the answer to all of a man's problems, but he also describes in gory detail the creature rumored to guard it, the hazards that stand in the way, or the fate of the last explorer who sought the treasure out. He never outright deceives or seduces folk to sail with him. The one thing he is dishonest about, however, is his curse. He only half-believes in it, even though it has held true thus far.

MEMBERSHIP

The crew's responsibilities vary by the mission they are undertaking. Sometimes Kimbal simply needs bodies to haul at oars or raise sails, crewmen able to endure weeks and weeks of boredom, bad weather and worse food. Sometimes he asks them to risk their lives in mortal combat, though he's far more likely to try to avoid bloodshed, whether his enemies' or his own crew's. He expects sailors to work only as hard as the potential payoff warrants; though a crew ideally always gives their all, Kimbal was once a crewman. He remembers the highs and lows, the times he had energy to give and the times he didn't, and he doesn't begrudge the men their human natures.

Kimbal views his crew as being his responsibility from the moment they leave port to the moment they get back in. Despite his occasional culpability in getting his men into trouble (or killed), he does whatever it takes to get them out of it. Some former crewmen describe accounts where he risked his life for them, attempting something that should have been sure suicide in order to save them. According to Kimbal, though, life *is* risk, and there's no escaping that. He never sees himself as doing anything suicidal, for a very simple reason: because he intends never to die.

SYMBOLS AND SIGNS

Three-Sheets Kimbal prefers to go unnoticed until he's sure he has managed to pull something off, and then it's all bravado and bragging. His flag, when he flies it, is a scarlet silk cloth he normally wears as a belt around his waist. He is also known for a strange pair of tattoos: a die in the palm of each hand. It's said he always has a pair of lucky dice, even after being searched and stripped; still he can produce a die in each hand and give them a roll. Amazingly, these dice always end up rolling in his favor.

Kimbal also bears the forehead markings of a Kizmirian freeman, in honor of his mother's heritage, but it's only an affectation. The markings are not permanent, and wash off with determined scrubbing.

"LEFTENANT" DRAKE, FIRST MATE

"He's a tortured soul. Which I guess is what makes them all respect him so much. Anyone with that much guilt riding on his shoulders would never betray you, just 'cause he couldn't stand to take on any more."

—*Three-Sheets Kimbal, speaking of "Leftenant" Drake*

Lieutenant Drake (*male human journeyman*) is a military man, a navy man. It's in his blood and in his bearing. All the more shame then that the crew calls him "Leftenant" Drake. It's as much a jab at the sometimes odd pronunciation chosen by upper-class naval society as it is regarding the fact Drake left his commission and his duty behind. For all that, though, the crew admires him. He gets the job done, keeps them safe (or at least, as safe as is possible on the high seas), and while he holds himself accountable as if he were still in the military, he doesn't expect the same of anyone else.

BACKGROUND

"Leftenant" Drake was born to a Tagamatan admiral and a government official's daughter, so his fate was predetermined... or so one would have thought. He excelled in his training, served with distinction on his first vessels as a cabin boy, then a mate's assistant, then a mate third-class, and so on up the ranks. He made a name for himself as captain of a caravel in engagements against the Hexworth and Kizmirian navy during the War of Crowns. In that five-year conflict, he won a series of decisive engagements, was captured by overwhelming enemy forces, led a prison break, sabotaged a significant portion of the Hexworth navy, and sailed back home with one of their prize war vessels.

Then he met Kimbal.

While Three-Sheets didn't have a direct correlation with Drake's fall from grace, it is interesting that the slide downward began shortly after their meeting. Kimbal had sold his vessel's services as a privateer against Hexworth, and when he saw one of their men-of-war limping toward Tagmatan territory, obviously undermanned, he figured he had a chance at an easy prize. Drake, on the other hand, saw a much smaller vessel in questionable condition and with a crew that looked even more ragged than his batch of recently freed prisoners of war. Drake hadn't yet flown Tagmatan colors, because his vessel was still in Hexworth waters and he wasn't yet confident in getting home without an encounter. Three-Sheets, meanwhile, characteristically flew no colors at all.



By the time the battle, negotiations, and explanations were finished, Kimbal's vessel had been crippled and half of Drake's crew had been seriously injured. The two established a tentative truce. Drake saved Kimbal and his men from their sinking ship, while Kimbal and his crew lent their expertise and knowledge of Hexworthian waters to the cause of manning and repairing the Hexworthian ship.

The two found an isolated cove, and though Drake was eager to effect repairs and return to the war, Kimbal made mention of the fact that the island at which they had weighed anchor was rumored to hold more than just lumber for new masts and water to fill their casks. It was said that a weapon of significant power, an artifact that allowed for the control of the sea for miles around, was hidden on the island. All Kimbal needed was a few of Drake's military men and a few days, and he could return with the artifact. It could, he promised, turn the tide of the war.

The tale is a long and twisted one, but several factors came into play. The first was that, though he was hired by Kizmir as a privateer against Hexworth, Three-Sheets Kimbal had been named as a wanted enemy of Tagmata during the time Drake was imprisoned. Associating with him, much less aiding him in an endeavor, was akin to treason.

Second, Drake's father had heard of his son's capture and subsequent escape. Knowing his boy was a stickler for military protocol and was honor-bound to report as soon as possible, he assumed the captain had run into trouble somewhere between his escape and Tagmatan lines. The admiral daringly led a search-and-raiding party into the most likely waters Drake would have tried to sail for, had Kimbal not led him to the hidden cove on the uncharted isle. This obviously diverted much-needed men and vessels from other aspects of the war effort, but the retrieval of a skilled commander and the boost his return would give to the navy's morale were seen as worth the trouble.

Third, the artifact Kimbal brought back was not only a product of the ancient and evil empire of the Valossan serpent-people, it also required the sacrifice of human blood to operate. Kimbal had no problem with this, assuming Kizmir, whom he sold the artifact to, would use condemned prisoners as the sacrifices; if the men were going to die, what matter that their blood be spilled onto an old rock rather than onto the thirsty dirt of a courtyard?

It mattered to the Tagamatans. They were a highly religious people who saw the universe in terms of light and darkness, and anything Valossan was most certainly of the darkness.

So when Tagmatan high command learned that Drake had helped deliver an evil artifact to their ally-of-convenience, Kizmir, they were confused. When they learned he had in fact diverted his ship and his crew from their primary mission, leading to the deterrence of several other ships and crews from their main missions in order to search for him, they were disturbed. And when they learned he had done all of this in concert with a sellsword whom they had determined to be an untrustworthy scoundrel, they were irate.

It didn't seem to matter that Drake had brought back a prize Hexworthian vessel, so long as there was an enemy of Tagmata walking free upon it. Nor did it seem to matter that Drake's actions allowed the Kizmirians to use the artifact sold to them to obliterate an entire portion of Hexworth's fleet. Drake had associated with criminals and dark magics, had strayed from his orders and his duty. He was excommunicated from the church, relieved of his command, and disowned by his father. All of this was his reward for possibly winning a war.

PERSONALITY

Unsurprisingly, "Lieutenant" Drake is a closed-mouthed, humorless, sometimes hateful man. He fluctuates between longing for his past life and despising himself for thinking the culture, church, and military he so faithfully

served were anything but a bunch of xenophobic, self-righteous bureaucrats. On the surprising side of things, he never lets these mood swings get in the way of his current duty as Three-Sheets Kimbal's first mate and quartermaster. Nor does he hold Kimbal accountable for the way his life has turned out. It's true he would have remained a decorated naval officer if he hadn't listened to Kimbal's suggestions, but for all he knows, the navy he would have been serving might have ceased to exist. What good would following orders to the letter have done if it meant Hexworth won the war and obliterated Tagmata as they knew it? At the same time, Drake finds it hard to consistently hate the system that expelled him. It could not be a nation that engendered such loyalty and honor in its citizens and troops if it did not hold all of them to such high ideals.

Thus, like many unintentional martyrs of history, Drake cannot blame others for his predicament. It's simply the way things worked out, a burden he must bear like some ancient saint from the Tagmatan holy work... not that Drake would ever consider himself worthy of that comparison.

So, the man does what he can. He honors his name by his actions, though his father wishes he wouldn't. He honors his former country and command by his training and skill. And he honors his current captain by supporting him when he thinks it's appropriate to do so, questioning him when someone needs to, and drawing steel alongside him regardless of the circumstances.

APPEARANCE

Drake may dress like a pirate, but he can't hide the military man. His long black-going-to-silver hair is always pulled back, his clothes are as clean as clothes can be on a pirate ship, and his erect posture and craggy features betray a lifetime of discipline. He has a hawkish nose that betrays his Tagmatan heritage, a strong chin, and icy blue eyes.

He always bears a weapon and tool belt that prepares him for combat or any other contingency: a cutlass, a pistol, eleven wax-paper-wrapped ammunition charges and eleven musket balls, a hand axe of cold iron with a hammering head opposite the blade, a silvered dirk, a flask of hard whiskey, a pouch of jerky, a station's whistle, a spyglass, and an enchanted brass rod that can gout a flame strong enough to light tinder or see by, no matter the weather or conditions (excepting underwater).

Though you'd think all this gear would hamper the man's movement, he seems to live, eat, and sleep in it, and so moves about with it as lithe as any other sailor. It goes up with him into the rigging, or down with him into the ocean, and doesn't seem to slow him in the least.

SYNCAPIT, SHIP'S BOSUN

"He's been following me around for years. Keeps damoring about a promise made to my father, or somesuch. All I know is that he's creepy, he's smelly, and every three or four voyages, he somehow ends up on board."

—*Three-Sheets Kimbal*

Syncapit (*male kobold journeyman*) is a kobold, a small reptilian humanoid, from the Forest of Nham. His people are an embattled race of refugees. Their oral history is comprised of tales of displacement from one war to another, of hateful combat with first conquest-obsessed crag gnomes, then religious zealots from Tagmata, then overbearing camel-riders from Kizmir. Unfortunately for Syncapit, the crew on which he serves includes a crag gnome lookout, a Tagmatan ex-military first mate, and a half-Kizmirian captain. Such are the burdens a kobold must bear.

BACKGROUND

The way Syncapit tells it, if anyone stopped to listen, Kimbal's mother rescued Syncapit from a short and dangerous life as an enslaved ship-builder. Syncapit had been a mighty hunter and warrior of his people (or a chieftain, or a witch doctor; his role varies depending on to whom he is telling the story, but he has proven himself a capable tracker and trap-setter, so hunter is the most likely of the three), and was taken captive during a guerilla raid against the outsiders cutting down his forest for ship's timbers. As small creatures, Syncapit and his kin made excellent workers in constructing and sealing the small crawlspaces of Kizmir's sailing vessels. To ensure they did not sabotage their work, one kobold was used as labor while a handful of others were kept as hostages. If a kobold's work failed to please his overseer, he shared his cage with one of the hostage's heads for a week.

Syncapit's tenacity is not a new character trait. Though it took him many months, he hatched an escape plan that freed not only those hostages assigned to him, but to his entire work crew. The plan did not include Syncapit's own escape, but it at least allowed him to deliver extremely rude gestures to his captors without fear of the effect it would have on his fellow kobolds. One such gesture was about to lead to Syncapit's beheading, when Kimbal's mother stepped in. She had been on her way to a nearby ship when the sound of Syncapit being beaten distracted her; why waste such a useful servant, she told the overseer, when he could instead make a profit by selling the kobold



to her master? Her master, quite smitten with the woman even though she was destined for the Sultan's bed, gave in to her request. And the overseer, as moved by the woman's smoky glances as he was by the promise of coin, heaved the bruised and bloodied kobold into her master's cart.

Since that day, Syncapit promised to serve the slave girl who freed him. He was not allowed to go with her on her way to the Sultan's court, of course, but when he heard that she had been liberated by Kimbal's father and disappeared into the slums of Freeport, he made it his mission to track her down.

By the time the now-aging kobold made his way through perilous waters and many captors' hands, his mistress had passed on. But he heard tell of her son, a waggish rogue who certainly needed looking after, and Kimbal thus became the blessed and cursed object of his loyalty.

PERSONALITY

Despite his disdainful associations with the bloodlines of a good portion of his companions, Syncapit actively sought out a position on Three-Sheets Kimbal's crew. In fact, he actively seeks out a position on the pirate's voyages every time he hears of them, despite being kicked off by Kimbal as soon as said voyage is complete. Usually, this involves paying someone to hold the diminutive creature

captive for several days while Kimbal gets a head start. But the lizard is tenacious, and always manages to track him back down. It is that same tenacity that makes Syncapit such an excellent boatswain, keeping track of everything from the ship's food stores to every last pinch of powder. If something goes missing, his dog-like snout goes to the floor and he tracks the culprit down, come hell or high water. Syncapit then makes sure that the punishment for the theft from the ship's stores is carried out in full view of the rest of the crew, whether it is extra swabbing duty for spilling some grain or a few lashes for spilling some rum. When the culprit turns out to be a rat or some other pest, Syncapit makes a show of skinning and grilling the creature, offering tasty strips of meat up to any who show interest. Few ever do.

APPEARANCE

Syncapit is an enigmatic figure. He retains what tribal clothing and adornments has managed to keep over the years, but they are ragged and sparse. He therefore attempts to recreate his tribe's preferred outfits using what supplies he can find, replacing exotic animal hides with sailing cloth, leather rawhide with rigging, eagle's feathers with parrot's plumes, and a hunting club with a belaying pin. He seems weathered and old, even to those who do not know much about determining the age of

reptilian humanoids; it's something in his gait, in his voice, in his cantankerous manner. Kimbal posits he was just born that way, and has been old since he hatched from his shell.

NASH THE GRAG GNOME, SHIP'S LOOKOUT

"It's not my turn to take his food up."

—A Sailor

To most of the sailors on Kimbal's current crew, Nash (*male gnome journeyman*) is nothing but a bellowing voice, loud as a dwarf and clear as a foghorn, sounding out from above. The gnome is friendly enough, yet never leaves his perch in the crow's nest. In this case, the term is not figurative: everything he needs and wants, save his daily ration of food, is in the large bucket that serves as the gnome's station. He has several reasons for remaining up top, the most obvious of which are his amputated legs. He also seems to have a fear of enclosed spaces, a distrust of tightly wound ropes, and an aversion to being in close quarters with too many other people. But he has excellent vision, strong lungs, and always seems to be on duty, so Kimbal allows him his eccentricities. Besides, it's not as if he has much choice: no force that Three-Sheets can imagine would move the firmly entrenched creature from his aerial station.

BACKGROUND

Nash wasn't recruited by Three-Sheets Kimbal so much as he was a fixture that came with the boat. When Kimbal stole the *Crimson Wind*, the schooner he now captains, Nash was sleeping in his nest. When the pirate and the gnome discovered one another the next morning, it was clear that neither was willing to give up residence, so they shrugged and agreed to work together.

Before finding his station on the *Wind*, Nash led a colorful life. He is the oldest of Kimbal's current crew, older even than Syncapit, which secretly amuses the gnome and annoys the kobold. He was one of the few Ioyan mercenaries to throw his lot in with the dwarves during their Long War against their subterranean foes, dark and nameless creatures from the depths. He laughs fondly about those times, fighting side-by-side with the humorless but sturdy dwarves, though he admits the years underground make him wary of even the open deck of a ship, much less being below-hold or underground. He also served in all three wars of the Southern Sea, on three different sides no less. His tours of duty in all three cases ended in mutiny and betrayal, and he has three



Crimson Wind Evades Privateers Again, Admiralty Questioned

~ *The Shipping News*

different knife-wounds in his back to prove it. With no less humor, he explains this is what makes him wary of sleeping anywhere within easy reach of fellow crewmen, blood-oaths and bonds of friendship be damned. Finally, an unfortunate stint with a crew of drunkards out of Freeport led to the snapping of a line, the swinging of a boom, and the severing of Nash's legs by a sail-line that should have been coiled and stowed. This accounts for his current legless state, and is the one bit of history that he's likely to only chuckle about rather than to laugh outright at.

Nash had fallen in love with the sea, though, and had always been complimented on his keen eyes and his instinct for when to be on duty. So, once the ship's surgeon stitched him up, he decided to clamber his legless way up the rigging into the crow's nest and to make himself comfortable. He's vowed never to come down, and it's a promise he's managed to keep for three years. Sure, it stinks to high heaven up there, but the wind is usually so strong that if a man hangs amidst the rigging on the correct side, he'll smell naught but salty air. All Nash asks is that someone deliver food once a day, and water if he hasn't caught enough rain to live on. In return, Nash delivers clear calls of land sighted, ships spotted, or bad weather on the way.

PERSONALITY

For all of his phobias and personality quirks, Nash is a happy fellow. He bears no grudges and has few preconceptions about particular races or types of people, but assumes any group will inevitably act according to its nature. Thus, though he'll happily trust any sailor on the ship, he assumes that they'll someday mutiny and try to kill him; it's what sailors do. Likewise, though every one may be responsible, inevitably someone's going to leave a line loose when he shouldn't and there will go Nash's arms, or his head, or something to that effect. So he's decided that he'll stay up in the nest where it's cold and wet now and then, sure, but clear and sunny as often as not. Despite reeking from the accumulated waste and the gnome's rare opportunities to bathe, the nest (or at least, within earshot of it, if not smelling range) is a popular spot for the younger members of the crew. Nash is always quick with a kind word and compelling tale of adventure, whether above the seas or below the ground. For a bored

young sailor who signed on to seek out his destiny and discovered only tedium, his words are like a tonic.

APPEARANCE

Nash looks like what you'd expect a dirty, old, unwashed, crippled, weathered, yet jovial gnome to look like. Even deliverers of food or listeners of his tales rarely see him below the neck,, as even a gnome with legs would stand barely as tall as the nest's wooden walls. He takes his job as the ship's primary lookout seriously, though, and keeps a series of spyglasses, binoculars, sun-goggles, night-scopes, and other gnome seeing inventions close at hand.

THE CRIMSON WIND

"I've been with her ever since the day she crippled me. I don't blame her, though. She was just living up to her name. You shoulda seen the blood spurtin' out of me legs! Crimson as the reddest tide, and mighty sparkly, too. She's a good ship, fast, and sturdy. Just like me. Exceptin' the 'fast' part, though I tell ya, I used ta be!"

—*Nash*

The *Crimson Wind* is a modified schooner that could handle up to 60 souls, can get by with 20 in a pinch, and currently sails with 40. She weighs just less than 100 tons, has a narrow hull, and boasts two masts. She is generally rigged with two large sails suspended from spars reaching from the top of the mast toward the stern, but at Kimbal's instruction, a series of additional sails have been readied to the bowsprit. These overlap one another and require precise timing for deployment. Kimbal has used them to give the *Wind* a significant boost in speed when sailing windward, or a sudden shift in course when sailing against the wind. Both maneuvers are risky, with a potential for the ship heaving over, but then Kimbal has always been a gambling man.

The *Wind* is shorter on guns and heavier on cargo space than most pirate ships of the same caliber, but Three-Sheets figures that if he's gotten into a pitched naval battle with some other vessel, then something has already gone wrong. He prefers to use the ship's impressive speed and shallow draft to outrun enemy ships or to go places that they cannot.



HISTORY

The *Crimson Wind* is a fairly young ship, having been built for an Ivory Port merchant, taken as a prize by the Druzhdin mercenaries and used to transport a band of them to Freeport, and then salvaged by T'Giri, Libertyville's resident Shipwright. He sold it to Andrea Blax's cousin, Whistling Garrick, who promptly lost it to Three-Sheets. The two had both gotten wind of a hidden temple on Shoal Tooth Island, and both were determined to be the first to claim it. About halfway to the prize, as the two crews scrambled toward the island's interior on opposite ridges, Kimbal did a quick count of Garrick's company; he realized that, to have the number of men he did, he must've left the *Crimson Wind* nearly unguarded. After weighing the dangers of a temple's traps, a pitched battle with a crew even greedier than his own, and whatever horrid curse was doomed to befall whoever stole the temple's treasures, Kimbal decided that taking a fresh ship without a fight would be prize enough for the day. His instincts paid off, as Whistling Garrick and his crew were slaughtered to a man somewhere on the island by something that's best left unnamed, and neither Garrick's

cousin nor the man who sold him the ship begrudged Kimbal his taking of the vessel. Finder's keepers, law of salvage, survival of the fittest, and all that.

FEATURES AND DEFENSES

Kimbal knows the *Crimson Wind* is not particularly defensible, so he mixes up the ship's armaments and layout to keep any potential attackers, particularly recurring enemies, guessing. He's been known to line the hull's exterior with spring-loaded caltrops disguised as barnacles, or to seed it with a kind of sea-slime that's particularly unhealthy to the touch. The ship's riggings are occasionally patrolled by an exotic pet Kimbal has purchased or befriended, and an ever-changing carousel of magical wards parade around the ship's rails and hold hatches. Most of them simply signal an alarm or have enough strange sigils and traces of magic to look dangerous, but every now and then one is inscribed with an extra dose of eldritch "oomph." As ever, Kimbal figures the best way to keep his ship safe is to never stay in one place for long and to never reveal what he and his defenses are truly capable of.

KEY LOCATIONS

Any encounter with Three-Sheets Kimbal is bound to be about the man and his actions, not the vessel on which he sails. The *Crimson Wind* is as bland a ship as you can imagine belonging to such a colorful captain. The unique defenses and alterations described previously should be liberally distributed throughout the ship, however, seemingly without rhyme or reason.

1. BOW AND FIGUREHEAD

In addition to being a good place for dramatic speeches, the bow of the *Crimson Wind* features an elaborate figurehead. She is shaped like an air spirit with a womanly form, her red hair dispersing into sculpted wind. Unbeknownst to the crew, Kimbal had it enchanted by a discreet wizard of Freeport's Guild in exchange for a favor to be named in the future. Upon command, the figurehead can animate, her arms becoming fully functional; Kimbal imagines he'll need to use her to help his troops in a surprise boarding action, to pummel a surfacing sea monster, or to grapple a more skilled swordsman he has the misfortune to be fighting.

2. MAIN DECK

The main deck is where the action happens, where the main guns are stowed, and where the crew does most of its work. Stairs in the stern lead up to the sterncastle, where the wheel and additional guns are mounted, while a hatch and stairs lead down to the cargo hold. Hidden through the deck are false panels that can be used to hide smuggled cargo, spring-loaded to act as traps, or simply filled with stores in anticipation of a long voyage.

3. CAPTAIN'S QUARTERS

Three-Sheets takes his rest here, and also stows his valuables, charts, and the like, behind the locked and warded door.

4. CREW'S MESS

Jokingly nicknamed "Anybody's Guess," these are the tight quarters where Syncapit keeps the ship's foodstores, does the cooking, and serves up broth to the sick or wounded.

5. CARGO HOLD

This hold is where crew and cargo are kept.

6. SUPPLEMENTAL HOLD

In addition to being a sealed chamber where explosives, prized booty, and other sensitive cargo can be kept, this

room has a one-way escape tunnel that, through technology and sorcery, allows for an underwater exit from the ship without letting water in and without compromising hull integrity.

USING THREE-SHEETS KIMBAL

As an essentially good-hearted but still clever and capable pirate, Three-Sheets makes an excellent ally for player characters or even a friendly competitor for the same prize. He is not quite incompetent enough for comic relief, though his terrible luck might allow him to qualify. Nor is he quite dangerous enough to act as a long-term enemy against whom blood oaths are sworn or violence is promised, though he's arrogant enough to rub characters the wrong way and slippery enough to keep them from doing anything about it. Kimbal is perhaps best used as a wild card in a complicated scheme that lets him sometimes work with the characters, sometimes against them, and sometimes toward purposes that no one can fathom.

BEGINNER ADVENTURE

The characters seem to have fun afoul of a minor port official, who has decided to make their lives miserable by throwing them into a jail cell for the night. In fact, the characters will have done nothing wrong, and the entire proceedings have the air of something fishy. They happen to share the cell with none other than Three-Sheets Kimbal. That night, either friends of Kimbal's come to break him out into the light of day, or enemies come to ensure he never sees it again. Either way, the guards are tipped to the impending event, and the characters are swept up into a fight that is none of their concern. The guards seem to think they're in on it, though, and show no mercy. Kimbal's friends or enemies seem to think they're with Kimbal or against him, whichever option encourages them to attack the characters. It will soon become apparent that, regardless of whether or not they wish to escape, they're going to.

Soon after, whether they've stuck together with Kimbal or gone off on their own, the characters learn they're being hunted as accomplices to the escape. Some investigation reveals the official had them framed to make sure they'd be in the cell that night, and hoped to frame them further for Kimbal's escape or even his murder. But did he hope to do so via the hired killers, or via the guards, or via some third, as-yet-unseen operative? And why? Regardless, the only way out of immediate danger is for the characters to escape their current port of call. Whether they wish to throw their lot in with Kimbal or get out on their own is up to them.

EXPERIENCED ADVENTURE

Free from immediate danger, the characters find that something has been hidden on their persons or within their effects. This item might be a key, a map, a magical talisman, or something else. Regardless, someone comes looking for it, and they're not friendly. After fighting off the unwanted visitors, the characters discover it was recently in the possession of none other than Three-Sheets Kimbal. As they decide whether or not to simply hand it over to the employer of the attackers, their old friend the port official comes calling, or rather his men do. It seems the man's reach was longer than was at first supposed, and he's after the same thing the other attackers were. The characters will not have an easy time appeasing both factions. The only thing to do, of course, is to use their new possession to gain greater leverage against the various forces who are involved, and the only one who knows how to do that is Kimbal himself.

Unfortunately, Kimbal fell from one scrape into another, and must be rescued from serpent people, sea devils, or some other horrific and inhuman race. Breaking into their lair and breaking out again with Kimbal will take some careful planning and some capable fighting.

ADVANCED ADVENTURE

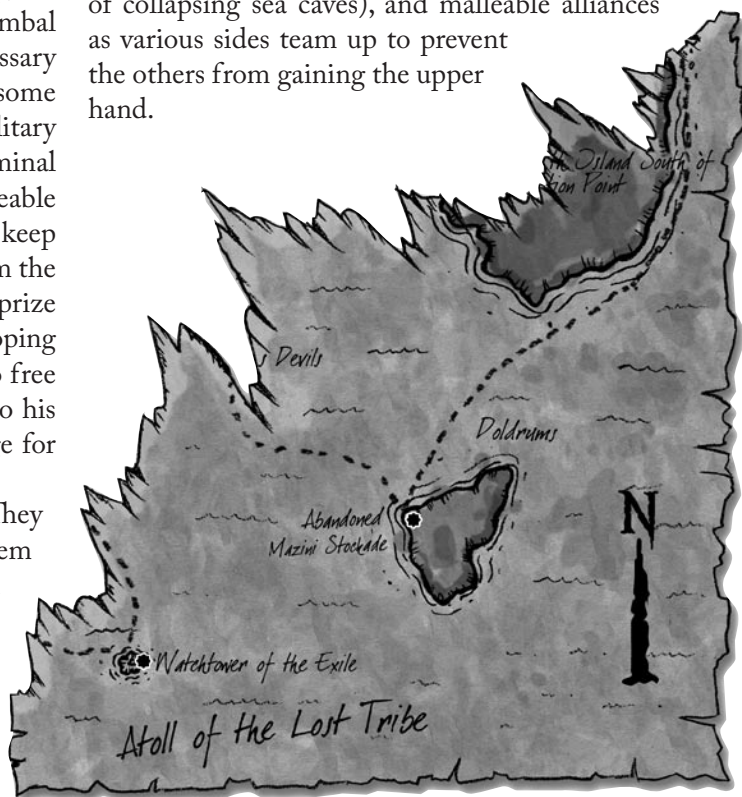
Now, supposedly with all of the pieces in their grasp, the characters learn their troubles are far from over. Kimbal reveals the object he slipped to the characters is necessary to activate a powerful item, enact a devious ritual, or some other prize. The annoying official and his small military force are after it to consolidate their power; the criminal element wants it because Kimbal owes them a sizeable amount of coinage, and assume anything he wants to keep from them is worth having; and creatures from whom the characters helped him escape are sworn to keep the prize out of the hands of the uninitiated. Kimbal was hoping to use the clue to find the prize, then either use it to free a band of captured friends who were enslaved due to his actions, or perhaps offer it to the slavers in exchange for his friends' release.

The characters must now choose how to proceed. They can chase Kimbal down and force him to help them use the clue for their own purposes, though he'll mislead and attempt to escape them at every turn, and will trick them into more than a few dangerous situations. They can agree to help him find the prize in exchange for some level of reward or out of the goodness of their hearts; in either case, though, Kimbal is unlikely to trust them, and may leave

them high and dry "for their own good" while he sees about rescuing his friends. Depending on the identity of the captured comrades and the characters' feelings about the slavers who hold them, they may volunteer their services for a storming of the slavers' fortress, ship, or whatever, leading to a good old-fashioned prison break.

ENDGAME ADVENTURE

Whichever option the characters choose, no sooner will they have accomplished their action against one faction than all of the other players will show up, having tracked them down and come looking for vengeance, the prize, or just some fun. The campaign's endgame should team up Three-Sheets Kimbal, the characters, and any friends of Kimbals who have been rescued, all aboard the same ship. They're all racing to outrun a swarm of inhuman monsters, a rabble of angry slavers, a team of bloodthirsty criminals, and a bunch of well-armed soldiers. They may either have the prize and be trying to keep it, or have inadvertently released the prize and be trying to outrun its effects, or even have seen the error of their ways and be trying to stop one of the other factions from using the prize for an evil purpose. This fluid naval battle, race, and ship-to-ship melee should involve inclement weather (perhaps summoned up by the monsters or created by the prize's activation), shifting terrain (such as a chain of erupting volcanic vents on the ocean floor or a series of collapsing sea caves), and malleable alliances as various sides team up to prevent the others from gaining the upper hand.



~ CHAPTER II ~

CAPTAIN SCARBELLY

Captain Scarbelly (*male orc master*) is one of the most violent and ruthless pirates to ever make port in the city of Freeport. Callous and cruel to a fault, Scarbelly has made his name as a pirate that gives no quarter and takes no prisoners. Seemingly uncaring for the lives of his own sailors, Scarbelly never seems to run out of orcs to crew his ship, the *Bloody Vengeance*. Even other pirates don't want to deal with Scarbelly, and most of the Captains' Council would just as soon see him hanged as let his ship dock at Freeport. Unfortunately for the Council, rounding up a group of soldiers to take on Scarbelly and his crew is no easy task, and since the pirate has yet to defy the Council directly, they tolerate his continued presence in Freeport. If Scarbelly notices—or even cares—about this tension with the Captains' Council, he gives no sign of it; the orc captain seems solely concerned with expanding his own wealth and holdings, and would as soon bury a blade in the gullet of anyone who stands in his way as talk to them.

HISTORY

The true history of how Captain Scarbelly came to be a pirate in the waters around Freeport is a long and sordid tale that few besides the captain himself know. Scarbelly's origins are somewhat ignominious: As a young orc, he was far less ruthless than he would eventually become. Scarbelly was a young and bloodthirsty warrior of the Shattered Fang tribe of orcs, a clan that lived deep in the wilderness of the nearby mainland. During a raid

on a human settlement, Scarbelly failed to land a killing blow on a human soldier who fell under the weight of his blade. Feigning death, the downed human lay still as Scarbelly examined him. When the orc turned away to find other prey, the human lunged and slashed at the pirate's midsection, opening up a grievous wound and nearly killing the young orc. Scarbelly managed to finish off the human, but not before he was too injured to continue fighting. The orc leading the raid took no pity on Scarbelly, spitting on the young orc as he lay bleeding on the ground, and declared him dead to the tribe.

Through sheer willpower, Scarbelly managed to survive and drag himself back into the depths of a nearby swamp. There he fought against death and sickness until he recovered, then returned to the Shattered Fang tribe. Arriving in the dark of night, Scarbelly came upon the drunken orc who abandoned him and slashed his throat open as he slept. A rage consumed him, and Scarbelly went through the encampment, killing any who had left him behind. By the time dawn broke, Scarbelly had killed every member of the raiding party that abandoned him, and gathered at his side a number of young Shattered Fang warriors that were enthralled by his rage and his cruelty.

Scarbelly and his band of warriors set off through the countryside, slaughtering and pillaging as they went. Still not sated, Scarbelly's thirst for blood pushed him to raid villages and towns with impunity. With each passing raid, Scarbelly and his crew became stronger and more brutal, and eventually they pushed their way to the

"A captain and a crew with no fear of death? Aye, they're a dangerous lot all right. Ol' Scarbelly treats his crew like any other orc chief, throwing them at their enemies like they were grapeshot. Don't take much to figure out why the ship always leaves port with 15 hands and only comes back with half a dozen. Even the captain don't seem to pay no mind to blades or bullets when he's on the seas. He's reckless, aye, but more importantly, he's ruthless. If you thought orcs were bad on land, wait until they've been holed up in a ship for two weeks. They say Scarbelly don't know the meaning of the word "hostage" and he sure ain't never heard of parley. Like as not it's true, and I wouldn't push my luck with them orcs if I were you."

—Danil Seastone, Dockside Fisherman



edge of the continent, finding themselves at a port town facing the sea. Though the town itself was too large and too well defended for the orcs to conquer on their own, they knew some of the ships at port were loaded with goods that could be plundered. Circling around the town and approaching from the water, Scarbelly and his orcs captured a merchant vessel while it was still in port, then set fire to a dozen others. In the ensuing chaos, Scarbelly forced the human crew of the merchant vessel to set sail for open waters, leaving the town behind with most of its ships ablaze.

For several weeks, Scarbelly forced the merchant sailors to take him to new ports where he and his men pillaged and plundered, using the open seas for transportation rather than traveling over land. Between raids, Scarbelly found he enjoyed the rocking motion of the sea and would spend large amounts of time simply standing on the foredeck, watching the human sailors scurry around as he enjoyed the ocean air. When his orc crew had spent enough time watching the human sailors to learn how to run the ship, Scarbelly had the human crew executed and dumped overboard. From there, Scarbelly's crew manned the ship themselves, and they were no longer beholden to anyone else to get them where they wished to go.

Having renamed the captured vessel the *Shattered Fang* after their tribe, Scarbelly raided port towns up and down the continental coast and captured merchant vessels with impunity. Unfortunately for Scarbelly, the continental powers did not turn as blind an eye to piracy as they did to orc raids on small towns. Within weeks, the *Shattered Fang* was the target of massive pirate-hunts, and only through Scarbelly's cunning and ruthlessness did the ship manage to avoid capture. Following a particularly brutal battle that left the *Shattered Fang* nearly crippled, Scarbelly set sail for Freeport, where he and his crew could rest without the concern of continental involvement. Since that time, Scarbelly has traded the *Shattered Fang* for his new vessel, the *Bloody Vengeance*, and has continued his brutal attacks on sailing vessels of all stripes in the waters around Freeport.

LEGENDS AND EXPLOITS

Like many orcs, Scarbelly has almost no fear of death when engaged in combat, and he seems to have even less concern for the lives of his crew. Tales of his exploits usually involve very bloody battles that see his crew slaughtered nearly to a man (though, if the tales are to be believed, his enemies receive the worst of the battles).

One such tale involves the destruction of the first ship he stole, the *Shattered Fang*. After a raid on a merchant vessel, Scarbelly learned a large shipment of gold, jewels,

Corpses Litter Docks, Orcish Savagery to Blame!

~ The Shipping News

and other precious objects would be making its way from Freeport to the mainland in a few short days. The shipment, spoils gathered by a band of adventurers, was by far one of the richest cargoes that had ever passed through Freeport. Knowing his crew might not be a match for a band of seasoned adventurers, Scarbelly concocted a plan that would level the playing field. While the ship was still in port, Scarbelly brought the *Shattered Fang* up to full speed and rammed it headlong, destroying his own ship but nearly tearing the other ship in half. As gold, jewels, and other valuable items poured out of the ship's hold and into the water, Scarbelly and his crew climbed through the wreckage of the *Shattered Fang* and gathered up as much as they could. When the other pirates in port realized the cargo was ripe for the taking, they swarmed over the adventurers' ship, providing enough of a distraction that Scarbelly and his men were able to make off with several fortunes. By the time order had been restored, Scarbelly had already bought a new ship, (the *Bloody Vengeance*) and the adventurers' fortunes were spread out across the holds of dozens of pirate vessels throughout Freeport.

Some years later, Scarbelly and his crew came across a trading vessel damaged in a storm. Though the vessel looked like easy pickings, the orc crew soon discovered that the ship boasted a complement of soldiers dedicated to defending the vessel against raiders. Heedless of the danger posed to him and his crew, Scarbelly ordered his entire crew to follow him onto the vessel. In the bloody battle, nearly all of his sailors were killed. Though they managed to capture the ship, only Scarbelly himself and a single orc, a dangerous warrior named Aggro, managed to survive the raid. The two orcs loaded the trading vessel's bounty onto their own ship, then sank the other vessel, sending its crew (and the bodies of Scarbelly's own men) to the briny deep. Scarbelly and Aggro sailed the ship back to Freeport, splitting a king's bounty between just the two of them. Scarbelly managed to find another crew by assuaging their fears with gold, and the *Bloody Vengeance* sailed from port once more, this time with Aggro as its first mate.

GOALS AND MOTIVES

Though it would be easy to explain Captain Scarbelly's tactics as a simple lust for bloodshed, the truth is that the orc is far more complex. The raid where he was left to

die scarred the captain in more places than just his gut. Scarbelly has wanted nothing more than to exact revenge upon the people that put him through that ordeal. He hates humans because it was a human who wounded him; he hates orc chieftains because his own chieftain left him for dead. Scarbelly hates anyone with any kind of power, since powerful men and orcs changed his life forever. Scarbelly believes, either consciously or subconsciously, that the only way to ensure no one ever wounds him that way again is to slay anyone that can even remotely become a threat. This is why Scarbelly takes no prisoners; even in irons, an enemy can get close enough to cause real damage. Scarbelly learned this all too well when he was young, and since he has vowed to never let someone fool him in that way again.

As deep as his hatred is for his enemies, the one person Scarbelly hates more is himself. Though he may not realize it, Scarbelly is still shamed by the ease with which he was fooled on that raid with humans. He throws himself and his crew at his enemies with such abandon because he does not care whether he lives or dies. Though certainly he can slake his thirst for vengeance by killing and plundering, the one person he can never get revenge on is his younger self. It was, in truth, his own fault the human was able to fool him, and his self-loathing has never let him forget that. As hard as he may try to drown this hatred in a tide of alcohol and blood, Scarbelly always remembers how he let himself be humiliated so long ago.

Additionally, Scarbelly saw how quickly his chieftain was able to turn on him and leave him for dead, and how he sneered when he saw Scarbelly's wound. Scarbelly has little tolerance for anyone that would malign him in any way, and always makes sure he is reliant on no one for assistance. This is likely the chief reason why Scarbelly is so callous with the lives of his orc crewmen. He constantly trades out old crewmembers for new ones so none of them can ever become comfortable enough on the ship to be mutinous. When Scarbelly smells the first whiffs of sedition he makes sure anyone who would dare turn on him is the first to board the enemy's ship—and the first to die. Scarbelly also brooks no insult against himself or his ship, and would cut a man down in broad daylight over even a perceived insult. Though he knows better than to draw too much attention to his activities, sometimes his rage gets the better of him, and many a crumpled body has been left in an alley after an insult directed at Captain Scarbelly.

BURIED TREASURE

Though Scarbelly prefers to spend his wealth rather than sit on it, there has been one notable exception. Four hundred years ago, a newly elevated merfolk king ordered a crown be forged to honor his coronation. For six months merfolk craftsmen toiled over the creation of this crown, as merfolk sorcerers imbued the crown with the power and majesty of the waves. When it was completed, the merfolk king donned it and was beloved by all creatures of the sea. The gods smiled upon the new king, and he reigned for over two centuries before dying of natural causes. The crown, which came to be known as the *Wave Crown*, always blessed the king with calm seas and blue skies above.

When the good king died, there was no clear successor, as the king's line had ended many decades ago as he outlived his own descendents. Merfolk fought merfolk in a bloody war for the *Wave Crown*, and eventually a brutal merfolk warlord ascended to the throne. The same magic that had caused the *Wave Crown* to grant the benevolent king peaceful seas and fair weather now brought storms of incredible magnitude and rough water from ocean floor to white-capped waves. The *Wave Crown* became the *Crown of Storms*, and at the end of the warlord's short reign, the crown was lost.

Many years later, Captain Scarbelly found the *Crown of Storms* washed ashore on a tiny island not too far from the ruins of the merfolk nation. Unfortunately, he quickly discovered that when he put the crown on it became the *Crown of Storms*, echoing the turmoil within his own soul. After learning that the crown could exert great power over the seas, he hid the artifact deep in an underwater cave, knowing he would one day come to retrieve it when he found someone who could bring back the *Wave Crown* and use it to grant his vessel unmatched speed on the open seas.

ALLIES

Though it seems inconceivable Captain Scarbelly could have any allies, in fact he has made a grudging peace with a small number of Freeport's denizens. In most cases, these folks are not what Scarbelly would call "friends" but are rather tolerated for the sake of getting things done.

Though he views most of the other pirates in Freeport as rivals (or prey, depending on his mood), Scarbelly has been known to grudgingly work with Aesha Stormshadow, an elf pirate who is as ruthless as Scarbelly himself. Her penchant for violence and treachery has won a small shred of respect from Scarbelly, though any alliances they may form are wary ones at best.

Chief among his allies is a dwarf by the name of Sanazar Orcfellow. Cast out of his hold long ago after secretly allying with orcs, Sanazar is the man who brings most of the new crewmembers to the *Bloody Vengeance*. A greasy and vile dwarf who just oozes corruption, Sanazar has an oily smile that sends shivers down the spines of most honest people. The black-haired dwarf travels throughout Freeport, and occasionally to the mainland, in search of new orcs to crew the *Bloody Vengeance*. Acting on Captain Scarbelly's behalf, the dwarf is a known associate of orcs who lure them to Scarbelly's ships with promises of violence and plunder, and these promises rarely go unfulfilled. Sanazar has a masterful way of glossing over the large number of deaths the crew incurs, and usually manages to put any of their concerns away with a tankard of ale and a bag full of coins. Though Scarbelly thinks Sanazar is a vile dwarf whose throat should be slit at the first opportunity, he knows he needs orcs to crew his vessel, and continues to pay the man his cut for bringing on new crewmembers.

Captain Scarbelly has a much more traditional relationship with Cragwipe, the half-orc owner of Krom's Throat. Since Scarbelly spends a lot of his time (and coin) at the disreputable tavern while the *Bloody Vengeance* is in port, Cragwipe has become quite familiar with the pirate captain. Cragwipe always makes sure to look out for Scarbelly while he's upstairs sleeping one off, and doesn't let anyone bother the captain whenever he is in Cragwipe's establishment. Scarbelly, on the other hand, usually makes sure to keep his crewmembers in line while in Krom's Throat. Knowing there is plenty of time for plundering and pillaging on the high seas, Scarbelly usually makes sure only a few crewmembers are within the tavern at any given time. Though no one in Freeport can confirm it, many also believe some of the half-orc workers at Krom's Throat are actually the bastard children of Captain Scarbelly. Rumor has it Cragwipe hires all of Scarbelly's bastards, turning them loose in the rough-

Six Kolland Ships Taken, King Puts Bounty on Scarbelly

~ The Shipping News

and-tumble bar to prepare them for the time when they can join their father's crew.

Captain Scarbelly has made at least one ally completely by accident. One dark evening while trolling the waters off the coast of Freeport for easy prey, Scarbelly came across one of the diving vessels used by the Lobstermen. Intent on killing the Lobstermen onboard and seizing whatever they had found for himself, Scarbelly ordered his crew to board the ship and plunder it for all it was worth. Somehow, an elf Lobsterman named Reddick managed to survive the raid and convinced Scarbelly to spare his life... at least for a few moments. Showing Scarbelly the riches he had been pulling up from the sunken vessel below, Reddick offered to cut Scarbelly in on any salvage operation he was a part of in exchange for his life. Despite his instincts, Scarbelly agreed, for he had another purpose in mind for the young elf. Scarbelly took Reddick far away from Freeport, sailing for days until he came to an island where he knew many underwater caves could be found. Scarbelly forced Reddick to bury some treasure for him deep in the underwater caves (the *Wave Crown*, as noted above), and then brought him back to Freeport to continue his salvage operations. Scarbelly takes a portion of everything that Reddick finds, an arrangement unknown to the rest of the Lobstermen, and Reddick knows if he should tell anyone about the arrangement it would mean a quick and painful death.

ENEMIES

It is no surprise that a captain as violent and ruthless as Scarbelly has accrued enemies like a ship picks up barnacles. The wanton destruction Scarbelly's pirates wreak on the seas around Freeport has become a cause for consternation among the city's officials. Chief among them is Sergeant Theodore Brant, a human officer in the city watch. Brant has been after Scarbelly for years, just waiting for an excuse to ambush and arrest him. Of course, Brant knows any attempt to arrest Scarbelly will likely turn lethal, as the orc captain is not likely to go quietly into the night. Brant has antagonized the captain a number of times over the years, and thus far Scarbelly has been able to resist the urge to snap the officer's neck each time. For as long as anyone can remember, Scarbelly and Brant have always been at one another's throats.

The public confrontations between Brant and Scarbelly are only the tip of the iceberg when it comes to their conflict. Sergeant Brant has done everything in his power to motivate the Captains' Council to rouse a militia to seize Scarbelly. He has attempted to frame the orc captain for murders, sabotaged other ships and planted evidence that Scarbelly's thugs did the deed, and even paid other



orcs to attack innocent people in the night and claim they work for Scarbelly. In each instance, the Council has failed to act, further frustrating Sergeant Brant. Given the fact that Scarbelly actually does commit atrocities on the high seas, it is no wonder Brant has become so frustrated, and his desire to see Scarbelly killed has driven him to the brink of madness.

The victim's of Captain Scarbelly's ruthlessness are seldom left alive to seek revenge, but that is not always the case when it comes to their relatives. Lady Cecilia Hargrove, a human noblewoman who relocated to Freeport from the Continent over a decade ago, was the wife of a notable merchant captain who had essentially bought their nobility with his success. When Scarbelly's crew raided the ship Hargrove's husband was traveling on and killed him, Cecilia fell into a deep depression. When the *Bloody Vengeance* sailed into port less than a week later, her depression turned into righteous hatred. Incensed that the very ship that had been responsible for her noble husband's death had been allowed to make port, Lady Hargrove pleaded with the Captains' Council to arrest him, but once again they did nothing.

Since that time, Lady Hargrove has gone to great lengths to avenge her husband's death. However, despite her hatred, she is still very afraid of Captain Scarbelly. Because of this, all of her activities are undertaken with the utmost secrecy. Lady Hargrove has paid large sums

of money to privateers, hoping they would kill Captain Scarbelly (though she has been quite disappointed so far). One of Lady Hargrove's agents laced the rations in the cargo holds of the *Bloody Vengeance* with poison, hoping they would perish out at sea. Though nearly half the crew succumbed to this poison, Captain Scarbelly and his first mate managed to fight off the poison and return to Freeport, where they ruthlessly slaughtered the poor merchant who sold them the food in the first place. Of late, Lady Hargrove has been in secret communication with a number of Continental powers, promising to be their agent in Freeport in exchange for their help in dispatching the murderous Captain Scarbelly.

A newcomer to Scarbelly's cadre of sworn enemies, the young half-orc named Logarth is actually one of Scarbelly's bastard children. Though the particulars of his birth are yet unknown, Logarth claims Scarbelly is in fact his father, and he is responsible for the death of his mother. The woman supposedly committed suicide after giving birth to a half-orc child, and Logarth has never forgiven Scarbelly for this. Logarth actually attempted to sign up for Scarbelly's crew, hoping to get close enough to the captain to plunge the knife into his back. Unfortunately, Aggro recognized the hate in the young half-orc's eyes and had him thrown overboard to the sharks while out in the open ocean. Miraculously, Logarth was able to swim to the shores of a nearby island, surviving a shark attack

before being marooned for over a year. Now that Logarth has been able to return to Freeport after being rescued by the young privateer Flynn the Quick, he seeks to kill his father and tear apart the *Bloody Vengeance* timber by timber.

CURSE

Captain Scarbelly is driven by a lust for blood and vengeance that can never be sated. It is said anyone who crosses him is doomed to die by the orc's blade, and that's certainly been largely the case. However, whispers of a darker curse surround the captain of the *Bloody Vengeance*, claiming that the orc's curse is laid upon anyone who faces him and survives. From that day forth, survivors of Scarbelly's attacks are doomed to spend every night having visions of the orc captain slowly cutting them apart with a variety of blades, believing they are being vivisected by the sadistic orc until dawn breaks.

THE CREW

"I've seen 'em fight. Reckless, some call it. Suicidal, I say. They hate their enemies more than they love their own lives, that's for certain, and they'll never flee, back down, or surrender. What good is plundering a ship if you're not going to be around to spend it?"

—Captain Hoath Fengali of the Seasplitter

The crew of the *Bloody Vengeance* takes a cue from their captain and acts as violently and callously as he does. Though a majority of the crew at any given time has a rather short life expectancy, some members of the crew actually last long enough to collect some of their share of the bounty and spend it, too. Captain Scarbelly prefers to sail from Freeport with a crew of 10 to 15 sailors, knowing he'll be coming back to port with barely half that number more often than not. Most of the orcs that crew the *Bloody Vengeance* are well aware of the risks involved, but they've also seen just how much gold both Captain Scarbelly and Aggro bring back with them from most of their raids and are willing to take a chance if it means they can do the same.

ORGANIZATION

Most of the sailors aboard the *Bloody Vengeance* have no actual rank, as Scarbelly feels as though it would be a waste of time to try to organize them too much when most of them are just going to die anyway. Aggro acts



They came over the railing of the ship like a wave, with Scarbelly at their crest. They fell onto our swords but it didn't stop them, and even as their hot blood poured out over our hands, they cut us down. Even as the light faded from their eyes, they slashed with their blades and gnashed their teeth, as though even their own deaths were inconsequential next to killing us.

as the captain's right-hand orc, and he is responsible for keeping the crew in line while at sea. Most of the sailors aboard Scarbelly's ship have only one job: be ready for a fight. Aggro and Scarbelly take care of most of the navigating and steering of the ship, leaving the rest of the crew to man the sails (and the oars) and tend to the other day-to-day operations of the crude vessel.

RECRUITMENT

Captain Scarbelly's primary means of recruitment is the aforementioned Sanazar Orcfellow. Whenever the *Bloody Vengeance* sails from Freeport, Sanazar travels throughout the rougher parts of the town recruiting new orcs for whenever Scarbelly and what's left of his crew returns. Sanazar prefers to stick to places where he is likely to find desperate orcs, including prisons and workhouses, taking advantage of their plight to lure them into service aboard Scarbelly's pirate vessel. Most of Sanazar's recruits believe they will be the ones to buck the trend and go on to great glory as the next famous orc pirate, but most of them are sadly mistaken. However, by the time Sanazar is done with his pitch, these orcs have visions of plunder, pillaging, violence, and glory in their minds, and no amount of reality is going to spoil that for them.

Once an orc has signed on as a member of Scarbelly's crew, he quickly finds himself put to hard work by the first mate. Aggro is a brutal and cruel first mate who loves nothing more than to deliver a whipping to a slow or clumsy sailor, and each new recruit usually has to endure a severe lashing at his hands, if not more than one. Since the ship takes on many new recruits at once, there is very little in the way of "social cliques" among the crewmembers. Those few members of the crew who have survived multiple tours on the high seas tend to keep to themselves and avoid the green sailors, partly because it's not worth wasting the time to get to know them, but mostly so the new recruits don't begin asking too many questions about the veteran crewmembers' survival. Most new orcs aboard Captain Scarbelly's ship find they are pressed too hard or put in too dangerous situations to waste time fighting among themselves, so the *Bloody Vengeance* has very little in the way of infighting.

MEMBERSHIP

Once an orc becomes a member of Scarbelly's crew, he is expected to obey the captain unquestioningly, a duty the first mate ensures new recruits take seriously (whether they like it or not). Scarbelly has become very good over the years at motivating his crewmembers, so when the time comes to raid another vessel or some port town they have usually been worked into a fighting frenzy. During raids, each orc has one job only: kill as many of the enemy as possible. An orc must be willing to hurl himself headlong into battle, heedless of the danger to himself or others, and slay any living thing that opposes them. Most orcs aboard the *Bloody Vengeance* do so unquestioningly, driven by both Scarbelly's own intensity and the whip of the first mate.

In the time between engagements with other vessels, the crew of the *Bloody Vengeance* tends to the ship as best they can. Since many of the crewmembers have no formal training as sailors, this usually means most crewmen spend time belowdecks manning the oars or staying out of the way. The captain tolerates no grumbling or seditious talk, and if a crewmember whispers even a hint of complaint he will find himself under the first mate's whip in a heartbeat. Repeat offenders are not tolerated; if Aggro's whip isn't enough to bring an orc into line, the complainer is usually sliced into little bits and fed to the sharks. Though it rarely comes to this (as most crewmembers are given enough outlets for violence while raiding they rarely become restless), there have been some times when Scarbelly has sailed back into port with a school of sharks following closely at the ship's stern, awaiting the next in a steady stream of meals.

SYMBOLS AND SIGNS

Though orcs rarely have a flair for the artistic, the crew of the *Bloody Vengeance* does have their own symbol. Derived from the insignia of the Shattered Fang orc tribe from which Scarbelly hails, the *Bloody Vengeance* flies a flag that depicts a mailed fist smashing into a large, dagger-shaped tooth. This symbol is also haphazardly emblazoned along the side of the *Bloody Vengeance* much in the same way an

orc tribe would plant flags or slather the symbol on rocks to mark their territory.

Though not a formal symbol, the *Bloody Vengeance* does leave a distinctive mark in one other way. Whenever Scarbelly and his crew raid a ship, they always take the bodies of their opponents and lash them to barrels, crates, or other piece of wood that will float, and then in turn tie those object together. This floating train of the dead has become a distinctive sign the crew was victimized by Scarbelly and his crew, and many a corpse-line has washed ashore, picked over by gulls and ravens to the point where the bodies are unrecognizable.

AGGRO, THE FIRST MATE

“Scarbelly may be reckless and ruthless, but that first mate? He’s a sadist. Aggro likes to take his time with his enemies. He once sliced the hamstrings of a half-dozen men, just so he could come back and cut them to ribbons at his own pace. Word is he’s not much better with his own crew, and more than one orc has been found floating into port with his back covered in whip marks.”

—*Bartleby Crow, Bosun of the Winter Shadow*



Aggro (*male orc journeyman*) is not only the first mate aboard the *Bloody Vengeance*, he is also the only surviving member of the original band of orcs Scarbelly gathered around himself on the mainland after killing his chieftain. The only other member of the Shattered Fang tribe to serve aboard the *Bloody Vengeance*, Aggro is cruel and revels in the pain of others. Though his job is to keep the crew in line, Aggro sometimes takes a little too much enjoyment in lashing the orcs in the crew to get them to work faster. After a successful raid, Aggro is often seen smearing himself in the blood of his downed enemies, and crewmembers of ships witnessing a raid by the *Bloody Vengeance* claim the screams of its dying crew followed them well into the night.

BACKGROUND

Aggro wasn’t one of the orcs who left Scarbelly to die in that fateful raid many years ago. He wasn’t even involved in it. At the time, Aggro was a member of a hunting party that had ranged out for several days to bring back food for the tribe. Aggro returned to camp several days after the remnants of the raid did, but thought nothing of the loss of other tribesmen. When Scarbelly showed up weeks later with a thirst for vengeance, Aggro simply stood back and let him do his work. As Scarbelly tore through the tribe, killing all those who had abandoned him, Aggro watched with sadistic glee as his fellow orcs fell bloodied and dying to the ground. While Scarbelly took his revenge, Aggro reveled in the orgy of violence that accompanied it. By the time Scarbelly had killed the last of his betrayers, Aggro knew that wherever Scarbelly went, then carnage was soon to follow. Aggro was the first orc to pledge his allegiance to Scarbelly and he accompanied the future pirate captain as he set out to pillage and plunder the mainland.

Against all odds, Aggro has managed to stay alive. He’s been stabbed and cut, broken more bones than he can count, but somehow he always manages to stay alive. The secret is that he likes feeling pain as much as he does dishing it out. The agony of a nasty wound is all the tonic he needs to keep fighting, and in a battle, he might just cut himself to give him the edge he needs to defeat his foes. This personality trait is no new thing; Aggro’s always had a taste for blood, and by the time he and Scarbelly pushed their way to sea, Aggro was nearly as scarred as his captain was.

When the orc raiders captured the ship that would become the *Shattered Fang*, only Scarbelly killed more opponents than Aggro did. In every battle and every raid, Aggro was second only to the pirate captain in his prowess. Were it not for Aggro’s tendency to stop and enjoy his kills, he may have had a higher body count. Throughout

“Are you mad? Take on the crew of the *Bloody Vengeance*? No way, mate. Me cousin Rybar got into a tussle with that Aggro, and let me tell you I got no plans on hanging upside down from the mast of a ship with my skin peeled off like he did. You want to arrest them, find someone else.”

all of this violence, Aggro’s thirst for blood grew to the point where he thrived on carnage and chaos, sometimes forgetting to eat or sleep as he wallowed in his kills.

Aggro wasn’t overjoyed to find their stint on the *Shattered Fang* was no temporary arrangement, but he had always benefited from Scarbelly’s direction and so he followed along. His experience eventually led him to the position of first mate, where he soon found new outlets for his sadism. Aggro never held any real animosity toward Scarbelly, nor any devotion, loyalty or jealousy. In fact, Aggro never showed any signs of ambition either. In truth, Aggro was so consumed by the violence they partook in he never stopped to think about much else, which meant Scarbelly need never worry whether or not his first mate might be plotting against him. Though Aggro is usually the second person onto the deck of an enemy ship (behind Scarbelly himself), Aggro learned he could enjoy whipping his own crewmembers and driving them to exhaustion just as much as ruthlessly killing his enemies. Over time, it became clear Aggro was an excellent first mate, as his penchant for violence allowed him to run the crew with the lethal efficiency that Scarbelly demanded.

PERSONALITY

Aggro is not outwardly aggressive, at least not any more so than any other orc. In fact, his sadism never really shows itself until he has actually defeated his opponent. Like all of the members of the *Bloody Vengeance*, Aggro is brutish, quick-tempered, and violent. If Aggro ever gets the upper hand on someone, though, his more sadistic tendencies come to the forefront. Aggro likes to torment his prey, both physically and psychologically, and he usually wants to take his time when he can. To all outward appearances, Aggro is nothing more than a hard-nosed first mate who is not afraid to whip his own crewmembers into submission. For his defeated enemies, however, Aggro is a nightmare of torment that seems never-ending. Though he has not let his lust for torturing his enemies get in the way so far, it may only be a matter of time before he makes a fatal mistake in pursuit of the tantalizing shrieks of a potential victim.

APPEARANCE

Aggro is a hulking, brutish orc that has clearly seen his share of combat. His large frame seems almost out of

place among the rest of the crew, and he has to duck down to pass through many of the doors on the ship. Aggro is almost always bare-chested when aboard the *Bloody Vengeance*, wearing loose breeches with a whip dangling loosely from his belt near his right hand. Dozens of scars crisscross his body, including his face, though oddly there are very few marks along his back, at least compared to his chest, face, and arms. Aggro is also completely uncivilized; he hawks and spits in the middle of a conversation and isn’t afraid to shove his way past anyone to reach his goal. His short hair comes to a wild mockery of a widow’s peak at the center of his head, and his face is constantly contorted in a sneer that seems to incorporate a toothy smile, revealing the sick mind behind his scarred face.

OLD YELLOW-EYE

“There’s evil in that eye, I tell you. Word is he got it from a witch-woman on some island. That’s why he’s so hard to kill; he can see what you’re going to do before you do it. He knows your next move before you even do, and that’s why he’s been on Scarbelly’s crew for longer than anyone besides the first mate. Don’t do no good to stab a man in the back what can see you coming.”

—Symon Gravesly, Freelance Assassin

The only other long-standing member of Scarbelly’s crew is a dangerous orc that goes by the name of Old Yellow-Eye (*male orc journeyman*). Yellow-eye takes his name from the one good eye he has left; his other one was cut out long ago. The orb that remains is large, tumescent, and weeps yellow pus in a constant stream, washing down his cheek to stain the tattered sun-bleached shirt he’s never cleaned. In spite of the disgusting ailment afflicting his one eye, he’s every bit the warrior as he was when he had two and is skilled in a frightening number of weapons. He imparts his expertise to the raw recruits, putting them through drills until they meet his high standards.

BACKGROUND

Yellow-Eye joined Scarbelly’s crew around the same time that the pirate captain purchased the *Bloody Vengeance*. Though little is known of his past before

that point, he did already have his eye cut out when he signed onto the crew. His “good” eye, with its odd coloration, distorted size, and foul affliction unnerved many crewmembers at first, and one evening they decided to feed the new crewmember to the sharks. When they attacked Yellow-Eye, he used nothing more than a knife to kill each one of them, leaving almost half the crew dead before the first ship had even been plundered. Scarbelly’s disgruntlement over the loss of his crew quickly subsided when he put Yellow-Eye to work training the other crewmembers, noting how quickly they progressed under his vicious tutelage.

From that point on, Yellow-Eye trained new crewmembers in his own unique fighting style that had no equal. Those few orcs who thought they knew more than the grizzled warrior quickly found their error corrected, and some found themselves dead. The rumors about Yellow-Eye proved to be more truthful than many had hoped, and he always seemed to be able to anticipate any enemy’s move before it happened. This was not only the case when it came to single combat, but also when it came to dealing with the crew itself; Yellow-Eye has rooted out more than one seditious orc aboard the ship, turning over the malcontent to the captain or the first mate before they could even act. At first, both Scarbelly and Aggro were suspicious of the orc’s prowess and powers of observation, but after several voyages their suspicions subsided and Yellow-Eye became a regular crewmember.

The truth about Yellow-Eye’s past is that he was once a gladiator on the mainland, but after his eye was cut out, he was forced to quit. Though still more than a match for most warriors, the other gladiators would have made easy work of him. Working as a member of Scarbelly’s crew, Yellow-Eye continues to test his mettle against warriors of all kinds and reaps the continued rewards of plundering ships and towns.

PERSONALITY

Old Yellow-Eye keeps to himself. Though a harsh taskmaster when training new recruits, his off-duty time is usually spent in the crow’s nest with a looking glass. Whereas the other orcs are aggressive and full of rage, Old Yellow-Eye seems to keep his bloodlust simmering just below the surface, exuding a cold rage that seems to boil and writhe just out of sight. Old Yellow-Eye has no

tolerance for violence against him, and any crewmember that seeks to prove himself by offing the weapon master usually finds themselves floating face-down in the ocean a short time later.

APPEARANCE

Old Yellow-Eye’s most distinctive feature is, of course, his one remaining eye. He keeps the empty socket where his other eye used to be hidden behind an eyepatch, but his bulging, dripping, yellow eye more than makes up for this loss. Old Yellow-Eye also keeps a close-cropped beard that comes to a slight point at the chin, similar to the fashion worn by many human sailors (and, unbeknownst to the crew of the *Bloody Vengeance*, nobles from the mainland). Though not as large in bulk as the first mate, Yellow-Eye is a muscular orc with broad shoulders and an uncharacteristic grace about him, and when he strikes, he does so with a speed that most orcs don’t think possible.

FASYNDREN

“Most people think soothsayers are nothing but frauds, and usually they’re right. Not when it comes to Fasyndren, though. She knows things, things you’ve never told anyone. Sometimes she travels on Scarbelly’s ship, but where she goes is none of your concern. She won’t tell no one, and anyone that presses the issue ends up cursed—or worse!”

—Clane Ausrick, Docks Carpenter

A mysterious orc soothsayer who has lived in Freeport for decades, Fasyndren (*female orc journeyman*) is a secretive woman who occasionally accompanies Scarbelly on his voyages. Though the simple-minded are content to think she is little more than his consort, those few who have traveled aboard the *Bloody Vengeance* know better. She sees things, things that no one else can. She charts courses that aren’t on any map, and when she does, there is always something incredible at the end. It was Fasyndren that led Scarbelly to the island where he found the *Wave Crown*, and she was the one who told him of the ship full of adventurers’ spoils he captured by destroying the *Shattered Fang*. Her relationship with Scarbelly is unknown to most, but when she sets foot

Shanghaied in Scurvytown, a Halfling’s Tale

—The Shipping News

aboard his ship everyone knows better than to ask too many questions.

BACKGROUND

Fasyndren was born in Freeport, though who her parents were has been lost to the ages. As long as anyone can remember, Fasyndren was a soothsayer and fortune-teller who provided details on the future that were often eerily accurate. Six months before the *Shattered Fang* arrived in Freeport for the first time, Fasyndren went before the Captains' Council and warned them that "a pirate full of blood and vengeance" was coming, and if they allowed him to make port they would not be rid of him. Scarbelly arrived in Freeport on the day she said he would, but the Council paid her warning no heed. She marched down to the docks, demanded to see Scarbelly... and to everyone's surprise, he granted her a private audience. After hours spent belowdecks, the two emerged, and as she marched back to her home, he watched her go the whole way, not saying a word.

Since, Fasyndren has accompanied the *Bloody Vengeance* on a number of voyages, each one taking the ship somewhere new. Journeys with Fasyndren onboard usually take the ship into uncharted waters, and usually to fantastic locales that defy description. Fasyndren is the one person Scarbelly seems to heed, and no one truly knows why. However, none of the crewmembers have ever questioned this arrangement, as nearly every voyage she accompanies them on sees the ship returning with wealth beyond what they could simply plunder from ships at sea. Fasyndren acts as a navigator when aboard the *Vengeance*, and Scarbelly follows her directions unerringly. She has managed to chart courses through dangerous waters and past rocky shores where no sane navigator would go, all without the aid of maps, charts, or traditional navigational equipment.

PERSONALITY

Some people would describe Fasyndren as "distracted" while others would opt for less tactful words. In truth, Fasyndren always acts as though she is seeing and hearing something else, something at a great distance. Though she remains perceptive and reacts to the world around her, she is prone to long pauses where she simply seems to be observing something far-off that no one else can perceive. For the most part, Fasyndren treats others cordially enough, a strange sentiment coming from an orc. If, however, someone discards her words without a second thought or dismisses her rudely, she is prone to boil over with the more traditional orc rage. Though she rarely resorts to violence, she has been known to spill forth curses that make even the roughest sailor blush.



APPEARANCE

Fasyndren always wears brightly colored clothes, mostly consisting of wraps and shawls along with long, flowing dresses. She wears a large number of bracelets on each wrist, as well as many rings (most of which are practically valueless). As she walks around or speaks to people, she seems to be constantly twisting her bracelets and rings in a methodical way that gives the impression she is following a set of instruction, though such a thought stretches credulity. Fasyndren's large eyes also seem glazed over most of the time, and she seems to wander through the streets or across a ship's deck rather than walking with any particular purpose.

VILMAR ROSEGGI

"The real reason Scarbelly and his thugs can keep making port here without getting arrested is because of that coward Rosecci. He works for the Captains' Council, and he's been in Scarbelly's pocket for years. If the Council wanted to, they could offer enough coin to get some volunteers to capture Scarbelly, but they won't—they know where the extra gold comes from."

—Anonymous Member of the Old City Watch

Though not a member of Scarbelly's crew (nor someone who travels on the ship), Vilmar Rosecci (*male human journeyman*) is an important person in Scarbelly's plans, especially when it comes to Freeport itself. A clerk who works for the Captains' Council, Rosecci is a corrupt bureaucrat who takes payoffs from Scarbelly and, in exchange, whispers counsel in the Captains' ears to keep them from taking action against the orc pirate. Though Scarbelly usually prefers a more violent and direct approach to dealing with his enemies, he is no fool; you don't attack a sleeping sea serpent, no matter how much you want to, and you don't provoke an entire city's ruling council, either. Rosecci plays a vital role in Scarbelly's continued operation in the waters around Freeport, despite the fact Scarbelly would love to slit the clerk's throat; he may yet, when the time is right.

BACKGROUND

Vilmar Rosecci's life story is one filled with greed. From an early age, Rosecci worked with the Captains' Council, acting as an aide and a clerk for many years. During those young years, Rosecci learned a very valuable lesson about bureaucracy: gold can make almost anything happen. Rosecci would take bribes from the various Captains in exchange for information on whichever Captain he happened to be serving. The young Rosecci was more of a spy than an assistant, but through savvy dealing and

careful manipulation he always managed to avoid any retribution from any of his employers. From time to time, he would also work for agents outside of the Council, but none of those jobs ever paid as well, and they distracted him from his other duties.

That all changed some years later when a violent orc captain named Scarbelly sailed into Freeport for the first time. Scarbelly's arrival sent much of Freeport into a frenzy, and the Captains' Council was on the verge of marshaling the city's forces to drive Scarbelly off. After Fasyndren's warnings to the Captains' Council, many of the Captains were more than willing to drive Scarbelly and his crew off (or at least send someone to kill him), but Rosecci had plans of his own. With enough gold, he managed to buy his way onto the *Shattered Fang* to speak to Scarbelly, and made him an offer: in exchange for regular payments, Rosecci would ensure Freeport always remained open to Scarbelly and his crew. Rosecci's silver tongue managed to convince Scarbelly that having a safe port would be supremely advantageous, and after they came to an agreement, Rosecci went back to the Council and bribed enough of its members to keep them from moving against Scarbelly's ship. Since then, Scarbelly has seen fit to continue the arrangement and Rosecci has grown very wealthy acting on his behalf.

PERSONALITY

Rosecci has a personality that can only be described as "oily." Everything about the man oozes slipperiness, from his sniveling speech and his slimy mannerisms to the serpentine grace with which he carries himself. Rosecci is not a man inclined to violence, and he does everything in his power to avoid it. Violence gets people killed, after all, and what good is a vast fortune obtained through corruption if you aren't around to spend it? Rosecci is cowardly, for certain, and he is a master of telling people what they want to hear. He is a sycophant and a panderer, but behind this façade resides a quick mind that excels in the art of corrupt politicking.

APPEARANCE

Vilmar Rosecci is a man with a taste for Continental style, and he always wears the latest fashions. Though well dressed, his hair is oily and black as pitch, and he walks with a slight hunch to his shoulders that give one the impression that he is about to curl up in the fetal position at any given time. A thin, well-oiled mustache decorates his upper lip, and his eyes are dark brown to the point where they are almost black. Rosecci shuffles quietly when he walks, moving from one place to the next with a nearly silent gait that allows him to sneak up on people who are not expecting him.



TYPICAL PIRATE

The typical pirate on the *Bloody Vengeance* is a bloodthirsty though none-too-bright orc who has signed on as much for the promise of violence as gold. Since Scarbelly exclusively employs orcs on his ship, the typical pirate is usually a member of an orc clan, either from the Continent or from somewhere near Freeport. The captain sees the typical crewmember as a disposable resource, little more than a sword with legs, so most of the orcs that sign up for service under Scarbelly are faceless members of the orc horde, much like those found in orc raiding parties on land.

BACKGROUND

Most of the orcs on Scarbelly's crew have been exiled from their clans, or their clans have been destroyed by warfare. Each member of the crew often brings his or her own prejudices and clan grudges along, though Aggro's whip prevents any clan conflicts from breaking out while aboard. The typical orc pirate usually has some combat training, and some may have even spent a great deal of time as a member of an orc raiding party or engaged in clan wars. Though it is somewhat unusual for an orc to take to the sea, the members of Scarbelly's crew are all orcs who have forsaken life on land in exchange for the freedom to plunder and pillage on the high seas. Almost every member of the *Bloody Vengeance's* crew has a history of violence, and more than one crewmember signs on to escape the authorities (whether in Freeport or elsewhere); almost every crewmember is wanted by someone for breaking some law. The typical orc pirate has no love for any local authority, and many prefer to stay on the ship while in port rather than have to put up with local laws.

PERSONALITY

The *Bloody Vengeance's* crew is a lot of nasty brutes, a ragged band of vicious and aggressive pirates. In many ways, they are a powder keg, waiting to explode with the merest touch of flame. Scarbelly gives them plenty of outlets on which they can vent their rage, while Aggro is always nearby to scourge a back or two to bring unruly crewmen in line. Scarbelly's men use violence to solve their problems and it's only fear of their captain and his first mate that keeps the violence in check.

APPEARANCE

Scarbelly's crew is a bunch of vicious cutthroats, lured to a life of sea on the promise of gold and blood. While they have little use for gaudy affectations, most pirates

on board pierce their flesh with treasures plucked from plundered ships, whether decorating their ears, noses, lips, nipples, or elsewhere, it doesn't matter. Most of the pirates wear tattered and torn clothing taken from the dead and can't be bothered to wash out the blood, giving them a ripe stench of sweat and offal.

THE BLOODY VENGEANCE

"There's few that have seen the sails of the Bloody Vengeance on the horizon and lived to tell about it. The ship itself is just like its captain—cruel, violent, and leaving no witnesses. She may not look like much sitting in port, but when she's bearing down on you with the speed of a charging horde of orcs, well, braver men than you or I have felt a powerful urge to take their chances and swim back home."

—Buster Wallace

The *Bloody Vengeance* is a unique vessel that appears to be little more than a crudely constructed brigantine designed with a decidedly orcish aesthetic. The ship has a rough, blocky shape, and like most brigantines, it's rigged for both sails and oars, allowing the pirates to put their muscles to work when the winds are unfavorable. Despite its ragged appearance, the *Bloody Vengeance* is surprisingly fast, with a shallow draft that allows the vessel to wait close to land before launching an attack on an unsuspecting target. The *Bloody Vengeance* is a relatively small ship too, which is appropriate given the sparse size of its crew. What it lacks in size it more than makes up for in sharp angles and an imposing fore. The ship's sails are a patchwork mess, though the clan symbol of the Shattered Fang orc tribe has been splattered across the mainsails so enemy ships see the bloody banner as the ship bears down on them.

HISTORY

Following the destruction of the *Shattered Fang*, Scarbelly knew he needed a new ship capable of striking terror into the hearts of his enemy the way an orc charge can send enemy soldiers running in fear. Taking his stolen plunder, Scarbelly spent weeks searching around Freeport for a suitable vessel to buy (or steal, if the opportunity arose). Scarbelly's reputation preceded him, and no other captains or shipwrights were willing to deal with him. Finally, Scarbelly managed to beat some information out of a salvager that led him to the battered remains of a ship

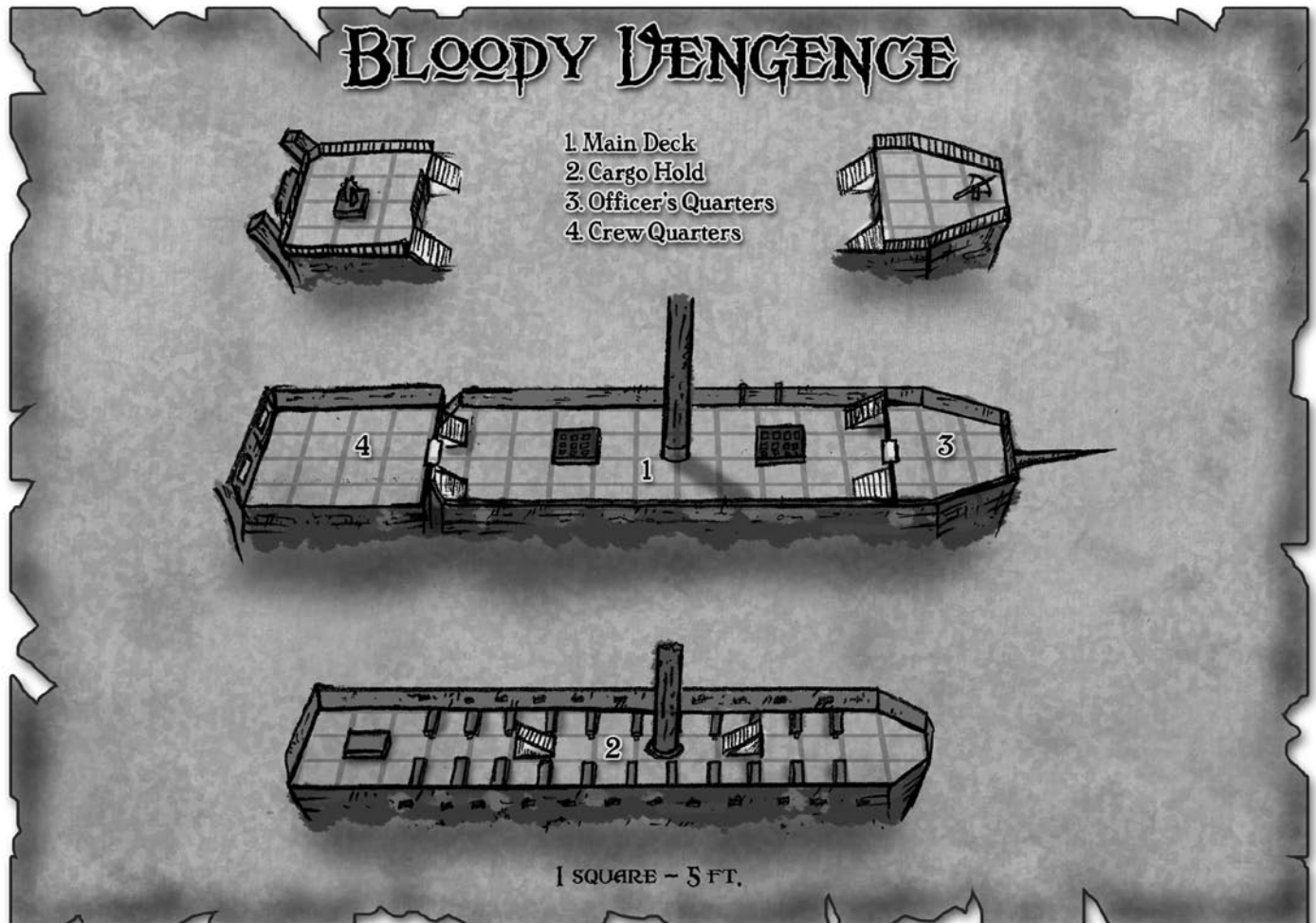
that had run aground a few miles down the coast from Freeport. Unbeknownst to Scarbelly, the ship had been a trading vessel whose crew was killed when the navigator aboard the vessel (a seafaring druid whose command over the elements was impressive) went mad and slew the entire crew with bolts of lightning and summoned sea monsters. Without a crew to guide her, the ship ran aground, and the remnants of the druid's wrath could be seen in the burn marks and soaked-in blood throughout the ship's decks.

Despite the fact that it had been run aground and had endured some rather severe damage, Scarbelly knew he wanted the vessel to be his. With enough gold Scarbelly managed to convince a shipwright to help him restore the ship and with a crew of two-dozen orcs handling the manual labor they did just that. Unfortunately, orc craftsmanship isn't quite up to artistic standard, and despite the shipwright's best efforts the result was that the *Bloody Vengeance* resembled an orc battering ram more than it did a graceful sailing vessel. He did not have long to lament this, however, as once the rebuilding was done Scarbelly had the shipwright killed and took his money back.

FEATURES AND DEFENSES

The *Bloody Vengeance* is crude, rebuilt more in the style of orc siege weapons than a sailing ship. Its blunted fore and aft lack many of the graceful lines found on most other sailing vessels, but despite its blocky exterior the vessel remains relatively agile. During the rebuilding process, Scarbelly ordered most of the compartments belowdecks be torn out and the interior of the boat reorganized into essentially three different parts: the fore officer's quarters, the main cargo hold, and the aft crew quarters. Since orcs have few needs for amenities, this seemed to suit the crew just fine. Trapdoors lead down to the cargo hold, which is little more than a large, open space for stacking plunder and supplies, while doors and staircases lead to the officers' and crew quarters.

The interior of the ship is rarely lit, given the orc's love of darkness. Most of the stairs within the interior of the ship can be called rickety at best, and anyone attempting to move at full speed up or down often find themselves sprawling out on the deck as a board comes loose or wobbles just enough to throw someone off-balance.



Harbormaster Welcomes Bloody Vengeance, Riots Result

~ The Shipping News

The ship's main defenses come in the form of its crew. Scarbelly cares little for ranged weapons and focuses primarily on getting the ship close enough to his enemies to board. A long, metal spike protrudes from the fore of the ship, and during raids, the captain usually slams the spike into an enemy vessel, lodging the two ships together. Knowing many ships prefer to use ranged defenses to keep pirates at bay, the ship's hull has been reinforced over the years so it can take a beating and continue to charge toward an enemy vessel.

KEY LOCATIONS

The following locations can be found on board the *Bloody Vengeance*.

1. MAIN DECK

The main deck is a mostly-flat area where the crew spends most of its time. Stairs at either end lead up to the forecastle and the aftcastle, and two large trap doors lead belowdecks to the cargo hold. Additionally, a door in the forecastle leads to the officer's quarters, while another door in the aftcastle leads down to the crew quarters. The ship's single mast rises from the center of the main deck (unlike most brigandines, the *Bloody Vengeance* only has a single mast to hold the sails), and atop the mast sits a crow's nest large enough to hold a single orc sailor (usually armed with a crossbow to take shots at anyone trying to make their way aboard the ship). The deck features innumerable bloodstains, chunks of charred wood, and other imperfections that are scars of many battles and raids over the years. Though Aggro usually keeps at least some of the crew busy scrubbing the main deck (working them so hard they can't spare the energy to think about mutiny) the main deck is always marred by some stain or burn.

2. CARGO HOLD

Belowdecks, the largest chamber aboard the *Bloody Vengeance* is the cargo hold. This area is where the pirates store any plunder they take from other ships and towns, and it also holds any supplies they might bring for their voyage. Since the crew rarely eats anything other than iron rations or food taken from other ships, the cargo is usually more full of grog and plunder than anything else. Additionally, two rows of wooden benches sit on small

balconies in the lower portions of the cargo hold, one on each side of the ship; this is where the orcs row from (when rowing becomes necessary), and a small platform to the aft of the cargo hold gives Aggro a place to stand and call out the timing to the rowing crewmembers.

3. OFFICERS' QUARTERS

Unlike most human sailors, both Aggro and Captain Scarbelly don't seem to mind the fact that sleeping in the prow of the ship means they experience the full motion of the sea. In fact, they like the ship's rocking motion, so they staked out the area under the forecastle as their own. Like the rest of the ship, the officers' quarters are sparsely appointed and free of any real decoration. A few trophies from past conquests—including banners, skulls, and other plunder—litter the walls and corners of the room, but they are flung about in a haphazard fashion. Both the captain and the first mate have their own beds, and other than piles of furs and dirty rags there is only one thing of interest here: the treasure chest. The treasure chest is large enough to hold a human and has a flat top, allowing it to double as a desk when the captain needs a place to plot his course. A trapped iron lock seals the chest, and inside are the best and most lucrative spoils from the ship's latest raids.

4. CREW QUARTERS

If the captain's quarters are sparse, the crew's quarters are downright bare. These quarters in the aft of the ship consist of little more than a dozen hammocks strung up around an empty room. Piles of dirty clothing litter the floor, and the crew's quarters always reek with the smell of a crew of dirty, unwashed orcs. There is little of interest in the crew's quarters, as all of the ship's plunder is kept in the cargo hold and divvied up on returning to port.

USING CAPTAIN SCARBELLY

Captain Scarbelly is a dangerous and brutish pirate who is probably best used as an opponent for the party. Scarbelly is the classic example of the physical villain, someone who troubles the heroes of the story with his sword and his thugs, and cares little for politics or the machinations of nobility. Scarbelly and his crew prefer



the direct approach to dealing with their enemies, and any conflicts they might have with the heroes are most likely to be the violent type.

For a more complex relationship with Captain Scarbelly, he might be teamed up with a more cerebral villain—perhaps even a member of the Captains' Council that employs Vilmar Rosecci. Pairing Scarbelly with a less blunt villain also gives the heroes two enemies to fight, one through their deeds and one head-on. Additionally, putting Scarbelly together with another enemy also opens up many options for Scarbelly's treachery to shine through, as the violent orc won't be content to take orders forever.

The following scenarios provide some examples of how to use Captain Scarbelly as an antagonist or enemy for the heroes. They provide a campaign path that should allow you to use Scarbelly at several power levels.

BEGINNER ADVENTURE

The campaign path begins when a sycophantic bureaucrat by the name of Vilmar Rosecci approaches the adventurers with a proposition. Down at the docks, an orc pirate vessel called the *Bloody Vengeance* has put into port for repairs and to offload its plunder. Rosecci knows the ship's captain, Scarbelly, is in possession of a great treasure he discovered many years ago, but unfortunately, Rosecci doesn't know where it is. He asks the heroes to sneak aboard the ship and break into the captain's quarters, stealing the map to the buried treasure's location. He agrees to split the profits from the treasure with the heroes once it is found.

When the heroes board the *Bloody Vengeance* they find none of the maps in the captain's quarters seem to indicate anything about a buried treasure. However, a quick look through the captain's "journals" (which are barely-legible notes scrawled on scraps of parchment) does reveal Scarbelly did once discover something he calls the *Wave Crown* on a small island not two days' travel from Freeport itself. Included in the notes they find a message, "*Fasyndren says crown magic, Lord of the Waves.*" If the characters are discovered going through the captain's belongings, a fight might break out, though Old Yellow-Eye is the only orc of any stature aboard the ship that might give them any trouble.

EXPERIENCED ADVENTURE

With mentions of a magical crown and a "Lord of the Waves," the heroes have discovered in the form of Scarbelly's notes there is a treasure to be found, and Scarbelly found it on a particular island. With a little

research, the heroes can discover Fasyndren is a local soothsayer and is rumored to be a consort of Scarbelly's. Seeking her out, she tells them though she did appraise a crown for Scarbelly some years ago she does not know what it does, only that inscriptions on its interior hint at the power to control the seas. Scarbelly has steadfastly refused to take her to the island, but if the heroes were to go there and do some reconnaissance for her she might be able to tell them more about it.

Following the maps, the adventurers can travel to the island where the captain first discovered the relic. There they discover an ancient shrine to the gods of the merfolk and the defenses the merfolk worshippers left behind. Once inside, they learn more about the *Wave Crown's* heritage, and that the true power of the artifact is not only to control the weather, but also the power of the sea itself. Inscriptions within the shrine indicate that a master of the *Wave Crown* can summon a force of nature from the depths of the ocean: the dreaded Leviathan of myth, a creature so powerful no fleet could stand against it. The inscription also mentions a sunken city called Ylldrannon, which holds not only the gateway to the Leviathan's resting place, but also a magic scepter that can be used to destroy the abomination.

ADVANCED ADVENTURE

Once the heroes depart from the abandoned merfolk shrine, they find they are not alone. Having learned of the heroes' intentions from Fasyndren, Captain Scarbelly has brought the *Bloody Vengeance* to the island and sent his thugs ashore to make sure the secrets the heroes' discovered never leave. Once the heroes manage to escape, they race against Scarbelly and the *Bloody Vengeance* to the sunken city of Ylldrannon. The heroes arrive well in advance of Scarbelly, who has secretly headed off to the island where he hid the *Wave Crown* to retrieve it. Using incantations they discovered at the merfolk shrine, they raise Ylldrannon from beneath the waves. As they explore the ruins of Ylldrannon, Captain Scarbelly arrives with a storm at his back and the *Crown of Storms* on his head, as the circlet transforms when Scarbelly dons it.

The heroes battle Scarbelly's orcs and his trusted crewmembers within the ruins of the city. Additionally, Ylldrannon has a number of defenders of its own, including undead merfolk who have been bound to the defense of the city. As they battle their way through the city, they eventually come across the resting place of the scepter of the Lord of Waves, the device that can destroy the Leviathan. As they do so, Scarbelly uses the *Crown of Storms* to summon the horror, and that is when the heroes discover that as long as the *Wave Crown* is the *Crown of Storms* the Leviathan cannot be destroyed, even with the scepter. Scarbelly takes the *Bloody Vengeance* and sets sail for Freeport, Leviathan in tow, with the intention of smashing the Captains' Council and all the other ships, and plundering the city for all it is worth.

ENDGAME ADVENTURE

With the Leviathan headed to destroy Freeport and the *Bloody Vengeance* leading it, the heroes have only one option: kill Scarbelly and transform the *Crown of Storms* back into the *Wave Crown* so they can use the scepter to destroy the Leviathan. Getting to Scarbelly is not easy, as the *Crown of Storms* has thrown the seas into a tumultuous state. When the heroes finally get to the *Bloody Vengeance*, they do so just as it approaches Freeport. The Leviathan protects the ship from any assaults (including magic), but using the scepter the heroes can board the *Bloody Vengeance* and engage Scarbelly and the rest of his crew. As they battle on the decks of the *Bloody Vengeance*, the Leviathan roars overhead, attacking any heroes that stray too close to the railings of the ship.

In the end, the heroes must defeat Scarbelly and touch the scepter to the *Crown of Storms*, transforming it back into the *Wave Crown* immediately. Once they do so, the battle against the Leviathan itself begins. As the enormous creature attempts to keep the heroes away, they must get close enough to drive the scepter into the Leviathan's mouth (without getting eaten). If the Leviathan swallows the scepter, both the creature and the scepter are destroyed, and the *Wave Crown* turns to seawater and washes away.

~ CHAPTER III ~

ALFHILD

Alfhild (*female human master*), a raider from the north, spent her entire life struggling against those who would rule or control her future. Embracing the wild Shieldmaiden cult, she commands a crew of bloodthirsty berserkers and warriors who would be the envy of any northern chieftain. As one of the more notorious corsairs who frequent Freeport, Alfild always seems to cause a stir when she appears, either because she and her crew come loaded with gold and plunder they are ready to squander, or because of the violence and mayhem that invariably follows in their wake. Though a known killer and ruthless raider, Alfild is nevertheless free to visit and roam Freeport so long as her excesses are kept to a minimum.

HISTORY

Alfhild was the youngest of six daughters born to the northern chieftain Jarl Wulfgrim Skjalsgaard. In her youth, she learned the “womanly” arts of hearth and home, but also, since she was a northerner, and daughter to a Jarl no less, the ways of war. By the time she had reached adulthood, Alfild could sail, fight, and drink as well as any clansman. It was a life that suited her, but her father had other plans. A wily diplomat as well as a skilled warrior, Wulfgrim had cemented alliances with neighboring clans by marrying off his other five daughters to noblemen. As Wulfgrim’s daughter, Alfild was honor-bound to obey his wishes when it came to choosing a husband.

To her credit, Alfild truly tried to respect Wulfgrim’s commands, but the nobleman he chose, Prince Ragnar Drakkensfyr, proved to be a bad match. Heir to a substantial island kingdom, Ragnar was wealthy and his kingdom highly influential in the northlands, but his personal habits and conduct left much to be desired.

Loud, unsophisticated, and given to bouts of drinking and brutal violence, Ragnar seemed to Alfild as nothing more than a drunken boor who was sure to treat her as just another of his possessions.

Besides, Alfild noted, he was a habitual womanizer, and the chances he would cleave exclusively to her as his wife were as slim as his chances of swimming the great northern sea in winter.

Alfhild complained to her father, but old Wulfgrim was adamant. His son Thorvald had just reached the age of majority, and would soon replace him as chieftain. Though Wulfgrim was sympathetic to Alfild’s concerns, he nevertheless insisted she obey him.

The unfortunate Alfild had but one alternative—the cult of the Shieldmaidens, women who had dedicated themselves to service to the gods of war, who accompanied the men into battle, and sometimes even commanded their own fleets and went raiding. After long and heartfelt consideration, Alfild submitted herself for membership in the cult.

It was a bold and unpopular decision. Most men of the north considered the Shieldmaidens to be dangerous radicals, and many even thought them mad. The cult had had a difficult time, pressured and even attacked by their male counterparts over the years, but had emerged stronger for it. When Alfild joined, it was too much for Wulfgrim and Thorvald. However, in joining she gave up all ties to family and inheritance. As marriage-material she was now useless, and Ragnar’s clan was furious.

Wulfgrim himself was distraught, and begged his daughter to forsake her vows. She replied that though she loved her father, no one could force her to marry against her will. Ragnar demanded satisfaction, and though Wulfgrim offered him considerable sums to renounce his claim to Alfild, Ragnar and his family refused all compensation. Alfild had been promised to him, Ragnar said, and she would be his, even if all the gods and the legions of the underworld stood in his way. So began Ragnar Drakkensfyr’s lifelong obsession, and Alfild’s life as a Shieldmaiden.

For several years, the matter seemed to fade from memory, but when war broke out between the northmen and the ice trolls, the land was sorely pressed, and when the two

“Fear heralds her coming, and despair follows after.”

*—Attributed to a monk after
his monastery was raided by the Snow-Queen*

great armies met on the shores of Lake Njalsvaar, the fate of the clans seemed to hang in the balance.

The battle went badly for the northmen; the ice trolls had almost completely surrounded the humans, and Wulfgrim himself fell to a troll's axe. When all seemed lost, the Shieldmaidens entered the fray, sending the trolls reeling back, and rallying the northmen to attack. The trolls were utterly defeated, and to this day are no longer a threat in the north.

Alfhild fought with distinction, slaying dozens of trolls, including the one that felled her father. Such was her ferocity, that numerous male warriors and nobles, impressed by her bravery and skill, immediately swore fealty to her and asked her to lead them in battle. Alfhild accepted, and soon set out in the great long ship *Snjór-Drottning*, or *Snow-Queen*.

All this made little difference to Ragnar, who demanded Alfhild fulfill her oath and marry him. Alfhild did not even respond, but instead set out on her career as a raider, bringing many riches back to her clan. Her brother, now chief, was left in an uncomfortable position, forced to either endorse his sister's willful ways and oath-breaking, or deny the Drakkensfyr clan's demands and risk open warfare. So far, he has remained as neutral as he can, favoring neither his sister nor his would-be brother-in-law, but one day he may be forced to make a decision and face the unpleasant consequences.

For her part, Alfhild has matured into a dangerous and ruthless woman, leading her crew in attacks on both coastal settlements and even merchant shipping in the north. She and the crew see Freeport as something of a haven, as it is far from their normal hunting grounds and is home to an accommodating and friendly people who seem quite fascinated by them and their exotic ways. Despite the numerous brawls and near-riots that she and her crew create, Alfhild remains a semi-permanent fixture in Freeport's daily life.

Unfortunately, her husband-to-be has proved ever persistent in winning her hand. What began as an obligation owed evolved into infatuation, and soon after that obsession. Ragnar left his people to find and bring back his errant bride. Naturally, this took him to Freeport, where he scours the city and lives on the winnings from his fights in the One Ring. Alfhild resents his presence, but she finds his persistence curious—to say nothing of his sudden maturation, though she's loathe to admit any semblance of interest.

LEGENDS AND EXPLOITS

Hailing as she does from a culture that values the exploits of heroes and believes great deeds are the only real path



to immortality, Alfild's story now borders on legend. The Battle of Njalsvaar, in which she is said to have led the Shieldmaidens against the northland's hereditary enemy, the ice trolls, is only the first of many tales describing Alfild's bravery and ferocity. The reality of the matter is she did not actually command the Shieldmaidens, and others fought every bit as bravely as Alfild, but there is no doubt she slew many foes, and in single combat defeated Karkath, the troll-chieftain who had killed her father.

In the years that followed, Alfild and her warriors carved out a bloody reputation, engaging in both coastal raiding and attacks on merchant ships. In many cases, her dire reputation precedes her, and entire communities have surrendered their valuables without a fight when Alfild appears. At other times, however, Alfild's victims resist, making bloodshed inevitable.

During a raid early in their career, the crew of the *Snow Queen* discovered the local lord, Baron Petrus, and his bodyguards happened to be in the village of Keldon when they attacked, and a pitched battle erupted. When neither side was able to make any headway, Alfild and Petrus agreed to meet in single combat. After a brutal fight, Alfild prevailed, running Petrus through and leaving his bleeding corpse lying on the beach. Though Petrus had agreed to surrender the town if Alfild defeated him, his bodyguards refused to submit, and were butchered to the last man. The villagers had by this time fled, leaving Keldon to Alfild's tender mercies. The village is no longer shown on maps, and is today nothing but a blackened ruin.

Though they prefer to operate independently, Alfild and her crew sometimes join in larger enterprises, such as a grand raid on the walled city of Kolmsgate, in which the *Snow Queen* led the attack, crashing into a barricade of old ships the defenders had drawn across the city's ship channel. Alfild and her warriors stormed the ships and in a swift but bloody fight, dispatched the barricade's defenders and broke up the chains holding the ships together, allowing the other raiders to sail into the harbor. Kolmsgate was sacked and the raider fleet returned burdened with loot, with the largest share given to Alfild and her crew.

Eager for battle wherever they can find it, the crew of the *Snow Queen* also serves as mercenaries, aiding anyone who can meet their price. When the dwarf-citadel

Kraggenhold was attacked by the orc-legions of Martagg the Butcher, they sought aid from anyone they could find, Alfild among them. When the dwarves counter-attacked from their citadel, the *Snow Queen* was among a flotilla of mercenary vessels that sailed up a fjord behind Martagg, trapping them between two hostile forces. Martagg himself perished at the hands of the dwarves, but Alfild and her berserks captured the orc baggage train and received first choice of loot. Among the treasures was the enchanted spear *Helmsbatter*, which Alfild took for her own and carries to his day.

GOALS AND MOTIVES

Some have noted it is almost as if there are two Alfilds—the rapacious predator who thinks nothing of burning entire villages, enslaving the innocent and slaughtering anyone who stands against her, and the jovial, hard-drinking, hard-fighting Shieldmaiden who is both loved and dreaded by the people of Freeport.

While Alfild is considered something of a roguish hero by most of the folk of Freeport, it is important never to forget her bloodstained career as a raider, killer, and slaver. When she is not raising hell with her crew in the taverns and public houses of Freeport, she rides the waves, in search of helpless merchants or unguarded towns, whose folk are forced to turn over their wealth or face slavery, fire, and death. A few Freeporters who know of and abhor Alfild's darker side refuse to see her as anything but another criminal, a vicious pirate who deserves only a quick finish at the end of a rope. So far, Alfild has committed no crimes in Freeport that might merit such treatment, and so she remains more or less free to do as she pleases.

In many ways, Alfild reflects the contradictory nature of the northerners—great artisans, talented bards, craftsmen, herders, farmers, and statesmen, while at the same time engaged in bloodthirsty warfare that slaughter and enslave countless innocent victims. Alfild and all of the Shieldmaidens are devoted to showing themselves to be the equal of any male warriors, and have no qualms about following such an insane way of life.

The accumulation of wealth, while significant, isn't the most important thing to a northern raider. Rather, it is the use of this wealth to enrich one's followers, enhance one's

Snow Queen Claims Eleven, Widows March on Sea Lord's Palace

~ The Shipping News

reputation, and finance one's adventures that is most admired, for the northerners are more aware than most of the transient nature of the material world. While gold and treasure may bring comfort and respect in life, only one's deeds live on after death, and tales of ancient bravery and triumph are the only certain form of immortality. To a northerner, a bold and heroic death at the hands of many foes is every bit as desirable as a great victory, and there is little difference in their minds between a living and a dead hero.

In this Alfild excels, until she has become a true terror of the north—respected and feared by all who encounter her. And in bringing glory to herself, she likewise brings glory to the Shieldmaiden cult and to the bold warriors who fight beneath her sails. Alfild's greatest goal is nothing less than a memorable life and a courageous death. That this involves inflicting unbearable pain and sorrow on others seems not to matter to her or her stoic brethren.

BURIED TREASURE

Alfild far prefers spending gold to keeping it. When in Freeport, she squanders huge amounts of treasure on herself and her crew, which is another factor that makes her so well liked despite her homicidal reputation. As Alfild herself has been known to say, what is the purpose of gold if not to spend?

However, as a member of the Shieldmaiden cult, Alfild has pledged a portion of any loot to her battle-sisters. The maidens' share is set aside and kept on board her ship, where it remains untouched, by either her crew or outsiders—such is Alfild's reputation none would dare steal from her while she is in port. Every year, the *Snow Queen* sails to the Shieldmaidens' island citadel, *Bjargísbjörn* (Bear Rock), where Alfild faithfully turns over her yearly share.

The Shieldmaidens are an extremely old and influential cult, despite existing on the fringes of northern society. They maintain their citadel with fanatical devotion, and in its centuries of existence, it has never fallen to an enemy. Their gold and other loot are said to be stored in a central vault, located beneath the central keep, and guarded by fanatical battle-sisters, numerous traps, and at least one particularly fierce monster. The truth of these rumors has yet to be confirmed.

Many tales are told of the Shieldmaidens' treasure and its defenses. It is said the wealth of a dozen kingdoms lies in the vault, along with enchanted items and artifacts from millennia ago. Over the years, a few enterprising individuals have made the hazardous journey to Bear



Rock, hoping to relieve the women of some of their hard-earned gold. None have so far succeeded; most perished on the way, while the lucky few to make it to the citadel itself ended up in miscellaneous pieces, decorating the castle's outer walls. Nevertheless, the slow but steady trickle of would-be plunderers keeps coming, especially now the Shieldmaidens are rumored to have in their possession the sword and armor of a legendary ancient warlord, said to have the power to call down the wrath of the heavens.

ALLIES

Alfild has many "friends" in the city of Freeport, including various bards and nobles who are obsessed with her and her "heroic" career. She also has a number of other allies of a darker nature, including those who help her dispose of her more sensitive or illegal cargoes. She has extensive contacts among the city's criminal elements, though few know about them.

In the north, her brother Thorvald remains a valued supporter, though he is forced to publicly shun her, due to her association with the Shieldmaidens, and her dispute with Ragnar and his clan. Nevertheless, Thorvald truly loves his sister and helps her as much as he can, allowing her to repair the *Snow Queen* at family-held ports, providing weapons and supplies, or sending new recruits to her as needed.

Alfhild's most loyal allies besides her crew are, of course, the infamous Shieldmaidens, whose power is centered in the fortress of Bear Rock. The order is relatively small, with only a few hundred members, but they can be found in many places, from their frozen homeland to Freeport and beyond. Forsaking all bonds of family, marriage and fealty, they operate as an independent group, defending their homeland, raiding coastal settlements, hiring themselves out as mercenaries, and amassing a considerable fortune to benefit their order and ensure its survival.

All Shieldmaidens swear an oath to defend each other and reserve their ultimate loyalty to the order itself. Should Alfhild call for help, at least a dozen Shieldmaidens answer, though scattered across the known world. Alfhild herself is bound to aid another Shieldmaiden if asked, and has on occasion abandoned important enterprises to support her sisters.

Among the best-known of the Shieldmaidens is Alfhild's friend Jalva Surtmark, who specializes in magic and religious studies. A priestess of the war-goddess Skella (whose actual status as a goddess is disputed by many male priests), Jalva sometimes sails with Alfhild and her crew, seeking new knowledge of history, the healing arts, or other matters of interest. Her skills as a healer are unparalleled, and she provides Alfhild with medicines and healing potions to help keep her crew healthy. Jalva is

also a fierce fighter, and has had many adventures of her own in her quest for greater knowledge.

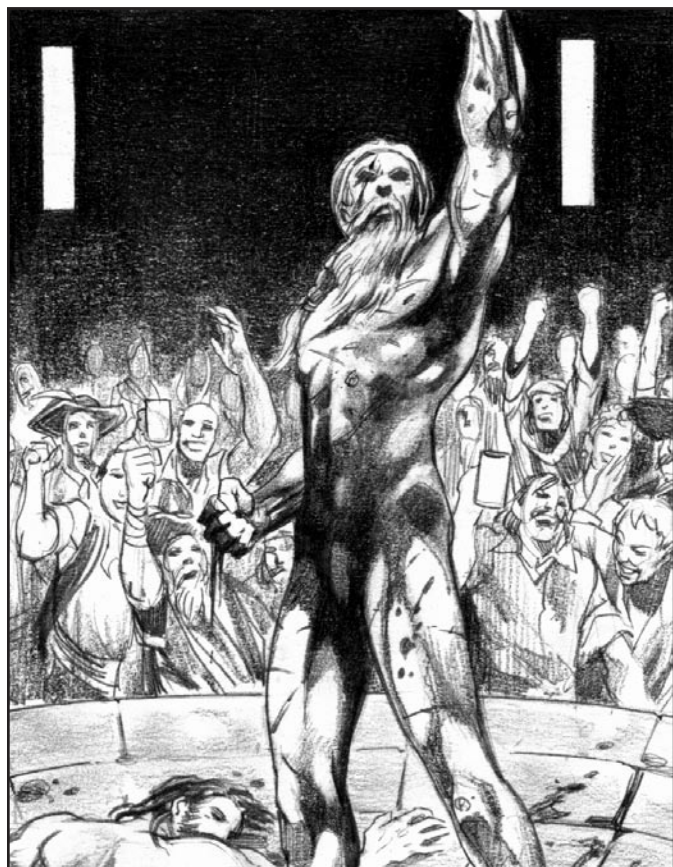
ENEMIES

There can be no hero without a nemesis, and Alfhild is no different. Her greatest scourge is the man to which she was pledged—Ragnar Drakkensfyr. Up until he left his tribes to find his betrothed, he was a famed captain in his own right, commanding the raider *Northwind*. At first, Ragnar railed against the Shieldmaidens, committing himself and his own to opposing this cult of warrior-women, but after threats, bluster, and force all failed, Ragnar descended into despair. He knew that even if he managed to capture Alfhild, she would never love or respect him, and so he set aside his honors and his station to sail the seas in search of his errant bride with another plan.

Alfhild's first impressions of Ragnar were largely correct, though now Ragnar is indeed a person changed. Truly, he was a brute, a heavy drinker, a braggart, and a brawler, which to many northerners are considered admirable qualities. He rarely bathed, and chased women constantly. His mind could not see further than the honor and esteemed history of his clan and to him, oathbreaking was one of the worst crimes imaginable. Ragnar's despair has triggered a change of heart, and his days of wine and wenches seem to be behind him. Now, he dwells in Freeport, living the life of a professional fighter, performing in bouts at the One Ring to the cheers of the crowds. Alfhild knows he is in Freeport, and has kept an unusually low profile (well, for Alfhild, anyway), for fear of encountering her betrothed. But she can't help but hear of the attractive Northman and his victories in the ring. Whether his exploits, good looks, and apparent changed nature have begun to melt her frozen heart, only time will tell.

While Ragnar seeks an honorable solution to his trouble, his brother, Glyfmar, is anything but changed. He sees in the Shieldmaiden a threat to his clan and a stain on their honor. Much like Ragnar of old, Glyfmar is anything but subtle. Another man might simply rule in Ragnar's stead, but Glyfmar is no common man. Glyfmar sees his tribe imperiled, and the only way to counter the threat is to bring Alfhild back to the clan and wed her properly to his brother. He's reluctant to act overtly, for Thorvald would have no choice but to respond, and the entire northern realm might be plunged into civil war.

Glyfmar isn't necessarily put off by that prospect, for he is confident that his clan and their allies would prevail in such a conflict, but he is careful nonetheless. On several occasions, he has actually sailed after Alfhild, and on one



occasion managed to corner the *Snow Queen* in a narrow inlet. Hoping to seize his brother's bride quickly and without too much violence, Glyfmar commanded his men to take Alfhild's ship, but was frustrated when two of Alfhild's crewmen swam over to the *Seadrake*, his ship, and ran it aground, allowing the *Snow Queen* to escape.

Glyfmar's current scheme is more subtle—for him, anyway. He has hired a number of mercenaries and thugs to kidnap Alfhild and hold her for ransom. The amount asked for will be considerable, far more than Clan Skjalsgaard can raise. He then plans to nobly offer up his own family's riches for the Shieldmaiden's freedom and "rescue" her from her captors, after which he will round up his brother and marry the pair, with or without their consent. Thorvald will be unable to intervene, and once bound to his clan by the bonds of matrimony, Glyfmar is sure his brother can "tame" his wild bride and teach her how to be a faithful wife.

In her long career, Alfhild has made many other enemies, including the families of those she has slain, victims of her raids, and those whose gold she has stolen. Chief among these are the ice trolls of the far north, whose ambitions were frustrated when Alfhild and the other Shieldmaidens came to the rescue at Lake Nyalsvaar. This grudge extends to all shieldmaidens in general, but the death of Chief Karkath at Alfhild's hands is especially infuriating, and merits special attention from the trolls and their allies. When in the northlands, Alfhild must constantly be on guard lest the surviving trolls launch an attack on her, seeking vengeance for their leader's death.

THE CREW

"They can sail like old tars, and when they go a'raidin', it's said their war-cries can wake the dead and give demons nightmares. And when they're in port, well, they're about as gentle and refined as the broadside from a royal galleon!"

—*Pious Pete, Guide*

Alfhild's initial crew was drawn from warriors who fought against the trolls at Lake Nyalsvaar when the timely intervention of the Shieldmaidens turned sure defeat into bloody victory. Impressed by her fighting skill, and the ferocity with which she dispatched the troll chieftain, a number of male warriors immediately swore fealty to her and vowed to follow as her personal guard. To this number have been added numerous other veteran warriors, who are also open-minded enough to follow a female chief into battle. Alfhild's crew currently stands at 42, including first mate Stellan, bosun Hrothwulf and the

five huscarls—Alfgrim, Finnuvar, Einaar, Stynbjörn, and Guthrim—who made up her original group of bondsmen, in addition to 35 experienced warriors.

ORGANIZATION

The *Snow-Queen* is in many ways an entirely typical northern raider—with the exception of herself as a female captain, Alfhild saw no reason to change the system that worked for countless generations. She herself is leader, with the highest authority, though in most cases she leaves decisions to First Mate Stellan Skallagrimson, who runs the vessel with a firm but even hand.

The organization of the *Queen* reflects northern society in general, as most men and women are free-willed and independent individuals with little oversight from society save for their familial obligations. For this reason, authority on the ship is not especially rigid, as every man knows his duty and discharges it honorably. Doing a task well is more important than doing it "right," so individual crewmen are given a large degree of latitude in how they carry out their duties.

Bosun Hrothwulf Eigurmorgi has a ferocious reputation, and remains the vessel's best hunter. His position is most important in combat, when he makes sure that the crew pulls together and the vessel is able to move and maneuver freely. The rest of the time, he is just another crewman, though somewhat more respected for his skills.

The huscarls who, with Stellan and Hrothwulf, make up the survivors of the dozen warriors who originally swore fealty to Alfhild at Nyalsvaar, also serve as "normal" crewmembers, though as the most experienced and respected of the crew, is usually falls to them to lead the crew in battle.

RECRUITMENT

The *Snow Queen's* crew consists of some of the most accomplished berserks and warriors in the north, and are easily capable of standing up to forces many times their own numbers. There are no real hard and fast rules regarding who can join the crew, only that one be skilled with sword and shield and fearless in battle. Though these are common qualities in the north, only a small handful of would-be crewmen can live up to these simple but high standards.

Alfhild never wants for volunteers. Her reputation is such that many famous warriors are ready to set aside any prejudices and serve under a woman's command. After especially bloody fights, Alfhild often needs to fill gaps in her crew, and puts into port in one of the many fjords or inlets throughout the north, then lets recruits come to her.

All of her crew is northmen—outsiders, while not strictly forbidden, are rare in the north, and rarer still is the southerner who can best a northman with a blade or spear. A few outsiders have tried to join, but so far none have succeeded and were turned away in favor of the grizzled berserkers of Alfild's homeland.

MEMBERSHIP

Though to foreigners the *Snow Queen's* social structure seems loose and haphazard, it is based on the honor system, in every sense of the word. No one is allowed to join the crew without demonstrating a true desire to be part of the whole, and to be ready to suborn personal needs in favor of the greater good. At the same time, each individual crewman is free to express himself and behave in any manner he chooses, so long as required jobs get done. In this way, the crew is able to foster a team spirit while at the same time preserving each crewman's individuality.

For ordinary crewmen, duties are twofold—assist in the sailing and navigation of the ship, and fight when needed. Such tasks as ordinary seamanship, navigation, and maintenance are second nature to the northmen, of whom it is said are born with the sea in their blood and swords in their hands. Every crewman is at least familiar with all of the *Queen's* daily duties, from keeping the vessel clean and trim, to setting rigging, mending sails and cleaning weapons. As the vessel is open to the elements, it is vitally important that such items as stores, weapons, clothing, and armor be kept safe, and every crewman is responsible for the condition of his own personal gear.

In calm seas, on rivers, or in battle, the crew must be able to row in addition to set and trim sails. The oars are especially important, and each crewmember is responsible for maintaining one main oar and one replacement. With every raider pulling at an oar, the *Snow Queen* can maintain considerable speed over significant distances, and even overtake much larger vessels. Such is the physical perfection of the crew that they remain ready for battle even after rowing for hours on end.

It is in battle the resilience and comradeship of the crew is truly tested. Here, the desire for personal glory and the need for mutual support come into direct conflict, as warriors strive to outshine their fellows while at the

same time loyally fighting at their sides. With a successful crew, such as Alfild's, it is the group that must in the end triumph, for individual glory is useless without the assistance of faithful comrades.

SYMBOLS AND SIGNS

The most feared symbol of the *Snow Queen* and its crew is the blood red sail that is hoisted when the ship raids—popular rumor claims it is dyed red by the blood of the vessel's countless victims. In fact, it is dyed in the usual fashion and emblazoned with a great black eagle, a potent symbol in itself. When sailing normally, the *Queen* raises plain white sails.

Alfild herself bears the sigil of her order, a raven beneath crossed axes, on her shield. As the sole Shieldmaiden on the ship, she is the only one allowed to bear it, but such is her fame that many think it to be Alfild's personal arms.

STELLAN SKALLAGRIMSON

“Leading the northmen's attack was a blonde giant armed with a gigantic double-bladed axe. He snarled like an animal and swung his weapon with merciless precision. At least four of my men fell at his first attack, and the rest of us fled rather than face his berserk fury.”

—A town militia sergeant who survived a raid by the Snow Queen

First among the dozen warriors who swore to follow Alfild, Stellan Skallagrimson (*male human journeyman*) remains her most valued and courageous follower. Though normally a calm and rational individual, fully capable of commanding the *Snow Queen* under the most difficult circumstances, Stellan's berserker rages are infamously bloody and sometimes difficult for his comrades to prevent or stop. With the blood of many innocents on his axe, Stellan is feared almost as widely as Alfild herself. Combined with his captain's dire reputation, Stellan's presence is a potent weapon that persuades many foes to flee or surrender rather than face his wrath.

Ragnar Dauts One King After Snow Queen Sighting

~ The Shipping News

Stellan seems content, if not happy, with his lot in life, but his outward calm hides a secret that even his most deadly berserker rages cannot erase from his memory. Stellan's career as a raider actually began well before he joined Alfild's company, and began with a tragedy that still troubles him.

BACKGROUND

Stellan grew to manhood under the wise tutelage of his uncle Nors, who agreed to raise the young man after his brother was slain in battle. Though he was a bright and good-natured youth, Stellan harbored a fearsome temper, created perhaps by his rage at his own helplessness in the face of his father's death. As Stellan struggled to control his temper, he and his brother Knut grew older and learned the ways of the north from their wise and patient uncle.

When Stellan was 18 and his brother 17, the two fell in love with the same woman, and rivalry grew to outright animosity. The two fell to arguing, and finally to violence. After an especially loud disagreement, Stellan's temper finally got the better of him and he stabbed his brother in the throat. He was found weeping beside Knut's corpse, covered in his own brother's blood. He had finally lost his long struggle against his own rage and madness, and now there was no way to undo what he had done. Exiled and disowned by his family, Stellan struck out on his own, finding work as a mercenary and guard. He participated in several large raids, where his companions who did not know of his tragic past were surprised by the depth of his rage and by the horrific violence that he committed.

When the time came to defend his homeland against the ice trolls, however, Stellan joined the northern army at Lake Nyalsvaar. When he saw Alfild the shieldmaiden defeat the troll chieftain in single combat, he felt a bond of kinship with the ferocious warrior-woman, and when he saw other northmen seeking her out after the battle, he followed, and offered his services to her. For the first time in many years, Stellan felt at least a small amount of peace.

He remains tight-lipped about his past, though most know he did something especially heinous. The fraternity of the *Snow Queen* is a close-knit society, and every member has saved or been saved by another crewman at least once during its long and storied history. Most feel that a man's past is his and his alone, do not know what Stellan did and would not care if they did. All they know is he is a loyal crewman and a potent first mate.

This sense of belonging has helped Stellan deal with his guilt and fears, and today he is considered the most faithful among an especially faithful crew. His old temper



is in check, unleashed only in battle—and there it is truly terrifying, enough to give pause to even the stoutest foe.

PERSONALITY

Perhaps it is Stellan Skallagrimson's shame at his past and desire to show his worth that makes him so loyal to Alfild. Perhaps it is simply that now he is among fellow warriors who do not judge him on his past actions. Regardless of his motivations, Stellan has matured into a reliable, steadfast and unwavering second-in-command to the woman who has become both his idol and his salvation. In fact, though he would be the last to admit it, what he feels toward Alfild might even be described as love, though in his own mind it is doomed to be forever unrequited.

Stellan's chief flaw remains the depth and severity of his rages, which can last for hours, and have resulted in the deaths of many foes, even innocents and those who have surrendered. The northmen do not consider such behavior dishonorable, only wasteful and unnecessary, so Stellan's excesses have not earned him any rebukes or negative consequences beyond the fear in which his opponents invariably hold him.

Outside observers might be shocked or even horrified at the extreme contrast between Stellan the first mate and Stellan the berserker. He is normally quiet, reserved, and even thoughtful, with a calmly reassuring demeanor.

The world is cold, the nights are dark, and comforts few. Sometimes a sword, a ship, and a handful of loyal companions are the only comfort that a man can find.

He is always willing to discuss matters with the crew and encourages his comrades to come to him with their problems and conflicts. In battle, he commands with firmness and resolution, relaying commands in a loud and confident voice, never panicking or showing the least anxiety.

Once the rage takes him, however, Stellan is a different man altogether—his eyes cloud over, his face contorts into an animalistic snarl, he shrieks and bellows incoherently, slashing about with his sword, reveling in bloodshed, neither asking quarter nor granting it. This rage can go on for quite a long time, even for hours after a battle, but so far, he controls his temper to the extent he has never attacked a comrade or committed any rash acts that endanger his fellows. Some crewmen privately believe it is only a matter of time before he does, but so far, he has proved them wrong.

APPEARANCE

Stellan is a strikingly handsome man, with a thick mane of blonde hair, short beard, square jaw and a grim

but intelligent expression in his deep blue eyes. He stands at least a head taller than most other crewman (only Hrothwulf is taller), and normally wears a heavy bearskin tunic. In battle, he shuns armor, preferring to fight with sword and shield alone, often flinging aside his helm when the rage takes him. He carries a great iron axe with a number of protective runes scribed on its blade, and also normally bears a pair of throwing axes at his belt. His great drinking horn is a work of art, polished and delicately carved, with gold fixtures. After battle and after his rages subside, Stellan makes sure to share drinks from his horn with all of his fellow warriors, but reserves the first sip for his captain Alfchild.

HROTHWULF EIGURMORGI

“He can strangle a bear, sail into battle, slay a dozen foes, drink a barrel of ale, eat a side of beef, play axe-toss until the small hours, and still be awake and ready to sail at the crack of dawn. It’s not natural.”

—Ivar Egilsson, crewman of the *Snow Queen*

Bosun Hrothwulf (*male human journeyman*) is a massive, red-haired warrior with a number of large scars across his chest and arms, some of which were made by human weapons, and some that were made by his other quarry—bear, moose, wolf, seal, and snow tiger. In addition to his talents as warrior and sailor, Hrothwulf is a great hunter, providing the crew with fresh meat at every opportunity. His surname is actually a title, and translates roughly as “Moose-Killer,” the result of a near-legendary encounter that took place in his youth.

BACKGROUND

Hrothwulf was born in an isolated village deep in the frozen northern wilderness. By the time he could walk, he was accompanying his father on the hunt, and slew his first snow bear at the age of ten. Needless to say, Hrothwulf’s skill as a hunter brought him great notoriety, in his tiny village and beyond. It also brought jealousy and anger from the other young men of the settlement, some of whom plotted to get rid of him.

During his 16th winter, a number of village youths persuaded Hrothwulf to accompany them on the hunt, but while he was sleeping, they bound and gagged him,



and carried him deep into the forest. There they left him, expecting nature to do the rest.

Unfortunately for his kidnappers, Hrothwulf was able to slip his bonds and began to make his way back to the village. It was a near-hopeless task, for the youths had also taken his weapons and cloak. Hrothwulf was not discouraged, and used an improvised spear to bring down a fully-grown moose and skinned it with sharpened stones. When he returned to the village a few days later, he was tired and cold, but wrapped in the moose's skin and surviving on its flesh, he was alive and ready to face his attackers. Hrothwulf chose to be merciful, leaving the youths with broken bones and severely wounded pride, and the ringleaders were exiled from the village. Hrothwulf received his surname, and his reputation as a famous hunter was secure.

When trolls threatened the northlands, Hrothwulf and the warriors of his village answered the call. On the ice of Lake Nyalsvaar, most perished, and as the trolls were close to final victory, Hrothwulf stood with a small band of comrades, ready to sell their lives dearly. The Shieldmaidens' timely intervention turned the tide of battle, and Alfild's defeat of the troll chieftain disheartened the enemy, and turned defeat into victory. Along with 11 other northmen, Hrothwulf became the first of Alfild's followers, and has since then proven himself a valued officer, overseeing the crew, maintaining discipline, and using his hunting skills to provide supplies whenever needed.

PERSONALITY

Hrothwulf loves life, and is frequently seen quaffing great quantities of ale, participating in games of skill with the rest of the crew, and generally raising hell when in port. At sea, however, he is all business, keeping the crew in line, monitoring supplies, and making certain that weapons are in good condition. He rarely smiles while performing his duties, and never laughs. The crew respects him, however, and hop to whenever he bellows an order.

APPEARANCE

The bosun is a burly, muscular man with thick black hair and a brooding expression. He is not entirely as grim as he seems, for his dark eyes reveal a sparkle and occasionally reflect laughter even as his face remains expressionless. He dresses in dark blues and grays, and wraps himself in a bearskin cloak in cold weather. Hrothwulf is not ostentatious, though in battle he wears a gold- and brass-inlaid goggle helm that he took as plunder several years ago. Hrothwulf is a fierce fighter, normally armed with a simple iron broadsword and a mighty ash bow that few other men can draw or shoot.

GLYFMAR DRAKKENSFYR

"He does not truly want me. He's a slovenly boor who smells like a troll, but he has gold and he has power. A man like him can have any of a hundred empty-headed, cow-eyed wenches with overflowing bodices. He wants me only because I denied him, and Ragnar does not like being denied."

—Alfild about Ragnar

A vain and arrogant young man, Glyfmar (male human journeyman) is brother to Ragnar, the man betrothed to Alfild and heir to the kingdom of Volderholm, a powerful island nation at the crossroads of several major trading routes between the north and the rest of the world. After his brother set aside his duties to pursue the young woman who spurned his advances, Glyfmar grew enraged at the loss of honor and the resulting unrest by Ragnar's mad effort to win her heart. Alfild's rejection is an insult of the highest order, one that he cannot bear. Embracing the ways of his northern ancestors, Glyfmar has taken to raiding at the helm of his own longship, the *Northwind*, and seeks to find and take Alfild, by force if necessary.

BACKGROUND

Volderholm is a barbaric nation that maintains power through trade and conquest. Though they are of northern stock, the Volderholmers incorporate many other traditions, and maintain a royal court in the fashion of southern nations. King Kanulf's palace is a place of savage splendor, furnished with the plunder of a dozen nations and filled with self-styled nobles, sycophants, and ambassadors, all seeking the monarch's favor. Kanulf has two sons, on whom he lavishes every luxury.

All his life, Ragnar was given whatever he wanted, and lacked for nothing. It was, he was told, his right as prince to take whatever he wanted, and an offense against the nation to deny him. When the beautiful Alfild was presented to him as his bride, Ragnar could not have been happier.

Unfortunately for Ragnar, Alfild's brief visit to his father's court did nothing more than repulse her. The prince was loud, obnoxious, drank heavily, and seemed more interested in the palace serving girls than in her. This, she knew, was a purely political marriage, but at the same time, she did not want to give her life away to such a drunken fool.

When Alfild rejected the marriage and joined the Shieldmaiden cult, King Kanulf was incensed, but Ragnar was stunned, and swore he would find her and win her



heart. He left his kingdom, setting aside his duty and place to pine after the woman who scorned him. Weeks after he left, the shame of the botched marriage and the winter chill finally took their toll on King Kanulf and he fell ill, leaving the throne in the hands of Glyfmar, Ragnar's brother and second son. A wild man, he was everything Ragnar had been and worse. Surprisingly, he had no designs on his father's throne and saw it as Ragnar's rightful place. Alfild's refusal and Ragnar's shame burned hot in Glyfmar's heart until it finally became too much to bear. He vowed he would find Alfild and Ragnar and drag them back to the kingdom and force the two to settle their feud and do their duty. Volderholm also boasted a large fleet of longships; Ragnar took the finest of these, the *Northwind*, as his own and set off on his own career as a raider, always seeking news of Alfild and plotting his vengeance.

For his part, Kanulf did not like the idea of his last son setting off on a life of adventure, but could do little to restrain the headstrong young warrior. Glyfmar proved to be a skilled captain, however, and soon a steady flow of riches began to swell Kanulf's coffers. The king demanded that Alfild's brother, Jarl Thorvald command her to submit to his son's wishes, but stopped short of threatening open warfare over the matter.

King Kanulf has grown old, and may not live much longer. On his father's death, Ragnar will ascend to the

bloody throne of Volderholm, but in his absence, it is Glyfmar's duty to rule. He will turn the entire wealth and power of his nation to wedding his brother to "his" bride and restoring Ragnar to his rightful place. If Thorvald continues to put off Kanulf's demands, he may go so far as to declare war on Alfild's clan, an event that can only end in disaster and sorrow.

PERSONALITY

Glyfmar's years at sea have not moderated his arrogance. He is still a prince of Volderholm, and expects his commands to be obeyed instantly and to the letter. He commands a crew of over 50, overseeing them with an iron fist and ruthlessly punishing any disobedience or perceived shortcomings. He is loud and boorish, and drinks at all hours of the day, even when sailing.

In port, Ragnar enjoys drinking heavily and sometimes feasts for days. He is very fond of women and he is infamous for chasing anything young and female that crosses his path. Again, he expects to be given anything he desires, and on occasion leaves port without paying a copper for all his excesses, believing his hosts should have been grateful for his presence.

APPEARANCE

Glyfmar is a handsome man who has begun to fray around the edges. His life as a sea captain maintains his strong physique, but he still drinks huge quantities of ale and pursues women wherever the *Northwind* makes port, and his excesses have left him with a bit of extra flesh and an increasingly ruddy complexion. He has fine blonde hair and has attempted, with mixed success, to grow a beard like other northern raiders. His expression is one of continued barely restrained anger.

He dresses in rich embroidered tunics and wears a gold and silver-decorated helm and fine chainmail in battle. He carries the ancient sword *Dragonbiter* and it is said his shield bears potent protective enchantments.

GUTHRIM OLAFSON

"It is true! A great and fearsome bear fought alongside the northern devil and her hateful minions! Why does no one believe us?"

—A villager describing an attack by the Snow Queen

One of five warriors known as Alfild's huscarls, Guthrim (*male human werebear journeyman*) has loyally served Alfild since the battle against the ice trolls. He is the best bowman on the ship after Hrothwulf, but his secret nature—known only to his fellows—is a major

reason for the *Snow Queen's* dark reputation. While he is a fine bowman and an excellent sailor, Guthrim is also a berserk and a skinchanger, who transforms into a fearsome creature in battle.

BACKGROUND

Many stories of Alfild's raids tell of a great, blood-covered bear that accompanies the warriors and seems to fight alongside them. These stories are usually dismissed as the ravings of frightened peasants who can't distinguish between a bear and a fierce northman in a bearskin cloak, but in reality, the tales are entirely true.

An accomplished warrior in his own clan, Guthrim served his chief Asgird as a huscarl—a full-time warrior whose only duty was the defense of his village. Known as a berserker, Guthrim felt a great kinship with the mighty brown bears that roamed the forests nearby, and at length joined the Bear Lodge, a well-known berserker society. The lodge encouraged its members to emulate the ways of the bear, and in secret ceremonies, they tried to summon the spirits of primal ursines, asking them to grant strength and bravery to lodge members.

During one of these ceremonies, Guthrim was actually possessed by the spirit of an ancient bear, and transformed into towering ursine form before the other awed warriors. He was a shapechanger, the most respected and deadly of Bear Lodge warriors.

Seeking to understand the wild spirit inside him, Guthrim continued his life as a warrior, fighting in many battles before arriving, along with almost every able-bodied fighter in the north, at Lake Nyalsvaar, and while raging in bear form saw a vision of himself fighting shield-to-shield alongside a beautiful warrior-maiden. Emerging from his rage, Guthrim beheld Alfild and realized that she was the woman from his vision. Other warriors approached her, offering their service, and he joined with them, telling Alfild of his vision and his destiny.

Since that day Guthrim and the other four huscarls—Alfgrim, Finnuvar, Einaar and Stynbjörn—form the backbone of Alfild's crew, and fight bravely by her side. Five of the original 12 have perished, all dying bravely in Alfild's service, leaving seven—the five huscarls, Stellan and Hrothwulf—as the survivors of that day on the ice when they joined together as sword-brothers.

As with the other crew, Guthrim combines the rough nobility of the northman with the savage bloodlust of the barbarian, and few if any enemies have survived to tell of an encounter with him. Most simply flee at the sight of this mighty bear, snarling and foaming, its claws and teeth rending bodies and crushing skulls.

PERSONALITY

The price of Guthrim's gift is estrangement from his fellow humans—he is truly at ease only with other Bear Lodge warriors or berserkers, and he spends much of his time with first mate Skellan. The crew respects his wishes in this regard and few approach him except in the direst of need. Alfild can also talk to him, for his oath to her supersedes almost all other loyalties. For the most part, Guthrim keeps to himself and talks little. When given the chance he will often drink to excess, but this isn't much different from anyone else in the *Queen's* crew.

APPEARANCE

Like most skinchangers, Guthrim resembles the creature whose spirit he harbors, and the resemblance grows greater with each passing year. He is a broad and hulking man with heavy brows and a fierce expression. His hands are huge, and he has been known to wield a two-handed axe in each hand while fighting. He is among the strongest men on the ship, with arms that are the size of a lesser man's thighs. He wears a beartooth necklace and a cloak made from a bear pelt, its head fitted to his helm to make him seem ursine even when he is in human form.

IVAR EGILSSON

Most of Alfild's crew consists of veteran warriors and sailors like Ivar (male human journeyman). To him, his captain is nothing short of a living legend, and her sworn bondsmen are nearly godlike. This doesn't stop him from trying to emulate them, however, and his exploits are every bit as bloody and exciting as the rest of the crew. Ivar joined for the adventure, and so far, he has gotten adventure aplenty.

BACKGROUND

The youngest of five brothers, Ivar grew up in his brothers' shadows, watching as each grew to manhood,

Barbarians Descend on Scurvytown, Twelve Dead, Nine Missing

~ The Shipping News

earning their places in their settlement, and collecting their share of the family heritage. By the time Ivar's turn came around, there was little left for him, other than to help run the family farm or oversee its herds. He could also have served on one of his brothers' ships, true—but the idea of starting out in such a menial position, and under the command of a sibling to boot, was too much for this restless young man.

Like many youths in similar situations, Ivar chose to sail out with a new crew, free and unencumbered by family obligation. When the *Snow Queen* put into port near his village, Ivar approached Alfild in the faint hope he might be included in the company of this now-legendary crew. To his surprise, Alfild and her fellows found Ivar more than qualified for membership, and took him along on their next raid. There, Ivar distinguished himself, seizing considerable booty and fighting bravely alongside the other raiders. His place on the crew was assured, and since that day, he has served with loyalty and distinction.

PERSONALITY

Ivar typifies the spirit of the *Snow Queen's* crew. At sea, he is calm and workmanlike; in battle he is fierce; in port, he is a wild man, always ready to drink, fight, or chase women with the best of them. When brawling—again, one of the crew's favorite pursuits—he divides his time almost equally between breaking heads and having his head broken, but so far does not seem to have suffered any permanent injury for it.

APPEARANCE

Ivar is the very picture of the northern adventurer—tall, muscular, with pale skin and rich red-blond hair. His beard shades toward bronze, and he is known to be very vain about its appearance, keeping it constantly groomed and often elaborately braided. He wears a chain shirt and light helm in battle, and prefers single-bladed axes, which allow him to both hew and throw with deadly accuracy.

THE SNOW QUEEN

“Gods of battle bless this ship and all who sail in her, let them face their destiny and not be found wanting. I have gazed into the lake of dreams and seen the future, and it is bathed in dragon's fire. Let this vessel quench the fire and rid the world of the dragon-god's scourge.”

—Hrolf Kinarsson, when first launching the *Snow-Queen*

A magnificent clinker-built northern dragon-ship, the *Snow Queen* (*Snjór Drottning* in the northern tongue)

was built by the famous northern shipwright Hrolf Kinarsson, and given to Alfild by its grateful builder in recognition of her service in the war against the ice trolls. Sleek, graceful, sturdy almost to the point of indestructibility, the *Queen* is a true thing of beauty. Other vessels may be larger or swifter, but no northern vessel combines these qualities in the same manner as the celebrated *Snow Queen*.

HISTORY

The great shipbuilder Hrolf Kinarsson achieved a nearly legendary reputation among his fellow northerners. Something of a mystic, he is known to dwell on a distant island with his hand-picked apprentices, producing ships at his own pace and according to his own design, which he claims is inspired by the gods themselves. He is nothing but a messenger, he says, and it is the gods who truly deserve credit for his creations.

Whether this makes Hrolf a true genius, prophet, or madman is irrelevant to most northmen. In the end, all that matters is his ships are the finest available. Northern chieftains and princes know Hrolf's ships are beyond price, and many are willing to beggar their domains and impoverish their own subjects for the cost of a single one of Hrolf's vessels.

Hrolf and his apprentices sailed to the battle at Lake Nalsvaar and joined in the battle to save their homeland from the troll invaders. Like many other northmen, Hrolf was amazed when the shieldmaidens arrived to rescue the army from destruction, and awed at the ferocity of the warrior Alfild. Rather than pledge his service to her, Hrolf instead offered an even greater gift—his own ship, the *Snow Queen*, which had borne him and his companions from his island fastness to the battlefield.

Alfild accepted the gift gratefully. The *Queen* represented Hrolf's design and artistry at its height, and he claimed to have seen it in a vision sent by the All-Father himself. Within a few months, both she and the vessel were famous among the northmen and objects of dread among their victims.

FEATURES AND DEFENSES

The *Snow Queen's* construction includes no magic, no arcane knowledge, no ancient or especially exotic materials—she is the product of pure human labor and artistry, but even so is a marvel that rivals even the enchanted ships of the elves. She is clinker-built, constructed of overlapping planks, with a double-headed design, its high stem and sternpost carved in the shape of fierce, snarling dragons. The *Queen* maneuvers

with the aid of a side-mounted rudder, and the hull supports a single deck, with rowers' seats on either side. Belowdecks is tight, reserved primarily for cargo. Normally, shields hang on the side of the ship as it sails, and these provide additional protection from arrows or missiles from opposing vessels. The *Queen* has a single mast with a massive, square-rigged sail.

Despite its beauty and graceful design, the *Snow Queen* functions primarily as transportation, delivering its crew into battle, but rarely taking part in combat itself. All the same, the ship is a wonder of sturdy design, its planks crafted from aged hardwood, each fitted carefully and hand-shaped to the others, pegged, varnished, and sealed by Hrolf and his many apprentices. Broad in the beam and highly stable, the *Queen* has endured heavy seas and ferocious weather that would wreck lesser vessels and, if necessary, can stand up in direct combat with other ships.

For the most part, the crew itself provides the ship's offensive capabilities, delivering clouds of arrows and spears from behind the protective shield-wall that normally surrounds the deck. When at close quarters, crewmen snatch up their shields and swarm onto enemy vessels, screaming battlecries and cutting a bloody swath through defenders.

KEY LOCATIONS

All of the following locations and places of interest may be found on the *Snow Queen*.

1. FIGUREHEAD

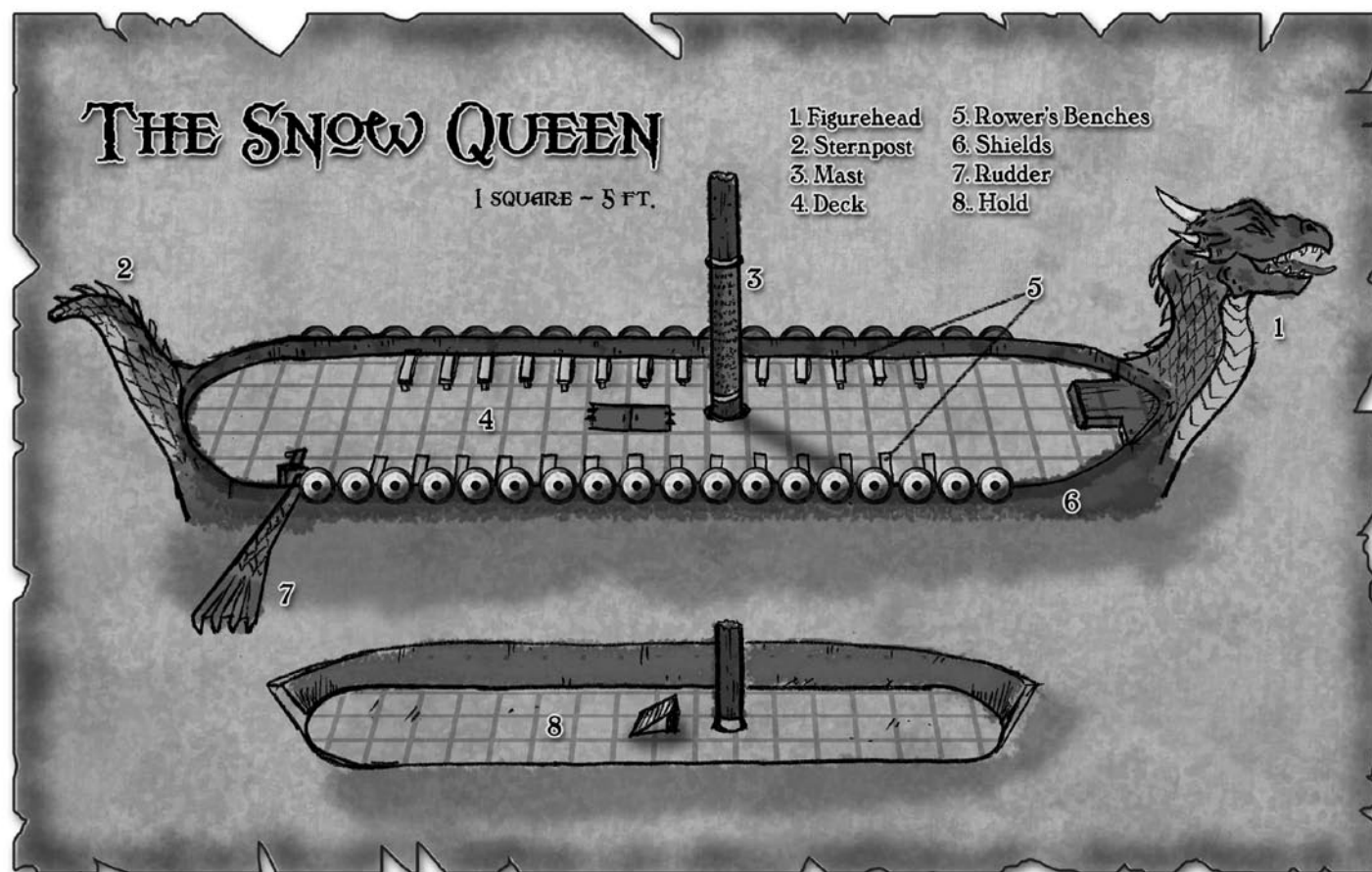
The *Queen's* dragon figurehead is unusual in that it is not as stylized as that of most northern vessels. This dragon, which Hrolf the shipwright claims to have seen in the original vision of the ship, is quite fierce and lifelike, with weathered scales and a broken tooth. Hrolf has confided in Alfild that he believes it to be the *Queen's* destiny to face this very dragon at some point in the future, though he is not sure of the outcome of such a dreadful meeting.

2. STERNPOST

The post opposite the dragon figurehead is carved in the shape of the same dragon's tail, gracefully rising high from the water and, again, painstakingly crafted by Hrolf himself to conform to his original vision.

3. MAST

Hrolf had been saving a single, enormous, perfectly straight ash tree for the day when he built a special ship that would embody all his knowledge and skill. The vessel



was, of course, the *Snow Queen*. Its mast is sturdy, iron shod, and carved with numerous runic verses, most of which are from northern sacred texts. Most of these are prayers to the gods of the sea, but careful inspection of the mast (a task that might take days given the intricacy of the carving) reveals several verses are not from any known text, and appear to be invocations to an unknown “dragon-god” called Haekstraal. So far, no one has undertaken such a close inspection of the mast, so the mystery of Haekstraal’s identity and why Hrolf carved the invocations remain unasked (and certainly unanswered) questions.

4. DECK

Crafted from individually fitted planks of oak and hickory and painstakingly varnished, the deck is an aesthetic marvel in itself. As there is normally no room belowdecks in the case of heavy weather, the crew spends most of its time here—canvas tents or awnings can be erected to provide protection from the elements, but usually the hardy northmen simply endure the cold, rain, and billowing surf.

5. ROWERS’ BENCHES

On either side of the deck, hardwood benches support the crew while rowing. Oars are stored on either side of the benches and are extended out through oarlocks, normally covered by pitch-sealed wooden hatches. The *Snow-Queen* can make good time under its own power, and the crewmen are a sturdy lot, often able to keep rowing for hours or even days on end.

6. SHIELDS

As warriors, crewmembers are responsible for their own weapons and armor—each warrior’s shield is hung by the side of the vessel opposite his rower’s bench. Each shield bears a different insignia, usually painted by the bearer himself—some are clan totems, others are religious symbols, and still others are simply aesthetic abstract designs or animal icons the user happens to like.

7. RUDDER

In keeping with the overall aesthetic of the vessel, the *Snow Queen’s* side-mounted rudder is in the form of a great dragon’s paw. It is normally attached with leather straps and wooden pegs, and can be mounted on either side of the ship. The rudder is kept stowed while the ship is under oar power, when larger maneuvers can be made with the oars themselves, but in tight spaces, in battle or under sail, the rudder becomes indispensable, and the mariner who mans the tiller becomes a very important crewman indeed.

8. HOLD

Hatches in the deck provide access to the ship’s hold. Northern raiders are not known for their cargo capacity, and the *Queen* is no exception—the hold is invariably jammed with supplies, spare sails, weapons and plunder, leaving no room for the crew.

USING ALFHILD

Alfhild can have several different roles in your campaign. Characters may encounter her and the crew of the *Snow Queen* in port, where they are engaged in their usual pursuits of drinking, feasting and raising hell—a brawl with the crew is sure to end in considerable mayhem, and might even draw the attention of the city watch. Alfhild can also be an ally or associate of the characters—she may have plunder to sell, or accompany the PCs on an adventure or quest, and can also be a source of information and intelligence regarding goings-on in the north.

It’s far more likely, however, that the beautiful shieldmaiden will end up as a foe of the party, for in the end—despite some admirable qualities—she and her crew are barbarians, raiders, and killers of the first order. The PCs may have heard of the *Snow Queen’s* bloody exploits, for example, and be forced to reconcile Alfhild’s dire reputation with the exotic blonde warrior who is so popular in Freeport inns and taverns. They may be in a coastal village when Alfhild and the *Snow Queen* attack, or may help rescue some of her victims, either assisting refugees to escape, or pursuing her to help free victims of her slave-raids.

Below is a suggested outline for a campaign involving Alfhild and her warriors. Note that her role in these adventures is ambiguous, for she and her northmen can be both heroes and villains simultaneously.

BEGINNER ADVENTURE

While in a northern coastal town, the PCs are witness to a savage raid by barbaric northmen. The folk of the village tell the adventurers the raid is the work of the legendary killer Alfhild the shieldmaiden, a brutal and merciless murderer and slaver. The adventurers help defend the town and aid some villagers to escape, but the raiders are far too powerful for beginning characters to stop.

Later, in Freeport or another southern port, the characters are shocked to see Alfhild and her crew treated with affection and respect by the locals, who seem to be truly impressed by the shieldmaiden and her exotic followers. If they pick a fight with the raiders, the PCs probably take a beating, though the northerners will stop short of actually killing anyone.

EXPERIENCED ADVENTURE

The PCs, now veterans with a growing reputation, are approached by a powerful northern nobleman, Glyfmar Drakkensfyr. He is, he tells them, hunting the notorious corsair Alfild and intends to bring her to justice. Of course, he is actually the brother of Alfild's would-be husband, hunting down his runaway bride to satisfy his own wounded sense of honor, but the PCs don't know that. If tales of Glyfmar's obsession have already been told or reached the adventurers' ears, then Glyfmar approaches them under an assumed name. He intends to use the adventurers as spear-fodder, sacrificing them to capture the runaway bride.

In the course of the adventure, as Glyfmar, his crew, and the PCs pursue Alfild, the truth comes out and the party discovers Glyfmar's real motivations. In this case, they may turn on him, or agree to help him to take revenge on Alfild for the earlier raid and for their broken heads at the brawl in Freeport. Either way, the attack on Alfild fails, and Glyfmar appears to perish, cursing both Alfild and the PCs as he goes. Alfild herself escapes the engagement, and returns to her old ways, still an enemy (or at least an antagonist) to the PCs and a hero to the ignorant folk of the southern seas.

ADVANCED ADVENTURE

Rumors reach the party's ears regarding a powerful warlord who can raise the dead, and is carving out an empire in the far north. Many northern settlements have been destroyed, their populations transformed into walking undead minions for the new tyrant. The warlord is, of course, Glyfmar Drakkensfyr, returned to life by his rage toward Alfild and her household.

As the warlord fleets of rotting ships descend on the warmer waters, Freeport rallies to defend herself. Even Ragnar Drakkensfyr is stirred to action and, in a mixture of shame and rage, makes ready to leave Freeport to halt his brother's wickedness. Before he goes, he recruits the PCs to help him, taking them on as crew of his vessel as he makes his way north. Along the way, the PCs have several encounters with the enemy, and eventually, to their own surprise and probable frustration, Alfild and the *Snow Queen* rescue them.

The shieldmaiden has fallen on hard times; the *Queen* is operating with a skeleton crew, most having perished in battle with undead. She and her crew are sailing north to face the warlord, and learning that Ragnar himself is among them with the same intent, her heart finally begins



to melt. Despite her antipathy toward the adventurers (and theirs toward her no doubt), Alfild tells the PCs and Ragnar that, for better or worse, they are now part of her crew.

ENDGAME ADVENTURE

After several deadly encounters, the *Snow Queen* is reduced to Alfild, Ragnar, the PCs, and a handful of her surviving crew. Reaching the heart of Glyfmar's domain, they discover the truth of his resurrection—in death, he pledged himself to the evil dragon god Haekstraal, and was granted status as its living avatar, as was seen in a vision by Hrolf Kinarrson, the shipbuilder-mystic. Now in dragon form, Glyfmar is driven only by rage and the desire for vengeance. Alfild, Ragnar, and her crew face him, but are defeated, leaving the adventurers to face Glyfmar alone. If Glyfmar is defeated, you may decide Alfild's final fate—she may renounce her bloodthirsty ways before dying and agree to wed Ragnar in death, or she may pass away unrepentant, cursing Glyfmar and the gods. Alternately, if Alfild survives, she may turn aside from bloodshed, finally wed Ragnar, and retire to quietly contemplate the violence she has created, or even return to the life of a raider, continuing to plague the north while being celebrated and admired in the rest of the world.

~ CHAPTER III ~

FLYNN THE QUICK

Flynn Delmonico (*male human journeyman*), whom his admirers have nicknamed Flynn the Quick, is a young and idealistic human privateer who captains the *Retribution*. As many suspect, Flynn is on the payroll of a Continental power, and patrols the seas around Freeport as a privateer, preying on pirates just as the pirates prey on honest folk. Being a privateer is more than just a job for Flynn, it's a way of life; he believes no evil act goes unpunished, and if the law won't step up to do the job, he and his crew will. This naked idealism has earned him no small share of enemies in Freeport, but so far it has also earned him a reputation as one of the most honest and respectable sailors around. Flynn enjoys preying on the predators, and his devil-may-care attitude extends to his ability to rapidly accrue enemies among the ranks of the pirates in Freeport.

HISTORY

Flynn the Quick was not always the hunter of villainous pirates he is now, or even a sailor for that matter. In fact, it was not too many years ago Flynn was a student at a prestigious university on the Continent. His parents were wealthy merchants who made a handsome living on the trade routes between the Continent and Freeport, and their wealth had gotten Flynn accepted into one of the few excellent centers of learning on the mainland. There he studied everything from history to the arts and

poetry, and he quickly climbed to the top of his class as an exceptionally sharp student.

Things changed rapidly for Flynn when he was nearing the mid-point in his education. Flynn had grown arrogant under the praise of his instructors, believing himself to be an artistic prodigy. He gathered around him a clique of other students, artists, and even sages who quickly fell under the charismatic youth's spell. Never afraid to take chances, Flynn led two of his companions to the ruins of an old watchtower near the university, where he planned to use his artistic talent to paint a mural on the tower's side. During the attempt, one of his companions fell from the side of the tower to her death, and when they brought her body back to the university Flynn, rather than taking the blame and risk ending his bright future then and there, placed the blame on his other companion. The faculty, long enamored with Flynn, accepted his story and expelled the other boy, ruining his future and disgracing his family. Absolved of any wrongdoing, Flynn settled right back into his old routine with nary a thought of the two lives he had ended.

Some months later, Flynn's father had marshaled all the ships in his trading fleet to deliver a shipment of gold, jewels, and other spoils across the seas on behalf of a band of adventuring heroes. Dozens of ships were sent out as decoys, and the one ship carrying the actual treasure put in to dock at Freeport to re-supply. There, the orc pirate Scarbelly attacked the ship and made it possible for dozens

"Oh, he may not look like much more than a boy, but he's definitely a man's worth of trouble. Flynn Delmonico—Flynn the Quick they call him—has been a thorn in the side of nearly every pirate that's made port in Freeport. Everything about him is quick: his ship, his wit, and his blade, and there's no talking any sense into him. One of these days, he's going to find himself in a lot of trouble with the type that holds a grudge, and for that you can pity him. Until then he's got to go around, prodding sleeping sea serpents or standing in the way of them as don't take kindly to obstacles. Most pirates around these parts see him as a traitor, and the Captains' Council doesn't think much better of him either; they think he's a spy for some Continental kingdom, and they may be right. One thing's for sure: he's got enemies a' plenty, and he makes more by the day."

—Bail Ingren, Retired Pirate

of pirates in Freeport to plunder the loot from the vessel. When the treasure was taken, Flynn's father was ruined as he was forced to sell off his entire fleet to compensate the adventurers for their lost wealth. The money spent to keep Flynn in the university dried up almost overnight, and the prodigal young student was unceremoniously sent home. Flynn's family had become destitute in the blink of an eye, and his once bright future was snuffed out.

Flynn saw his family's ruin not as the unfortunate circumstances of life, but as the gods' retribution for the horrible things he had done in school. He believed himself to be directly responsible for his family's ruin, for the first time taking a step back to take a hard look at himself. Shamed by the death and ruin he had caused his friends, and unable to live with the guilt of (he believed) ruining the hard work his family had done since before his birth, Flynn left home with the promise he would one day rebuild what he had destroyed.

Flynn traveled for some years, moving from one port of call to another as a deckhand aboard trading vessels. In his travels, his quick mind and education served him well, as he picked up the skills needed to man almost every station on a sailing vessel with incredible ease. His fellow shipmates taught him the sword, which came to the athletic young Flynn almost as easily as walking. The captains he worked for marveled at his ability to learn new things, and the speed with which he became a proficient sailor. Within a year, he made first mate on a merchant vessel, and within two, he was made captain of a cargo ship in the fleet of a powerful Continental lord.

Within a few months of making captain, Flynn had his first real encounter with pirates. A vessel flying the skull and bones attacked his cargo ship, which was slow and lightly defended. Through quick thinking and some fancy sword work, Flynn was able to not only repel the pirates but to rally his own crew and capture the pirates' vessel for his own. When Flynn returned to port with both his lord's ship and the pirate ship, the noble realized the kind of opportunity he had in Flynn. The lord made Flynn a handsome offer: he would give Flynn the pirate ship he had captured, and pay him monthly wages in exchange for Flynn's allegiance as a privateer patrolling the trade routes to and from Freeport. Flynn quickly agreed, naming the captured vessel the *Retribution*, and set sail for Freeport with a fresh and devoted crew.

LEGENDS AND EXPLOITS

Though young and a relative newcomer to Freeport, Flynn has managed to create (whether through true deeds or merely through spreading rumors about himself) a rather impressive reputation that includes fantastic tales



Flynn the Quick: Dashing Hero or Scurilous Villain?

~ The Shipping News

of his exploits. When Flynn first arrived in Freeport, he learned of a meeting between several independent pirate captains who had plans to band together and overthrow the Captains' Council. He ferreted out the location of the meeting, a hidden cove some miles down the shore from Freeport.

Disguising the *Retribution* to look like any other pirate vessel, Flynn sailed into the cove and parked his ship alongside some of the nastiest pirates the seas had ever seen. Flynn bluffed his way past the guards and sat in on the meeting, learning of the pirate's plans and carefully noting the names of those who were to help them. Slipping away from the meeting, Flynn ordered his men to set fire to the other ships and make haste back to Freeport. As dawn broke, the column of smoke could be seen on the horizon, and Flynn sailed into Freeport and alerted the Captains' Council to the pirates' schemes. The agents of the Captains' Council smashed what little remained of the pirate rebellion, and Flynn was commended for his work.

Some months later, Flynn once again became entangled in seditious pirate activity. Two very powerful pirate lords, who both had small fleets at their disposal, had secretly pledged to provide the naval might the rebellious pirates needed to overthrow the Captains' Council. Learning of Flynn's role in the disastrous cove meeting, these two pirate lords set about plotting their revenge on the young privateer. When the *Retribution* set sail to patrol the trade routes as usual, the pirate lords lay in wait and sprung an ambush upon Flynn and his crew.

With the pirates' ships closing in, Flynn ordered the *Retribution* to make for a dangerous stretch of shallow water known as the Kraken's Maw, where large rock spikes jutted up from the sea floor, their tips just below the surface. Deftly maneuvering the *Retribution*, Flynn sailed through the Kraken's Maw and lured the pirate lords' ships in behind him. As they became stuck on the rocks, Flynn brought his ship around and sailed back through between them. Weaving between enemy ships, Flynn was able to draw fire from both pirate fleets, which the *Retribution* escaped nearly unscathed. The pirate vessels were not so lucky, and both fleets suffered heavy damage in the crossfire. Flynn's own archers used flaming arrows to make quick work of the enemy fleet, and the *Retribution* returned to Freeport victorious.

GOALS AND MOTIVES

Flynn is a man obsessed with the balance between good and evil, particularly making sure that no evil deed goes unpunished. Still believing his family's misfortune was the direct result of his deeds while at university, Flynn vowed to make sure others learn the same lesson he has. Flynn isn't so much concerned with bringing criminals to justice, as he is making sure they get a taste of their own medicine. Flynn turned his life around as a result of his family's devastation, not by being brought to justice; he believes a true change of heart can only occur in the selfish and evil if they see that their misdeeds will only bring the same pain and suffering on themselves. Flynn has found a calling as a privateer because he is not required to arrest or capture lawbreakers, just mete out punishment in the form of his own brand of piracy. Ultimately, Flynn hopes the pirates of Freeport will see their profit will be short-lived and give up their lives of violence, though he knows that such a hope is distant at best.

Though his idealism may seem right and just to some people, in many respects Flynn has remained the same as he was in his youth. He is still self-confident to the point of arrogance, and he believes he knows best how to deal with any situation. For that reason, Flynn has little love for the law or any kind of authority figure. As a privateer, Flynn is the captain of his ship, and he decides how best to go about his business. He knows what he does is for the greater good, but he also believes he alone knows how to bring a reckoning to the pirates he preys upon. Though members of the Captains' Council have attempted in the past to rein him in, Flynn has rejected any kind of authority and marches only to the beat of his own drum.

As a part of his arrangement with the Continental lord, Flynn gets to keep any plunder he takes from pirate vessels (though any cargo clearly marked as belonging to a trade group or a particular merchant is returned to its rightful owner), in addition to a monthly stipend provided by his benefactors. Each time the *Retribution* returns to port, Flynn divvies up the crew's share first (less the cost of restocking or repairing the ship), and then takes his share, sending the bulk of it back across the sea to his family. Though his parents have no idea where the wealth is coming from, Flynn continues to send gold home to them in the hope he can somehow repay them for what they lost as a result of his actions.

BURIED TREASURE

While most of his wealth goes to pay old debts, Flynn has kept one chest of treasure for himself. The chest originally contained the trappings of his former life: books from his time at the university, clothing and personal belongings from home, and letters from his parents while he was at school. Over time, he has added some real treasures to the chest, each of them relating to the event that turned his life around.

One such item is an ornately made silver mirror, decorated with sapphires and the size of a dinner plate. When Flynn gazes into it, he sees not his own reflection, but the reflection of the young girl who died from the fall off the top of the ruined tower. The visage of the dead girl speaks to Flynn and answers his questions, and though the image appears to possess an otherworldly knowledge of events, he is unsure whether it is truly she he speaks to, or some other spectre from beyond the grave.

Another valuable item kept in the chest is a rapier made of the finest steel that, when held, speaks in Flynn's mind in the voice of the friend he betrayed so long ago. The sword seems to know Flynn blamed the girl's death on his other friend, but it has no knowledge past those events. In truth, the sword is merely pulling thoughts and memories from Flynn's own mind, using the voice of his betrayed friend to haunt the privateer's soul. The sword may have dark intentions of its own, but it has not revealed itself as yet. Flynn quickly discovered that carrying it too long darkened his mood and made him lose sight of his true goals. The sword, along with the mirror and a large stash of gold and jewels, remain hidden away in this treasure chest, only brought out ever so often when Flynn seeks advice from the dead girl's visage.

ALLIES

Flynn's most important ally is the noble that set him up as captain of the *Retribution*. Though few aside from Flynn himself know the identity of this benefactor, almost everyone of some importance in Freeport realizes Flynn is associated with some Continental power. After the unfortunate circumstances surrounding the discovery that Saul Hawthorne was a spy for a Continental cabal, many of Freeport's denizens see Flynn as nothing more than Hawthorne's successor. However, Flynn does not deny he is on the payroll of a foreign power, and claims the gold allows him to keep the waters around Freeport safe for merchants and traders to come and go. Flynn never reveals any details about this employer, or the details of their arrangement, but he challenges anyone

who questions his motives to prove he's ever done harm to Freeport. For the most part, Flynn's benefactor never really gets involved in the work he does, and for that Flynn is grateful. Though the other inhabitants of Freeport might call Flynn a Continental lapdog behind his back, the privateer's devotion to making Freeport a safe place to do business has earned him the respect of merchants, traders, and even important members of the Captains' Council.

Despite the talk of his Continental allegiances, Flynn is well liked by many – except, of course, pirates. His charm and quick wits are usually enough to win over even the most curmudgeonly captains, and he always has a kind word or a sly joke for everyone he comes across. Flynn has paid special attention to those who can help him in his quest to root out pirates and their activities. Chief among them is one of the local dock foremen, a man by the name of Barrin Durmstead. A brawny man in his mid-forties, Barrin is in charge of several of the dockworker crews captains can hire to load and unload their ships while in port. Realizing early on that dockworkers have access to nearly all ships, including pirate vessels, Flynn befriended Barrin and earned his trust. Barrin makes sure to gather any news or rumors his dockworkers pick up regarding piracy, then passes that knowledge along to Flynn surreptitiously. Over the years, Flynn has picked up quite a bit of useful information through this channel,



including the routes and plans of pirate ships seeking to prey on other ships off the coast of Freeport. Both Flynn and Barrin know if the pirates of Freeport ever discovered Barrin's dockworkers were spying on them their lives would be in danger, and they take every precaution to ensure Barrin's contributions to Flynn's cause are kept under wraps.

Flynn is a man with allies in high places, and when it comes to Freeport, none is in a higher place than the Sea Lord, Marilise Maeorgan. Marilise believes the key to a prosperous Freeport is unbridled capitalism, and thus far, she has been proven right. It should come as no surprise Maeorgan sees Flynn as one of the best things to happen to Freeport in recent years. Flynn's actions make it safe for merchants and traders to come to Freeport, bringing untold wealth with them. Moreover, Flynn seems to target only those pirates who are the most disruptive, so the Captains' Council rarely has to deal with any rogues who get out of control. Though there are grumblings throughout the city that the Sea Lord is a little too friendly with the Continent, she has made it clear in no uncertain terms that Flynn is to be allowed to continue operating in the waters around Freeport. The charming privateer enjoys this level of protection, though he knows the Sea Lord can only protect him from those who follow the edicts of the Captains' Council, and many of the pirates Flynn has crossed care

little for Maeorgan's decree. Rumors of their romantic involvement are patently untrue, as Maeorgan still has no intentions of marrying anyone.

ENEMIES

In a town like Freeport, it should come as no surprise that a privateer who preys upon pirates would earn himself more enemies than friends. Since Flynn always leaves his targets alive (in the hopes they will change their wicked ways), the young privateer has left a trail of enemies behind him wherever he sails.

One such enemy, and one whose animosity Flynn returns a hundredfold, is the orc pirate captain Scarbelly. It was Scarbelly and his ruthless crew of pirates that led directly to the financial ruin of Flynn's parents, and though Flynn does believe Scarbelly may have been an agent of Fate, it does not lessen his distaste for the orc one bit. Over the years, Scarbelly and Flynn have clashed a number of times, each time the battle ending in a stalemate. Both captains have suffered heavy losses at the hands of the other, and their rivalry is perhaps one of the most bitter in all of Freeport. Flynn's quick wits and deft swordplay have proven to be a relatively even match for Scarbelly's brute strength and hordes of disposable pirates, and there is absolutely no love lost between the two of them. Since Scarbelly is one of the vilest pirates in Freeport, Flynn has singled him out as his prime target. Whenever Scarbelly sails for open water, one can be sure the *Retribution* won't be far behind. Though Flynn does not target Scarbelly to the exclusion of other pirates, he takes every opportunity to harass the orc captain, and is not afraid of direct conflict.

When Flynn broke up the seditious pirate meetings and then foiled the ambush laid for him by two pirate lords, he created a powerful enemy for himself that he may not even know he has. One of the pirate lords, and burn-scarred dwarf by the name of Cleggan Steelhammer, has vowed to see Flynn humiliated and destroyed in repayment for his actions. However, unlike Scarbelly, Steelhammer has shied away from direct confrontation with the young privateer. Lacking the resources he once possessed, Steelhammer now uses more subtle means of dealing with Flynn and his crew. While Flynn focuses on attacks against pirates like Scarbelly and others he meets on the open seas, Steelhammer works from the shadows of Freeport to whittle the privateer down. Whenever one of Flynn's crewmembers is killed in a barfight, mugged and murdered in an alley, or vanishes entirely, there is a good chance Steelhammer may have been behind it. Patient and cunning, Steelhammer works tirelessly to bring Flynn's power base crumbling down underneath



“Ho there, good pirate! Count yourself lucky, for today your life shall change forever! No longer shall you be a slave to violence, for I’ve come to relieve you of that burden. In fact, your cargo hold seems a bit burdened as well—it’s best then that my men and I unload your vessel so you can sail on into dearer waters unhindered.”

him, and when the moment is right he will strike the final blow to bring Flynn to the ruin he suffered at the privateer’s hands.

An unlikely enemy of Flynn’s is the well-liked Captain Marcus Roberts. Though the two have never met in battle, Captain Roberts has made no effort to disguise the disdain in which he holds Flynn. Despite the fact Flynn is doing the city a service with his privateering, Roberts simply cannot see beyond the fact that Flynn is working on the payroll of the enemy. Roberts was deeply involved in the events surrounding the Succession Crisis, and during that time he discovered that many of the problems were caused by a Continental spy, Saul Hawthorne. Because of that, he refuses to believe Flynn’s claims that he merely seeks to clean up the waters around Freeport, and holds firm in his belief Flynn is in Freeport to somehow open it up to Continental invasion. More troubling to Roberts is the fact that Flynn and the Sea Lord, Marilise Maeorgan, seem to have struck a bond that grows stronger every day. Concerned Flynn may be exerting some influence over Maeorgan, Captain Roberts has discreetly sent missives to the Sea Lord urging her to banish Flynn from Freeport. Her refusal to do so, in no small part due to Roberts’ own treasonous support of Libertyville, only frustrates Roberts more, and despite the fact that both men are acting on what they think are the best interests of Freeport, the sparks continue to fly between them. For his part, Flynn seems to think Roberts sees him as a threat, and in turn considers Captain Roberts to be a hindrance in carrying out his mission. In Flynn’s eyes, Roberts is merely encouraging more pirates to spring up every time he attempts to stymie the young privateer, and though their feud has yet to come to violence it may not be long before Flynn decides Captain Roberts is just as bad for Freeport as the pirates he preys upon.

GURSE

Since that fateful day when Flynn saw his friend fall to her death, the memory has haunted him. Despite his attempts to hide it, Flynn’s dreams are filled with the vision of her plunging off the side of the tower, and this event has so consumed him it has become a part of who

he is. It is said by many (including some of Flynn the Quick’s targets) his own guilt flows through the tip of his sword, and anyone struck by his blade feels the same remorse the privateer himself does. A few ex-pirates, those who gave up piracy after falling victim to Flynn’s attacks, even claim the cut of Flynn’s blade causes a man to become cursed, seeing visions of every man, woman, or child he has harmed or killed anytime he sees his own reflection.

THE CREW

“What kind of bloody fool wants to make himself an enemy of every pirate sailing the seas? Aye, fools, I say. That Flynn’s got a whole ship full of fools doing just that. He’s a smooth talker all right, and he’s managed to get the lot of them under his spell, but it would take a lot more than his silvered tongue to get me to bring the wrath of every pirate in Freeport down on my own head.”

—Saren al Vannar, *Bosun of the Lightning*

The crew of the *Retribution* takes risks with their own lives on a daily basis. Even when in port, which should be a safe haven for a privateer crew, they must constantly be ready for a member of another pirate crew to make trouble. Flynn Delmonico is not the only one to make enemies; the crew of the *Retribution* faces the same perils as their captain, and often without the protection afforded by Flynn’s unusual friendships. Because of this, most of the *Retribution* crew are tough and vigilant men and women who have learned to keep a wary eye on those around them. This often gives people the impression the crewmembers of the *Retribution* are paranoid—and to a certain extent they are. If they keep outsiders at arm’s length, it is only because letting someone come closer is a good way to get a knife in the ribs.

ORGANIZATION

Aboard the *Retribution*, Flynn the Quick is the final authority on all matters. Reporting directly to him is

the bosun, Fraya Kent, a hard woman who keeps order aboard the vessel and ensures all of the captain's orders are carried out. A small number of officers report to Fraya, including three captains of the watch and a master-at-arms, keeper of the ship's arsenal. The rest of the crew acts as both sailors and soldiers, and are required to keep the ship running and participate in all boarding actions.

RECRUITMENT

Flynn handpicks each member of his crew, to sort out the weak and disloyal, as well as spies, saboteurs, and assassins planted by his enemies. Once early in his career, an agent of an unknown enemy got close enough to drive a dagger into Flynn's shoulder, and it would have been through his heart had it not been for his exceptional reflexes.

Flynn takes excellent care of his crew, and gives them much larger cuts of the plunder than most pirate captains do. As a result, quite a few sailors try to sign on with Flynn whenever he is in port. Most of them, however, are turned away. A sailor must have more than a lust for wealth in his heart when he signs onto the crew of the *Retribution*. Captain Flynn only wants sailors who truly share his ideals. The bulk of those who do make it are honest sailors who want to see the waters around Freeport kept safe from criminals.

Flynn has also been known to recruit from the ranks of the pious. A number of his crewmembers are former (or even current) members of the clergy, dedicated to all manner of benevolent gods. Some of those who have served aboard the *Retribution* have done so as a part of their clerical training, while others who found life in a monastery or temple too restrictive eventually made their way to the decks of the *Retribution*. Though at any given time no more than one or two of the *Retribution*'s crewmembers are priests, Flynn always keeps a sharp eye out for potential recruits when visiting those who dedicate their lives to the service of good.

MEMBERSHIP

Once Captain Flynn picks a person to join his crew, that recruit may stay on for as long (or short) a period as they like. Though Flynn would prefer it if all his crewmembers

took up his cause and became a permanent member of his crew, he knows such dedication leads to a hard life, and many men and women serving aboard his vessel have families to attend to. Still, Flynn handsomely rewards those who remain in his service. His most experienced crewmembers fill out the ranks of the ship's officers, and their continued service nets them greater shares of plunder each year. Flynn is always sure to make his veteran sailors happy while still remaining fair to the rest of the crew, and those who have sailed with Flynn for years find themselves well compensated.

As a member of the *Retribution*'s crew, each sailor is responsible for all the mundane duties that keep the ship operating. Beyond that, all crewmembers are tasked with constant vigilance: Flynn's standing order doubles the night watch and keeps the crow's nest manned at all times. The halfling Delen Windwright spends most of his days in the crow's nest, though even he needs to come down from time to time, and Captain Flynn always ensures the most sharp-eyed member of the crew (aside from Windwright himself) takes his place. When the fighting starts, the crew is to preserve as many lives as possible without taking risks, and quarter is given to all who ask for it. Flynn is no fool, though, and he expects his crewmembers to put down anyone who might continue to be a threat even after mercy is shown.

SYMBOLS AND SIGNS

Though Flynn is not much for personal glory, he does maintain a number of symbols that indicate his handiwork. Flynn's most famous symbol, and the one found on the flag flying atop the *Retribution*'s mast, is a red hawk gripping a rapier by the blade in its talons, set against a white field. This symbol is also used by Captain Flynn in his personal communications (he wears a signet ring with the image engraved in it, which he presses into wax seals), and has been seen emblazoned on the side of ships targeted by Flynn and his crew. Sometimes the hawk is used by itself, but only when it can be presented in color; the red hawk of Flynn the Quick has been painted by vandals on the sides of pirate ships in Freeport, and ale houses, inns, and other establishments frequented by pirates often have the red hawk slathered on their sides in the depths of night.

Red Watersas: Retribution and Bloody Vengeance Clash!

~ *The Shipping News*

FRAYA KENT

“Me mate Stefan decided to go down to that ship and tell her she needed to settle down as some man’s wife, and he was the man for her. Of course, Stefan had been deep in his cups that night, he had, and Fraya weren’t in no mood for it. Once she got the rope wrapped around him, she spent the rest of the night dunking him in the water off the side of the ship. He ain’t been back down to the docks since.”

—*Badgett Harrigan, Local Fence*

A hard woman who is more than a match for any man aboard the *Retribution*, Fraya Kent (*female human journeyman*) is the first mate to Captain Flynn and a valuable member of his crew. A handsome woman in her late 30s, Fraya has been serving at Flynn’s side almost since he began his career as a privateer. Most of the men in Freeport, at least the single ones, learned a long time ago Fraya was not to be courted—she considers the sea her husband and has no desire to abandon her role at Flynn’s right hand in exchange for a sedentary life at home. Though there are others among the crew who are more skilled swordsmen, few can match Fraya for her cunning. Fraya comes at her opponents from all angles, preferring to keep them off balance rather than face them straight up, and for that she has garnered a reputation as a treacherous opponent.

BACKGROUND

Fraya Kent was born and raised in Freeport, and if she has her way, she’ll end her years there, too (or, better yet, on the open sea). Though little is known of her life before she reached adulthood, it is known that her father was a fisherman and her mother worked as a servant in some noble’s house. As far back as most people can remember, Fraya had been working on ships sailing out of Freeport. She worked on her father’s fishing boat at first, and later—after his death—aboard a number of other fishing vessels. Over time, she became quite the sailor, and eventually she worked as a deckhand for a number of merchant vessels. Though she won’t openly admit it, she also spent a good deal of time with the Lobstermen, learning the secrets of their underwater exploration techniques. By the time she had reached full adulthood, Fraya was as good a sailor as nearly anyone else in Freeport and she had a list of vessels she served on that is as tall as a human adult.

Though she was mostly content to sail on merchant vessels and trading ships, fate would intervene and put



her on a path to become the first mate of the *Retribution*. Sailing home for Freeport aboard a merchant vessel, Fraya found her ship under attack by pirates. Despite her experience, the marauding pirates quickly overwhelmed the crew, and knowing what would happen to her were she to be captured, Fraya dove overboard. Surreptitiously making her way away from the battle, Fraya began swimming off in the direction of a nearby island chain. When no ships came soon, she began to worry, and after months of living off the fruits of the island, she began to grow desperate. She built signal fires, and as bad luck would have it the same pirates who she had originally fled from were the ones who pulled her off the island.

Fraya spent several weeks in captivity, enduring all manner of humiliations at the pirates’ hands. But as she did so, she began to plan her escape. Using a sliver of wood she managed to pull from one of the planks in the wall, Fraya sawed through her bonds and freed herself. Nearly delirious with fatigue and her desire for vengeance, Fraya slipped behind her guard and killed him with her bare hands, took his knife, and then quietly went from pirate to pirate, slitting their throats. By the time the sun rose, Fraya was the only person alive aboard the ship, and unable to sail the ship alone, she collapsed on the deck and resigned herself to death. Flynn, on one of his first patrols, saw the ship and was prepared to set upon

“As far as I’m concerned, every pirate in Freeport can hang himself. Truth be told, a pirate is just—no you fools, if you don’t pack those crates tight they’ll shift! Do it right or I’ll make you wish you’d never signed on!—Anyways, a pirate is just a man too lazy to work an honest job, says I.”

it. When he discovered none alive but Fraya and she told him her story, Flynn offered her a position on his crew. She has been with the *Retribution* ever since.

PERSONALITY

It is no exaggeration to say Fraya hates pirates with every fiber of her being. The circumstances leading up to her rescue by Captain Flynn were harrowing by anyone’s standard, and she rightly blames rampant piracy for what happened to her. However, instead of being visibly haunted by her experiences, Fraya became more bold and aggressive following her captivity. Fraya is a blunt and honest woman who minces no words, and when she wants something done she lets it be known in a direct manner. Though she is friendly to those who show her kindness, she is not afraid to stand toe-to-toe with her enemies, and her brushes with death in the past have only emboldened her. She is completely dedicated to her work, and her desire to see piracy wiped out is second only to her love for the sea.

APPEARANCE

Though there are more beautiful women in Freeport, Fraya is a visually appealing woman by any account, with dark hair and olive skin that complement each other well. Though some would call her handsome, she has a hint of an exotic quality to her beauty disguised only by the fact she is decidedly un-ladylike. More at home in the clothes of a sailor than a dress, Fraya cares little for any kind of clothing that restricts her ability to sail the *Retribution*. However, Fraya is very, very fond of jewelry, and the gaudier the better. At any given time, Fraya is likely to have a tacky array of rings, necklaces, and bracelets on, but none so loose as to get in her way when working on the deck of the ship.

GERRIC STEELSONG

“Never thought much of them elves, myself, but that Steelsong is right nasty with a blade. Ever wonder why Flynn’s such a good swordsman? It’s Steelsong that trained him, and he continues to. When the moon’s bright, they train on the deck. When it’s not, they train in the dark.”

—*Lanyk, Bouncer at the Wet Harangue*

A dangerous man with a blade of any kind, Cerric Steelsong (*male elf journeyman*) is an elf swordsman who has traveled with Flynn for years, helping him master the art of the sword. Rumored to be a master from an elven kingdom on the Continent, Cerric is one of the few warriors in Freeport that can best Flynn in a duel. Quiet and moody, Cerric has never given any reason why he continues to travel with Flynn other than to continue his training. In truth, Cerric swore to see that Flynn became a master swordsman, and he will not be satisfied until Flynn can best him—a feat that may never be possible no matter how much training the captain receives. Cerric acts as the *Retribution*’s master-at-arms.

BACKGROUND

Cerric Steelsong was raised in a Continental elven kingdom as a professional armsman. He trained in the art of swordsmanship from childhood, and despite his mother’s protests, his father had him training with practice swords when most of his friends were still playing with toys.

During his rise to adulthood, Cerric quickly became known as one of the most talented and dangerous warriors in his kingdom, and thanks to his years of practice, none of his contemporaries could even come close to challenging him. Cerric’s skills caught the eye of several elven nobles, and for some years he acted as a personal bodyguard to wealthy elves who needed armed protectors. But after some time this became a tedious profession to the elf, and Cerric abandoned his life as a bodyguard to continue his studies in the sword.

Cerric traveled the world, studying with a variety of masters and learning techniques beyond those available to him in the elven kingdom. He studied with human swordsmen, Dwarf axe fighters, knife-wielding halflings, and with masters of many other types, taking from those lessons enough to create his own unique style.

Flynn met Cerric Steelsong during his sojourn in Rolland. At the time, Flynn was a sailor on an elven riverboat, hiding among members of another race in order to escape what he thought was his shameful past. During a trip down a particularly dangerous part of the river, the elven ship was attacked by twisted fey. Flynn, who at the time had almost no martial training, was nearly killed save for the intervention of Cerric

Steelsong, who was merely acting as a crewman aboard the vessel. Following this encounter, Cerric swore to train Flynn in the art of the sword until he was a better swordsman than Cerric himself, and he has followed Flynn wherever he has gone since. Cerric has taught Flynn the techniques he created following his journeys around the world, but he can still best his student in almost every duel. The oath he swore binds him, and it is certainly a possibility he may never complete the task he set before himself.

PERSONALITY

Some would describe Cerric Steelsong as quiet; others might choose “morose” or “moody.” Cerric certainly has no words to spare for those he considers of trifling importance. It is not some kind of arrogance that creates this behavior, but rather that Cerric seems to be constantly on guard, as though he were expecting an attack at any moment and could not afford to speak to you lest his enemies spring an ambush. He is really no friendlier with his own pupil, Flynn, and he treats the rest of the crew of the *Retribution* as though they were strangers off the street.

APPEARANCE

Cerric is slender and muscular, with the bearing of a coiled snake, ready to strike. He keeps his long blonde hair pulled back and tied loosely with a strip of leather. He always keeps two swords handy even though he fights with only one, one at his hip and the other across his back. His dispassionate face has an angular appearance, and his cheeks are slightly sunken, giving the impression that he may be malnourished.

DELEN WINDWRIGHT

“Delen! Be careful or you’ll break your fool neck! Come down from there and get your dinner before it’s all gone. No, not that way! The ropes, use the ropes, don’t—dear lord man, one of these days you’re going to miss the landing and splatter yourself all over the deck, and I’m not going to clean it up!”

—Fraya Kent, bosun of the Retribution

The chief lookout of the *Retribution*, Delen Windwright (*male halfling journeyman*) is a halfling with a passion for acrobatics. Carefree and careless, Delen has broken nearly every bone in his body at one time or another thanks to his reckless stunts. While aboard the *Retribution*, Delen spends most of his time in the crow’s nest, but the rest he spends hanging from the rigging or climbing the masts,



never staying in one place long enough to get pinned down. Some of the crewmembers say he spends so much time cooped up in the crow’s nest all his energy has to come out at once until he’s so exhausted he falls asleep, and they are not far from the truth.

BACKGROUND

Delen Windwright grew up on the streets of Freeport without ever knowing his parents, living life as a vagabond and a pickpocket for many years. Though the locals (and the authorities) knew him to be a petty thief, most ignored his illicit activities. Delen was well liked, and whenever he lifted food from a kitchen or cut the purse strings of a visiting merchant, he was usually able to talk his way out of it. Delen’s natural charisma made him a favorite son of Freeport, even if he was a son who lived on the streets and broke the law on a regular basis. It also helped that Delen never got into too much trouble, and limited his activities to petty crimes not likely to cause lasting harm. Delen was more inclined toward mischief than actual wrongdoing.

It was during his larcenous escapades and his mad flights across the rooftops that he learned to enjoy the thrill of tumbling and acrobatics. He loved the rush, the ability to push his body beyond its limits and attain near miraculous achievements of dexterity. So when a group of

traveling performers came to Freeport, and their organizer recognized Delen's knack for physical performance, Delen found a place in the show.

Delen was tasked with performing tricks and stunts of agility, to balance on the high wires, to tumble through the air, and to astound audiences with his courage and skill. In exchange, the halfling would have a home and a chance to see the world. The arrangement, though, lasted all of two weeks, barely making it out of Freeport before the manager, fed up with the rogue's thievery, dumped him on a raft and left him in the sea with a cup of water and crusty loaf of moldy bread.

That might have been the end of the young thief, but not long after his exile, he spotted a sail on the horizon. Fortunately for Delen, it was Flynn's *Retribution* that found him adrift, but the near brush with death by starvation, thirst, and sharks was enough to scare him out of the robbery trade for good. Delen immediately impressed Flynn with his abilities and soon joined the crew. Though it gives Fraya fits, Flynn lets him climb and jump across the ship to his heart's content, which satisfies Delen—for the most part.

PERSONALITY

Delen has what many would call a magnetic personality. It's difficult for even the gruffest, most closed-off sailors not to like the young halfling. He's friendly, charming, and engaging, and always has a bawdy joke or a dirty limerick to share with the crew. One of the reasons Flynn likes Delen so much is because he is the only crewmember that can match him in a contest of wits, which is no small task given the captain's own keen sense of humor. Delen is also very perceptive and vigilant, and is never remiss in his duties as the watcher in the crow's nest.

APPEARANCE

Delen is of average height for his race, and always has a smile and a wink for anyone. His black hair is constantly ruffled and, though he keeps it trimmed short, it seems to want to grow wild regardless of its length. Nearly always barefoot aboard the *Retribution*, Delen has calloused hands and feet from years of leaping, tumbling, and sliding across a variety of surfaces onboard the ship. The long stretches of time Delen spends in the sun have given him a permanent tan, and his skin has begun to turn a bit leathery.

"NIMBLE" JIM THISTLE

"Aye, it's a bit strange to deal with Nimble Jim, especially given his history. I mean, the man robbed me blind once and killed six of my best men, and now I'm supposed to treat him just like anyone else?"

—Captain Arthur Macnell, *Merchant Trader*

Though most folk in Freeport think Flynn's mission to convert pirates to honest citizens is folly, there's at least one member of the *Retribution's* crew that proves it is not. Jim Thistle (*male human journeyman*), called Nimble Jim in the past, was a notorious pirate who sailed out of Freeport and preyed on all manner of vessels in the open seas, at least until Flynn set upon his ship and turned him into a privateer. Nimble Jim claims he's atoning for all the bad things he's done in the past, and Flynn seems to trust him... but the rest of Freeport isn't so sure.

BACKGROUND

Nimble Jim Thistle was a dangerous cutthroat who never rose to much notoriety (at least compared to the likes of some other pirates in Freeport) but who was a scourge of the seas nonetheless. His crew sailed from Freeport to the Continent, ambushing anyone and everyone if they thought there might be plunder aboard. For a time, Nimble Jim was one of the most wanted pirates in the sea following the murder of a Continental noblewoman at his hands. This notoriety pleased Nimble Jim, but it also put him directly within Captain Flynn's sights.

For several weeks Flynn tracked Nimble Jim, always remaining a few hours behind. Finally, the *Retribution* came upon Nimble Jim's ship and set upon it in the night. The crew of the *Retribution* routed Nimble Jim's pirates so thoroughly the fight was over within minutes, leaving Nimble Jim at the point of Flynn's sword with two options: surrender and renounce his piracy, or be taken back to Freeport in the brig. To the surprise of nearly everyone, Nimble Jim chose to renounce piracy, claiming the speed with which they were defeated showed he wasn't cut out for a pirate's life.

With that, Nimble Jim Thistle joined Flynn's crew and became a privateer. Since that time, Nimble Jim has proven to be a valuable member of the crew, and his experience as

Watch Demands Nimble Jim for Questioning: Flynn flees Freeport

—The Shipping News

a pirate has proven invaluable in hunting down potential targets. Nimble Jim has provided Flynn with information on pirate hideouts, secret coves, and shortcuts that have only increased the success of the *Retribution* and its crew. Though many think, perhaps rightfully, Nimble Jim is only putting up a façade of reform, Flynn believes his sincerity. Only Jim Thistle himself knows what it would take for him to betray his new captain.

PERSONALITY

Since his defection to the crew of the *Retribution*, Nimble Jim has become a changed man. Once a harsh and vulgar pirate, Jim Thistle is now a model crewman, performing all of his assigned tasks with speed and efficiency. Nimble Jim never has a coarse word for his superiors, even when he is given a distasteful duty, and he always goes about his work in complacent silence. To those who meet him, Nimble Jim looks like an experienced sailor content with his lot in life, though what lies beneath that exterior is anyone's guess.

APPEARANCE

Nimble Jim is a handsome, bearded man in his early 30s with long brown hair done up in dreadlocks. He usually wears no shirt while working the deck of the *Retribution*, and his chest is covered in a variety of tattoos, most of them pirate marks from his days before joining the crew. Nimble Jim is muscular and fit, and he strides across even the most unstable deck as though he had been at sea his whole life. His eyes are dark and sharp, and for all his visible complacency, there is clearly something more to the ex-pirate.

TYPICAL PRIVATEER

The typical member of the *Retribution's* crew is usually young, human, and as idealistic as the captain himself. Most of the privateers aboard the *Redemption* are experienced sailors, but few are the salty veterans found aboard the pirate vessels. Most privateers are honest, upstanding members of Freeport's community who see their work as keeping Freeport safe in ways the Captains' Council refuses to. Though a crewman might not have a strong grievance with the Captains' Council, most are discontent with the way piracy runs rampant in the waters around Freeport.

BACKGROUND

Most members of the *Retribution's* crew are natives of Freeport, though some are Continental transplants that came with Flynn when he first took control of the ship. Flynn prefers to have a large number of Freeport



natives on his ship for two reasons: one, they have a personal stake in keeping Freeport pirate-free; and two, they know things about the area, the people, and the pirates that a foreigner like Flynn would not. Most of the crewmembers have never engaged in any kind of piracy, and learned their trade aboard honest merchant vessels or local fishing boats. Very few privateers have extensive combat training before joining the crew, so Flynn must oversee their training in the sword. Though Cerric clearly loathes the idea, he teaches each crewman the basics of the rapier so that they can hold their own in combat with battle-hardened pirates.

PERSONALITY

Most of Flynn's privateers are eager to prove themselves to their captain, which sometimes makes them foolhardy. After a few tours aboard the *Retribution* this eagerness dies down a bit, but when it comes time to board a pirate vessel and match steel there is rarely any hesitation.

APPEARANCE

Most of Flynn's pirates are well-kept individuals with a healthy amount of self-respect and good hygiene (as good as can be had in Freeport, anyways). With the excellent pay Flynn grants them, most crewmembers can afford to keep their clothing new (or, at least, patched) and few appear ragged except after a long time at sea.

THE RETRIBUTION

"She's big and dangerous, that one. The pirates in these parts may hate her and her crew, but there's no doubting that she's more than a match for most of them. Fast, too, faster than a ship of that size has any right to be."

—Barrin Durmstead, Dock Foreman

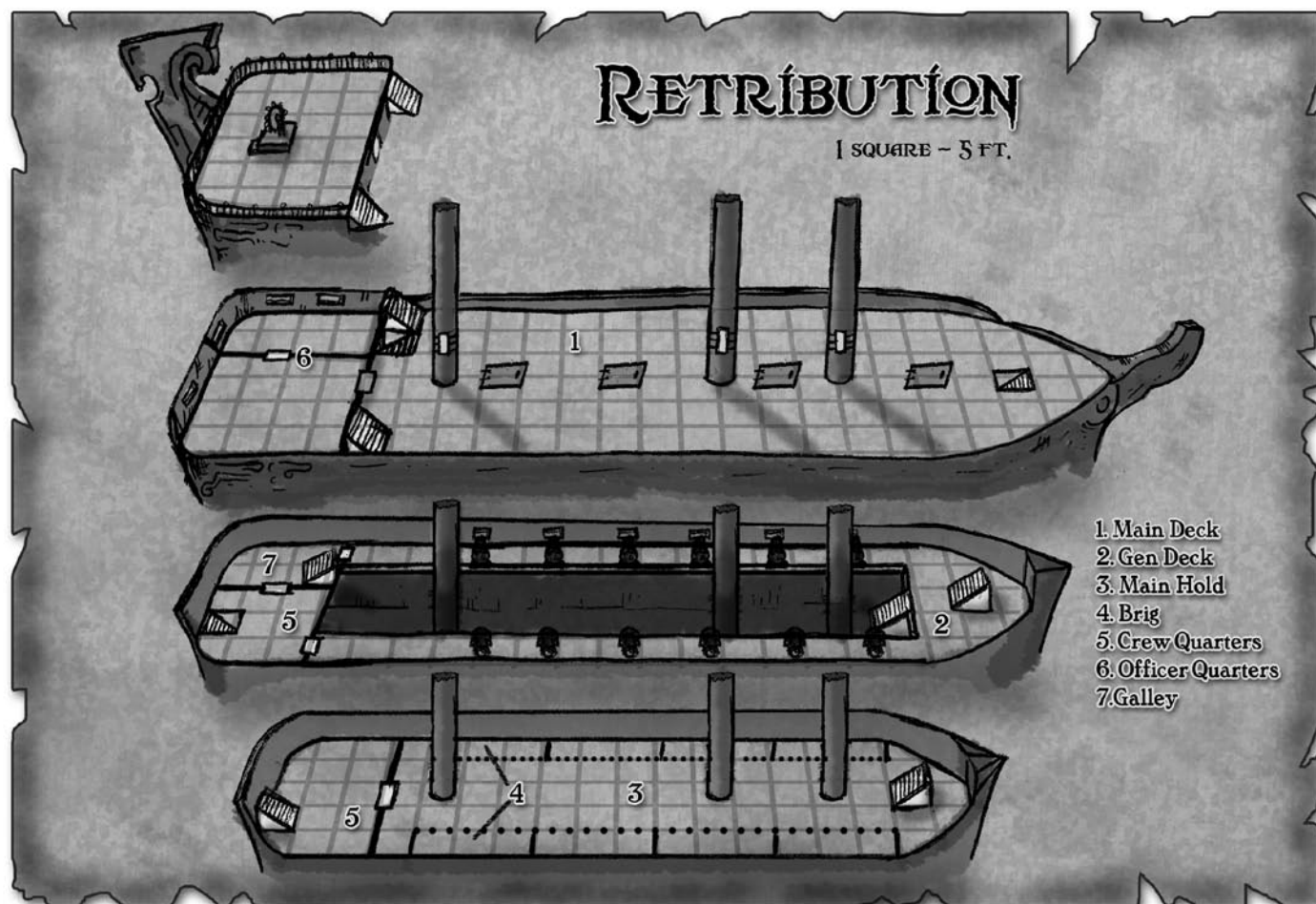
The *Retribution* is a frigate powerful enough to be more than a match for most pirate vessels. Despite its size, the *Retribution* has a relatively shallow draft (at least, for a frigate) and can give chase to escaping pirate vessels that attempt to hide in the shallows. The ship's large sails allow it to pick up speed quickly, and it can cut through the water at speeds other ships of its size could barely imagine. Flynn demands his crew keep the ship in top shape, as he believes the *Retribution* is more than just a privateer ship, it's a beacon of civilization in otherwise barbaric waters. Though his idealistic aspirations may yet be unfulfilled, there is no doubt the *Retribution* is a major power in the waters around Freeport, and even the best-

armed pirates need to think twice before going up against the ship one-on-one.

HISTORY

Before the *Retribution* was a privateer vessel, it was a pirate ship. Before that, however, it was actually a Continental naval vessel used to patrol the trade lanes between Continental ports. For several years, the ship deterred piracy around the Continent as the *Shield*, acting in the same role it would under Flynn the Quick. The captain of the *Shield* was arrogant, overbearing, and corrupt, and he used the ship's size to bully honest merchants when out at sea and far from supervision. Since few could argue with his record against pirate vessels, the captain's superiors ignored his other activities.

The captain's arrogance and bullying would turn out to be his downfall. Six small pirate ships, each flying Continental colors and disguised as merchant vessels, made sure to cross paths with the *Shield* during one of its usual tours. When the captain of the *Shield* boarded one of the disguised pirate vessels to demand "taxes" as usual, the crew revealed themselves as pirates and killed him quickly. Pirate raiders from the other five ships seized



control of the ship before the crew realized their captain was dead, and the ship fell into pirate hands. For several years, the *Shield* (renamed the *Twisted Knife* by the pirates) continued to sail Continental waters, this time preying on merchant vessels directly... that is, until it encountered Flynn the Quick.

FEATURES AND DEFENSES

The *Retribution* is a relatively large vessel that affords plenty of room within its interior for both crew quarters and plunder. Its Continental heritage is clearly visible, as is the care the crew gives the ship; the *Retribution* is made of the finest woods and kept in excellent condition, with no signs of rot or decay anywhere on the vessel. The interior of the ship is kept well-lit by a variety of lanterns, and Flynn spares no expense in repairing or replacing them (or maintaining a large stock of lamp oil), believing that a more comfortable ship is likely to produce more loyal sailors. The clean environs, excellent lighting, and other amenities make the *Retribution* one of the most comfortable ships to sail out of Freeport.

Like most frigates, the *Retribution* is designed to carry both a large amount of cargo and a large number of defenses. Thanks to support from his Continental benefactor, Captain Flynn was able to afford twelve of the new cannon pioneered by Dwarf engineers from the Continent. Since only a few vessels have access to this technology this gives the *Retribution* a significant advantage, especially with its size. These weapons serve as both the *Retribution's* primary form of defense and offense. Their booming fire is usually enough to send most pirates running, and a direct hit from one of the cannons can be devastating. Though some ships carry wizards or other spellcasters to act as artillery, Flynn has no need of magic to make his ship's presence known.

KEY LOCATIONS

The following locations can be found on board the *Retribution*.

1. MAIN DECK

The main deck of the *Retribution* is large and open, allowing crewmembers to move across it with ease. Since the *Retribution* is a full-rigged ship, the deck is large enough to accommodate its three masts. The mainmast stands near the center of the ship, while the foremast is placed just in front of that and the mizzenmast is almost all the way to the rear of the ship, rising out of the deck just in front of the aftcastle. Though the three masts block some movement across the main deck, the open area is large enough that

they are little more than minor obstacles. Four trap doors lead down to the main cargo hold, while a set of stairs in the fore of the ship leads down to the gun deck. A door in the aftcastle leads to the officer's quarters, and stairs next to the door lead down to the galley.

2. GUN DECK

The gun deck, located just below the main deck, is a U-shaped deck with an open space in the middle that opens up into the main cargo hold. Six cannons line each side of the gun deck, and it is from here the ship's main weapons are fired (usually by crews of two). A simple lift system allows powder boys to hoist powderkegs up from the cargo hold to the gun deck, and a set of stairs leads down from the gun deck to the brig.

3. MAIN HOLD

The main hold is where all of the ship's supplies and plunder are held. The main hold takes up most of the bottom of the ship's interior, and it is mostly open-topped all the way up to the main deck. The gun deck and the brig both cut U-shaped sections out of this space, but the main hold is deep and long enough that this space is rarely needed. Fraya Kent always makes sure the hold is arranged as evenly as possible, as she does not want any cargo to shift in transit—not only could this damage the goods, but it might also unbalance the boat, and with twelve heavy cannon up on the gun deck any unanticipated tipping could send several tons of metal crashing down into the main hold.

4. BRIG

The brig is where prisoners are kept after raids. Prison cells line the sides of the ship much like the cannons do on the gun deck, but with only four iron-barred cells on each side of the ship. The brig is directly below the gun deck, so any prisoners that are in the brig when combat breaks out quickly find out just how loud the guns can be. These cells are rarely used, since very few pirates will allow themselves to be captured alive, but Flynn ensures the cages are well maintained nonetheless.

5. CREW QUARTERS

Located directly below the officer's quarters in the aftcastle, the crew quarters are relatively large and spacious. Though the crewmembers must still sleep in hammocks, they are given enough space to really stretch out. The crew quarters are actually broken up into two levels with a set of stairs leading down to the second room, and another set of stairs leading down out of that room into the main hold. The upper crew quarters are slightly smaller, since the galley takes up part of the space.

6. OFFICER'S QUARTERS

Captain Flynn and his first mate Fraya Kent have their quarters directly below the aftcastle, and they have the most spacious accommodations on the ship. Though Flynn's room takes up most of the space, Fraya still has a relatively large living area all her own. The back wall of each of their quarters is actually made up of a window with stained glass in it, giving them good lighting during the day and the ability to see out at night. Flynn's quarters are usually filled with charts and other navigational equipment, and he keeps few personal effects aside from his treasure chest; Fraya keeps almost as little, with the exception of her sizable collection of gaudy jewelry.

7. GALLEY

As a part of his desire to keep his crew happy, Flynn had a part of the crew quarters converted to a galley. Each day a cook prepares three meals for the crew, and they are a far sight better than what most pirate crews eat while on the high seas. The same set of stairs that leads from the main deck to the crew quarters provides access to the galley, and the cook keeps no valuables in the galley except for his cooking utensils.

USING FLYNN THE QUICK

Flynn the Quick is likely most useful as an ally for heroic adventurers, given his good nature and idealism. Flynn has a powerful ship and large amounts of resources, as well as friends in high places, and it would likely benefit a group of characters greatly to have the privateer on their side. In these cases, Flynn works best as a catalyst, prompting the characters to go on adventures rather than adventuring alongside them. Flynn can occasionally be used to bail the characters out if they get into too much trouble, but one should take caution in doing this lest the players become dependent on Flynn's resources.

However, Captain Flynn need not be strictly an ally. For example, if the heroes have already befriended Captain Marcus Roberts, they will likely find themselves at odds with the young privateer. Depending on their relationship with Roberts, the heroes may even be asked to act against Flynn, a situation that could lead to the heroes fighting against a privateer trying to get rid of

some of the corruption in Freeport. This option can also lead to some interesting dilemmas for the party, as their loyalty to Captain Roberts and their own ideas of right and wrong might clash with one another, or at least keep their characters torn.

BEGINNER ADVENTURE

The bosun of the *Retribution*, Fraya Kent, approaches the characters with a proposition. Flynn the Quick has been trying to catch a particular band of pirates known to operate in the waters off Freeport but has so far had no luck. Flynn needs a hardy band that is capable of defending themselves to board a decoy ship to lure the pirates out of hiding. When the pirates attack, the characters need to defend the merchant vessel from the pirates long enough for the *Retribution* to arrive, which should only be a matter of minutes.

When the plan is executed, everything goes almost perfectly according to plan. The pirates attack the merchant vessel as expected, and with some difficulty, the heroes will hopefully hold them off. The only complication comes when the *Retribution* arrives; a young privateer on the ship, eager to provide his worth, begins firing the ship's cannons at the pirate vessel, not realizing it is alongside the merchant vessel. While the heroes battle pirates on the main deck, cannonballs fly by or smash into the deck for nearly a minute until Fraya orders the ceasefire.

After the fight is over and the pirates are vanquished, the characters discover papers in the pirate captain's quarters that mention an artifact known as *Death's Compass*. The papers indicate the item is one of exceptional power and has something to do with the land of the dead. A map in the papers indicates that *Death's Compass* is somewhere in a shipwreck graveyard that is only a few days' sail away.

EXPERIENCED ADVENTURE

Intrigued by the mention of *Death's Compass*, Flynn sets out to retrieve the artifact before it can fall into the wrong hands (such as other pirates). When the characters arrive at the shipwreck graveyard, they find that while many of the ships seem to have just run aground (possibly on the wreckage of other ships) some ships appear to be about half-submerged. According to the papers, *Death's*

Ghostly Ships Sighted off Eastward; Admiralty musters Privateers

~ *The Shipping News*

Compass can be found inside a complex piece of wreckage. With half of its chambers underwater, this shipwreck is extremely dangerous, and a number of monstrous sea creatures have taken up residence inside the wreckage.

Making their way down into the wreckage, they discover the ship was not wrecked haphazardly, but rather seems to have been placed there by some guiding hand. In fact, as the characters go deeper into the wrecked ship, they discover an entire labyrinth of connected vessels, many of which have submerged sections, forming a massive complex. After finding their way through to the chamber where *Death's Compass* is being held, they must face the artifact's undead guardian before they may claim it. As the guardian is defeated, it utters a curse that those who retrieve *Death's Compass* will be destroyed by its power, but the artifact is the characters' for the taking.

ADVANCED ADVENTURE

Even with the artifact in hand, the characters and Captain Flynn have no idea what it does or how to use it. Flynn reveals he has a source of information that is an expert on matters regarding the dead and retrieves his treasure chest, including the silver mirror that lets him speak with the visage of his dead classmate. When doing so, the visage reveals that *Death's Compass* can be used to sail to the land of the dead and retrieve lost loved ones, returning them to life. The visage in the mirror then tells Flynn to rescue her from death and all will be forgiven. Unfortunately, the visage does not know how to activate *Death's Compass*, but she does know he can learn more from a witch doctor on a nearby island.

Upon arriving at the island, the characters find the tribe they seek worships a goddess of death, and the witch doctor is within the death goddess' temple performing ancient rites. However, the temple is no mere place of worship, but is a building filled with traps designed to create gruesome sacrifices to their goddess by slaying intruders in a variety of horrific ways. When the characters finally make their way through the perils of the temple to its center, they are greeted by the witch doctor who commends them on mastering death, and tells them the *Death Compass* can only be used in a certain place (the location of which he conveys), but one needs only hold the artifact and the wheel of a ship at the same time to activate it. Knowledge in hand, the characters set off for that location to retrieve Flynn's friend from the land of the dead.

ENDGAME ADVENTURE

As the *Retribution* and any other ships approach the location given to the characters by the witch doctor, the



skies cloud over and a thunderstorm begins to roll in. Just as Flynn draws *Death's Compass* from the chest, he had been keeping it in, Nimble Jim Thistle reaches out, grabs the wheel and the artifact simultaneously, and lightning arcs out of the sky to strike him dead. The waters around the ship begin to churn, and the spirit of Nimble Jim rises from his body and hovers over the ship. The ghost explains *Death's Compass* has one other use: to summon a fleet of the dead from beneath the waves to do with as one pleases. Nimble Jim's ghost mocks the party and claims the undead fleet follows his commands. His ghost drifts over to the lead ship (crewed by undead) and begins barking orders.

However, the characters do have one option. Only the lead ship has fully risen from the ocean, and the rest of the ships are still climbing their way out of the waves. If the heroes can destroy the undead pirates aboard the lead ship and fire the *Retribution's* cannon, they might be able to destroy the vessel. Destroying the lead ship prevents the entire fleet from rising, and saving the seas from having an undead pirate fleet on the loose. As the characters battle aboard both the *Retribution* and the undead lead ship, Nimble Jim's ghost inhabits one of the corporeal undead and joins the fight. When Nimble Jim has been defeated and his ship destroyed, the other ships start sinking back beneath the waves, and the skies clear as *Death's Compass* crumbles to dust.

~ CHAPTER 17 ~

GET O' YARASH

The Get o'Yarash (*male half-demon ogre journeyman*) is a fable, a ghost story, a nightmare shared by child and adult alike. The name used to refer to any bogeyman figure of the high seas, any senseless killing monster that couldn't really exist—because how could something survive on death alone? But there are more things on and under the waves than the land-bound can imagine, and over the years, the Get o'Yarash came to refer to one horror in particular.

The name refers to both a ship and its master. The vessel is neither particularly fearsome in appearance nor massive in size, but the master is both. The creature known as the Get o'Yarash is not human. He may have giant blood in him, but that alone couldn't account for the horror of his clawed hands, the tumors grown so large they've split open to reveal muscle and flesh, the distended jaw, and the chisel-like teeth. If he wasn't born to a demon or a dark god, then he made a pact with one. Perhaps with the dead Yarash himself, some whisper, pirate demigod of slaughter and doom. And as his name suggests, the Get o'Yarash longs for only one thing: murder.

HISTORY

Events on the mainland affect the islands of the world, just as one boat's wake will make another rock upon the water. The thing most Freeporters remember about

the barbarian-elf war on the mainland was it drove the barbarians into a frenzied bloodlust, and gave them the notion to try to sack the City of Pirates. They failed, and that, as far as the 'Porters are concerned, was the end of it.

But war gives birth to things as often as it kills them. It breeds scavengers, it nurtures murderers, and it is the refuge of opportunists. It brings together strange bedfellows, like the humanoids and monsters of the Bone Lands—savages that joined the barbarians' side as mercenaries, shock troops, and simple companions who demanded no payment other than slaughter. Out of the haze of those times came a figure of foul reputation and uncertain ancestry. He followed the barbarians across the waters to the Serpent's Teeth, but where the barbarians threw themselves against the city's spearheads, he and his band of reavers lurked, and watched, and learned what it meant to prey in this new hunting ground. When the mist cleared, the ogre had himself a ship, and a crew made up more of monsters than of men.

They were fearsome, to be sure, but little more than brigands and thugs. None were natural sailors, and they had no care but for wealth and entertainment. That was until the drunken navigator, son of a whore and a hobgoblin, drunkenly set the ship to follow the blood moon in the dark of night. The next morning, after the ogre ordered the ill-bred creature's flesh grated from his

"He had me for so long. So long. But it couldn't have been a week. A little more. A week of Hell. He made it so we were glad to get to the auction block. Anywhere was better, anyone was better. I was one of the lucky ones. They needed some money, fast, so they sold me. The rest? The rest are dead.

"He got me the same way he got most of his cargo. At least, from what they told me. Sent the boat to the bottom, burned it 'til we had nowhere to go but the deep blue. Then his monster fished us out, one by one. It didn't make any sense: The ships were worth more than we were. But I guess another boat was more trouble than he wanted to deal with. All he wanted from us was our blood and our bones.

"The worst was when someone tried to escape, to swim for it. Because then he got to go after someone, up close and personal. That put him in a good mood. And a good mood for him was a bad night for us all."

—One of the Get o'Yarash's former captives

skin, he saw where his ship had ended up: no land, no sky, just a haze of red-gray sea. The navigator choked through the bubbling blood that clogged his throat that they were in Hell's Triangle, from which no ship escaped... and then, though he should have been dead, the hobgoblin began to chuckle. He did more than chuckle—he crawled from the torturer's table, wallowed in the ragged chunks of his own flesh that littered the floor, and began to hum a waltz to the astounded captain.

How long the ship wallowed in the doldrums of that place is not known, and the Get isn't in the habit of recounting his tale to curious biographers. The captain, crew, and ship all came back changed. They caught strange, unnatural fish, and drank the blood of birds. They saw visions and heard voices. For a week it hailed stones of salt, and in the center of those stones lay curled the corpses of tiny adolescent children, fully formed but in miniature. And none of them slept free of the nightmares, like sandpaper-skinned maggots burrowing against their eardrums in the night.

Eventually, they found their way back. Mangled corpses began to wash ashore. Ships went missing. And a nauseating fear began to take root in sailors' stomachs when a long voyage was at hand. The ogre and his crew had come back with a mission in their twisted hearts. They'd found their god and master out there in the Triangle, and had embraced their bloody purpose. They've yet to be seen in any port, though slavers tell of surprise visits in the night by rough-voiced brutes who stink of offal and rotting meat. They say that a smart man never refuses to buy from these unexpected brokers, no matter how mistreated and gnawed upon their human wares might be. And in the morning, they say, all that's left behind are bloody footprints and bloody slaves, grateful to be sold to any master. And the only name the brutes offer, to the slaver or their slaves, is the *Get o' Yarash*.

LEGENDS AND EXPLOITS

The Get o' Yarash made his name on the high seas with a ritual murder that made him a permanent enemy of the four largest churches of Freeport. Traditionally, on the eve of the holiday of Raidfest, those four churches sent representatives out to sea. Marking the end of hurricane season, Raidfest is the holiday on which most ships planning long voyages, be they pirates, merchants, or explorers, choose to heave off from the port. The churches competed to outdo one another as the one that most ostentatiously saluted the ships as they put out to sea. Each sent out their grandest vessel, with their most enthusiastic pulpit-preacher and their most devoted flock, to meet the ships as they exited the Serpent's Teeth, singing praises to



their chosen god as the ships sailed past. The ship of the God of Knowledge chose the northeast passage, as that was the way to far lands and exploration. The ship of the God of the Sea laid in wait to the southeast, as that way led to open water for as long as man knew. The ship of the God of War chose the northwest passage, as that was the direction of the barbarian tribes of the mainland, the most likely threat of war. And the vessel representing the God of Pirates lurked to the southwest, for that way was the trade route, and therefore the easiest pickings.

On the last season of this tradition, the ships embarking from Freeport the next morning heard no voices raised in welcome. The ships that welcomed them lay listless upon the sea, and though decorated with garlands, they were garlands of human corpses, dangling from the gunwales like macabre banners. All hands aboard, on all four ships, had been slaughtered in the night. The high priest of each vessel had been crucified upon the mainmast of his vessel, and scrawled in blood on the mainsails had been one word: Yarash.

Other than protestations of bravado and revenge from the church of the God of War, which still sends its ship out every year, the other churches got the message. Nowadays, they send off the Raidfest fleet from the ends of the docks.

Aside from this spectacular mass murder, the Get o' Yarash is known for capturing anyone he can and

then subjecting them to a slow, senseless, painful death. When he boards a vessel, the lucky are killed outright. The wounded are never finished off, but rather are seen to by Whitecoat, the ship's doctor. However painfully, Whitecoat ensures they survive the wounds inflicted in battle. Once the survivors are collected, the Get o' Yarash holds court upon the deck, his crew surrounding the victims like capering devils. One by one, the Get demands a piece of the captive: left feet are very common, as are jawbones (along with whatever flesh, ligament, and muscle comes with it), but the chosen body part might be anything, from an eye to a particularly tasty-looking bit of muscle to a more essential organ, that catches the Get's eye. Just as important as the body part to be taken, and just as random, is the crewmember asked to take it; it becomes something like a waltz or a square dance, with the Get o' Yarash calling the tune and the partners. As each piece of flesh is removed, it is brought with reverence to the Get, who consumes it with relish.

Once the spectacle is finished, the survivors are taken below decks, chained to the benches, and made to row when the sails go slack. The master of the oars is a strangely soft-spoken creature that can change its shape to resemble nearly any human or human-like creature. The doppelganger calls itself Countless, and he (or she; no one is quite sure) is quite skilled at motivating reticent rowers. When Countless' mind-games do not do the job, Whitecoat administers drugs that make the most stubborn captive into a willing laborer.

The rowers are both the ship's backup source of locomotion and its food larder. Every night, one of the unlucky captives is lifted up through a trap door by the long-armed ogre Gillslitter. The enthusiastic cook then chops, prepares, and boils the victim, living or dead, and serves him up to a ravenous crew.

GOALS AND MOTIVES

The Get o' Yarash has but one goal: whatever leads to the most bloodshed is what he will strive for. His crew shares this unnatural bloodlust, and all hands on the vessel seem to revel in slaughter, torture, and sowing fear. As for the reasons behind Get's killing sprees, he is presumably motivated by madness. Get is disfigured by self-inflicted wounds, and his crew is likewise horrific to look upon, though not all of their scars and alterations were inflicted by choice.

The Get o' Yarash seems sane enough when it comes to choosing his victims and planning his murders. He does not, for instance, slaughter members of his own crew at whim... though he might maim them for the pleasure of it, as long as they can later be repaired or "improved" by



Wreckage Washes Ashore and Plague in Scurvytown: Connected?

~ *The Shipping News*

the machinations of his ship's doctor. Likewise, the mad ogre does not pick fights he cannot win, or foolishly sail into open harbor in the light of day. Somewhere in the cunning haze of his predatory mind, he has enough reason to know the longer he and his ship remain free upon the sea, the more bloodshed they will be able to perpetrate.

The only predictable pattern to the Get's murders is he seems to be most driven on holy days celebrated by other churches, and on those days makes special efforts to capture, torture, and mock followers of the deity held sacred on that particular day. If he can get his hands on a devout priest of the religion, so much the better. Such victims are first maimed, as is the Get o' Yarash's custom with any captive, and then subjected to holy hymns sung by Cuyarl the Flayed, the ship's navigator, holy man, and first mate. The hymns, if the titles Cuyarl announces are anything to judge by, supposedly celebrate Yarash and his many dark wonders, but they tend to be merely random snatches of nursery rhymes, waltzes, sailor's shanties, and curses. Perhaps the hymnal part of the experience is meant to be the Get's clawed fingers, burrowing beneath the victim's scalp and massaging his skull while he screams, as if stroking the head of a favorite pet.

Every once in a great while, whether because the crew caught more victims than they need or they're short on the booty they need to effect repairs, purchase more mundane foodstuffs, or the like, the Get o' Yarash may sell captives to Mazini slave-traders or, if he can find them, slavers in the Serpent's Teeth. If selling slaves locally, Get o' Yarash prefers to do so in the dead of night and without prior appointment. Hagglings is not to his liking, nor is letting potentially dangerous men get a good look at his crew or his vessel, lest they decide that perhaps they are not so dire a threat as was first supposed. The one slaver who was not cowed by the Get's nighttime visit was a desperate criminal who had taken up residence in Felix's Ruin, upon the island of Windward, a year or so before Andrea Blax claimed it. Having nothing to lose but his life and in desperate need of what little money he had, the slaver cut off Get o' Yarash in mid-proposal, ordering his men to attack what he thought were blustering thugs. His gang managed to kill one of Get's crew before they were slaughtered. It is said Andrea's underlings had to scrub for nearly a fortnight to remove the bloodstains from the slaver's office before it was habitable.

BURIED TREASURE

The Get o' Yarash has little interest in treasure, other than that which allows him to keep his ship afloat, leaving a trail of blood in his wake. The one thing he treasures and holds secret, though, is the origin of his crew's nightmares and inspiration. Sewn into his own flesh with catgut and sailing line, the map to the center of Hell's Triangle starts on his right bicep, travels up his arm and across his chest, and then down the front of his left thigh. However, the endpoint of the map is a featureless expanse of sea, with no landmarks to identify it. The map is therefore mostly useless without the ravings of Cuyarl the Flayed, who sings out in joy and reverence when the destination is finally reached.

Despite the lack of a landmark or apparent reason, Get o' Yarash orders his ship to set sail for the center of the Triangle once every few years (every 999 days, to be exact). There, he unloads from the ship's bow one bone for every victim whose flesh he has tasted since his last pilgrimage. At the bottom of the sea, then, should a practitioner of dark magic need it, there is a mountain of bones of murder/sacrifice victims for the taking. In a more positive light, this means there are some small remnant of all of the Get o' Yarash's victims, somewhere beneath the ocean. Loved ones might seek these remains in order to inter them, to contact the spirit of the deceased, or even to attempt to return the victim to life. Of course, any of these would require that a would-be remains seeker first immobilize the Get o' Yarash to read the map, have Cuyarl the Flayed along to sound out when the spot is reached, and have some way of diving into the deeps to retrieve the "prize."

The only one in Freeport to whom this trove of bones is known is Brother Ansel, the would-be leader of the church of the God of Knowledge. He heard the tale from the ravings of a rescued slave who had spent nearly a month in the Get o' Yarash's hold. The slave had come seeking the amnesiac ex-priest Lucius, not in search of knowledge, but in search of a way to forget. Brother Ansel took the man under his wing instead, and heard his tale, though he could not offer succor. Should Ansel ever need quick coin, he might sell what he knows about the bone trove. He has also dallied with the idea that so many bones would have quite a story to tell, if subjected to the right

divination magic. But Ansel does not have the belly for killing or treasure-seeking, much less deep sea diving, so he would only hire others to go in search of the Get and his treasure. And only the foolish or the desperate would agree to such a dangerous task.

ALLIES

This crew of murderers and psychopaths has no friends in Freeport; the city contains only occasional forced business partners, grudging admirers, and fearful victims. When the *Get o' Yarash* must restock its supplies in port, it does so in Mazini. Otherwise, for closer-in work and smaller transactions, a handful of the crew's more human-appearing members take a skiff into port under cover of night. They most commonly seek to barter or purchase from the outlying communities of Felix's Ruin, Libertyville, or, when truly desperate, Cabbage Crack.

Of these, Andrea Blax in Felix's Ruin is the only one who truly knows with whom she is dealing. She makes it known to the Get, through his proxies, that he may do business with her as long as he leaves her ships and her island in peace. The protection extends to all those on their way to and from the Ruin for "holiday." Blax may be power-hungry, but she does not come close to the Get in terms of savagery or murderous intent. She prefers to remain neutral toward the dangerous pirate and his men. On the other hand, Libertyville is so chaotic and unregulated, and Cabbage Crack so isolated and unassuming, the folks there don't notice anything untoward about the orc-blooded traders who occasionally venture among them, selling booty for food and wares.

Though it is rarely profitable to do so, the *Get o' Yarash* has occasionally sent men into Freeport itself. They are instructed to seek out the Underside, and sell the ship's plunder and its captives there. The wealth is easily gotten rid of, as even legitimate business owners in Freeport rarely ask questions. The latter, on the other hand, are more difficult. Even Freeport's least moral men are hesitant to dirty their hands with slavery, and some criminals of the side streets go out of their way to free slaves and gut their would-be sellers; the rustier the knives they use to do the deed, the better. Thus far, any *Get o' Yarash* crewmen sent ashore have either lost the slaves or lost their lives, but neither are so valuable to the ship's captain that he might not try again.

The Get is too devout a follower of Yarash to make deals with the followers of Yig or Dagon, though he would be willing to hear what independent serpent folk had to say. The one ill-intentioned resident of Freeport with whom he has dealt is the hobgoblin Draegar Redblade, who is effectively the warlord of Bloodsalt. Draegar respects the

Get o' Yarash's strength and his use of fear to get his way. He also approves of the Get's numbering a hobgoblin or two among his crew, and supports the pirate's haphazard but earnest efforts to cleanse the waves of everyone he meets. The fewer pirates there are out there, after all, the easier Draegar believes it will be to claim power. The *Get o' Yarash*, on the other hand, doesn't respect anyone. All he cares about is that Draegar offers him arms and armor for his men, when he needs them, and shot for his cannon when he can't take it from another ship.

Finally, the *Get o' Yarash* and "Bloody" Judge Ubu have a sick admiration for one another's work. Both are obviously insane, and yet both seem to truly enjoy the creative use of pain and horror in their artistic punishments. The Get has been known to gaze for hours at the remains of the criminals Ubu condemned to some horrible fate upon the open sea. Ubu, for his part, is always keen to investigate a seafaring murder if he believes the Get's handiwork will be on display.

Regardless of who he is dealing with, the *Get o' Yarash* prefers to use intermediaries. This not only helps to maintain his shadowy mystique, which helps in his business dealings, it also protects would-be partners from the Get's frequent and uncontrollable murderous rages. If he agrees to meet with someone in person, it means the Get does not care if he accidentally murders the prospective business partner.

ENEMIES

Can a pirate count among his enemies those who feel only fear, and not a desire for vengeance? Who want nothing more than for the pirate in question to kill, kill, kill as much as he likes, kill to a ripe old age, and happily so... as long as he does it somewhere else? If so, then the *Get o' Yarash* has enemies without end. But there are few who would go out of their way to try to meet the Get, even with the odds in their favor. It's said the giant knows no pain, having inflicted worse on himself than any could do to him. He laughs at cannon fire, is pleased by the touch of flame, and would chop his own mast down to use it as a bridging plank to another ship. At least, that's what the stories say.

It is true that the Get seems to enjoy pain, whether his own or that of others. And he is sometimes savagely cunning and creative in his naval tactics, doing things at the expense of his own ship or crew that few captains could foresee. But he and his crew are mortal, made of blood and bone, sinew and flesh. Likewise, the ship that shares his name is lumber and iron, sail and line, and as subject to the whims of wind and tide as any other... excepting when the captives below-decks are forced to

"Praise be to Yarash, the all-mighty deviant, the walker in the white way, for guiding us here, this morning, this bloody dawn, for giving us feces to expel, and urine to piss, and blood to pump out onto the salty decks, should he wish it, and a cutting wind that smells of fear and rot, and a captain to show us the way when our own memories falter, forever and a day, amen!"

—*Cuyel the Flayed, giving one of his morning sermons*

row against either, or both. He can be killed, and his ship can be sunk. But neither is likely to occur without heavy losses on the opposing side.

Anyone who has ever lost a friend, a shipmate, or a cargo to the Get's predations has reason to be his enemy, but only a few have the pride, hate, and prowess necessary to think themselves capable of exacting that vengeance.

Foremost among the Get's enemies are the priests of the God of War. They have not forgotten the tragedy of that Raidfest so long ago. The murder itself was cold-blooded and evil, but to deface the bodies and mock their religious devotion stung all the worse. The temple priests sail out every Raidfest to the site of the last murder, armed to the teeth and ready for anything, all but daring the *Get o' Yarash* to come try again. Occasional passing vessels have been stormed or hulled for being in the wrong place at the wrong time in unfortunate cases of mistaken identity. The *Get o' Yarash*, meanwhile, is oblivious to the church's hatred. Indeed, he can barely even remember, in his madness, that beautiful dawn so long ago. All he remembers is the music of the screams, and how they fit so well with the morning's glowing light.

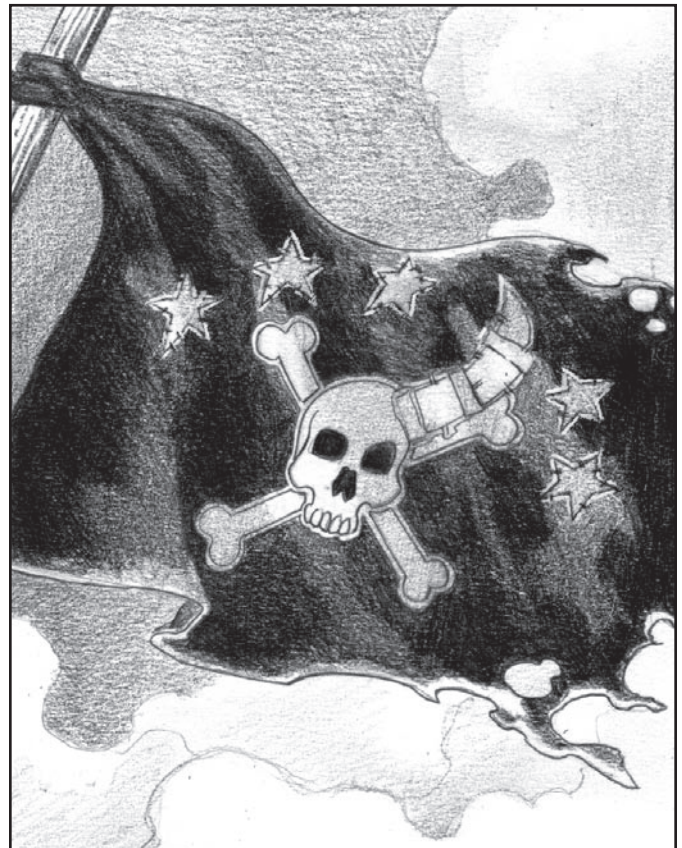
The Freeport navy and its motley fleet of privateers are the next most notable of the *Get o' Yarash's* enemies. The former have declared the Get as enemy number one on the high seas, because of the pall of fear his savagery has cast over the entire seagoing community. The privateers have an enthusiasm for the hunt and are in the mood for a fight; they'd much rather come upon the Get while armed and ready than when they're undermanned and unawares. The bravado of war can also account for the privateers' desire to hunt, capture, or kill the *Get o' Yarash*. Such men would be heroes of the highest order, with many a grieving widow, sister, or daughter wishing to thank the crew for avenging a loved one.

Finally, though they have little sway on the open ocean, opponents of slavery have begun to learn of the *Get o' Yarash's* fallback moneymaking activities. Finn and his Benevolent Halfling Association have always had a special hatred for slavers, given their propensity for taking the little folk (so much easier to transport than larger races, but just as good workers). His boys are the reason the

Get's sailors have failed to return the last two times they put in to Freeport bearing human cargo. But Finn hasn't lasted as long as he has by picking fights he can't win, and he knows that his reach extends only as far as dry land.

The Freedom's Militia of Libertyville, on the other hand, has mounted many a midnight raid to pursue what an informant thought might, possibly, when seen from a certain angle, been the ship called the *Get o' Yarash* sailing around one of the Serpent's Teeth. As of yet, none of the reports have been accurate. Ironically, the Get's men regularly land at Libertyville to pawn their stolen goods or purchase supplies, but the clueless dockmasters there are none the wiser.

Should a tip-off ever be correct, the sheer enthusiasm for their cause would make the Militia a force to be reckoned with. The favor in the combat would still lie with the *Get o' Yarash*, though; the Militia-men would be fighting



for ideals, sailing in pursuit of a noble cause, and going up against cowardly slavers. At best, they are a floating lynch mob, riled up and passionate, but disorganized. The Get and his crew, on the other hand, have fought and killed beside one another for years. They are brothers in blood, and they fight simply because they love to kill, to rend flesh and cripple foes. Theirs is not a life of ideals and sentiments, but primal, amoral murder. Though the Militia could do some serious damage to the Get o' Yarash and his crew, they wouldn't be likely to prevail. And the Get might even thank them for bringing him such an enjoyable spot of violence.

GURSE

Unlike most captains, the Get o' Yarash need never worry about his crew's morale or motivation, or even his own self-doubt. His patron god sees to all that, every night as the crew beds down. Come the night watch, the *Get o' Yarash* becomes a symphony of nightmare-inspired moans, cries, rumblings, and sobs. As they slumber fitfully, the crew all relive the suffering of their time in Hell's Triangle. Each crewman experiences a nightmare perfectly tailored to reduce him, and him alone, to a pit of infinite nothingness, and then down into it. Then, having fallen as far as they could, having lost themselves in nothingness, each crewman is escorted back up to life and awareness by

the guiding hand of Yarash. The dead god treats them to pain as a reminder of what it is to feel, whispers to them of hate as a reminder of what it is to think. And when they emerge from sleep the next morning, their insides carved out and replaced with poisoned ichors, the crew is grateful to Yarash for showing them the way.

THE CREW

"Bastards. Scary bloody bastards, every one. I've had two pairs of them killed, and they laughed as they died. Let's just say there's a reason I pay other people to do that kind of thing."

—Finn, Eastern District Crime Lord

The crew of the *Get o' Yarash* numbers approximately two dozen at any given time. Some eventually succumb to madness or battle wounds, forcing the ship to operate on a smaller contingency until the next pilgrimage to Hell's Triangle. At other times, such as after a daring raid on one of the Hulks (floating prisons in Seaport's harbor), the crew has swelled to twice that size. But the survival of the fittest, or in this case the most monstrous, always winnows such a bloated complement down to its original number.

The *Get o' Yarash* is manned almost entirely by non-humans, or at least by humans whose blood is mixed with that of less civilized races. Orc and goblin blood pumps in much of the crew's veins, and there are three giants among them (the Get o' Yarash himself, Gillslitter, and a nameless, tongueless brute who single-handedly aims, fires, and reloads the ship's ballistae as if they were mere crossbows). The menagerie of murderers also includes two shapeshifters: The ship's doctor Whitecoat is a wererat, and the rowing galley "motivator" is a doppelganger. Finally, other specialized crewmen include a minotaur shock trooper, a rarely glimpsed "rigging rat" who seems to be more spider or monkey than humanoid, and four crewmen of amphibious, reptile, or piscine races, who act as divers, saboteurs, assassins, and scouts.

ORGANIZATION

While the crew's operation may appear akin to that of a madhouse, each sailor's role is suited to his temperament and his particular insanity or, at the least, is not inhibited by his disfigurement. The Get o' Yarash leads by example, lending his considerable strength to the ship's operations when and where it is needed. Otherwise, he bellows out orders, plays with one of his pitiable captives, or discusses the ship's next murderous rampage with Cuyel.



Whether over a long voyage or maneuvering in close combat, Cuyelr the Flayed determines the *Get's* course. He is also the ship's second-in-command, and compared to the Get o'Yarash, his grip on sanity is hair-thin. Nonetheless, the crew gleans meaning from his seemingly nonsensical ramblings, and masters of both sail and oar respond to his singsong commands. The masters of sail, oar, and war are the next three down in the chain of command, roles played by a scarred and aging orc-blooded sailor named Grip, the aforementioned Countless, and a lizardman called Fessin, respectively. Below these, every sailor is equal parts captive and killer, and none hold more authority than any others. The exception is Gillslitter, who alternately acts as the ship's cook, fisherman, shock trooper, and torturer; he is given special privilege, beyond even the master of oars, to select and present slaves for the evening's entertainment. However, the simple-minded ogre is considered something of a fool and jester among the crew, and is often berated, ignored, or mocked.

RECRUITMENT

Sometimes, the only way to survive and comprehend horrors of the kind seen on the *Get o'Yarash* is to become a monster yourself, to let go of all humanity and let a dark slaving creature crawl inside to replace it. Those who let this happen to them, rather than becoming simple-minded animals chained to a rowing bench or hapless victims in the stewpot, may eventually impress the Get o'Yarash with their potential. Should they survive their initial capture, their maiming at the Get's hands, the attentions of Countless, the ministrations of Whitecoat, and finally their months of hard labor at the oar, the slaves might find themselves allowed to let go of their burdens. Their shackles are unlocked, and a strange pink-red haze seeps in through the edges of the hatches. The *Get o'Yarash* and all hands aboard will have reached the center of Hell's Triangle.

As the crew wallows in nightmare and revelation above-deck, worshipping the god who plagues their sleep, the slaves are left to fend for themselves for a week or more. There is no escape from the hold, no food, no water. Only

each other, and the slow onset of nightmare. And for those who still have any kind of mind at all, madness. When the pilgrimage is complete, the hatches are unsealed and the Get peers at his Petri dish of a slavehold. The survivors are plucked out, their hunger sated by the flesh of their fellow slaves, their thirst slaked by their blood, and are presented to the crew. As their flesh is carved with the images of their new roles and family, and their mind succumbs to the howls of the crew, they become indoctrinated into the world that made them monsters.

MEMBERSHIP

The crewmen of the *Get o'Yarash* are addicts. They are addicted to murder and carnage, and addicted to the nightmares Yarash sends them every night. Those nightmares corral them, keep them under the Get's firm command, and do not give them room to imagine any other way of life, not even an alternative that allowed for just as much mayhem. They are part of a terrifying, dysfunctional family, crewmates to the end.

Thanks to their indoctrination, the loyalty and earnestness of crewmembers is never in question. No moral or sane man could participate in the revels of that pilgrimage without his soul becoming so warped and twisted as to be unrecognizable. So long as the crewman performs his duties (which Yarash assures him, nightly, are a fine thing to do) and revels in bloodlust when he can get it, his position on the *Get o'Yarash* is secure. Most learn mantras from Cuyelr that keep them focused on their tasks, all the while daydreaming of their next kill, meal, or the like. A sailor hauling on a piece of rigging, for instance, might sing "*Heave out their guts, chortle at the terror, wipe away the blood, do it all again!*" Many of the sailors hallucinate throughout their waking hours, envisioning themselves performing the terrors the mantras describe.

The only thing that might dislodge one of the *Get o'Yarash* from his position on the boat would be an injury so drastic that it incapacitates the crewman, at which point he becomes that evening's dinner. Such sacrificial lambs do not fight their fate, though; they see themselves as blessed by Yarash to be chosen to feed the blood-hungry

"Oh, we've got alive one, haven't we? Lively in the flesh, but not in the eyes. They bleed, they bleed, dear as day. Why do you cry, baby on the sea? Why do you cry, rock-a-by ye? Let daddy Yarash take your pain away. Here, give it to me. Share it. Take the blade... if you'll cut me with it, I'll let you go. That's it, cut me with it, more, more! Praise! You are rescued, hallelujah! Praise be to Yarash, for you've seen his bloody light! And now you can stay with us, forever, amen."

bellies of their comrades. Also, when the crew size swells to an unwieldy number, members inevitably step on each other's toes. Fights among the hallucinating crew are more likely when they get in each other's way, accidents become more common, and disagreements over who should get which choice piece of flesh can turn deadly.

SYMBOLS AND SIGNS

The ship flies Yarash's symbol on its flag: a Jolly Roger crowned by five stars. But the flag is so poorly made, and so tattered and worn, that it is unlikely to make much of an impression. The dreaded ship is far more likely to be identified by its sails, stained black in streaks and splotches by sprays of blood; by the salt-cured flaps of flesh that adorn its rigging and gunwales; and by the monstrous countenances of its crew.

GUYERL THE FLAYED

"They say he's got more scab than skin, ever since the Get got done with him. That's just on the outside. As far as his innards go, I'd say he's got more madness than mind, too."

—*A Survivor of a Get o' Yarash Raid*



At first glance, Cuyerl the Flayed (*male hobgoblin journeyman*) is a pitiable creature whose appearance matches his name. His mind is no more whole than his body, but both hide a lean, cruel strength that would as soon crush a non-believer as it would caress him. The mad chants, vehement religious utterances, singsongy commands and rhymes, and hateful sparkle in the creature's eyes are likely to quickly remove any trace of pity, replacing them with something between confusion and fear.

Cuyerl certainly has the gift of prophecy, and likely other magic besides, granted by the unholy will of Yarash. The winds and waves seem to bend to his favor, and his chants and songs carry a persuasive enchantment that can embolden his own men or break another crew's spirit.

BACKGROUND

Cuyerl was likely mad before his time in Hell's Triangle. The strange hobgoblin had spent ten years at sea before meeting the ogre who would become the Get o' Yarash, and of those years, four were spent shipwrecked on one gods-forsaken island or another. The sun, dehydration, and starvation made him a bit off, but nothing that a ship's captain could ever quite place. He would claim to see something on the horizon that wasn't there, or would obsessively coil and uncoil a line. He was as violent as any hobgoblin, though a good bit more lax in his rigor and training, which is probably what led him to a life at sea rather than serving with Draegar Redblade's militia. But he had picked up the navigator's trade from one of his fellow shipwreck victims (before eating him, that is), and that made him valuable, no matter his strange habits.

Cuyerl claims it was the fine hand of Yarash that guided him to the ogre who would become the Get, though he now attributes everything that happens to that mad god of death. Regardless of the whys, Cuyerl's vessel was laid up for repairs on the mainland when the barbarians came swarming along the coast, seeking to strike out at Freeport. The ogre "convinced" Cuyerl's captain to hire him and his monstrous minions as passengers, and when the mutiny inevitably came, Cuyerl was firmly on the side of the newcomers.

Cuyerl's skills and natural knack for navigation were the primary reason the fledgling band of pirates weren't caught and strung up in their first season of raiding. The hobgoblin had a sense of the charts and tides, and always seemed able to guess the paths that potential booty and pirate-hunting predators would take. When they needed to hide and lick their wounds, Cuyerl found them a safe cove that no one else seemed to know about.

Then, of course, Cuyerl was the reason the crew ended up in Hell's Triangle. Even on that first pilgrimage, he was the first to hear Yarash's call, and he was all too willing

to spread the god's gospel. Even after Get stripped the skin off Cuyarl and tortured him to within an inch of his life, it seemed as if his voice carried the god's touch, slowly infecting everyone within earshot. Many of the crew, already disgusted with the hobgoblin for having gotten them into their fix, were further driven to a rage by his ravings and preaching in those first days. Their ogre captain let them beat, whip, and curse the cause of their misfortune, but not to bear blade or bludgeon against him; he was too transfixed by the creature's embrace of pain and torture, and by the strangely compelling message he had begun to preach.

PERSONALITY

Cuyarl combines the passion of a gospel preacher with the charisma of a cult leader and the leering saccharine manner of a child molester. He is not after the bodies of the young and innocent, however, but their minds and souls. Everything he says and does ties in some way to Yarash, or to blood and death, or to the Get o' Yarash himself, praise be to his pustules. His lunatic ravings are incomprehensible to those who are not on the crew; captives are often caught in a madness-inducing trap where the things they experience or witness make them cringe or sob, but Cuyarl's ravings make them want to laugh hysterically. That cracking, desperate laughter is the first sign a captive has been broken, and is always, according to Cuyarl, a cause to rejoice and praise Yarash.

APPEARANCE

The hobgoblin is a ravaged mass of scab and scar tissue. Half of his face has been peeled away, along with large strips of flesh from the rest of his body. He looks like a burn victim, except the scars begin and end with a precision that suggests careful knifeplay, with edges to the scabs that are nearly right-angled. He dresses as whim dictates, but often claims the vestments of killed priests as his own, defacing, cutting, and dyeing them to his liking.

GILLSLITTER

"They had an ogre with an... arm. Claw. Something. It dragged on the boards when he walked, and it had too many joints, and there were pulleys and gears, and it ended in hooks and blades. He used it to fish men right out of the drink, gutted them and hauled them up by their innards. And he had this grin. Like a fool. Like a fool with playthings. And we were the playthings."

—Purchased slave, name unknown

If the *Get o' Yarash* has an archetypical crewman, it's Gillslitter (*male ogre journeyman*). He is cruel, bloodthirsty, mad, and not very bright (even for an ogre). Yet he is very talented at anything involving inflicting pain, and has a special asset that aids him in these endeavors: a surgically altered left arm that extends the length of his body and beyond. It has three joints instead of two, brass rods instead of bones, and pulleys and steel cable grafted amidst the flesh and muscle. Enough of his natural arm still exists, wrapped around the simple machinery like an animal caught in a meat grinder, to give him sensation and control over the fantastic limb.

Gillslitter has no one particular job on board, but fulfills many roles with equal facility. His reach and his tenacity make him ideally suited for salvage work when wreckage is found on the sea. He also delights in fishing out would-be escapees as they attempt to swim away, or grabbing floating castaways from their boats, all without needing to leave the deck of the *Get o' Yarash*. The ogre has the special responsibility of reaching into the slave hold and retrieving the victims the Get chooses for the evening's entertainment; this is the only time he grabs victims with anything approaching caution and gentleness, as the Get prefers to be the first one to inflict fresh wounds. Finally, because of his childlike joy of fishing, not to mention stirring the ship's gigantic soup cauldron with his too-long arm, Gillslitter has become the crew's default cook. Given the crew's desperate hunger for the stew's main ingredient, it doesn't take much skill to do the job.

BACKGROUND

Gillslitter was an average, if particularly stupid, ogre when the Get o' Yarash first recruited him for his mercenary band. He sustained himself by fishing barehanded in a mountain river where the Get and his band stopped, years before any of them had ever seen the sea. Even then, Gillslitter's arm had been long and his grip strong; the ogre who would become the Get decided that this idiot might come in useful for reaching through high windows, restraining captives, and the like. So, promising as much fish as he could eat and as many necks as he could slit, the Get took Gillslitter to war.

The simple-minded Gillslitter reveled in the chaos of the battlefield, and likened plucking heads from elves to be similar to plucking fish from a pond. He lost half of his hand when he reached for a "fish" with a particularly sharp sword, and in so doing lost much of his usefulness to Get. He was brought along to sea because he was a natural swimmer, good for intimidating smaller folk (which was just about everybody), and fiercely loyal as only the incredibly stupid can be.

Two things eventually made Gillslitter into a useful crewman again. The first was the voyage to Hell's Triangle that changed them all. The second, and more important in his case, was the arrival of the ship's doctor, Whitecoat. The strange albino was fascinated with Gillslitter's ravaged hand, and listened with the attentiveness of a bosom friend when Gillslitter bemoaned its loss. When Whitecoat offered an experimental procedure that would not only repair but also improve his mangled hand, Gillslitter yelped with joy. The initial surgery, which simply added a few hooks and blades to Gillslitter's hand, was a success. Over the years, Whitecoat continued to improve his creation, extending the ogre's arm and adding increased power and leverage. The process has been incredibly painful, and Gillslitter constantly suffers from infections, but he doesn't mind.

Gillslitter's body has committed so much of its energy toward keeping the arm healthy and the muscles around it strong enough to support it that the rest of his form appears lean, wiry, and malnourished. But his left arm and shoulder remain incredibly strong; he can lift a man straight up from 10 feet beneath him with the appendage, or he can lift his own body weight from the hold up to the deck. He has even been used as a grapple to hook and draw another boat closer to the *Get o' Yarash's* macabre hull.

PERSONALITY

Gillslitter loves "his toy," as he calls his arm, and he delights in using it. Every time he discovers a new job he is uniquely equipped to perform, he dances a joyful jig and bellows an idiot laugh. He also enjoys watching the helpless suffer; he has learned to cherish the image of a hamstrung man or a gutted woman flopping about on the deck, like a fish out of water, unable to move, unable to breathe. For up-close work, he keeps a serrated knife handy, similar to the kind used to clean and gut fish, but larger.

APPEARANCE

The first thing that strikes one about Gillslitter is, of course, his arm. The thing looks like something out of a nightmare. It has something of a machine and something of magic about it, and some sections of it appear living while others appear dead. Its joints and length ensure that

when it is moved about, it appears to do so unnaturally, almost of its own volition, and far more gracefully than the body to which it is attached. The rippling of flesh and screeching of metal as it flexes and reaches only adds to the eeriness.

As for the rest of him, Gillslitter is a squat, lean ogre whose stance resembles that of an ape and whose face bears a vacuous look. He gives almost no thought to his own clothing, but his fellow crewmen have made a habit of giving him their "favorite" apparel. The gullible creature ends up wearing ill-fitting and ridiculous rags that only heighten his strange appearance.

WHITECOAT

"Hmm. Yes, we had an albino study at the Institute for a time. Fell in with that *Bianka* girl, though. Far too interested in the sorts of studies that we, ahem, discourage."

—*Professor Whitmire of the Freeport Institute*

Whitecoat (*male human wererat journeyman*) joined the *Get o' Yarash* soon after their first trip to Hell's Triangle, and the ship would not be what it is today without him. The man, who appears to be an albino human, is eternally (and more than a little unnaturally) intrigued by the workings of anatomy, either human or non-. He sees the bodies of his patients (and victims) as intricate machines, and enjoys "testing" them by putting stress on one piece of the machine and watching how the other parts of the machine react. Whitecoat is a skilled surgeon, but a poor anesthetist with the worst possible bedside manner. Those who find themselves under his knife usually survive, despite their cries for someone to put them out of their misery.

In addition to his medical duties, Whitecoat uses his apothecary training to develop a variety of mind-altering inhalants and drugs, which he may be called upon to give rowers who refuse to pull their oars. After much experimentation, he has become quite good at giving just the right elixir and dosage to convince the rowers that they are somewhere else entirely, without separating them from the sensations and muscle control necessary to do their jobs.

Mutilated Survivor Offers Grim Warning About Get o' Yarash

~ *The Shipping News*

BACKGROUND

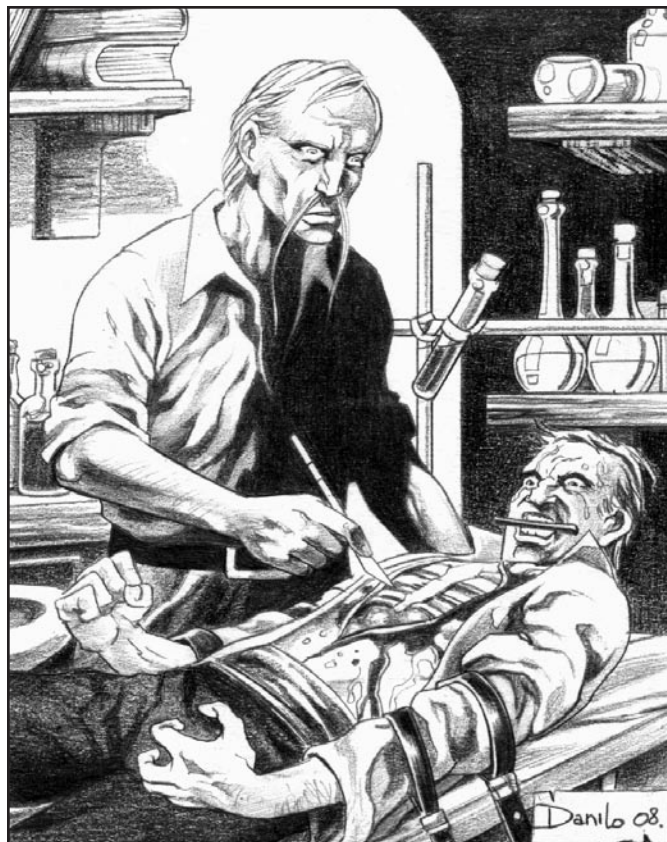
Whitecoat started from humble beginnings, the cast-off son of an innkeep whose pale skin and pink eyes caused many to think him cursed from birth. His childhood solitude and sickness lent themselves to a life of study, so his parents sold him to the apothecary behind their inn. The man gave the boy a little education, but drying plants and brewing potions bored him compared to the dissection of animals, living or dead. As soon as the boy could scrape together the funds, he enrolled in the Freeport Institute.

His instructors there characterized him as “skilled with the knife, but too sharp with the tongue.” Whitecoat had no patience for those he deemed less intelligent than he, and refused to see the people he treated as anything but specimens. Despite suggestions that the study of animals and lower organisms would suit him better, Whitecoat refused; he found the humanoid body and brain to be the most intriguing subject matter for his experiments. Inevitably, the Institute was forced to expel the gifted young man for his inappropriate experiments.

Left to his own devices, Whitecoat opened a barber and surgical shop in Drac's End. He often waived his fees entirely in exchange for the opportunity to “investigate” his patients. So desperate were many of their circumstances that they agreed. Eventually, investigation became manipulation and alteration, and the young doctor became obsessed with improving upon the machine that was the humanoid body. At first he concentrated on prosthetics for those who lost limbs (during which time more than a few of his patients developed a sudden and unexplained need for amputations), and then moved on to what he called “improvements.” These included grafting blades and tools onto limbs, whether for everyday tasks or for combat, as well as replacing eyes, skin, and other organs with those of “better-designed” creatures. When he contracted lycanthropy from one of his test rats, he became one of his own subjects, watching the transformation of his own body and mind with a clinical fascination.

His new abilities as a wererat gave Whitecoat the inspiration he needed to completely dive into the criminal world. He began to simply take his subjects from the street, and his greatly improved senses allowed him to more precisely observe and record the effects of his experiments. He could smell the infection beginning to fester in a subject's grafts, could see minor discolorations, and could even see farther into incisions. But despite his new gifts, the surgeon and scientist seemed to have trouble finding subjects who could survive his experimentation.

Finally, he began to hear tales of a crew of murderous pirates whose scars and deformities, presumably self-



inflicted, were as horrific as their habits. At last, he thought to himself, these might be subjects with the will and endurance to receive his gifts. Whitecoat became the first and only person to have successfully sought out the *Get o' Yarash* in order to join its crew. The *Get* was impressed with the albino's handiwork, which he demonstrated by restraining and dissecting, while still alive, the entire crew of the boat that he had hired.

PERSONALITY

Whitecoat is extremely curious and passionate about his work, but coldly dispassionate toward anything else, particularly to the suffering of others. He may be infected with the dreams of Yarash, but he nonetheless perceives his position on the ship as being a contract: he keeps the *Get's* crew alive and working, and in exchange, the *Get* donates a percentage of the captives to Whitecoat's experiments. So long as the test subjects keep coming, Whitecoat remains calm and detached, but eager in his duties as ship's doctor; he might even cheerfully describe his current experiments to his patients as he stitches their wounds or sets their bones. Should he be denied subjects, however, the obsessed surgeon begins to take out his frustrations on the crew's wounded, intentionally inflicting pain wherever he can. Despite this acting out, Whitecoat remains a coward, and is easily brought back in line by the *Get's* threats.

APPEARANCE

Whitecoat would be the most human-looking member of the crew, were it not for his white, almost translucent, skin, pale hair and his blearily pink eyes. His name refers to his pale countenance, rather than to his ostensible white surgeon's jacket, which is always stained crimson with the byproducts of his "studies". He wears a wide-brimmed hat to protect his sensitive skin, and his sleeves are usually rolled up to reveal long, thin hands with well-manicured, though long and sharp, fingernails.

Whitecoat's face is narrow, but excepting the whisker-like mustache that droops beside his mouth, is not particularly rat-like. It's not until he changes shape, often to better investigate his current subject or patient, that his lycanthropy openly reveals itself. His albinism is just as obvious in his rat form as it is in his human form.

THE GET O' YARASH

"The captain is the ship, and the ship is the captain. They are one, as blood and bone are one. It is a part of him, a part of us. This, our home, our womb, a knife wound in the world. Blessed be the Get o' Yarash, for it carries His word by our deeds."

—Cuyel the Flayed

The Get o' Yarash has claimed several ships as his own over the years, upgrading to vessels more suitable for his crew and his sacred calling. The vessel that now shares its captain's name is a brigantine over 80 feet in length and weighing 120 tons. He is unlikely to choose another after this one, as it meets his needs without being too cumbersome. It has two masts, one of which can mount a square sail for fast overseas travel. A line of oars emerges from below decks to provide secondary propulsion. Its relatively shallow draft does not allow for much space below deck, so the ship's cargo hold, slave pens, and rowing station are all the same space.

The *Get* boasts only a small selection of ranged weapons, preferring to do its work with up-close-and-personal attention from its monstrous crew. A mobile ballista is hauled between fore and aft, as needed, by a brutish pair of ogre crewmen. Its most common ammunition is a grapple trailing a chain, used to secure a victim's ship and reel them in. The *Get's* lower profile puts it below the firing arc of most larger ships, at least when it comes in close; though this makes boarding the enemy vessels more difficult, permanent iron ladders installed on rails along the hull offset this liability.

HISTORY

The tale of the current ship called the *Get o' Yarash* is little different from that of the others that have borne the name. It led an uninteresting career as a merchant ship, then a repurposed military vessel, and finally as a slaver's ship, before the pirates decided they'd take the ship instead of the coin in exchange for their latest batch of captives. The other ships manned by the ogre and his minions have been burned to ash on the wind, or lay in rotted hulks on the sea floor, just as this one someday will.

KEY LOCATIONS

The following locations can be found on the *Get o' Yarash*:

1. ROWING PORTS

A line of a dozen oars emerges from portholes on each side of the hull. The oars' ports are covered by iron hoods angled seaward, both to protect the rowers from missiles and to prevent them from seeing out of their dungeon-like hold.

2. STERNCASTLE

Cuyel uses this elevated deck as his pulpit, singing the praises of Yarash while manning the ship's wheel. As the highest surface on the ship, this is also the preferred point from which the Get and his marines board enemy vessels.

3. GET'S QUARTERS

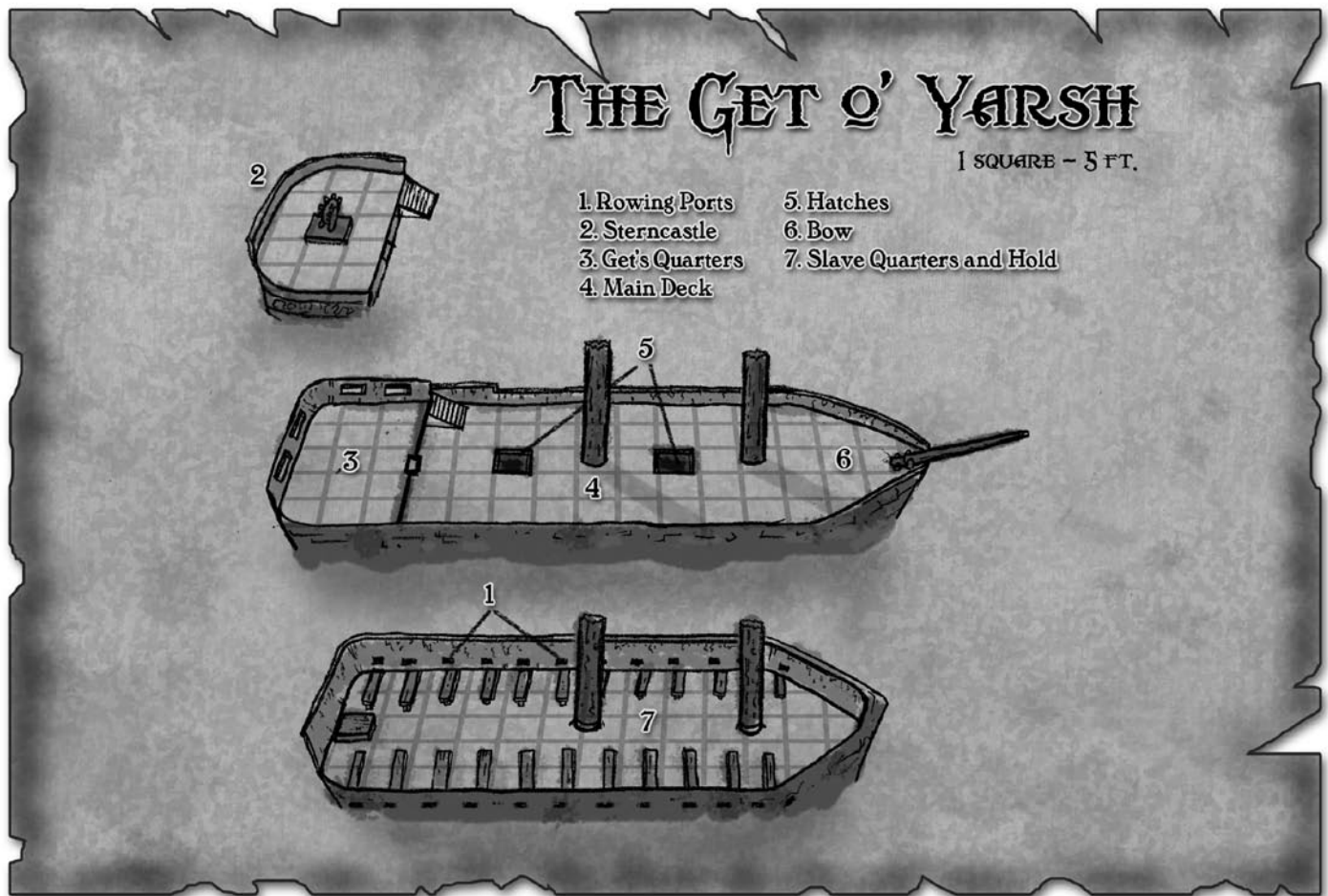
The captain is the only one with true quarters on the vessel; the rest of the crew sleep where they can, stringing up hammocks and collapsing among piles of rigging and nets. The captain's quarters are a charnel house, containing at least one of the bones of each of his victims since the last visit to Hell's Triangle. Amidst the bones are the charts and tables needed for navigation, as well as any loot the captain has claimed.

4. MAIN DECK

The main deck serves as the vessel's work area, the crew's sleeping quarters, and the entertainment area when there is a victim to be tortured. The sailing area is kept clear of refuse when the ship is underway, but when stationary or overnight it becomes a forest of hammocks and nests.

5. HATCHES

These are the only way to enter or leave the slave quarters and cargo hold. Rope ladders are available, but it is more common to simply make Gillslitter reach down and pluck whatever or whoever is needed from below.



6. Bow

The bow is primarily the domain of the giant brute that wields the ship's ballista and grappling hook, as he can go few other places without tangling himself among the lines and sails.

7. SLAVE QUARTERS AND HOLD

Two dozen or more slaves can be forced to man the ship's oars in this desolate hold. They are seated at benches, to which they are chained, and are forced to sit and work among the ship's other cargo, such as food stores, booty, line, and so on. In the stern, on a slightly elevated platform, stands an orc who drums out the rowers' beat to keep them in time. Overseeing the orc and maintaining a state of constant paranoia and psychosis among the rowers is Countless, the doppelganger who sees to the slaves' "enthusiasm."

USING THE GET O' YARASH

The *Get o' Yarash* is not a foe to be faced lightly. He is best used as a constant threat, a bogeyman of the high seas to keep characters in fear of what might lay over the horizon. The monstrous crew makes for an excellent long-term nemesis, probably with vengeance as the motivation;

the Get has caused the death and suffering of many an innocent, and the characters' families and loved ones may have been among them.

BEGINNER ADVENTURE

The most likely encounter between beginning characters and the *Get o' Yarash* is their discovery of the aftermath of one of his attacks. They may have to fight off scavengers in order to rescue survivors, or perhaps some of the supposed dead amidst the wreckage do not rest so easily. Another danger beginning characters might face is the contagious nature of madness; as they sail, they come across a ship dead in the water. Exploration reveals all hands on board have been ruthlessly killed, their bodies defaced in disturbing ways. By the time they realize someone or something is still aboard, it's too late! It has struck one of their crew, and the characters must engage in a desperate hunt. As the adventure resolves, it turns out that the killer was once a slave on the *Get o' Yarash*. Though he was eventually sold to would-be rescuers, he repaid their kindness by killing them all. You see, though a victim may be taken from the *Get o' Yarash* in body, he never leaves it in his mind. The horrors he witnesses and



experiences are so great no mind can withstand them, except by reenacting them. Thus, though the characters never actually meet the *Get* or his crew, he is sure to leave a lasting impression upon them.

EXPERIENCED ADVENTURE

Experienced characters might encounter a pair of the *Get's* crewmen while they act as intermediaries at port. Perhaps they have slaves with them, or perhaps they are just trying to sell ill-gotten loot. The characters may be the brokers to which they turn, or may be making a deal with the broker when the mutilated crewmen interrupt.

Alternatively, the characters might be at a slaver's compound, whether as captives, slave-traders, or would-be rescuers, when a larger team of the *Get's* crew pays a visit. Assuming things break out into violence, this would give the characters an opportunity to face a powerful

cross-section of the *Get's* crew without taking on the entire menagerie of murderers.

Finally, a dramatic shift in the characters' fortunes might lead them into captivity aboard the *Get o' Yarash*. This could be a painful sort of salvation, if the characters had been shipwrecked, left for dead somewhere, or perhaps were in the midst of a fight they were bound to lose. In sweeps the *Get o' Yarash*, dealing with the threat or picking up the characters, only to later reveal their true intent: to feast on the characters' flesh. Despite suffering torture and mutilations, the characters are saved by fate, luck, or whatever else they believe in, and eventually sold to an owner who turns out to be benevolent or at least easy to escape from. Very much the worse for wear, the characters are free once more, but with a strong likelihood of vengeance burning in their hearts.

ADVANCED ADVENTURE

Advanced characters are ready to face off against the *Get o' Yarash*, and presumably do so with a lust for vengeance in their hearts. An out-and-out combat without prior encounters would not play to the *Get's* strengths; he is best used as a villain who has generated fear and mystery over the long term. Perhaps the characters are racing the villain to a certain goal, or trying to elude him while protecting someone or something that the pirate desperately wants. They may be stalking the lunatic crew, attempting to follow them to the source of their insanity in Hell's Triangle, or be in search of the bone-pile resting there on the sea's floor.

A mission against the *Get* may be more personal or psychological. Perhaps the characters have a bone to pick with a single one of the *Get's* crewman, or seek to rescue one or more slaves, requiring infiltration of the crew. This type of adventure can be very role-playing intensive, as the character is tested and subjected to a disturbing series of images and experiences, as well as being asked to perform things that would turn the stomach of the most hard-hearted and iron-bellied soldier. Just how far is the character willing to go to accomplish his goals? Will he become that which he seeks to destroy?

~ CHAPTER IV ~

THE STORMDAUGHTER

Of all the corsairs and freebooters who ply the waters surrounding Freeport, few are subject to as many rumors and wild tales as the elven pirate Aesha Algosiél (*female elf journeyman*). Depending on who is telling the tale, Aesha is a rapacious killer with a perverse taste for blood, a sultry vixen who slakes her insatiable lusts with her various captives, a tragic victim of a tyrannical and unjust family, or a bold adventuress who commands the legions of the sea and braved the heart of a mighty dragon's lair. As with most rumors, all combine fact with fancy until one is indistinguishable from the other.

HISTORY

Few know Algosiél's true history. For her part, Aesha keeps it to herself both out of shame and to maintain the cloak of mystery she has drawn around her, enhancing her reputation with potential victims. Her greatest fear is that her true story be revealed to the world, that all will know of her failure and humiliation at the hands of her own kin. So far, her secret remains safe—some tales speak of troubles with a hide-bound and conservative family, but all are long on speculation and short on specifics.

The truth Aesha so fiercely hides is that she is a daughter of the powerful Aetheval family, an ancient elven house. Once a martial house dedicated to the defense of the elven rulers, the Aetheval had, over the centuries, adapted to the rise of humans and transformed themselves from warriors into successful merchants, plying the waters between elven lands and human trade cities such as Freeport. They dealt in elven artwork, clothing, weapons, and even enchanted items for raw materials such as wood, gold, iron, and grain.

Aesha was born into wealth and privilege nearly a century ago, and soon learned the basics of sailing and trade. In a family where lifespans are measured in centuries, however, there was little chance Aesha would rise far in the household, and would probably spend hundreds of years toiling in a relatively minor role. Though elves are traditionally content to keep their place and rise slowly, gathering wisdom and skill with the years, Aesha was one of a new generation of elves, steeped in the culture of greedy, short-lived humans. Bored and facing a life of what she considered drudgery, Aesha sought other diversions.

In ancient libraries, among scrolls and long-forgotten books, Aesha found tales of the serpent folk who had once ruled the world, and of the dark sorceries they practiced. As time passed and she delved deeper into these forgotten mysteries, she wandered down a darker and even more terrible road. She began to study the works of those who worshipped the Unspeakable One.

None can say for sure why Aesha turned away from the light, least of all herself. Perhaps her soul was blighted from birth, or perhaps the evil that lurked in the works of worshippers of the Yellow Sign corrupted her. No matter—as the evil festered and her familiarity with the dark arts grew, Aesha formulated a plan. No longer would she be the neglected, forgotten youngest daughter of the household. Through sorcery and intrigue, she would become mistress of the entire clan.

When Aesha's brother was slain by sorcery, few suspected her. But a thorough investigation laid bare her studies and her guilt, and she was taken before the house's matriarch, her grandmother Itaena. Ancient law forbade the shedding of elven blood, even as punishment for murder, so Aesha was stripped of all title and privilege and exiled to human lands where she could no longer threaten her family. Seething with fury even as she was

“What terrible rage burns in her heart? Toward what unspeakable destiny does she sail? She seems determined to destroy all that she finds, and to perish in the flames that she herself set alight.”

—*Elven Mage Thamastus, in a letter describing Aesha's attack on Maelava*



carried out in chains, Aesha cursed her matriarch and her family, swearing vengeance.

Aesha was placed aboard a ship bound for Freeport, but she never saw her final destination. Human reavers attacked the ship as it sailed unescorted, and the crew was slain. The leader of the corsairs, the self-styled pirate lord Madrak, took the ship's cargo, and the chained Aesha along with it. Once a proud elven noblewoman, Aesha was reduced to a mere possession, no more important than a load of cloth. It was the first of many bitter lessons for her.

In the years that followed, Aesha became Madrak's mistress—though this was an overly grand term for forced servitude. Eventually, she fought beside her lover as he and his vessel, the famous *Crimson Shark*, stalked the trade routes and brought terror and bloodshed to merchants from Freeport to the Continent. And during all those years, Aesha quietly plotted and awaited her chance. Humans were a short-lived and impatient race, and Aesha was finally learning to curb her ambitions and bide her time, something elves had in great supply.

Her chance came when the *Crimson Shark* fled from a failed ambush. The Freeporters had sent out a bait ship with dozens of hardy marines hiding below deck. The engagement went badly for Madrak and his crew, and they barely escaped with their lives. As Madrak lay wounded in his cabin, Aesha offered to minister to her lover. He gratefully accepted, but a day later, Aesha emerged from the captain's cabin and announced Madrak had perished. Before dying, however, he had signed an order granting Aesha her freedom and naming her his successor. She was now captain, she told the crew, and the *Crimson Shark* was hers.

The crew's reaction was violent, to say the least. A dozen sailors grabbed the nearest weapon and threw themselves at the usurper, but Aesha was ready for them. In a frightening display of swordplay and sorcery, she slew the rebels messily, tossing their remains overboard to feed the sharks. Impressed and thoroughly cowed, the surviving crew accepted her leadership and swore allegiance.

Aesha renounced her family name and took the title *Algosiél*—Daughter of Storms—beginning her career as an elven corsair. Since that day, the *Crimson Shark* and its crew have carved a bloody swath through the seas, evading all attempts at capture and defeating all who would face them in battle. How many wild rumors about her are true, and how many are wishful thinking or lies purposely spread by Stormdaughter, is anyone's guess. No one denies, however, that she is one of the most successful and bloodthirsty buccaneers to prey upon the merchants of Freeport.

LEGENDS AND EXPLOITS

Aesha's reputation for both cruelty and bold exploits are famous from Freeport to the far trade cities of Rolland. In the popular imagination, she is a bloodthirsty demon of the seas, scantily clad and soaked in gore, pillaging the goods of innocent merchants and choosing lovers from among the most attractive of her prisoners, as she herself was taken and forced into service as a concubine. Her lovers, it is said, are kept alive as long as they satisfy Stormdaughter's perverse lusts, but woe unto those in whom she loses interest. Those unfortunate souls are fortunate if they are simply bound and tossed overboard. Her means of disposing of her failed inamorata are said to be almost as varied as her myriad fleshly desires. While many of those tales may be sailors' fantasies, there is no question that Aesha is utterly without mercy and revels in the shedding of blood. Even the rumor that Stormdaughter may be in the vicinity is usually enough to send the average merchant ship scurrying for safe harbor.

That her methods are violent in the extreme is not a subject of debate. Those who survive Stormdaughter's initial assault are often butchered as soon as the battle ends, or kept alive for the sport of the crew. Sometimes a few are kept alive and sold into slavery or, rarely, kept as living treasures for the captain herself. As if her bloodthirstiness was not bad enough, Stormdaughter saves her most savage reprisals for members of her own race, and elven sailors have been known to throw themselves into the sea rather than submit to capture and torment at her hands.

Stormdaughter and her crew have gone on many adventures in addition to their piratical pursuits, the most famous of these being her raid on the lair of the sea dragon Thalassinus, the source of several legendary treasures. The tale is popular in waterfront taverns, but most serious historians dismiss it as pure fantasy, as most don't believe Thalassinus ever existed in the first place outside of legend. In this case, however, the historians are dead wrong, and the raid on the very real dragon yielded one of Aesha's most treasured and powerful possessions.

While not in the same class as her raid on the sea dragon, Aesha's next most celebrated act is still widely repeated in the taverns of Freeport and beyond. Though it has grown somewhat in the retelling, the actual events were horrific enough for a dozen wild tales. The island trade city of Maelava was originally an outpost built by Aesha's family, the Aetheval. Over the years, it matured into a cosmopolitan settlement at the crossroads of several major shipping routes, inhabited by humans, elves, dwarves, and many other races, all working together in relative harmony, all intent on mutual prosperity. Those

days ended once and for all when the *Crimson Shark* appeared on the horizon, accompanied by a horde of strange and terrifying allies.

As Aesha and a group of corsairs who joined her for the raid drew off the small fleet that defended the town, the sea surrounding the island began to boil with activity. As the city's horrified inhabitants watched, an army of creatures emerged from the waves—sea devils. Many considered these monsters to be little more than myth, but as the murderous beasts swarmed over the town, looting and killing, it was obvious that they were all too real.

Out at sea, the elven fleet turned about, desperately making for the port in hopes of stopping the attack, but from beneath the waves emerged great tentacles, grasping the ships, crushing them and dragging them under. In addition to the sea devils, Stormdaughter had somehow summoned the krakens from their abyssal lairs.

What followed was the stuff of nightmares. The sea devils pillaged the town, dragging away victims for food, slavery, or sacrifice. As they departed, the corsairs descended on Maelava and plundered its riches. The survivors of the assault were taken captive, then given in tribute to the krakens. Every living thing in the city perished or was taken away, never to return. As they left, the corsairs set the city ablaze, and within a few hours, only blackened ruins and the bones of their victims remained.

To this day, no one knows how Aesha managed to gain the aid of the krakens and the sea devils, but fear of another such raid festers in Freeport and in the small trade settlements nearby.

GOALS AND MOTIVES

None can be truly sure what Aesha wants: From her conduct, she seems merely a madwoman who enjoys bloodshed and toying with the lives of others for her own pleasure. Her true motivations are subtler and deeper, and in many ways, she herself is not fully aware of them.

Shunned by the world and betrayed by her own family, Aesha believes she is the only person in the world she can trust. Since the "civilized" and "law-abiding" world has turned its back on her, she places what little faith she has left in those others that society has shunned. Her crew senses her true nature, and despite their bloody and sociopathic nature, they serve her with almost fanatical loyalty.

What drives Aesha is vengeance—vengeance for her loss of status and innocence, her failures, and even for her own shortcomings. In hating the world, Aesha hates herself, though she doesn't realize it. Stormdaughter wants to make her people suffer for rejecting her. Anyone who gets in the way of this vengeance is just as guilty, and deserves no mercy.

Unfortunately for Aesha, her goal is an impossible one. No matter how much suffering she inflicts and how many elves she tortures, there will always be more, and with every act of brutality, she pushes herself farther away from the society that she both hates and envies. She will never be forgiven, and the elven people will never acknowledge their “crimes” against her. Stormdaughter’s story is certain to end in bloodshed and pain for all involved.

BURIED TREASURE

Aesha’s alliance with the evil creatures of the deep was cemented by her ownership of a most potent artifact, the *Stone of Soltash*. In ages past, it is said all the undersea races—the merfolk, sea devils, triton, kraken, whales, dolphins and other thinking aquatic creatures—were united under the rule of a single powerful monarch, a merman known only as the Sea King. He commanded his fellow creatures through the use of a strange rock that had fallen, ages ago, from the heavens to lance through the depths and lodge itself in the sandy bed of the deepest sea, fusing the sand into glass all about it. Named for the merman who discovered it, an explorer named Soltash, it was given to the king as a gift. Impressed by the curious stone that glowed through the glass and washed his face in shifting patterns of blues and greens, he had the rock mounted in his trident and bore the device proudly until the end of his days.

At first, none recognized the changes that took place in the Sea King, for they were transformations in his heart, dark stirrings that filled his mind with thoughts of bloodlust and conquest. Most dismissed his outrages and short tempers to the ever-present sea devils that harassed their borders, but soon it was clear that something was wrong with the once peaceful king.

Fed up with the wicked creatures that shared their domain, the Sea King raised up his armies and waged war against all other denizens of the depths. Empowered by the fell magic contained in the stone, he swept through krakens, sea devils, and all the other horrors that dwelled in the seas until he commanded them all, bent them to his will, and controlled the whole of the undersea peoples.

And so it was for centuries, until at last the near-immortal Sea King finally succumbed to age and infirmity. As death approached, the tyrant was to name his successor

and pass on the trident, but at that moment the viciously oppressed creatures defeated centuries ago, little better than slaves, threw off their shackles and rose up against their captors. Too weak to call upon the power of the stone, the king fell, devoured by his enemies. His empire was dashed, brought to ruin by the talons of his enemies. Even the stone was lost, flung into a deep trench by those few subjects who remained loyal and feared what would happen if the stone fell into the hands of a soul born to evil. Thus the ancient empire passed into legend.

More ages passed and through unknown means, the *Stone* found its way into the horde of the sea dragon Thalassinus. When Aesha stumbled upon an ancient manuscript that revealed the location of the dragon’s lair, they immediately set sail for the place and found the once-feared dragon to be old, senile and (for a dragon) severely weakened. Though they took heavy losses, the crew of the *Crimson Shark* succeeded in slaying the old beast, and among his treasure horde, found the legendary *Stone*.

Today, she uses the *Stone of Soltash* to control her evil allies, and has placed it well out of their reach on the Island of Thorns—a rocky and barren place whose very atmosphere is inimical to aquatic creatures. In addition, Aesha had her sorcerous allies summon powerful creatures of earth and stone to guard the glittering rock and all the other treasures she has found on her journeys.

ALLIES

While studying the black arts, Aesha read of the mighty *Stone of Soltash*, and knew its power. When she found it among the treasures of the dragon Thalassinus, she chose to use it to her own advantage. Though as a land-dweller, she could not use the *Stone’s* powers to command the folk of the sea, she nevertheless made contact with the krakens, the sea devils, devil rays and others, offering to give it to the race that aided her the most. It was a risky move, for these creatures are notoriously treacherous, but the gamble paid off, and today a large number of evil sea beasts have promised aid to Stormdaughter.

As for the *Stone of Soltash* itself, it is safe on the Island of Thorns, and well beyond the reach of the sea folk. As might be expected, Aesha does not intend to give the relic to her allies, but instead to hold it out to them for as long as possible. Heedless of her own safety and that of her

More Ships Missing, Stormdaughter To Blame?

~ *The Shipping News*

followers, Aesha plays this dangerous game for as long as possible, and it is in this rash course of action the seeds of her destruction may lie.

Outside of those creatures of the seas, Aesha has few allies. At best, she has occasional associates. She's been known to join forces with all manner of unsavory bastards, including Fargas Ironfoot and even Captain Scarbelly. These alliances are always short-lived, lasting only long enough for Aesha to get what she wants and not a second longer. Even though she honors the terms of her bargains, only the most ruthless and bloodthirsty pirates join her, for her methods can trouble the heart of even the most hardened corsair.

Though few openly support or associate with Stormdaughter and her crew, she nevertheless maintains contacts in Freeport and beyond through agents and various crewmembers who circulate in trading posts and cities. She has met on several occasions with various gang leaders in the city, and regularly trades with some of the more prominent criminal outfits in the city, though neither Mister Wednesday nor Finn would admit to sully their hands with such dealings.

Finally, Aesha's old studies drew her close to the cult of the Unspeakable One and his followers, the Brotherhood of the Yellow Sign. Though the cult remains well hidden beneath the surface of normal society, its adherents continue to lurk in the shadows, seeking ways to promote their mad god's cause. Aesha has worked with these madmen on several occasions, trading captives to the cultists for torment and sacrifice in exchange for some artifact left by the serpent people or more occult knowledge. As her desire for vengeance transforms into a simple drive to shed more blood and spread more mindless chaos, the chances of her fully embracing the Brotherhood of the Yellow Sign grow proportionally.

ENEMIES

Stormdaughter's most public enemy is, not surprisingly, the Admiralty of Freeport under Admiral Thurlow Rankin. A haven for corsairs and n'er-do-wells of all stripes, Freeport is usually free from the predations of pirates themselves, but Aesha is notorious for respecting neither custom nor nationality in her piratical activities. Her raids on convoys coming to and from Freeport have given her a dire reputation, and both the Freeport navy proper (all dozen or so vessels) and the larger, unofficial fleet of privateers has standing orders to attack the *Crimson Shark* on sight, with quarter neither asked nor given. So far, Freeport's navy has come off the worse in confrontations with Stormdaughter, and the city's captains are content to leave her to the privateers.



Among these privateers—corsairs who accept bounties and payments from Freeport in exchange for their services and relative freedom of the seas—Stormdaughter counts several rivals and outright enemies. The best known of these is Captain Nile Azul, an erudite, bearded southerner with a penchant for philosophy as well as piracy. Azul has the distinction of being one of the few captives to have actually escaped from Stormdaughter's clutches, and still bears the scars of some of her more imaginative tortures. Rumor has it that he also served as Aesha's lover for longer than any other captive before being discarded, but Azul himself is notoriously close-lipped about his experiences. All that is known for certain is he has sworn vengeance against Stormdaughter, and has fought her on several occasions, with neither side emerging victorious.

Aesha's arrangement with the evil creatures of the sea has raised the ire of several other groups, most prominently the merfolk and tritons, and they have formed an alliance against her and her oceanic minions. Beneath the surface, far from the sight of land-dwellers, this conflict rages and threatens to spiral out of control, involving other nations of aquatic creatures and the kingdoms of men and elves as well. The triton monarch Emyrea, a powerful sorceress, is considered the leader of the alliance, and her folk recently staged an attack on Aesha while the *Crimson Shark* was in port at a small pirate isle. The attack claimed the life of Aesha's boatswain Marcus and badly wounded her first

mate, but in the end the tritons were repulsed and Aesha returned to ravage the sea lanes. A punitive attack by the sea devils cost the tritons dearly, and so far they have been unable to gather sufficient forces to attack her again.

Beyond these potent foes, Aesha's most dedicated enemies are her own people, especially those in the employ of House Aetheval. Honor and tradition are both critical to the long-lived elves, and Aesha's treachery is a stain on her family's reputation that can only be erased by shedding blood—hers. After Aesha's escape, her father, Lord Narravel, undertook an ancient and secret ritual, all but unknown to non-elves. Before the shrine of the nameless God of Vengeance, Narravel foreswore all ties with his daughter and devoted the wealth and resources of his house to finding and destroying her. This, the most potent and terrible oath that an elf can take, meant that unless Aesha is slain by her own people, Narravel's own soul was forfeit, and on his death, he would not go to the elven paradise, but instead spend all eternity as a dark minion of the nameless god, an instrument of vengeance in the mortal world.

Needless to say, the elves are especially eager to see Aesha dead, but so far they have been unable to find her, let alone bring her to battle, since she spends most of her time in the realms of humans, where elves are aliens and rarely venture. The Aetheval's most powerful ship, *Gullwing*, is a vast and graceful white vessel with a crew of grim elven sailors and marines, devoted to finding and slaying the treacherous Aesha. It is commanded by Aesha's brother, Uthral, who is determined to find her and save his father's soul. So far, he has had little success, but he hopes to soon find Aesha and deliver final justice to her.

THE CREW

"She attracts the lowest and most dangerous of villains and cutthroats to her cause, and yet for all their treacherous behavior and untrustworthiness, they treat her with all the respect and obedience they would accord a goddess. Who knew?"

—Captain Harl Remas of the Freeport Navy

Separating fact from fiction is difficult with Stormdaughter. Her ruthlessness is well known, however, as is the makeup of her motley and merciless crew. As the *Crimson Shark* plied the seas and her reputation grew, she began to attract the most desperate and brutal recruits—criminals, deserters, mutineers, escaped slaves, fugitives from justice—all of the most black-hearted and dangerous sort, those who had nothing to lose and less to live for. On the bloody decks of the *Crimson Shark*, these ne'er-

do-wells and brigands formed a rough and surprisingly well-organized society, with their idol, the pirate queen Stormdaughter, as its unchallenged monarch.

Stormdaughter's hold over her lawless minions is remarkable. Violent men and women who would as soon slit another's throat as wish them good day accept her leadership without question, and from the chaos they have created order. It is a bloody and ruthless order, but it is order nonetheless, and it is one reason for Stormdaughter's continued success.

ORGANIZATION

Stormdaughter and her crew follow a standard organizational model. Unlike many pirate captains, however, Aesha's command is unchallenged, and she cannot be deposed by popular vote or consensus. She maintains command of the *Crimson Shark* during normal sailing or in port, as well as in combat or in heavy seas, duties other pirates sometimes leave to separate commanders.

Under Aesha are her officers, including First Mate Melindra Makavin, Boatswain Skalla Fishkiller, Quartermaster Valus and Armorer Retai. Should Stormdaughter or any of her officers be injured or killed, this also constitutes the chain of command. Other important positions include the cook, carpenter, and surgeon—due to the vessel's high turnover, these positions are held by many different individuals, of widely ranging skill and character. Those who encounter Stormdaughter and her crew can never be certain who will fill what role, and whether they will be alive the next time they meet.

RECRUITMENT

Aesha has few if any problems recruiting for the *Crimson Shark's* crew. In addition to being one of the most ruthless pirates in the area, she is also one of the most successful, a combination that draws both the most violent and dangerous recruits, and also the most skilled and ambitious. When the *Crimson Shark* puts into port, Melindra and Skalla go ashore to survey waterfront bars, rooming houses, and brothels, seeking out the most promising (*i.e.*, dangerous) potential recruits. They test these recruits indirectly, often by starting fights to see how well they do, or by hiring other criminal types to beat—or even try to kill—the potential crewmen. Later, should the chosen recruits survive, they are offered a place on board the *Shark* and a cut of the loot.

Melindra and Skalla have a good eye for potential, and most accept readily. Even the most violent of thugs often struggle to find a place once they board the *Crimson Shark*, though, for the crew is always ready to put them

through their paces. Recruits start out with the most basic and menial of tasks, and are frequently harassed or assaulted by other crew, who jealously guard their positions. A new member of the *Shark's* crew must be ready to defend himself at all times, with knife, belaying pin, club or fists, for attacks can come at any time and from any quarter.

After a time—usually a month or so—a new crewman will have proven himself sufficiently to be accepted. Also by this time, current crewmen will have perished and new crew brought aboard, giving the less recent recruits someone further down the ladder to pick on. In this way, only the strongest and most ruthless of corsairs survives on the *Crimson Shark*, and Aesha is assured her people are ready and able to fight at an instant's notice.

MEMBERSHIP

Rank has its privileges, especially aboard a ship as brutal and dangerous as the *Crimson Shark*. As noted, new recruits are expected to do the most unpleasant tasks, from holystoning the deck to dumping chum buckets and cleaning out the bilges. Once other recruits have filled up the lowest rungs of the ship's hierarchy, the *Shark's* sailors move up in rank and receive more pleasant, though equally onerous tasks such as mending sails and ropes, managing ship's stores, inspecting and maintaining the rigging, and so on.

Only the most senior and trusted of the crew rise to the rank of officer, though given the quick turnover of crew members in battle with both each other and with Aesha's victims, these positions become available with regularity. Aesha appoints these posts, though she sometimes seeks the advice of other officers. Rumors abound she awards valuable subordinate positions to favored lovers, but this is actually not true—Aesha is no fool and names her key officers based upon their competence, not their abilities in the bedchamber.

SYMBOLS AND SIGNS

The *Crimson Shark* flies a flag that strikes fear into the hearts of most merchants—a stylized red shark silhouette, rising out of the water to take a ship in its jaws. This motif is repeated all over the ship, and most of the crew has tattoos of sharks or other dangerous sea creatures. A red shark is often left crudely painted on the abandoned hulks of Aesha's victims' ships, and the same logo often appears as graffiti along the waterfront of Freeport and elsewhere, a frightening reminder that Aesha's crew and allies can be found anywhere. Of course, many admirers not related to Aesha or the *Shark* at all also scrawl the emblem on walls

and elsewhere, but this serves only to spread Aesha's dire reputation.

On board ship, Aesha's heritage has led to some interesting traditions, including many commands that are passed on in Elven, a language few of Aesha's enemies understand. Notes, treasure maps, and coded communications are likewise written in elven script, as well as in some of the arcane languages Aesha learned during her days studying the occult. Few outsiders can decipher these messages, as they are often written in several different languages, and use elven terms and code words only the crew understands. This secure communication is yet another reason for Aesha's great success as a corsair.

MELINDRA MAKAVIN

"I'll not set sail without my first mate. She's like to my right hand, she is. Without her we'd sail in circles and only be able to take the merchantmen that we ran into by accident..."

—Aesha Stormdaughter

One can only survive as the first mate of the *Crimson Shark* by being as deadly and merciless as the captain. Melindra Makavin (*female half-elf journeyman*), a half-elf with an axe to grind against her kin, fills the bill



wonderfully. A talented weather-witch, sailor, and fighter, she is as striking as Aesha—tall, with fine elven features and a mane of rich red hair. A long scar that took her left eye disfigures her face, and she customarily wears an embroidered half-mask to conceal it.

An experienced corsair in her own right, Melindra is one of the longest-serving crew on board the *Shark*, and some waterfront wags go so far as to suggest she and Aesha are more than simply crewmates: “*First mate in every sense of the term*,” as one grizzled storyteller puts it. The short lifespan of most of Aesha’s lovers suggests this rumor is nothing but another fevered sailor’s fantasy, but it persists nonetheless, and no one has yet proven it one way or the other.

BACKGROUND

Perhaps the explanation for the enduring friendship between Melindra and Aesha—two vicious and untrustworthy villains—can be found in the first mate’s history. She, too, suffered at the hands of society, though her struggle was less epic than that of her captain. Melindra’s mother claimed her father was an elven nobleman who abandoned her when she became pregnant. Shunned by both human and elven society, Melindra grew up hard and angry at the world. Melindra’s mother was forced into prostitution, and as often happens in that dangerous line of work, was killed by a customer. Melindra witnessed the killing, and later hunted down and slew her mother’s murderer, a wealthy merchant. Prosecuted for the crime, Melindra was sentenced to death, but escaped with the help of several other prisoners, one of whom was a former pirate. He helped Melindra get in touch with others of his kind. In prison, she also met another pirate with some arcane skills, who taught her some minor spells and useful incantations.

Melindra began as crew for a minor pirate captain and swiftly rose through the ranks. Her captain’s career came to an abrupt end, however, at the hands of privateers in service to the Freeport Navy, who left the ship mastless and adrift. The hulk drifted for days until it was finally sighted by the *Crimson Shark*’s lookout. Aesha and her pirates investigated, hoping to find something left on board, but found only Melindra—cold, hungry, her face badly cut by a saber slash, but still full of fight. She managed to hold off Aesha’s crew, who wanted to take her

for sale in the slave markets, but after killing two of the *Shark*’s mariners, Aesha relented and allowed the feisty half-elf to join her crew.

After enduring an especially vicious hazing, Melindra proved herself a capable member of the crew. As on her previous ship, she rose quickly to prominence, eventually replacing the thuggish “Two Fang” Mythron as first mate. Some on the ship claim Melindra murdered her rival, dumping his body overboard and taking his place. As for Aesha, she feels that if these charges are true, her new first mate showed exceptional initiative and cunning—two traits that she greatly values in her officers.

That was over five years ago, and today Melindra, even more fearsome and intimidating, holds on to her position with an iron grip. Several would-be successors have challenged her, and Aesha has allowed the challenges to go forward, for the half-elf has yet to be bested in single combat. She is also a skilled tactician, and is one of the few who can actually argue with or, in very unusual cases, countermand Captain Aesha herself. Melindra also uses her wizardly skills, which have also grown considerably over the years, to provide good weather and favorable sailing conditions for the *Shark*. With these two aspects of Melindra’s personality, she has become invaluable to Aesha and her crew. Added to that are her not-inconsiderable combat skills, making her all but priceless.

PERSONALITY

While, like the rest of Aesha’s crew, Melindra is almost entirely lacking in mercy and rarely, if ever, offers quarter to her enemies, she is also the brains of the operation, providing tactical and strategic advice with unemotional clarity, refusing to let anything other than the cold facts cloud her judgment. In this way, she is able to provide Aesha and the crew with the most straightforward and honest guidance possible. Aesha values Melindra to such an extent that the first mate can actually contradict or even countermand the captain’s orders if the need is great enough. Mind, Aesha is rarely happy to have her orders overridden, and if she does so, Melindra had better have an excellent reason for doing so. Fortunately, the wily half-elf can always offer a good reason for her actions, and she is usually proven right by circumstances anyway.

In battle, any semblance of calculating rationality vanishes. Melindra wades into combat armed with cutlass

Emotion is a useless companion when you stalk the foe. Remain calm, remain thoughtful, remain quiet as you approach. When the foe is in your grasp, then unleash all your feelings—the rage, the hatred, the love of slaughter. In this way, you will terrify your foes and assure your own success.

and dagger, casting spells to confuse the enemy or enhance the crew of the *Shark*. Aesha is quite uncomfortable with Melindra's lust for battle, for the loss of such a valuable subordinate would be nothing short of disastrous.

APPEARANCE

Melindra is as striking as is her captain. She is nearly six feet tall, lithe and quick on her feet. She likes to let her long red hair flow in the ocean breeze, and is aware of its effect on males when in port, but when dirty business is afoot, it is usually bound up in braids, tucked under a hat or covered by a kerchief. The half of her face that she keeps visible is most beautiful, with chiseled, heart-shaped features, a full mouth and a single large blue eye. The other half of Melindra's face, however, is kept concealed behind an elaborate embroidered mask that depicts a demonic visage with a fanged mouth.

She normally wears a loose-fitting men's shirt, breeches and boots, with a large cutlass tucked into the sash, and a bandolier with a brace of daggers. Also hanging from the bandolier are pouches containing the arcane components of her various sea spells, where she can easily access them at need.

SKALLA FISHKILLER

"On the quarterdeck stood a towering, tattooed orc-man, waving a cutlass about as he exhorted the crew to attack. Gods help me, I even saw him stride forward, pick up a halfling and toss him across the gap, directly into the bloody melee on my ship's own deck."

—Captain Niles Garbardain

Aesha's bo'sun is a scarred, one-handed orc named Skalla Fishkiller (*male half-orc journeyman*). As the ship's third in command, his duties include maintaining discipline and training, as well as making sure the *Shark's* crew is always present, and not whooping it up in brothels or taverns when the ship is due to set sail. As he is usually the one blamed if things don't go right in battle, Skalla is a strict disciplinarian with no tolerance for slackers. He doles out punishment with rare relish, and those of the crew who don't hate him fear him instead. All, however, respect him.

BACKGROUND

Skalla's early life is something of a mystery, but rumor has it his mother was a kindly orc shaman, killed by humans. He began his adult life as a member of a Freeport street gang, and subsequently began to sell his services as



a hired goon, bodyguard, and eventually an assassin for Freeport's various criminal factions. Well known for his skill and unrelenting brutality, Skalla also developed a reputation for a surprising degree of intelligence. Where most folk—justly or unjustly—saw orcs as dim-witted thugs with little interest in anything besides violence and plunder, Skalla showed himself to be a gifted leader and tactician—with, of course, a great fondness for violence and plunder. Unfortunately for Skalla, his career came to a sudden end when he found himself pursued by Freeport authorities after he killed the son of a wealthy merchant prince.

As the net closed in on him, Skalla desperately offered his services to Aesha and Melindra, who were in port looking for recruits. Impressed by his size and determination, they hired the orc, who quickly showed his mettle, losing a hand in battle but remaining in the fight until it was over. A natural leader, he effectively commanded boarding parties, intimidating unruly crewmen with his size, and impressing others with his sheer ability. Within a year, Skalla became the *Shark's* bo'sun, taking to the role with enthusiasm.

PERSONALITY

Perhaps Skalla Fishkiller (he earned the nickname by killing a huge shark armed with only a dagger) is not the most popular member of the crew, but he is easily

Back-Alley Buccaneers! Watch Routed in Kat's Run!

~ *The Shipping News*

the most feared, for his punishments are both strict and convincing. He often wields the cat himself, chastising slovenly or undisciplined sailors with bloody efficiency. He rarely kills those he punishes (though it is not unknown), but the targets of his rage are often incapacitated for days, and never forget their treatment at his hands. While his terrorized crew may someday kill him, it is unlikely Skalla will ever be demoted.

Skalla fights and kills for the sheer joy of doing so. He rarely demands any more than the minimum share of treasure, and seems to have no particular love of luxury. Any plunder he gets is usually squandered at the ship's next port of call, on huge quantities of intoxicants and women of various races. Several of the scarlet women who cater to pirates in Freeport and elsewhere report Skalla seems quite different when he is in their chambers, treating them with kindness and courtesy totally at odds with the image most have of him—that of a blood-covered, snarling savage killer. Some wonder at this discrepancy, but no one has yet had the courage to investigate further or—even worse—ask Skalla about it.

APPEARANCE

So huge is Skalla, many claim he must have an ogre somewhere in his ancestry. He customarily strides the deck clad only in breeches and boots, revealing a muscular torso covered in a network of ancient scars. He has many lash-marks on his back, suggesting painful punishment on numerous occasions. His left arm ends in a stump, usually covered by a leather sleeve. Skalla doesn't fight with this hand, though on occasion he will strap a buckler to it. In combat, the great orc clutches an oversized falcion in his good hand, and uses it to sweep through anything in his path, be it a wooden wall, rigging, or a terrified foe.

VALUS

"Dark as night and silent as death, the man called Valus may be as dangerous as the woman that he calls his captain."

—*Report to the Captain's Council of Freeport, describing Aesha and her crew*

The *Crimson Shark's* quartermaster is a black-hearted human named Valus (*male human journeyman*)—no one

knows his surname—who dispenses and maintains the ship's supplies and sometimes fills in as cook and surgeon. Valus is a puzzle even to the other crewmen, for he rarely speaks of his history, and has a large number of charms and small enchanted items he refuses to explain. He is, however, an excellent officer, and fights with a cold dark intensity that terrifies opponents and allies alike.

BACKGROUND

No one is really sure exactly how Valus came to become Captain Aesha's quartermaster. What is known is he managed to avoid the usual process by which recruits join up, survive the crew's hazing and rise through the ranks. He simply appeared one day soon after the death of his predecessor and immediately took up his duties.

A few crewmen claim they saw Valus slipping aboard on a dark and foggy night while the ship was anchored off Freeport, and that he slipped into Aesha's cabin, where he remained for several hours before emerging, and the next day was quartermaster. Needless to say, many of the crew snigger and whisper about exactly what went on in the captain's cabin that night, and what humiliating tasks Valus had to perform in order to get the job, but Valus himself is known to have drawn a shimmering silver sword and killed a crewman who made such suggestions when he was within earshot. Since then, the rumors have declined considerably, or at least been repeated only in very private circumstances.

Many other rumors circulate about this mysterious human—some say he is an assassin on the run after slaying a king or prince, that he is a diabolist who has made a pact with devils, or that he may be a demon himself in human guise. For his part, Valus doesn't bother to respond to these rumors, as they seem to enhance his reputation and make folks even less inclined to interfere with or question him. When not cutting up foes with his strange silver saber, he is an efficient and meticulous quartermaster who keeps a close watch on stores and rarely if ever runs short of anything important. The mundane nature of Valus' duties belies the strangeness in his eyes and every movement.

PERSONALITY

Valus' outward nature is grim, quiet, and taciturn. He speaks in monosyllables as much as possible, answers questions and orders curtly, and does exactly as commanded by the ship's officers. He usually does not

deal with merchants directly when purchasing stores, but instead leaves this to trusted crewmen.

Valus is a coldly efficient killing machine in battle, fighting with a saber that flashes silver as he swings it. He usually wears his long coat in battle, pulling various items from its pockets and tossing or waving them toward the enemy. No one has actually seen any visible effects from these actions, but many claim Valus' foes falter, hesitate, or meet with misfortune after he uses his charms on them. He never seems to grow excited in battle, but instead retains the same curt and chill demeanor as when he is working aboard ship.

APPEARANCE

Even in the heat of the tropics, Valus customarily dresses in a black tunic and breeches, sometimes wearing a broad-brimmed hat, other times simply a black headband. In cold or rough weather he wears a long black coat with pockets sewn on the inside to hold a number of odd trinkets and what the crew believes to be enchanted items.

Valus' face is pale and thin, with an intense stare. His eyes are a pale and icy blue, and those who meet him start to feel uncomfortable after being in his gaze for longer than a minute or two. He wears a number of small charms around his neck, with symbols from many different faiths, magical traditions, and cultures. He refuses to discuss these items, and sometimes pulls back his coat to reveal the hilt of his sword should anyone be overly persistent.

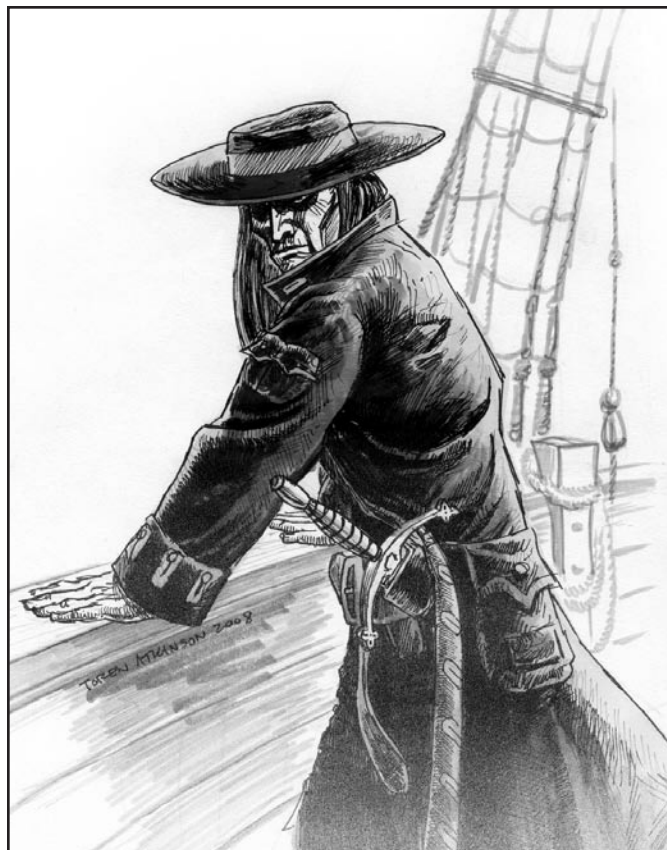
RETAI TEMUJAL

"The ship's armorer is a small man of eastern extraction, whose speed and skill in combat is belied by his stature. Believe me, I can attest to this—had it not been for Retai Temujal and his tulwar, I would be writing this chronicle with my right hand."

**—Lieutenant Halvo "One Arm" Shalatta of the
Freeport Navy**

Retai (*male human journeyman*) only took the role of armorer a few months ago, after the previous armorer perished during a battle with rival corsairs. He had fought well, utilizing swordplay that no one on the *Crimson Shark* had ever seen before. After besting several rivals for the job in unarmed combat, the little easterner was given the job of armorer by acclamation, and has served well ever since.

Retai Temujal is an adventurer who left his distant homeland in search of adventure. As his notion of adventure doesn't preclude robbing and killing innocent victims, the



Shark and its crew seemed a perfect destination. He has begun to teach the crew some of his combat techniques, and their performance in battle has improved since.

BACKGROUND

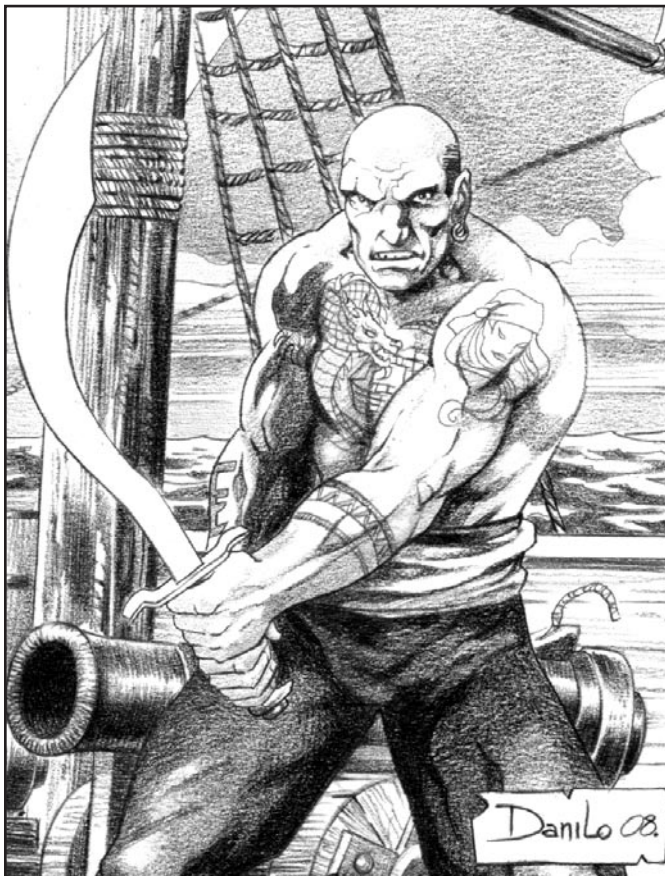
Hailing from a far-off eastern kingdom, Retai grew bored with his pastoral existence, and for a time joined a monastery where he received combat training. Soon the monastic life grew dull as well, and Retai slipped away in the night, traveling west to seek his fortune. Thoroughly amoral (the monks' insistence on doing good grated on Retai's selfish sensibilities), he sought employment as a bodyguard, mercenary, thief, and assassin, gaining fame and success in all such pursuits.

During his travels, Retai discovered he had a love for the sea and a natural aptitude for sailing; he hired himself out as an able seaman and quickly learned the ropes. Needless to say, his avaricious nature soon caught up with him and he began to consider life as a buccaneer, especially after seeing the kind of cargoes his vessels carried. When the *Crimson Shark* attacked his ship, Retai turned mutineer, killing his captain and turning the ship over to Stormdaughter and her crew almost without a fight. Impressed, Aesha allowed Retai to join the crew, and within a few days—something of a record on board the *Shark*—he overcame the crew's initial resistance and found himself promoted to armorer.

Since, Retai has fiercely defended his position from those who would take it for themselves. He doesn't seem to have ambitions above his current position, for command does not appeal to him, nor does life as an ordinary seaman. As armorer, he maintains the ship's weapons and also puts the crew through a rigid training regimen. The crew has learned some of his basic combat maneuvers, and have since put them to good use. So far, Retai is happy, but one day his wanderlust may overtake him again, compelling him to move on to yet another life.

PERSONALITY

In many ways, Retai is the quintessential jolly pirate—he is happy, good-natured, and good company. He enjoys grog, singing, fighting and wenching along with the other corsairs, and now sports a number of suitably nautical tattoos. His hearty good fellowship all but vanishes in battle, however, where he kills without hesitation, and leads the crew with both cunning and ferocity. Many other crewmen—Skalla, Valus, and others—fight with a similar enthusiasm, and their example seems to inspire Retai to be even more terrifying. Whether fighting with sword, pistol, or bare hands, he is a remarkable sight. Retai covered in blood, a tulwar in one hand, pistol or dagger in the other, is enough to make an enemy turn tail, or fall to their knees and beg for mercy.



Retai's rejection of monastic asceticism is most obvious when he is in port, for he is known to enjoy female company as often as humanly possible. It is, some think, his only weakness. He frequently compares notes and conquests with other crew, to the extent that even the hardened mariners of the *Crimson Shark* have begun to think he is compensating for something.

APPEARANCE

Retai would stand out on any other vessel in Freeport waters, but among Stormdaughter's motley crew he blends in perfectly. He is short, with rich ochre skin and shining brown eyes. His head is shaved save for a single scalplock, a holdover from his days as a monk. His physique is lean and muscular, and he bears a number of tattoos from a bewildering number of lands and cultures. An elaborate eastern dragon coils around a western-style carrack on his chest, his left arm is covered in eastern ideograms signifying wealth and good fortune, and his right shoulder bears a portrait of his captain, the beautiful Aesha. He normally fights bare-chested, possibly out of vanity and the desire to show off his elaborate decorations.

NIOBE DRASKELL

More than most other vessels, the *Crimson Shark* is unusual in that there is no "typical" crewmember. The vessel is crewed by the lowest of the low—outcasts, fugitives, and criminals of every conceivable race and nationality. There is very little prejudice among the crew—all are considered equally worthless in the eyes of society, and so are equally valuable on board the *Shark*.

Nearly half the crewmembers are female, another unusual facet of Stormdaughter's vessel. The human corsair Niobe Draskell (*female human apprentice*) is one of these, a former barmaid and prostitute in Freeport, she now serves as an able-bodied sailor aboard the *Shark* and holds her own along with the others, male and female, of assorted races and backgrounds.

BACKGROUND

An immigrant from southern climes, Niobe plied her trade in the waterfront taverns of Freeport, serving drinks in taverns and selling her more intimate services to sailors and other visitors. Niobe wasn't especially particular or honest, and robbed unsuspecting customers if she thought she could get away with it. One night, things went wrong when she lifted the purse of a wealthy nobleman who had been slumming on the waterfront. Caught in the act, Niobe was forced to defend herself and wound up killing the man. Though she and her bartender disposed of the corpse, dumping it off a nearby pier, Niobe knew it was

only a matter of time before the Watch caught up with her. She found a crewman from the *Crimson Shark* and prevailed upon him to help her get on crew.

Introduced to First Mate Melindra, Niobe begged to be allowed to stay, and eventually won herself a place on the crew. She proved quite skilled with a knife, and her long years of hard work made her a tireless member of the crew. She learned quickly and followed orders, and today she continues to serve, indistinguishable from the rest of Aesha's crew.

PERSONALITY

Niobe is a rugged and independent individual who was already used to making her own way in the world. Though, like most other crew on board the *Shark*, she has issues with authority, her loyalty to both Melindra and Aesha is unshakeable. Life at sea has left the former tavern wench even harder and less compassionate than she was before, and Niobe is quick to take up a knife to defend herself, or simply to participate in an entertaining tavern brawl. She follows the example of her commanders in other ways as well, and is known as a voracious and somewhat violent lover who indulges in fleshly pleasures when in port and, whenever possible, at sea. Her consumption of liquor is legendary, and most men on board the *Shark* simply think of her as a fellow pirate, rather than a female refugee from the waterfront.

APPEARANCE

Niobe boasts a rich olive complexion, with lustrous black hair, usually bound up with a headband or worn in braids. She has followed tradition, and now bears numerous tattoos, the most prominent of which is a large stylized shark in the same style as the ship's banner, decorating the right side of her face.

THE CRIMSON SHARK

"As slim and graceful as its namesake, the *Crimson Shark* is every inch a predator, from its black sails to its rudder, its blood-red hull and polished planking. Like a shark, she must constantly be on the move, always alert, its very senses alive and searching for the faintest scent of blood in the water."

—Pirate Lord Madrak

The *Crimson Shark* was a legend even before Aesha became its equally celebrated captain. A graceful sloop with seemingly archaic elven design touches, the *Shark* nevertheless managed to outrun and outsail most of its victims, owing (it was said) to the ingenious seamanship and captaincy of its master, the pirate-lord Madrak.

In reality, the *Shark's* own unique properties played a significant role in Madrak's success, as evidenced by her continued primacy at sea under Stormdaughter and her chaotic crew.

HISTORY

Captain Aesha's vessel is a truly fearsome sight as it cuts effortlessly through the waves, bearing down upon its helpless prey. She was built over a century ago, a product of elven design and human workmanship, a lean and predatory vessel with great triangular sails and sweeping rakes. Her original name was the *Dolphin*, but at some point during her career, the vessel was captured by corsairs and renamed the *Crimson Shark*, at which point she gained her characteristic red hull and black sails.

Captain Madrak claimed to have won the ship while gambling, but most outsiders believe he had the previous owner murdered and contrived to have himself named as heir, taking the ship as his own and setting off on a career of plunder and violence. Highly successful, Madrak eventually became leader of a pirates' alliance and began referring to himself as the Pirate Lord. This was, however, before he encountered Aesha and his doom.

FEATURES AND DEFENSES

The *Dolphin* was repainted a bloody crimson at about the same time she was rechristened *Crimson Shark*. Her sails are black, emblazoned with a red shark silhouette. A ferocious red shark also leaps from the prow as the ship's figurehead, and by longstanding tradition, the ship's crew anoints this figurehead with the blood of their victims after each successful battle.

The vessel is notable for its remarkable speed and maneuverability, despite her small hull and single-mast rig, which is seriously out of date and normally nowhere near as fast or as large as more traditional pirate vessels. This has led some potential victims to underestimate Aesha and the *Shark*, much to their regret. The ship's amazing agility derives from its design, which combines elemental enchantments with elven craftsmanship and ship designs that date back for millennia.

Initially, the *Dolphin* was equipped with ballistae and light springals, but in recent years has been refitted and carries six cannon and four swivel-guns, normally used in boarding actions. Her prow is strengthened and clad in copper, capable of ramming other vessels while taking minimal damage herself.

The *Shark's* offensive capabilities are enhanced by Aesha's recruitment of spellcasters, usually lower-ranking individuals with a few useful enchantments who can



combine their spells in combat. First Mate Melindra Makavin is a skilled magician and usually leads the magical assault.

KEY LOCATIONS

For all their wild and undisciplined nature, the crew of the *Crimson Shark* runs a remarkably tight ship, and the vessel is always kept in top running condition. The entire vessel radiates faint magical energies, growing stronger toward the bow and the mainmast. Observers with knowledge of naval architecture or maritime history may note that the vessel incorporates both human and elven design features.

1. BOW

The *Crimson Shark's* bow is clad in copper, which the crew keeps polished to a bright sheen. On occasion, it becomes covered in verdigris, providing a marked contrast to the red-painted hull, but it is polished again as soon as the ship is in port or at anchor. This is because of potent old enchantments that have strengthened the bow, turning it into a powerful ram that can easily stave in enemy hulls.

2. FIGUREHEAD

The vessel's figurehead is unusual in that it is not a humanoid creature of any kind; rather it is the ship's personification, a varnished and gleaming red shark with a wide, tooth-filled mouth and a ferocious expression. This red shark is also duplicated on the ship's black sails and on tattoos worn by most of the crew. Like the bow and hull, the figurehead contains potent magical spells, created some time ago when the ship was rechristened. The shark figurehead acts as a sort of permanent compass, directing the ship's bow to the north when commanded, without the need for steering or hauling sail. This feature comes in handy when the *Shark* is pursuing prey or fleeing from hunters.

3. HULL

The hull is kept a bright and gleaming red—cleaning, scraping, and repainting are always the first order of business in port, even if the crew is weary and looking forward to shore leave. The old enchantments make the hull stronger and allow it to sail faster and more nimbly, providing the *Crimson Shark* with its legendary speed and maneuverability.

Crimson Shark Escapes! Flynn's Promises Prove Hollow

~ The Shipping News

4. SWIVEL GUNS

Small cannon are mounted at these points along the railing, used in close combat to aid in the boarding of enemy vessels or to repel any boarders foolish enough to assault the *Shark*.

5. CANNON

A recent addition, six large bronze cannon are mounted on the main deck, capable of delivering a substantial broadside that can damage most unarmed merchant vessels. Though potent, these cannon don't provide the *Shark* with enough firepower to take on a fully armed warship. Gunports have been cut into the *Shark's* hull, and are normally kept covered by wooden hatches.

6. MAIN MAST

The *Shark's* main mast is crafted from a single length of hardwood from the elven homeland. Its entire length is carved with elven runes, all of which radiate faint magic. The mast is all but unbreakable by mundane means, and its magic imbues the ship's triangular sails with extraordinary power that, combined with the hull's enchantments, make the *Shark* one of the swiftest vessels known.

7. CREW'S QUARTERS

The *Shark's* crew lives in cramped quarters belowdecks, most with just enough space to sling a hammock. As the crew includes several different races, some of them take up more space than others, and lower-ranking crew or new recruits are often forced to make due with less room, or must sleep on the floor. When not on duty, they spend much of their time down here, playing games, talking, arguing, or fighting. Weapons, supplies, and some cargo are normally kept here as well.

8. CAPTAIN'S CABIN

Aesha's private quarters are somewhat roomier than her crew's, allowing for a feather bed and personal wardrobe. A bank of glass windows provides a view astern, but can be covered with heavy wooden shutters in combat. The Stormdaughter keeps some of her more prized possessions here, including a number of important treasures plundered from her own family's vessels.

Aesha shares this cabin with her first mate Melindra Makavin, which many seize upon as proof positive

that the two are more than merely fellow corsairs. This arrangement is not unusual on crowded ships, however, and cooler heads claim it doesn't prove a thing. As always, any speculation one way or another is kept quiet, lest the captain or Melindra get wind of it and have the offender keelhauled.

9. CARGO HOLD

Below the main deck is the *Shark's* cargo hold, normally used to store supplies for the voyage as well as plunder from the pirates' victims. Depending upon their fortunes, it varies from nearly empty to crammed to capacity. One of the most disliked duties for the crew is being dispatched to the hold on rat patrol—a job normally given to new recruits or those on punishment duty.

USING AESHA

Aesha Stormdaughter can be used as a background villain, an opponent that adventurers hear rumors of and encounter occasionally, or she can be a major campaign foe who dogs characters from the beginning of their career to the bitter end. Listed below is one such campaign in which Aesha and the *Crimson Shark* take a central role, and eventually become a serious threat to the peace of Freeport and surrounding realms.

BEGINNER ADVENTURE

The adventurers are passengers or crew on a merchant vessel. Unknown to them, the vessel carries a secret cargo—a crate that contains a number of old magical tomes. Among the tomes is a volume that describes the history of the *Stone of Soltash*, including incantations and rituals that allow an ordinary mortal to command the *Stone's* powers, normally possible only by members of seadwelling races. Needless to say, this makes the cargo of particular interest to Aesha. There are others on board who also want one or more of the books, and the characters can get involved in various plots and counter-plots, possibly including murder or burglary. These incidents are red herrings, of course, leading up to the main event, an attack on the characters' vessel by Aesha and the *Crimson Shark*. The adventurers have to fight to defend the ship, and possibly try to prevent Aesha's crew from carrying off the book. As they are overmatched by the experienced



corsairs of the *Shark*, they are likely to fail, but even if they succeed, the pirates should steal the book at a later date.

Once they have the book, or have been repulsed, the pirates withdraw, leaving the characters among the survivors on board their ship. Later, the adventurers may have to defend themselves against charges of collaboration and suggestions they were somehow involved in the theft, as allies of the corsairs.

EXPERIENCED ADVENTURE

Time passes, and Aesha continues to plague the seas. The characters may encounter her again, or simply hear of her exploits. In time, members of the Freeport Captains' Council grow concerned about the number of attacks and Stormdaughter's apparently growing power. Several prominent pirates have thrown in with her, and she is more often accompanied by evil sea-creatures such as devil rays, sea devils, and kraken. They fear she may be massing for a major attack on merchant shipping or, worse, on Freeport itself.

It is known that the good sea-folk, under the leadership of the triton queen Emyrea have formed an alliance against Aesha. The adventurers are asked to act as emissaries to the court of the triton queen, offering alliance, assistance and, possibly, gain some insight into Aesha's relationship with the evil sea-folk. The party is equipped with spells

or magic items that allow water breathing if they do not have them already.

The heroes may come under attack by Aesha or her allies on the way to meeting with the tritons, and upon arriving at the triton city they find the place under attack by the sea devils. After aiding the tritons in driving off their attackers, the characters have their audience with Emyrea. The queen explains the *Stone of Soltash* and its powers and tells the party Aesha has obtained the means of using the *Stone* to actually command the evil sea-dwellers. She and her allies attempt to locate the *Stone* and come up with a way of stopping Aesha, but in the meantime, the adventurers will have to fight Stormdaughter on their own.

ADVANCED ADVENTURE

Word reaches the Captains' Council that Aesha and her horde of pirates and sea creatures have sacked a distant elven city and are on their way to plunder Freeport itself. The adventurers are recruited to help defend the city, and aid in repulsing the assault when it arrives. As the enemy fleet approaches, the PCs are asked to help shore up the city's defenses, which could lead to all sorts of side-adventurers as the "rats flee the sinking ship" and opportunists look for ways to exploit the crisis. Once the enemy descends on Freeport, the battle is fierce and the PCs may be involved in the battle or look for some other way out of the city. Other complications can include the emergence of a subversive cult, Draegar's bid to seize the rest of the city, the Wizards' Guild declaring marshal law, and much more. This is an epic battle and it should be played out as such.

ENDGAME ADVENTURE

The tritons tell the PCs that the *Stone of Soltash* is located on the bone-dry Isle of Thorns, where the sea-dwellers cannot go. Defenses include a number of powerful earth elementals and a garrison of Aesha's most trusted pirate minions. The characters must venture to the island and fight their way to the central citadel where the *Stone* is held. Rebuffed in her attempt to conquer Freeport, Aesha personally commands the island's defenses, and the final conflict pits her and her most dangerous allies against the PCs, with the *Stone of Soltash* as the final prize. With the artifact in their possession (assuming they emerge victorious), the characters can return it to its rightful owners—the tritons, or (if they're especially evil or amoral) keep it and use it to wrest concessions or power from the aquatic races, just as Aesha herself did. But that would be wrong, wouldn't it?

- CHAPTER VII -

XIAN-LEI

He doesn't appear monstrous at first glance. Clearly a native of the Far East, Xian-Lei (*male human master*) stands less than six feet tall, and boasts the wiry body of an acrobat and the sinuous movements of a snake, not the powerful frame of a warrior. Only the winding dragon tattoos—from left calf to right hand, and from left hand to the back of his shaven head—suggest he is more than just another traveler from a distant land.

Those—and the complete absence of humanity in his gray, unblinking eyes.

Xian-Lei, who refuses to call himself “Captain” or to answer to any title but “Brother,” is a zealot, driven by the burning need to avenge a wrong many years old. A laudable goal, some might say, but Xian-Lei's rage burns not only long, but also impossibly bright, blinding him to the innocence of many he has slain. When the banner of the twin dragons appears over the horizon, the pure must suffer along with the guilty.

The *Hai-Lung*—literally, *Sea Dragon*—has appeared in Freeport's waters only recently. So far, Xian-Lei and his crew have preyed primarily on merchant ships that trade with the lands of his birth, leading all others in and around Freeport to think themselves safe. It can only be a matter of time, however, before Xian-Lei's rage turns to other targets, and all in Freeport will feel the pain of the *Sea Dragon's* bite.

HISTORY

It began in lands far to the east, known to the people of Freeport primarily for their spices, jade, silks, and exotic courtesans. There, among towering black mountains and lush green vales, a constant war has raged for generations uncounted. This was not a war of nation against nation,

but of dynasties. Family warred against family for governmental power and Imperial favor. Monasteries and temples warred against one another for the veneration of the people, and for the tribute the people offered. And government officials warred against them all, fearful of the influence those families and monasteries held over the peasants.

One of the greatest of these monasteries belonged to the Jin-Lung Brotherhood, the Brotherhood of the Golden Dragon. It was said a man descended from the great dragons themselves founded the order, and the brotherhood's mystic induction rituals transferred that draconic essence to all its members. For a hundred generations, the Jin-Lung monastery stood on the face of Mount Xiaodan, its monks fighting off bandits, government soldiers, and rival orders.

Eight years ago, the last day of the Jin-Lung Brotherhood dawned like any other. Monks knelt in prayer over burning incense, or practiced their arts in the open courtyards, unaware of the army mustering within the homes and barns of the village below. They looked like bandits, but no bandits would have plied the villagers with so much gold to earn their cooperation, no bandits brandished weapons or wore armor of such quality. Fearful of the power the Jin-Lung had accumulated, the local governor and temples had put aside their own differences to take down a common foe. The monastery on Mount Xiaodan would fall beneath a tidal wave of slicing swords and striking fists.

And fall it did, though the Jin-Lung monks put up a fight worthy of legend. Blood spilled and bodies fell, until at last only a trio of Jin-Lung brothers stood at the heights of the monastery, facing off against dozens of imperial soldiers, with hundreds more on the floors below. Rather

“I always heard tell the most dangerous pirate was the man who had nothin' left to believe in, you know? But that was before I saw the Sea Dragon in my glass, comin' up astern. And let me tell you somethin' I learned that day: A pirate who don't believe ain't got *nothin'* on a pirate who does.”

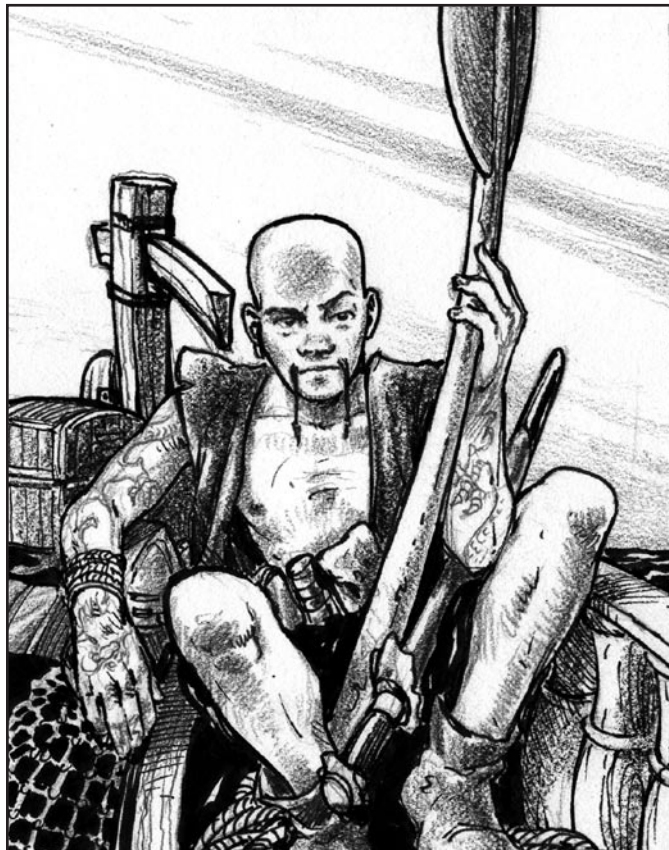
—Langus “*Monkey*” Porell, *Last Survivor of the Merchant Ship Whitewater*

than allow their enemies the glory of slaying them, or accepting the ignominy of surrender, the three brothers hurled themselves from the parapet into the valley below. Two of the bodies shattered on the distant rocks, but the third vanished into the depths of a mountain lake. The soldiers did not even bother to search for him, for they knew that no man could survive such a fall.

They underestimated the last brother's burning need for revenge.

When Xian-Lei awoke, he found himself in the hold of a ship; the mountain streams had washed him down from the valleys and dozens of miles into the nearest bay. On broken limbs, the agony grinding into his flesh even as did the jagged ends of his bones, Xian-Lei dragged himself out of the tiny cabin, so he might learn who held him. He heard the captain and the officers arguing, not over how best to help the wounded monk, but over whether he would be more valuable as a slave, or if they should seek a reward for his capture on land. The last brother of Jin-Lung closed his eyes, steadied his breath. Then, ignoring the pain and weakness in his limbs, pushed open the door to the dining room in which the officers argued. "I have come," he told the stunned assembly, "to argue my own case."

The crew assembled on the deck by the stairs, drawn to the sound of combat, yet terrified to look below for fear that the captain and officers battled spirits—for who else could they possibly have to fight aboard their own ship at sea?



Slowly, steps sounded upon the wooden stair. The crew drew back as a blood-covered apparition limped into view, followed by the ship's youngest officer, the only survivor of the battle below. And Xian-Lei said simply this. "My words are the last of the Jin-Lung's breath. My commands are the orders of the Dragon itself. Those of you unwilling to follow may leave the ship now, while we still remain near enough to swim to shore."

Thus did Brother Xian-Lei become captain of the ship he renamed *Hai-Lung*. And at first, he seemed content to live as a sailor. The crew made most of their money shipping cargo. On occasion, a vessel belonging to the Imperial navy or privateers out to collect a bounty would recognize the last brother of Jin-Lung and attempt to take the ship; their own wealth added to Xian-Lei's coffers, and those who survived were sold as slaves.

But the crew's lust for this wealth grew, even as did Xian-Lei's own burning anger. Why should he be forced to scrape by as a meager sailor, when those who had slain his brothers and thrown down his monastery lived lives of plenty? No, the *Hai-Lung* would no longer wait for her enemies to come to her, and if Xian-Lei was to be the last of his order, then by all the gods, his order's name would be remembered!

GOALS AND MOTIVES

To hear him speak of it, Xian-Lei wants one thing and one thing only: vengeance for the destruction of the Jin-Lung monastery. And indeed, a cursory examination of his early activities suggests just this and nothing more, save perhaps the acquisition of sufficient riches and supplies to survive. Over the course of years, however, Xian-Lei's behavior as captain of the *Hai-Lung* indicates a creeping murderous rage. It seeped slowly through his soul like a disease, sought every excuse to do violence, and would see not only the Jin-Lung's enemies, but all the world, drowned beneath a tide of blood.

The *Hai-Lung* began to ply far more central trade routes, deliberately daring Imperial ships to come after her, but even this was not enough. With a well-trained crew and a well-armed vessel, Xian-Lei sought his vengeance against every military ship he could find. No longer would he wait to be attacked, he began instead to prey on the most dangerous ships to sail the Eastern waters.

Still his lust for vengeance and his implacable anger grew, as did his crew's desire for riches. And Xian-Lei found new ways to justify the exercise of that anger, and that lust. The support of the wealthy allowed the government to function; the monies earned by merchants supplied the military. Xian-Lei decided his vengeance could never be slaked against the Imperial military alone;

all those whose wealth, whose efforts, whose very *existence* supported the government were rightful subjects of his wrath. It was with this realization, and in pursuit of this goal, that Xian-Lei truly became a pirate in every sense of the word. He maintains, even to this day, when his vengeance is achieved, he will cease to shed blood, but nobody who knows Xian-Lei's history believes for one moment his vengeance can ever *be* achieved.

Many of Xian-Lei's crew have far more traditional motivations. They find it convenient that their captain's vendetta requires they raid the ships of the wealthy and powerful, and they're quite happy to enjoy the wealth that comes to them as a result.

The crew of the *Hai-Lung* are not the only ones to find the synergy convenient. More than one individual has suggested Xian-Lei is hiding not only murderous urges, but a greed no less intense than that of his crew, behind the façade of vendetta. Discussing such matters in a private residence is relatively safe. Doing so in a dockside tavern, where word of one's theories may get back to Xian-Lei himself, is less so. The last Jin-Lung brother has been known to have people drowned or sliced apart in front of friends, crew, and even family for merely suggesting his "divine vendetta" has any motivation so base as lust for material wealth.

LEGENDS AND EXPLOITS

Only a few tales of Xian-Lei and the *Hai-Lung* have reached the streets and taverns of Freeport. Of those that have, these are the most widely told.

THE IMPENETRABLE PRISON

Far to the east, off the continental coastline, stands a rocky island amidst a veritable maze of shoals. Called Yongfang Island, it is one of the greatest prisons ever built by the Imperial dynasties. No ship can approach without a guide who knows the shoals, or at least a map accurate to within inches. No mortal could possibly swim the choppy, shark-infested seas. The terraced walls were built of solid stone, high atop a series of cliffs, and each level patrolled by a dozen guards armed not only with razor-sharp weapons, but also ear-piercing whistles whose calls could be heard across the isle even in the midst of a crashing typhoon. Great idols

of jade held potent enchantments to prevent any form of magical transformation. Yongfang Island was a truly impenetrable, inescapable prison.

Or so it was until Jiantao, first mate of the *Hai-Lung*, was captured while making a supply run in a small port town. Badly beaten by the soldiers of the Emperor, he was held on Yongfang, where he would remain until his captors managed to break him and learn what they needed to locate Xian-Lei.

Yongfang held Jiantao for less than a week.

When his cell was discovered empty, the guards could not believe their eyes. Inside, they found only a scrap of cloth with a single character scribbled upon it.

For the next two days straight, they scoured the island with mundane eyes and magic alike. Here they found a chimney open where it should be closed, but surely it was too narrow for a man to traverse? There they found a chest disturbed in the midst of the barracks, where two dozen guards must have lain sleeping while an intruder rifled through their possessions. Throughout the fortress, and even on the island's rocky shore, the guards found evidence that someone had been present, someone who had apparently scaled the coast-side cliffs and the walls of the fortress, who had made his way between a dozen patrols of guards, had penetrated the "impenetrable" Yongfang. And in each location, the guards found a scrap of cloth with a character scribbled upon it.

It would only be months later that an Imperial overseer placed the cloths together in the proper order, forming a message from Xian-Lei that would become the motto of the crew of the *Hai-Lung* (see the sidebar on page 107).

THE CHILDREN IN THE HOLD

The ship was the *Meilin*, or *Plum Jade*, one of the first non-military ships raided by the *Hai-Lung*. She carried several noble families, as well as much of their wealth in the form of golden icons, jade sculptures, and the like. Yet even as Xian-Lei and his crew transferred the goods from ship to ship, he could not help but note that the tearful eyes of the women strayed not to their stolen property, or the sailors who lay dead upon the deck, but toward the rear of the ship.

Xian-Lei crouched down before one of the older women. "Tell me," he demanded softly, "what I might find in back that is of greater value to you than gold or jade."

Foreigners Search for Mysterious Buccaneer; Admiralty Offers Help

~ The Shipping News



The woman at first refused to speak, but relented with a wail when Xian-Lei motioned his men to bring forth torches and buckets of pitch.

"Our children!" she cried out in answer. "We have hidden them in the hold below. Please do not hurt them. You have our wealth already."

Xian-Lei nodded once. "I will speak with them."

For long moments, he remained below decks, speaking with the children of the noble families. At last, he emerged, and all fell silent; it seemed even the sea grew still.

"Your children are disciplined," Xian-Lei told the prisoners. "They are learned and intelligent, and they will make fine bureaucrats of the Empire. Bureaucrats who will choose who receives food and who does not; who is protected by the military, and who is left to the depredations of bandits; they will decide who lives, and who dies."

"You should thank me," said the last Brother of Jin-Lung, "for allowing them to return to the Wheel of Incarnation as innocents, rather than waiting for the life you would offer them to corrupt them body and soul."

And the night was filled with the sounds of screams as the *Meilin* burned.

BURIED TREASURE

The crew of the *Hai-Lung* prefers a life of riches and luxury, at least as much as can be managed aboard ship. Most of the treasures they acquire are therefore swiftly liquidated in black market ports. In a few rare instances, when a haul is larger than they can easily fence, the crew stashes the goods on islands scattered throughout the seas to the east, islands occupied by cannibal tribes and fearsome reptiles. In most cases, however, treasures do not remain secreted in these hiding places for more than a few weeks.

Once, and once only, has Xian-Lei made an exception to this practice. Mere months after the *Hai-Lung* began attacking non-military vessels, she encountered the Imperial transport *Lijuan* in coastal waters. For many long minutes, Xian-Lei hesitated to attack, for the *Lijuan* belonged to Feng-Huojin, Military Governor of Xiulan Province. Feng-Huojin, he explained to his crew in a rare moment of openness, had always been a friend to the Jin-Lung Brotherhood, and he was reluctant to make an enemy of a potential ally in his quest for vengeance. Xian-Lei determined he would make his way over alone, taking advantage of the relatively calm waters to swim across and board the *Lijuan*. There, he hoped, he might learn more about the governor's current attitudes and activities, perhaps even make contact with someone who could put him in touch with Feng-Huojin.

When Xian-Lei returned, even his crew hardly recognized him. For all the times they had seen him, they had never before seen him this murderously enraged. Seawater dripping from his clothes, he ordered the *Hai-Lung* to move against the *Lijuan*. Every man aboard was put to the sword, every valuable claimed, and the ship burned to the waterline.

Yet when the time came to distribute the treasure, Xian-Lei kept only one piece: a beautiful icon of a golden dragon, with eyes of purest jade. This, he told his crew, was one of the greatest treasures of the Jin-Lung monastery, and its presence here could only mean that their “friend” Governor Feng-Huojin had participated in the attack. From that day forth, the ships of Feng-Huojin became the *Hai-Lung*’s favored prey, but for all his efforts, Xian-Lei never encountered the governor himself, nor did he ever learn why a friend of the Jin-Lung had so hideously betrayed them.

As for the golden dragon statuette, Xian-Lei hid it in a hollow within a tiny reef island that appears above the ocean’s surface only during the lowest tides of the year. There it stands guarded, not merely by secrecy, but by deadly eels and unnaturally venomous crustaceans that dwell within the reef.

ALLIES

As relative newcomers to Freeport and the waters of the Serpent’s Teeth, Xian-Lei and his crew haven’t yet made many friends or allies in the city. Many of the allies they do have were obtained through the efforts of Randos Rast, who handles the bulk of Xian-Lei’s dealings with Freeport natives.

SHINGLE, OWNER OF THE DEAD PELICAN

During his dealings with the various cannibal tribes on the isles of the eastern oceans, Xian-Lei has become familiar with many of the gods and spirits of those peoples—including the cannibal spirit Oona. Thus, during one of his rare personal forays into Freeport, he had little trouble detecting Oona’s influence in the Dead Pelican, a seedy tavern in Scurvytown. Xian-Lei has made it very clear to Shingle, the tavern’s owner, that it is in everyone’s best interest if Shingle cooperates with his various “requests”—otherwise, the citizens of Freeport might learn the Dead Pelican is not so thoroughly free of spirits as its patrons believe. Xian-Lei expects Shingle to report any happenings within the city that might prove interesting. Shingle simmers with resentment at Xian-Lei’s demands, but so far they haven’t gotten so outrageous that he’s willing to risk the pirate captain exposing him—or just killing him outright.

THE STONEFOOT RICKSHAW COMPANY

When circumstances dictate they travel about the city, many members of the *Hai-Lung*’s crew take advantage of Stonefoot Rickshaws. On the surface, this simply gives them a sense of familiarity, a tiny taste of home amidst an otherwise foreign environment.

Underneath, however, Xian-Lei and his men have a more practical reason for spending so much coin on rickshaws. The rickshaw drivers are among the most well informed citizens of Freeport. They travel throughout the city, crossing through multiple districts, and they are often party to conversations their passengers assume they cannot hear.

Xian-Lei is far from the first person to recognize the value of a rickshaw driver as an informant, but he is the first to make any concerted effort to transform the entire company into a network of spies. So far, with a combination of threats and bribes, Randos Rast has half a dozen rickshaw drivers reporting to him on a regular basis. Word of what he is doing has only recently reached Kyrga Stonefoot, founder of the company. How she intends to react to these attempts at subverting her drivers, or if she plans to do anything at all, is anyone’s guess.

ENEMIES

Xian-Lei considers every member of the Imperial government and upper classes back home to be his enemy. The following, then, is *far* from a comprehensive list. Rather, it focuses on two groups: Enemies whom Xian-Lei hates above and beyond the rest, and those based in and around Freeport.

FENG-HUOJIN, MILITARY GOVERNOR OF XIULAN PROVINCE

For generations, the ruling family of Xiulan Province had been friends to the Jin-Lung. Although the monastery did not stand within Xiulan proper, they engaged in friendly trade, and the Jin-Lung brothers even trained the soldiers of Xiulan in the martial arts. All that changed eight years ago, when Feng-Huojin contributed soldiers to the attack on the Jin-Lung.

Xian-Lei has sworn bloody vengeance on Feng-Huojin. Although the *Hai-Lung* has taken many ships out of Xiulan, Xian-Lei has never met up with Feng-Huojin himself, nor found out why the governor betrayed an alliance that had lasted for so long. While he remains in western waters, Xian-Lei is determined to sink every trader from Xiulan that approaches, and to dig up each and every one of Feng-Huojin’s contacts and allies in Freeport and slit their throats.

THE DAIJU BROTHERHOOD

The Brotherhood of the Black Chrysanthemum has been one of the Jin-Lung monastery's greatest rivals since time immemorial. For generations, they tried to wipe out the Jin-Lung, to steal their riches, to prove their superiority, even to steal the secret of the Jin-Lung's rituals of draconic heritage. Xian-Lei is convinced, though he has no proof, the Daiju were also involved in the attack that destroyed his home—and even if they were not, as the last surviving Jin-Lung, he is responsible for carrying on the vendetta. Alas, although Xian-Lei is convinced the Daiju have a presence in the west, he has been unable to locate them, so for the time being he must focus his ire on other foes.

THE LEAGUE OF FREEMEN

The League of Freeman has a substantial population of Eastern merchants and nobles within its ranks, a fact that makes their vessels tempting targets for Xian-Lei's raids. To date, over half of the *Hai-Lung's* targets in the waters around the Serpent's Teeth have belonged to, or had some connection with, members of the League. The League's members are still caught up in debate over what to do about this new pirate; some suggest placing a bounty on his head, while others want to try to draw in military forces from their homelands; still others hope (foolishly)

to negotiate with Xian-Lei. While the members argue, the League's leader, Raja Singh, has already begun efforts to place an operative or saboteur aboard the *Hai-Lung*—so far, with no success.

GURSE

Xian-Lei's curse is not as lethal as many others, but it strikes him to the very core of his soul. A scant year ago, several of the dynastic families of the empire, tired and frustrated with traditional efforts to track down this pirate who preyed upon them all, pooled their resources and took matters into their own hands. With family magicians and hired shamans, they worked and wove a curse through Xian-Lei's heart and the very substance of the *Hai-Lung*. When Xian-Lei attempts to reenter the waters around the coasts to the east, he, his ship, and his crew, lose all sense of bearing and become hopelessly lost. Each time they tried, they have found themselves miles off course, and it is only a matter of luck that they were not beached on a rocky shore or sunk by an offshore reef. Xian-Lei seethes at his inability to strike more directly at his sworn foes. He mollifies his anger by preying upon eastern merchants, but his true purpose in Freeport's vicinity is far simpler: He works to gather enough riches, and enough knowledge, to find someone to break the curse. Then will the fools back home truly learn what it is to earn Xian-Lei's anger!

THE CREW

"The most precise and coordinated band of ragtag lowlifes I've ever seen."

—Sergeant Carker, *Sea Lord's Guard*

With one notable exception, the entirety of Xian-Lei's crew accompanied him from the Far East. The crew, like the *Hai-Lung* herself, is enormous, consisting of over 100 men, every one of them more than capable with rope, oar, or saber. Some are Eastern pirates who flocked to Xian-Lei's banner after hearing of his exploits, while many others were members of the ship's crew when Xian-Lei took command. A few are soldiers or mercenaries with their own grudges against the rich and powerful of the Eastern Empire, and some serve Xian-Lei in hopes of earning induction into the Jin-Lung martial tradition. Regardless of motivation, however, every last member of the crew is loyal to their ascetic captain; their greed, their ambition, and their fear of his wrath allow for nothing less.

Xian-Lei runs the ship like a combination ship and monastery, with precise times set aside for food,



“As well to tell the gods they are not welcome, to lock your doors and bar your gates against them, as try to keep Xian-Lei from going where he will.”

—*Motto of the Hai-Lung*

maintenance tasks, and even prayer. While no crewman has proven worthy of induction into the true secrets of the Jin-Lung, at least in Xian-Lei's eyes, he has taught them the fundamentals of the brotherhood's martial arts and other disciplines. The result is an entire crew made up of men capable of feats of acrobatics, stealth, and unarmed combat that would strike the uninitiated as practically supernatural in nature.

ORGANIZATION

The crew of the *Hai-Lung* is divided into two distinct groups, each of which operates within a rigid hierarchy of seniority. The bulk are the sailors and soldiers, responsible for maintaining the ship, manning the rigging, subduing enemies, stowing cargo, cooking meals, and in general performing all the tasks that need performing on a deep-sea vessel. While none hold any official titles or ranks, every man understands his position in the hierarchy is dictated by the order in which he joined the crew, and by Xian-Lei's personal favor. An officer can place a more recent recruit in charge of an elder, but this is rare.

The smaller portion of the crew consists of Xian-Lei and his circle of officers and advisors, often referred to among the crew as “Brothers” or “Elders.” Unlike the standard crewmen, rank among the officers is determined solely by Xian-Lei's proclamation, though he tends to award positions based on seniority if no other mitigating factors present themselves. An Elder outranks any and all standard crewmen, regardless of seniority.

RECRUITMENT

Most recruits seek out the *Hai-Lung* on their own, hoping to prove themselves worthy of Xian-Lei's crew. Most are pirates or mercenaries who wish to join up with one of the greatest, most notorious, and most successful corsairs of the Eastern seas. But some are spiritual seekers who wish to learn the secrets of the Jin-Lung, and are prepared to go to any lengths—including piracy—to prove themselves to the last surviving master.

Whether or not a petitioner is accepted depends on a number of factors, not the least of which is whether Xian-Lei needs additional crewmen. Assuming the petitioner receives his chance, he must pass a series of trials, tests

of combat skill, sailing ability, and physical and spiritual resilience. (In a few instances, such as with the wizard Yao Tzu Yi, the trials may be altered to better test the capabilities of the applicant.) These trials frequently require the petitioner to commit unlawful acts. Petitioners whom Xian-Lei refuses out of hand are simply escorted off the ship, but those who attempt and fail the tests rarely survive to tell of the experience. On occasion, a rejected petitioner who refuses to be sent away, and fights well against attempts to do so, may impress Xian-Lei enough to change his mind.

A new recruit who believes the worst is behind him once he joins the crew is sadly mistaken. He can expect to be given the vilest and most menial of tasks, to eat last at meals, and to receive the smallest share of loot. He is taunted constantly, and forced to defend himself in fistfights day after day. Only when he has put up with this sort of treatment for weeks if not months, and proven himself in battle to both captain and crew, can he expect to be accepted as an equal.

MEMBERSHIP

While it goes without saying that every member of the crew must pull his own weight and contribute to the wellbeing of the ship and his shipmates, Xian-Lei expects far more than minimal effort from those under his command. Everyone aboard the *Hai-Lung* is expected to adhere to the following precepts and accept the following responsibilities (though some adhere far more closely than others, of course).

PROFICIENCY FIRST, FLEXIBILITY SECOND

While most members of the crew are specialized in one task or another, each is expected to be able to fill in for any other at need. The cook must know enough of the basics of seamanship to rig a sail; even a cabin boy should be able to fire a cannon. Xian-Lei doesn't expect every crewmember to master every other aspect of shipboard life, but he does expect them to be familiar with it all. Even the officers are not exempt from this requirement.

OBEDIENCE ABOVE ALL

While all ship captains demand obedience, some are more lax than others; many a captain actually welcomes

Foreign Survivors of Bloody Clash Seek Refuge at Freeport

~ The Shipping News

reasoned discourse or debate, so long as it never becomes insubordination. Not so with Xian-Lei. Everyone aboard *Hai-Lung* is expected to follow his orders instantly and without question, every time. Disobedience, questioning, or even hesitation are grounds for punishment: lashing, extra duties, or starvation at best, execution at worst. Xian-Lei accepts some *small* degree of questioning and suggestion from his officers, when no other crewmen are present, but even they must obey once the captain has made up his mind.

SHIP OVER SELF

Each of Xian-Lei's men are expected to put the good of the crew and the ship before his own. Wealth is shared and divided fairly ("fair" meaning "as Xian-Lei dictates"), and each crewman is expected to fight, and die, for his companions. Pirates being an intrinsically selfish lot, many of the crewmen pay only lip service to this notion, and are just as likely to stash the best riches for themselves, or to sacrifice a crewmate for their own advancement. Woe to the man who is caught, however, for Xian-Lei has promised his men that should any of them betray him or the crew, they will suffer a death a thousand times worse than any that might otherwise befall them.

SYMBOLS AND SIGNS

The crew of the *Hai-Lung* has developed a rudimentary sign language, incorporating gestures that vaguely resemble pictographs from the language of their eastern homeland. Far from a complete language, this sequence of signs is used primarily to convey very basic and urgent concepts, such as "danger," "attack now," "move left," "retreat," and the like. The crew has also developed written versions of these gestures—simplified icons that only vaguely resemble the pictographic characters on which they are originally based—that allow them to leave written instructions or warnings for each other that look like random lines or abstract graffiti. Even crewmen who are otherwise illiterate are expected to learn these symbols.

The *Hai-Lung*'s flag boasts a pair of gold-hued serpentine Eastern dragons wound about one another, heads reared up to face each other, on a background of blue so deep it is almost black.

JIANTAO

"Never before have I seen a man so desperate to drown his own fears in the blood of others."

—Xian-Lei

The only officer of the original crew to survive Xian-Lei's takeover, Jiantao (*male human journeyman*) is an intelligent, cunning, violent man with a poorly kept secret: He's a coward at heart. Those who do not watch closely would never believe it, for he often leads the charge against target ships, saber in hand or fists raised. Only those who know him well understand it is through shedding the blood of others, taking the lives of those weaker than himself, that Jiantao makes himself feel whole.

He is also, however, a brutally effective and fanatically loyal first mate, who keeps the crew in line with a strict system of reward and punishment. The crewmen may look up to Xian-Lei with a mixture of awe and terror, but they view Jiantao with contempt-laced fear.

BACKGROUND

Jiantao was born into a merchant family whose only asset was the small fleet of boats they owned. Bullied by his father and his older brother, he learned the ins and outs of sailing almost before he could walk, and resigned himself to a life of shipboard labor. All that changed the day the province governor claimed every ship in the bay for a brewing naval battle—a battle that ended in the destruction of every one of Jiantao's family's ships. When the family protested and asked for the restitution they had been promised, the governor had the rest of their holdings seized and Jiantao's father arrested for treason.

Jiantao and his brothers scattered to distant lands, eking out a living as best they could. Jiantao bounced from ship to ship, his constant fear preventing him from ever standing out among his crewmates, despite his skill in all aspects of seamanship. Impoverished, depressed, and growing ever angrier at the world around him, Jiantao signed up as a sailor aboard a large merchant vessel called the *Mingyu*. Captained by one Hong-Hui, the *Mingyu* seemed to be just another trading vessel, albeit one unusually well armed and armored, and Jiantao settled in for another in an endless stream of mundane jobs.

It wasn't until several months later that Jiantao found out exactly how Captain Hong-Hui supplemented his income between cargo runs.

The *Mingyu* wasn't exactly a pirate ship; she never went out in search of ships to plunder. Rather, it would be more accurate to say that Hong-Hui and his crew were opportunists. If they *happened* to find a wealthy-looking ship in open waters, they were certainly willing to claim salvage rights—whether or not the ship's crew was actually present.

The first time Jiantao lifted a blade in a raid on another ship was the first time he felt truly alive. With every swing of his sword, with every fallen body, he felt the fear that gnawed constantly at his soul recede like a tide, leaving behind the man he'd always wanted to be.

Though it was his skill as a sailor that got Jiantao his position on the ship, it was his natural aptitude and enthusiasm for violence that brought him to Hong-Hui's attention. The captain took the young mariner under his wing, teaching him not only the basics of combat, but of strategy and tactics, and eventually elevated Jiantao to an officer's post.

Thus was Jiantao present that fateful day when a crewman in the rigging spotted a body, broken and bloody, floating face down in the shallow waters of the bay where they dropped anchor. He joined the captain and the other officers as they discussed whether the man would serve them better as a slave once his wounds had healed, or whether they should see if anyone on land might offer a reward for his return. And he watched in horror as the newcomer, despite his broken limbs, stepped through the door and slaughtered a room full of armed men with his bare hands. All of them, that is, save one.

When Xian-Lei offered Jiantao the position of first mate—"For I need a man who knows this ship and crew," he said—Jiantao knew better than to refuse.

PERSONALITY

Jiantao is, essentially, a bully; more subtle and more skilled than most, perhaps, but a bully nonetheless. He lives to inflict pain, either on the victims of the *Hai-Lung* or disobedient crewmen. Only by displaying his power over others can he temporarily quash the fear that lives in his own heart.

And it is a fear that has only grown more intense since Xian-Lei took over the ship, renamed it, and made it his



own. For to this day, Jiantao doesn't know *why* he was spared, when all the other officers were slain. Did he see something in Jiantao he thought he could use? Is Jiantao's own fear a tool for Xian-Lei to manipulate? Or is it all a cruel joke, with death at Xian-Lei's hands waiting on the day Jiantao finally lets down his guard?

APPEARANCE

Jiantao looks typical for a native of the eastern empire, with dark hair and slightly darker skin than the average Freeport native. He is abnormally broad of shoulder, and he boasts the muscles of a man who both works hard and fights hard for a living. His expression is a perpetual sneer, but his eyes dart back and forth constantly like a game animal watching for predators. He carries a saber, but he prefers to fight with his bare hands, using a combination of street fighting techniques and the martial arts Xian-Lei has taught him. His movements are surprisingly lithe for a man of his bulk, though far less so than Xian-Lei's own, or those of the captain's other students.

"Fear the Hai-Lung! Their wrath is terrible, and their mercy non-existent. Even the grasp of the kraken is preferable to the grasp of the Sea Dragon."



THE EMPRESS

“She is beautiful as the ocean, as mercurial, and as likely to swallow even strong men whole.”

—*Xian-Lei*

The Empress (*female human journeyman*)—whatever true name she might once have borne is her own secret—has seen the best and the worst life has to offer, and is determined to gain the former while saddling all who oppose her with the latter. Formally, she remains aboard the *Hai-Lung* as Jiantao’s concubine, in order to appease the superstitions of the men who are, as sailors from a male-dominated society, uncomfortable with the notion of women as part of the crew. Unofficially, she is a master of politics and diplomacy, and very nearly as ruthless as Xian-Lei himself. She advises him regularly on matters of long-term strategy and interaction with everyone from cheap fences and petty crooks to government officials and officers of the law, and he trusts her advice more than anyone else’s—including, some say, his own first mate’s.

BACKGROUND

The Empress’ history before she first took to sea is a secret she guards as closely as her name. At some

point before heading out to sea, she learned the basics of politics, etiquette, and courtly behavior, but whether this means she was the daughter of a noble, a simple servant, or something else is anyone’s guess. She first sailed aboard a vessel called the *Ninghong*, where she stowed away, served one of the officers as a concubine, or was invited aboard at the behest of her brother, the captain, depending on when she tells the story. However she began, she acquired substantial power over the crew, even formal rank, due to her skill at extracting even closely guarded secrets from those with whom she speaks. After several years serving aboard the *Ninghong*, she assumed command when the former captain died after a severe bout of cholera.

(Or at least, the shipboard healer *claimed* it was cholera. Rumors of poison made their way through the crew in whispers, but nobody was willing to accuse the Empress directly, and she maintains it was cholera to this day.)

For several years, the Empress captained the *Ninghong*, treating it much as Hong-Hui treated the *Mingyu*—as a legitimate trader most of the time, and pirate when legal pickings were slim. Unfortunately, it was while acting the pirate that the *Ninghong* was set upon by an Imperial warship. Most of the crew were slain, and the rest imprisoned in the ship’s hold. The Empress managed to escape attention by passing herself off as the captain’s concubine rather than the captain herself, a lie the misogynist Imperial soldiers were all too ready to believe. Held for a time on an island prison much like Yongfang, she and her few surviving crewmates were eventually loaded onto a ship bound for the mainland, where they would be hanged for piracy.

That ship, in turn, was attacked by the *Mingyu*, its cargo stolen, and its prisoners rescued. Captain Hong-Hui initially took the Empress aboard in the belief she was, indeed, a concubine, but swiftly became impressed with her other abilities. She became one of his primary advisors, but he never formally made her an officer. This oversight spared her the day Xian-Lei was brought aboard, and it was not long before the new captain of the renamed *Hai-Lung* also came to appreciate the Empress’ abilities.

PERSONALITY

Between the courts, of which she was presumably a part, and the various ships on which she has sailed, the Empress has learned two vital lessons: she must be utterly ruthless in achieving her goals, and the men in court and aboard ship are unlikely to accept a woman who challenges their authority. So she has mastered the art of *appearing* meek and submissive, an act she puts on for the crew of the *Hai-Lung*, while working hard and ruthlessly behind the scenes.

APPEARANCE

The Empress is still a very striking, attractive woman, but her wary eyes and slightly sunken features make it clear that her youth is behind her. (She is actually younger than she appears, but the stress and hardships of her life have aged her prematurely.) She normally wears her long hair in a braid, and prefers either loose pants or flowing gowns that, while distinctly feminine, do not hamper her ability to move aboard a wave-tossed ship.

YAO TZU YI

“A dragon, I think, trapped in the body of a mouse.”

—The Empress

Yao Tzu Yi (*male human journeyman*) is third in the triumvirate of advisors to whom Xian-Lei regularly listens. On the surface, he appears to have no place aboard a ship. He is thin, relatively frail, and while his beard hides the bulk of his face, enough wrinkles can be seen to indicate that he is past the age at which most sailors would have retired. Yet Yao Tzu Yi is, in his own way, the strongest of the *Hai-Lung*'s crew, for he has spent his years becoming one of the greatest magicians ever to sail the seas.

BACKGROUND

Yao Tzu Yi was raised in the palatial estate of the Lady Wenling and her son Wenyan. Wenyan was officially the governor of Peijing Province, but everyone at court knew his mother pulled the strings. Yao Tzu Yi was the latest in a family that had long served the governors of Peijing as calligraphers and court scribes. His father, his grandfather, his great-grandfather, and so on for at least six generations had all been employed in this way, and Yao Tzu Yi had no reason to expect his life would progress any differently.

Unlike his father and grandfather before him, however, Yao Tzu Yi possessed more curiosity than common sense. He did not just copy down what he heard, he *remembered* it, and slowly learned the rudiments of politics and courtly intrigue. He discovered as well where the family kept their private writings, and set about reading them in his spare time. He learned much of the family, the province, and history in general—but more importantly, he learned one of the granduncles of the current governor had been a skilled magician. Once Yao Tzu Yi discovered one of the old fellow's spellbooks in a hidden secondary library, he was hooked.

Self-taught as he was, Yao Tzu Yi might never have become more than a minor hedge wizard, had Lady Wenling not caught him in the family library and ordered him hanged. Using the magic he had already mastered, Yao

Tzu Yi escaped the estate. For several decades he roamed the eastern lands as a fugitive, learning what sorcery he could whenever he found a master willing to take him as an apprentice, and growing ever more bitter at his inability to ever settle down for fear of being caught. By the time Xian-Lei took over the ship that would become the *Hai-Lung*, Yao Tzu Yi had already spent years hiring himself out to pirates and criminals who preyed on the upper classes. When the magician heard of Xian-Lei's exploits, he immediately set out to join the crew of the *Hai-Lung*.

PERSONALITY

Yao Tzu Yi plays the part of the crotchety old man to the hilt, refusing to lift a hand with the day-to-day chores, making demands of the crew, and occasionally speaking in cryptic riddles. It's all an act, something he enjoys doing because he can—and because it does, indeed, get him out of what little physical labor he's actually capable of. In fact, the magician is incredibly patient and almost supernaturally observant: He knows almost everything that happens aboard the *Hai-Lung*. The only time the crew sees his true self is when he participates in a raid on a merchant vessel or a battle with warships, when he cuts loose with his magic against those who represent the ruling class he hates back home.

APPEARANCE

Yao Tzu Yi is, in most respects, the prototypical mystic. He appears to be in his fifties, his wrinkled features partly hidden by a long beard, with equally long hair in back. He prefers loose tunics and leggings, with wooden sandals on his feet. His piercing eyes change color with his mood, from sea green to deep blue to almost reflective gray. Only the color of his hair—still mostly black, with only a few white streaks and patches—clashes with the traditional image of the white-haired wizard.

RANDOS "BAI WU" RAST

“He tried to tell me he is an egg—‘white on the outside, but yellow within.’ If he is indeed an egg, I wish for the opportunity to see how well he breaks.”

—First Mate Fiantao

Rast (*male human apprentice*)—also called “Bai Wu” or “White Crow”—is the only member of the *Hai-Lung*'s crew not from the Eastern Empires, a fact that irritates many of the other crewmen to no end. So far, he has made every effort to make himself useful to Xian-Lei and the others, providing them information about Freeport, serving as courier and messenger, introducing contacts,

and in general allowing the Eastern pirates to function far more smoothly than they otherwise might. Still, he makes no bones about the fact he has his own ambitions and agenda, and while many of the crew hate him simply for his heritage, others believe his fawning proclamations of envy at their superiority are simply a ruse to hide his true feelings—whatever they may be.

BACKGROUND

Rast was, for all practical purposes, born into piracy. His father was a thief on the docks who signed aboard pirate crews whenever he had the opportunity, and his mother was the sort of woman who had sex with a thief on the docks. By the time he was 12, Rast was an accomplished thief and pickpocket, and had served on and off as a cabin boy aboard the *Bloody Wake*, a pirate vessel based in Freeport. From the *Bloody Wake*, Rast worked up the ranks of various pirate crews, some infamous, some totally forgettable.

That might have been Rast's entire life story—a nobody on a no-name ship—had it not been for Milton Drac and the Succession Crisis. Rast lost many friends and companions during those tumultuous times, and the young pirate came to a sudden realization: He had no interest in living and dying a quiet, unimportant existence. Life in Freeport was too short, too precarious. If fate had steered him into piracy, than by all the gods, he'd be a pirate worth remembering!



Becoming a pirate worthy of legend is, of course, far easier said than done. Rast made efforts to join some of the most infamous pirate crews, including a brief tour with Three-Sheets Kimbal. While quite skilled as a seaman and raider, he was never able to attract the attention he craved.

Rast spent months gathering information, speaking to everyone from the lowest underworld contacts to the highest priests of the Pirate God's Temple, and it was there he learned of a new arrival to Freeport's waters: the *Hai-Lung* and her captain, Xian-Lei. Rast recognized instantly the opportunity the *Hai-Lung* presented, and the sorts of services he could offer the foreign pirate as a Freeport native.

Rast passed Xian-Lei's trials, and has more than proven his use to the last brother of Jin-Lung. What he has not managed, however, is to gain the full acceptance of the crew, who automatically distrust outsiders.

PERSONALITY

Rast often comes across as fawning or sycophantic. The truth, however, is he is eager to make a name for himself, and if doing so requires he serve someone else—someone like, say, Xian-Lei—he will do so to the best of his ability until a better option comes along. Those who mistake him for a bootlick frequently underestimate his abilities, a mistake Rast is always ready to take advantage of. Rast is not needlessly cruel, but he is merciless when violence appears to be his best option.

APPEARANCE

Rastos Rast looks like the typical Freeport pirate. He's scruffy, unshaven, and carries the scars of a number of battles. His formerly pale skin has been beaten to reddened leather by the sun, the wind, and the sea, and his blond hair is cut ragged at shoulder length. He prefers garb cut in the style used by the crew when aboard ship, and usually dresses in a gaping tunic, baggy leggings, leather-wrap sandals, and a red sash at his waist through which he hangs his cutlass.

"PRESS GANG" PENG

Peng (*male human apprentice*), who picked up his colorful moniker by knocking out drunken sailors and chaining them to the rowing benches of ships, is a typical representative of the *Hai-Lung's* crew. Though he no longer performs the specific service that earned him the name (Xian-Lei does not trust slave labor) he is a pirate through and through. A competent sailor and a practiced killer, he lives a life of ups and downs, riding high on the riches of his cut until they're spent—usually sooner,

Hai-Lung Shatters Foreign Searches: No survivors!

~ *The Shipping News*

rather than later—and then passing the time until the next haul. Other than his ways with money, Peng is oddly disciplined for a pirate; Xian-Lei accepts no less.

BACKGROUND

Peng grew up dirt poor in the streets of Nanquei, an eastern port. He was a petty thief not long after he could walk and a murderer not long after he realized some people were smaller than he was. Peng took to the water to escape both the law and rival criminals, but quickly discovered that the sea was in his blood.

While Peng loved the pirating life, he had little fondness for the captains he served. He left ship after ship, sometimes over personality clashes with other crew members, sometimes because he found a better offer, and more than once because the ship left port while he lay snoring in a puddle of wine somewhere. It was sheer luck—or some might say fate—that Peng was on the *Mingyu* when the lookout spotted Xian-Lei floating in the water. When the strange monk emerged with Jiantao in tow and proclaimed himself the new captain, Peng felt the weight of destiny upon him. He gladly swore allegiance to Xian-Lei, and has never regretted it.

PERSONALITY

“Press-Gang” Peng is a pirate through and through. He’s violent, he’s crude, he’s quick to celebrate and quick to anger, and the only thing he likes more than spending gold is taking more gold from someone else.

Since sailing under Xian-Lei, however, Peng has developed a sense of discipline foreign to most pirates. Unlike his early years, he never misses a cast-off, never slacks on his duties, and never fails to spend at least two hours a day sparring. While Peng and the other members of the crew can never hope to match the rigorous discipline of Xian-Lei’s deceased brethren, they are determined to keep focused enough that the captain will remain content with their performance.

APPEARANCE

Peng is a black-haired Easterner, his skin made dark and swarthy by years of sun and sea-spray. He wears a long mustache and ties his hair back in a simple tail to keep it out of his way. His tunic and leggings are a simple gray and brown and often splotted and stained, but he keeps his saber perfectly polished and maintained at all times.

THE HAI-LUNG

“Made by the hand of man she may be, but make you no mistake: The *Hai-Lung* is no less a sea monster for all that.”

—Lt. Anders Petrie, Imperial Navy

The *Hai-Lung*, formerly the *Mingyu*, is a ship of the traditional Eastern design known as a junk, or *jong*. *Hai-lung* boasts a large hull, 220 feet long by almost 90 wide, and six separate masts whose sails can be set at multiple angles, the better to catch the wind. This configuration, combined with a rudder more advanced than most found in the West and rigging made of bamboo rather than heavier woods, allows the *Hai-Lung* a measure of speed and maneuverability far greater than other ships her size.

As befits her name and reputation, the *Hai-Lung* boasts an impressive figurehead of a dragon jutting from her prow. The serpentine form continues as an intricate carving down both sides of the hull until it reaches the stern, where it coils downward and ends in the ship’s rudder.

HISTORY

The *Mingyu* was commissioned by the Duke and Duchess of Ruolan, rulers of a small but wealthy province along an inhospitable stretch of coastline. The intent was twofold: To create a ship large and sufficiently well armed to increase the province’s sea trade, and to create a vessel impressive enough to increase the duke and duchess’ standing in the eyes of other nobles.

And indeed, the *Mingyu* was both. She could carry hundreds of tons of cargo at a decent clip, and she boasted enough firepower to repel even an Imperial warship. She bore elegant streamers of intricate design, adorned with bits of gold and jade. The *Mingyu* was a wonder of the Eastern oceans.

Alas, the *Mingyu* was also a perfect symptom of the malady that afflicted the Duke and Duchess of Ruolan: the need to impress their neighbor nobles regardless of cost. Successful as she was at hauling and protecting cargo, the *Mingyu* never recouped the funds it took to build her. Combined with other, equally extravagant expenses, the cost was enough to bankrupt the royal family of Ruolan. First

the gold and jade disappeared off the *Mingyu's* streamers, and then the streamers themselves were sold for their artistic value. Finally, over the strenuous protests of the duke, the duchess put the vessel itself up for auction, where the royal family of neighboring Shuchun province purchased it.

Eager to see his new acquisition in action, the Duke of Shuchun placed the vessel under the command of Captain Hong-Hui. Unfortunately, the duke misjudged the integrity of the man to whom he gave his most valuable asset. When Hong-Hui absconded with the vessel, the Duke of Shuchun lacked the resources to mount a recovery effort, and his political adversaries in the Imperial government, eager to see him as bankrupt as Ruolan, stymied his efforts at acquiring legal assistance. So it was the *Mingyu* wound up the property of Hong-Hui, where it remained until the fateful day he fished Xian-Lei from the water.

FEATURES AND DEFENSES

Despite its great size, the passageways of the *Hai-Lung* are not much larger than those of other vessels. The lower levels require taller crewmen to crouch slightly as they pass. Most of the living quarters are small as well; the extra space is devoted to a cargo hold that is much larger than most. Several doorways on deck provide access to the levels below, as do much larger cargo doors in the hull. With their martial arts and acrobatic training, many of the crew simply climbs up the rigging through these cargo doors to get topside, rather than bothering with the stairs.

The interior halls of the *Hai-Lung* are lit with closed lanterns, with panels made of specially treated and oiled paper. These lanterns are also used topside for nighttime operations, though a few glass lanterns are in reserve for stormy weather. The outer hull is compartmentalized, so a single breach is unlikely to sink the vessel.

No vessel could be called *Sea Dragon* if it lacked the claws and fangs to back it up. Eighteen ballistae—six on each side, three fore, and three aft—function as anti-personnel weapons, and are capable of taking out an enemy's sails, or even holing thin-hulled ships. A dozen cannon—four on each side, two fore, and two aft—serve as heavy artillery for use against more heavily armored targets. The dragon figurehead hides a series of pumps that allow a team of crewmen to fire a short but wide-angle stream of naphtha through the nostrils.

KEY LOCATIONS

While the *Hai-Lung* boasts many chambers and holds, a specific subset of rooms are considered most vital to the vessel's operation—or at least most important to Xian-Lei, which amounts to the same thing.

1. AUDIENCE CHAMBER

Accessible from both the deck and the corridors below, this room is both a meeting area for Xian-Lei and the officers and a planning area for plotting courses or coordinating attacks on other vessels. The room contains a long table, various navigational instruments such as compasses and sextants, and an enormous collection of charts. It also contains a loud gong used as an alarm.

Many of the charts are difficult to replace, and some of the equipment is worth a pretty penny. Xian-Lei has a pair of guards stationed in the room whenever it is not in use by the officers. Though more than capable of warding off the average thief (or a drunk crewmember), their primary goal is just to delay any intruders until the alarm brings reinforcements.

2. TRAINING ARENA

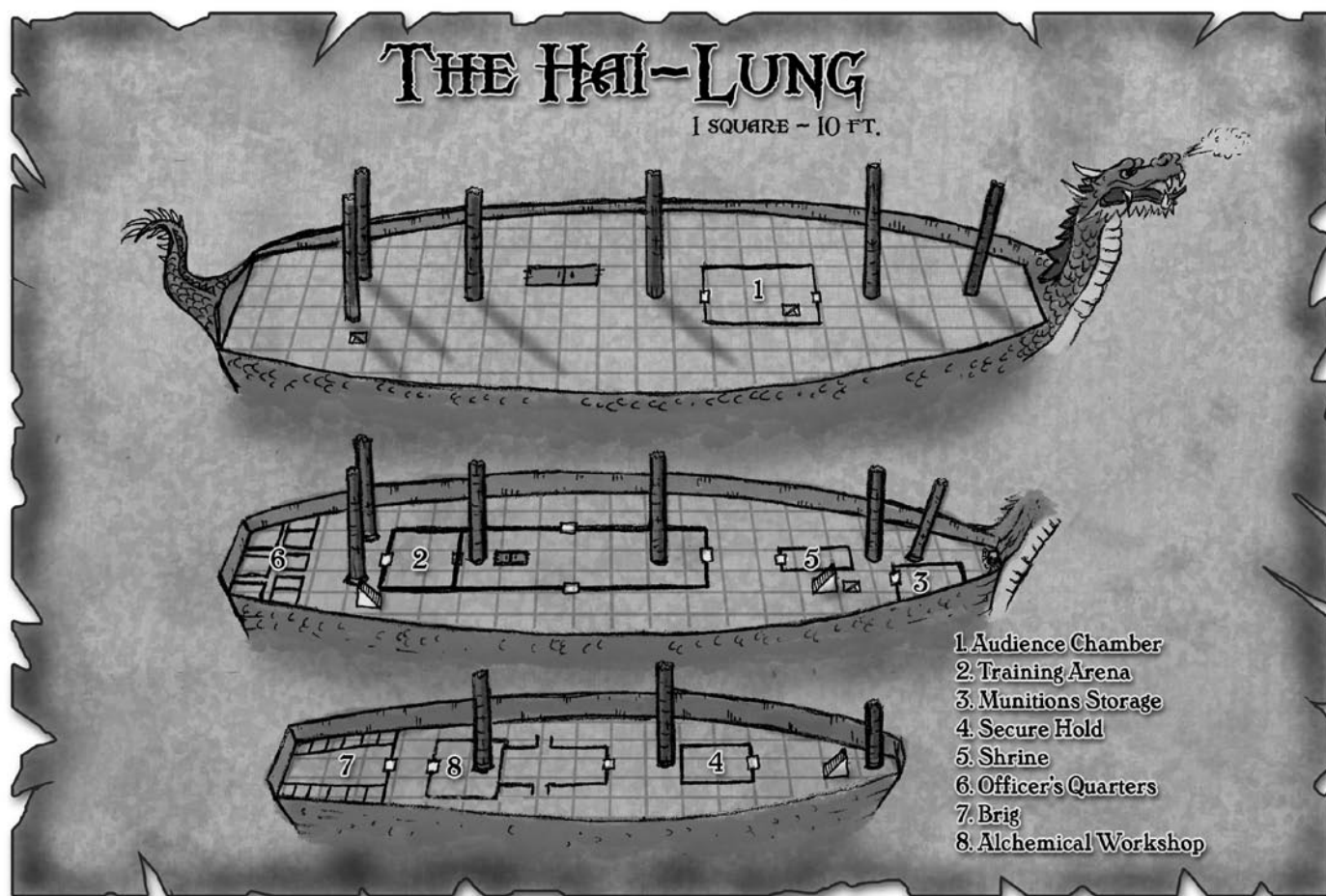
Located in the main hold, near but not directly under the trapdoor to the deck, this area is set aside for the crew for practicing the martial arts taught by Xian-Lei and other officers. The area is crisscrossed with lengths of rope, as obstacles for acrobatics, climbing, and maneuvering in combat. There are also practice dummies and wooden mannequins, swinging pendulums, and wooden planks that can be laid across barrels for balance exercises. If more cargo space is needed, the equipment can easily be taken down and moved out of the way by untying a few strategic knots.

3. MUNITIONS STORAGE

Everything from balls for flintlock and wheel-lock pistols to cannonballs, black powder to naphtha, and oil to ballista bolts is kept under heavy lock and key in this reinforced storage chamber. The entire room is lit not by lanterns but by a constant sorcerous glow, as Yao Tzu Yi has enchanted the chamber with its own light (and also to prevent any fire from igniting inside). Four guards are stationed here at all times, two outside the door and two inside. As with the audience chamber, several large alarm gongs hang within easy reach.

4. SECURE HOLD

While the *Hai-Lung* boasts many holds and storage rooms, it is here that the true treasures are kept. Priceless artifacts, religious icons, items of great mystical significance, are all placed here, inaccessible to all but the most trusted members of the crew. Like the munitions storage, this chamber's walls are reinforced, and the room is enchanted not merely to prevent fire, but also to ward against teleportation and other transportation magics. Two guards remain outside the door at all times, but none of the crew is allowed within. Only two keys exist, one held by Xian-Lei,



the other by either Jiantao or Yao Tzu Yi (depending on time of day), and the door cannot be opened without both together. Opening the door without the keys causes a loud gong to sound, ensuring that even if it is somehow illicitly opened, Xian-Lei and the crew will know.

5. SHRINE

One of the most vital areas of the ship, at least where Xian-Lei is concerned, is this small shrine. Simple almost to the point of spartan, it contains a prayer rug, a table for incense, and a small stone idol of a large-bellied humanoid, sitting in the lotus position, with the neck and head of a great dragon. While only Xian-Lei, and perhaps Yao Tzu Yi, truly understand the spiritual significance and symbolism behind the idol, all the pirates are required to spend at least a few minutes each day in silent meditation, if they wish to continue their martial training under Xian-Lei.

6. OFFICERS' QUARTERS

While most of the crew dwells in simple bunks, two or four to a room, the officers or "elders" of the *Hai-Lung* each have their own quarters. Each of these rooms is relatively small—maybe 10 feet on a side—but aboard a ship, having such a space to oneself is practically palatial. While the

details differ, each room contains a single bunk, a chair, and a writing desk. The doors have decent-quality locks, and only the officer who dwells within and Xian-Lei himself have keys. Each officer's room has a bell-pull, which sounds very different from the alarm gongs found elsewhere, for purposes of summoning a crewman for assistance or to run errands.

7. BRIG

Formerly just another holding area, the brig has been equipped with multiple walls of bars, and its back wall reinforced with heavy wood. Each of the cell doors is equipped with a heavy lock, and only officers carry keys. While the room is often left empty when not in use, even a single prisoner means that at least three guards, positioned on different sides of the room, are on duty at all times. (Once, Xian-Lei considered a single guard to be sufficient, until the escape of Shan-Renshu, one of Feng-Huojin's personal advisors.) Again, alarm gongs are present at numerous points throughout the room—though out of reach of anyone in the cells—ensuring that backup is only moments away.

8. ALCHEMICAL WORKSHOP

This chamber holds a heavy iron cauldron and many shelves and cabinets containing vials and barrels of

various substances. It is here that Yao Tzu Yi brews up naphtha, black powder, and other chemical and alchemical substances. Only the wizard and Xian-Lei carry keys to this room, and it, too, is mystically warded against fires beyond the minimum needed to produce the various materials.

USING XIAN-LEI

Any adventure or campaign that makes use of Xian-Lei should play up his foreign, even alien, aspects, as compared to the cultures and societies of the player characters. Focus on his strange spirituality, the unarmed and acrobatic combat techniques of the crew, and even the unusual nature of the ship.

The PCs could encounter Xian-Lei under a wide variety of circumstances. They might be hired to serve as guards or escorts for shipments of Eastern goods, many of which have been falling prey to a particular pirate in recent months. Alternately, if the characters operate on the shadier side of the law, they might be hired to aid Randos Rast in fencing booty and acquiring supplies for his strange, foreign employers. Finally, the PCs may find themselves caught up in Xian-Lei's search for some means of breaking the curse on him, allowing him to return home to once more focus on his favored prey.

The following suggestions provide a means for the GM

not merely to introduce Xian-Lei into her campaign, but to build long-term adventures around his efforts and activities.

BEGINNER ADVENTURE

In this initial scenario, the PCs do not come into direct conflict with Xian-Lei at all, and encounter members of his crew only briefly. The purpose is not to pit the characters against the infamous pirate, against whom they have no chance at their low level of ability, but to introduce him as a very real threat and a recurring nemesis for the campaign.

All over Freeport, rumors fly about a ship due to arrive from far-flung lands. In addition to carrying spices and great valuables, the ship bears an emissary from a distant empire, a noble with direct blood ties to the Emperor himself, seeking to increase trade with Freeport and lands beyond. Perhaps the PCs are among those sent to escort the ship into Freeport's waters, or they might be pirates seeking to take advantage of the ship's riches.

Whatever the case, the PCs are present when the incoming vessel is attacked by the *Hai-Lung*. They might become involved in the melee because they are guarding the ambassador, or simply because Xian-Lei spots their ship and orders a party of raiders to make sure no witnesses remain. In either event, the relatively low-level PCs are helpless to prevent the sinking of the ship, and they are stranded on a rapidly sinking vessel. The PCs must survive a harrowing journey back to shore in a broken-down vessel, or perhaps even in tiny lifeboats, and then a deadly trek down the coast to return to Freeport. Once there, only their last-minute testimony as to the fate of the emissary can prevent a trade war—if not a full-blown conflict—between Freeport and the distant empire.

EXPERIENCED ADVENTURE

At this stage of the campaign, the PCs have the opportunity to directly oppose some of Xian-Lei's plans, and to encounter several of his officers and operatives, though they are still unlikely to encounter the pirate-monk himself.

By this time, the PCs—and indeed, most of the citizens of Freeport—have heard of the *Hai-Lung*, but as the ship's predations have been confined mostly to Eastern vessels, nobody is too concerned. Abruptly, however, Xian-Lei seems to shift his targets: suddenly no ship belonging to Freeport's rich and powerful is safe. Again, the PCs might be on the side of law and order, assigned to track down stolen goods through fences and land-based criminals, slowly working back to find out who in



Black-clad Killers Stalk Freeport's Streets: Ties to Xian-Lei?

~ The Shipping News

town is cooperating with the pirate. Alternately, if the PCs are themselves criminals, they might find themselves working with Randos Rast to secretly fence some goods, while finding hiding places for others, all the while trying to thwart the efforts of the law to catch them.

The movers and shakers of Freeport offer substantial rewards for the retrieval of lost goods and the rescue of missing relatives and employees. Further, Freeport's beleaguered law-enforcement officials are seeking any and all assistance in determining why Xian-Lei has abruptly changed his targets. The PCs may attempt to retrieve the stolen items and rescue the hostages, either out of concern for Freeport (yeah, right), or to claim the rewards. Whether or not they succeed, however, they remain ignorant of Xian-Lei's goals—at least for now. After a time, the *Hai-Lung* ceases its attacks on local shipping as abruptly as they began, and once again returns to primarily targeting Eastern merchants.

ADVANCED ADVENTURE

The PCs finally have the opportunity in this adventure to learn the specifics of Xian-Lei's scheme and, possibly, to encounter the captain of the *Hai-Lung* personally.

Through rumor, or perhaps contacts made among Freeport's elite earlier in the campaign, the PCs have finally learned what Xian-Lei demanded from the city's rich and powerful in exchange for the return of their loved ones and possessions. Staggering amounts of mystical and historical lore have been delivered to the *Hai-Lung*, for reasons still unclear to anyone outside the ship's crew. Several powerful individuals, both legitimate and criminal, would like to know what the pirate has planned, and the PCs are among those tasked with finding out. They might try any number of approaches, from questioning Xian-Lei's landside contacts until they are able to interrogate Rast or another member of the crew, or they might even try a stealthy raid on the *Hai-Lung* itself.

However they go about it, the PCs eventually learn Xian-Lei is attempting to use magic to break the curse that prevents him from returning to his home waters and that, by perusing the information and mystic secrets provided by a cross-section of Freeport's most powerful, he and Yao Tzu Yi have finally found a means to do so. Unfortunately, the ritual must be performed at a center of great mystical power—of which there are several in

and around Freeport, including the remains of Drac's lighthouse—and that the rite will snuff out *all* ongoing magical effects within a multiple-mile radius. Xian-Lei will indeed be free of his curse, but much of Freeport will be thrown into turmoil in the process.

Regardless of which side of the law the PCs operate on, this is not something they or their benefactors want to happen. They might manage to stop Xian-Lei by preventing him from acquiring necessary components (the precise nature of which are left to the your imagination), or they might have to engage in a last-minute battle to stop the ritual once it has already begun.

ENDGAME ADVENTURE

Now that the PCs have thwarted Xian-Lei's efforts, all that remains is cleanup and denouement, right? Not so fast. One other thing remains, and that's revenge—something that Xian-Lei is very, very good at.

While the specifics vary depending on the precise methods by which the PCs thwarted Xian-Lei's efforts to break his curse, the last brother of Jin-Lung still likely has his ship, his crew, and a great many resources at his disposal. The PCs, now quite potent in their own right, first learn that their dealings with Xian-Lei have not ended when a contingent of his pirates attempt to assassinate them in their homes. What they do from there drives the course of this last chapter of the tale, but they can be sure of one thing: Xian-Lei doesn't intend to let up. If the PCs simply go into hiding, or attempt to flee the city, the pirates target their friends, allies, and loved ones. If they attempt to acquire help, the crew of the *Hai-Lung* targets those with whom they speak, and their friends and families as well, making all but the bravest of Freeport's citizens reluctant to aid the characters in their time of need. However it happens, the PCs eventually have little choice but to take the fight to Xian-Lei directly, in a confrontation that cannot end until one side or the other has been well and truly destroyed.

It's just possible for the PCs to end up with the *Hai-Lung* in their possession. While the officers are fully loyal to Xian-Lei, many of the crew is just as likely to sign on with those who defeat Xian-Lei as they were when Xian-Lei slew their previous captain. Perhaps the *Sea Dragon* will continue to prowl the waves, but with a new captain standing at her prow.

- CHAPTER VIII -

SCEVOLA HEST

Among those pirates of whom legends are sung and drunken tavern-tales told, few are as infamous, or spoken of with such awe, as Scevola Hest (*male undead master*), captain of the *Black Contessa*. In the good old days, before the oppressive reign of law and order, Hest's name was spoken alongside Bedwyr the Black, and the original Captain Drac, as an undisputed ruler of that endless empire men call the open ocean. There wasn't a man or woman alive, it was said, that Hest wouldn't kill if given half a reason to do so. He was the sort of pirate that gave pirates a bad name, and nary a one was sorry to hear of his demise; even the most black-hearted scoundrels agreed he'd had it coming.

A pity, then, that Scevola Hest didn't concur—and that he and his deathless crew have sailed the seas every night since, expressing their displeasure on many a mortal soul with the misfortune to cross their path.

Due to the curse placed upon him, Captain Hest, his crew, and the *Black Contessa* itself exist in a ghostly twilight between life and death. In the sunlight, the ship and all aboard her cease to exist. No phantom images, no strange sounds, they simply aren't there. At night, however, or when fierce storms or heavy clouds blot out the sun, the *Black Contessa* prowls the waves, manned by a crew of murderous apparitions. Hest himself would look the typical pirate—captain's coat, cavalier boots, plumed hat, cutlass, and a ragged goatee—were it not for his blatantly spectral nature. His entire form is tinged green-white,

his features decayed or skeletal depending on the angle and the light in which he is viewed.

HISTORY

It was near the end of the Golden Age of Piracy on the high seas, though few saw it coming at the time. The maritime nations, sick of the stranglehold the buccaneers held on the region for over a generation, began to build up dedicated naval forces, devoted to eliminating the pirate scourge once and for all.

One of the first of these “pirate hunters” was the *Vanguard*, a relatively small galleon designed to move in fast on her prey and deliver a crippling first strike. The *Vanguard* sailed under the command of Captain Vincenzo, a proud man from a military family, and the husband of a land-owning noblewoman. Vincenzo was determined not only to sink every pirate he could find, but also to return to his homeland with at least a portion of the bounty lost to those pirates over the years.

A tall order, to be sure, but one in which he might have succeeded were it not for his first mate, Scevola Hest.

In their first months at sea, Hest seemed as perfect a first officer as any captain could want. He carried out orders smoothly and efficiently, and maintained discipline throughout the crew as though his voice bore the words of the gods themselves. Only those sailors who slacked in their duties, or were slow to obey orders, learned of the first officer's darker side, as he delighted in any excuse to wield the

“Should ye e'er be out on the wide open waters,
The sun fallin' westward and night dosin' in,
Should ye hear then a song from the eastern horizon,
Put hand to your rudder, an' run like the wind.
For the voices ye'r hearin', no mortal man uttered,
The flappin' ye'll hear ain't no sail bein' furled,
An' the lights ye'll be seein' don't come from no lantern,
An' the ship come upon ye, she's not o' this world.
The fog she rides is the smoke of Hell's fires,
The winds in her sails are the screams of the damned,
Pray gods she ain't seen ye, for ye'll ne'er outrun her,
Ye'll ne'er see the sunrise, nor e'er see the land.
And if she o'ertakes ye, that vile *Black Contessa*,
And ye stare into deadened eyes darker'n coal,
Let the deep waters take ye, and pray for a drownin';
For although ye'll be dead, ye'll at least have yer soul.”

—“*The Ballad of the Black Contessa*,”
traditional Freeport chantey

lash in punishment. Still, he retained the captain's favor as the *Vanguard* took pirate after pirate, until her hold practically bulged with recovered treasure. Finally, Vincenzo ordered the crew to set course for home.

Scholars and storytellers alike disagree as to whether Hest was simply overcome with greed, or whether he had planned his move since before the *Vanguard* even left port. Whatever the case, Hest moved among the crew, whispering of the fabulous riches below, riches *they* had recovered from the deadliest pirates in the world, for which they had bled and risked their lives, and which would now be returned to wealthy nobles who would hardly even have noticed their loss. It was unfair; it was unjust.

Not every sailor aboard agreed, of course, but as the officer in charge of discipline, Hest had those few who refused to cooperate locked in the brig or otherwise stored out of the way until it was time to act.

As the vessel sailed homeward, Hest and the bulk of the crew mutinied. Captain Vincenzo was locked in the brig along with the other uncooperative sailors, and now-Captain Hest set about dividing the riches among the mutineers. That night, when the bulk of the men were fast asleep or drunk in celebration, Hest and his most trusted lieutenants slaughtered the prisoners in the brig. The rest of the crew was told Vincenzo and the others attempted an escape, and were killed in the process.

While now rich men, none of the crew could return home without finding themselves on the uncomfortable end of a hangman's noose. Their appetites whetted by the treasure they already had, it took precious little effort for Hest to convince them to turn to piracy. Why, they could be the greatest pirates to sail the seas! They had military training, one of the best ships ever to set wood to water, and an intimate knowledge of the strategies the navies would use to catch them. In a final fit of vicious irony, Hest rechristened the vessel the *Black Contessa*, named for the mourning widow of Captain Vincenzo.

Over the next few years, Captain Hest painted his reputation across the oceans in the blood of countless victims. Word of his crimes spread through every maritime nation, and even many citizens of the growing community of Freeport were reluctant to allow the *Black Contessa* to make berth at their docks. But it was a single encounter in Hest's fourth year of piracy that cemented his place in maritime legend, though he didn't know it at the time.

Her name was the *North Star*, a schooner out of Hest's own home port. While often the bearer of valuables, on this journey she carried a cargo of a different sort. The *North Star* had been commissioned to carry an entire congregation on a religious pilgrimage to distant lands, where they would offer prayers at an ancient shrine, newly



rediscovered, to the gods they shared with their eastern brethren. The only valuables they carried were small personal possessions, hardly enough to make the effort of taking the ship worthwhile.

Hest, of course, knew none of this when he ordered the *North Star* heave to or be sunk.

With the entirety of the crew and passengers held prisoner on deck, Hest and his men searched the holds, and came up almost empty-handed. In a fit of pique, Hest ordered everyone—men, women, and children—executed.

It was then that the high priest of the congregation stepped forward, daring the raised blades of Hest's men. "The gods are watching you even now, Captain Hest," he said, his voice steady, "Do this thing, and you will forever be denied the light of Heaven."

Slowly, Hest strode forward, until he stood directly before the priest. "Then I will navigate by the stars," he replied, his mouth quirked in a scornful smile, "and by the moon, and by the fires of Hell." And Hest himself slit the high priest's throat, even as he ordered the *North Star* burned to the waterline.

Perhaps it was the priest's curse, or perhaps it was Hest's own mocking refutation, but something caught the ears of the gods that day.

When word of the *North Star's* destruction reached land, the uproar was deafening. Desperate to quiet the

populace and the various churches, the government dedicated an entire fleet of pirate-hunting warships, under the command of Commodore Cosimo Ulisse, specifically to running down and sinking the *Black Contessa*. It took months for Ulisse to track down Captain Hest, another week of cat-and-mouse chases and games across the open water, and it cost him no fewer than three of the ships that sailed with him. But when all was said and done, the *Black Contessa* finally went down under a hail of catapult stones, Hest screaming defiantly from the prow until the moment the waters closed over his head.

Thus ended Captain Hest's reign of terror over the high seas—as a mortal man. Alas, what arose under the combined influence of the high priest's curse and Hest's own burning hatreds was something far, far worse.

GOALS AND MOTIVES

One might expect that, as a centuries-old spectre, Captain Hest would have no true goals or motives left to him. Goals, perhaps not. But Hest has plenty of motive for his ongoing reign of horror. Everything the captain of the *Black Contessa* does, every move he makes, every drop of blood he spills, is driven by an endless, burning, hateful spite.

It would be easy to assume the *Black Contessa* roams the waves at random, madly and mindlessly attacking anything that crosses her path, much like Freeport's infamous Kothar the Accursed does aboard the *Winds of Hell*. Where Kothar frequents Freeport's waters exclusively, however, Hest considers the entire ocean his hunting ground, appearing around Freeport only sporadically. And where Kothar's tactics do indeed border on the mindless, Hest's madness has, as the saying goes, more than a bit of method.

Hest despises the living, and now that he himself is not counted among them and has few needs of his own, he has dedicated himself to inflicting pain, suffering, and sorrow on others. He carefully plans his raids as though he were still alive, still vulnerable, and still gave a damn for the value of his haul. Where possible, he chooses victims who will be missed, who leave behind loved ones, or hold important positions in governments, churches, or other elements of society. Hest revels in violence and physical pain, but his true joy and delight come in the suffering of the living left behind. Hest accumulates stolen goods, sometimes hiding or destroying them, not because they hold any value to him, but because they hold value to others. The more an object's loss will cause someone pain, the more eager he is to take it. It's not important that he have it; it is important that others don't.



LEGENDS AND EXPLOITS

An enormous litany of tales exists regarding the horrors committed by Hest, most of the traditional, "...and once they encountered the *Black Contessa*, they were never heard from again" variety. A few, however, stand out as something more.

UNDER A THOUSAND EYES

Hest has never been known for his subtlety. Most of his attacks are swift, sudden, and absolutely brutal. On occasion, however, Hest seems to feel the need to prove his capacity for stealth and refinement—perhaps to silence those detractors who call him nothing but a brute, or perhaps to keep his potential victims scared, guessing, and unprepared. Possibly his single greatest subtle exploit, some would say his greatest of all time, was the taking of the *Hand of Heaven*.

She was a marvelous galleon, commissioned by a religious merchant-prince and frequently leased to various churches. Her greatest voyage was to carry a wondrous treasure belonging to the priesthood of the Goddess of Love: a gold and whale-ivory idol of the goddess' mermaid incarnation. One of the holiest icons of the religion, it was to be carried to all the faith's major sites as part of a yearlong festival. She set out with great fanfare and celebration, music and streamers, prayers and paeans—and an escort of warships numbering over a dozen.

They sailed in formation, each ship within shouting distance of the next. It should have been impossible for anyone on one ship to so much as break into song without the crew of the two or three nearest vessels hearing it.

On the night the black fog rolled in, nobody on the *Hand of Heaven* was singing. It came at the convoy against the wind, against the tide. Not a man aboard missed the significance; even had they not see the ghostly green-white flickering amidst the haze, everyone present recognized the approach of the *Black Contessa*. Swords and holy symbols in hand, all available sailors took to the decks, and the warships clustered defensively around their charge. The fog settled over them, around them, blinding them to anything beyond the reach of a lengthy blade. Icy shivers ran down the crewmen's spines, but though the fog lingered until the break of dawn, neither Hest nor the *Contessa* ever appeared.

When fingers of sunlight crept over the horizon and peeled back the curtain of fog, the *Hand of Heaven* was nothing but a few plank's worth of flotsam in the midst of the warships. And not a soul present had heard a thing.

To this day, religious officials who speak too frequently about the destruction of Captain Hest receive a delivery of a tiny piece of the gold-and-ivory idol, as a reminder of the consequences of relying on so intangible a thing as faith.

BURIED TREASURE

The undead have little use for wealth, yet Hest and the crew of the *Black Contessa* are more fanatical about acquiring it now than ever they were before Commodore Ulisse sent them to the bottom of the sea. Many goods, particularly irreplaceable heirlooms, have long been destroyed or abandoned to the depths, but other treasures are hidden away where Hest can retrieve them if necessary. Some he keeps for use as messages (such as the parts of the aforementioned goddess idol), while others are bait to lure treasure-hunters to their deaths. Hest enjoys the rumors and tales that spread of his many treasures, because it means more prey is likely to come looking.

The single most valuable haul ever taken by the *Black Contessa*, at least according to rumor, was an enormous stash of gold and silver bars. When its much larger neighbors invaded the small coastal nation of Broughstat, the entire state treasury, along with the surviving members of the royal family, was smuggled out in the hold of the *Iron Shield*. She was one of the largest warships of her day—a distinction that impressed Captain Hest not at all. According to legend, the hoard, enough to purchase a small city, lies scattered on the isle of Cierough. There, ancient stone castles, long abandoned and covered in vines, rise from the frigid marsh that covers the bulk of the isle. Cierough is said to be haunted, though whether this is based on the occasional sightings of the *Black Contessa* crew, due to some other malign presence, or pure fiction is impossible to say.

While Cierough Isle purportedly holds Hest's largest haul, however, his favorite and most frequent hiding spot is the dreaded Forest of Waves, a thick sea of sargasso and other seaweed, extending hundreds of miles. Masts

The Dead Sail the Seas Again? Claims Salty Dog

~ The Shipping News

of dozens of trapped ships protrude like trees, but the ghostly nature of the *Black Contessa* allows it to traverse the region freely. Supposedly, both abandoned husks of ships and natural depressions in the gulfweed contain treasures taken by Captain Hest.

ALLIES

Hest has no true allies. He has his crew, who serve him willingly or not, and he has those few among the living whom he uses; everyone else hates him, fears him, or (most commonly) both. A handful of those whom Hest uses as pawns—the closest thing to allies he could be said to have—dwell within the streets of Freeport.

ABRAHN RORECHT, THE COMMON CROOK

Rorecht (*male human apprentice*) is a smalltime fence that operates right on the border of Scurvytown and the Eastern District. He serves primarily smalltime clients, petty thieves, and whatnot, and he's more than happy keeping it that way. Against his own preferences, however, Rorech serves the needs of one particularly high-profile client—or at least he believes he does.

Every so often, Rorecht finds pieces of art, jewelry, or other valuables sitting in his office. The carpet is soaked with saltwater, and on occasion, he has found wet footprints leading to and from the room—yet no signs the door had ever been opened. In many such instances, though certainly not every time, the event was either preceded or followed by a sighting of the *Black Contessa* in Freeport's waters.

Rorecht has no solid proof that his mysterious client is Hest or one of his crew, but he's not about to take any chances. In each instance, Rorecht leaves a bag of coins—at least equal to the value of the items offered, if not more—in his office the following night. And every time, the bag is gone the next morning. Rorecht has no idea why Hest would want to bother fencing the occasional item, rather than hiding or destroying it as the pirate normally does, though he has theorized that coins spread out across multiple hiding places attract more victims than a single piece of art. The fence would greatly prefer the ghosts of the *Black Contessa* find someone else to deal with, but he's not about to risk their wrath by failing to cooperate.

TALOVRA CAVEILLE, MISTRESS OF DEATH

Even in a town like Freeport, some things are simply unacceptable. Gods of piracy, crime, and even death are worshipped openly, but certain, darker beings are venerated only in the darkest shadows and most secretive chambers. Rare as they are, some depraved individuals turn their worship to lower, more foul beings than even the most vile of gods—and not even the average pirate of Freeport willingly trucks with a demon-worshipper.

One of the most influential of all such depraved apostles of the profane to wander the streets of this pirate's haven is Talovra Caveille (*female human journeyman*). Urban legend claims her mother was a madwoman impregnated by the dying excretions spraying downward from a murderer dangling in a gallows' grip. From these cursed, repulsive beginnings, Caveille rose to prominence among the cults of those who appreciate such things.

Although she has no proof of her conviction, she is certain that Captain Hest and the *Black Contessa* are the creation of her own demonic patron. She and her cultists make note of any information that might prove of interest to the ghostly Hest, from valuable cargoes leaving port to mystical or divine efforts to hunt him down. On rare instances, no more often than once or twice a year, the same wet footprints that darken Rorecht's hallway appear in the confines of Caveille's abhorrent inner sanctuary. Who or what it is that communes with her on these occasions—one of Hest's crew, the captain himself, or something else—only the priestess herself knows, and she is telling no one.

ENEMIES

It could almost be said nearly every man and woman alive qualifies as Captain Hest's enemy. Fear, hatred, and loathing travel in his wake, and race before him like an anxious herald. All that said, however, only a very few individuals qualify as any sort of threat to the *Black Contessa*'s lord and master, and it is these whom he considers his true enemies.

ASHA SANTE, RENEGADE ENFORCER

The last surviving member of a defunct vigilante group carries on her own personal crusade against the supernatural evils of Freeport, and though the *Black Contessa* appears

Jolly Roger Spotted Atop Spectral Ship!

~ *The Shipping News*

“The rolling storm of violent wind and drenching rain; the wave that swamps the sturdiest ship; the tide that tells the most imperious captain when he may and may not sail; and the *Black Contessa*. These are the purview of the Sea alone, her decrees that no man, however great, may gainsay or disregard.”

near the city only rarely, Scevola Hest remains high on her list. Sante (*female human journeyman*) knows she has little chance of destroying the captain himself, but she keeps her ear to the ground for any hint of his ship in Freeport's waters, or his crew in the city itself. She has recently become aware that Abrahm Rorecht has some connection to Hest, and watches him any time rumors of the *Black Contessa* wing their way through the streets. It's only a matter of time before she confirms the connection between the terrified fence and the terrifying pirate; given her knowledge of the unnatural, she might even succeed in destroying the crewman who delivers the goods and picks up payment. What might happen at that point is anyone's guess, for while Hest has far less power on land, only a fool believes he would let the destruction of one of his own pass unavenged.

CAPTAIN ARONDO PARCEVAL AND THE WRATH OF HEAVEN

Most of the nations of the region have long since given up on hunting down and destroying the *Black Contessa*; what good, after all, do swords and cannons do against a foe already dead? Where kings and governors have failed, however, several great churches, refusing to be intimidated, have stepped in. Perhaps the greatest weapon that organized religion currently wields against Captain Hest is Arondo Parceval (*male human journeyman*), war-priest of the God of Justice and captain of the *Wrath of Heaven*. A war galleon crewed entirely by the faithful, the *Wrath of Heaven* carries fonts of holy water, cutlasses with blades of blessed silver, and a store of cannonballs with the ground bones of saints mixed in with their black powder. Whether any of these weapons will actually prove effective against the *Black Contessa* remains to be seen, for Parceval has yet to achieve the first step in his plan—specifically, that of *encountering* Hest's ghostly vessel. Even if these weapons prove as useless as the others, the captain and crew are sworn to keep trying, until the *Black Contessa* and her undead crew are nothing more than legend and ashes cast upon the waves.

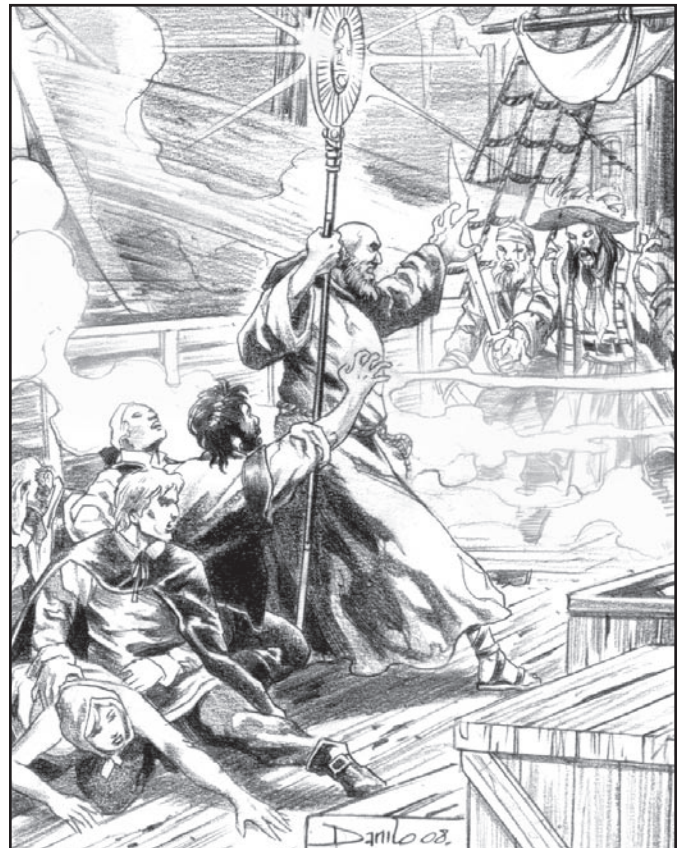
SOLOMON CROUST AND THE FINAL ARBITER

Arondo Parceval (*male human journeyman*) is not the only religious fanatic currently hunting the *Black Contessa*, but not all of the others boast motivations nearly so altruistic.

Solomon Croust is an up-and-coming pirate and hunter of the high seas—but more than that, he is a devoted follower and apostle of the God of Death. Croust and the *Final Arbiter* have yet to attain the status of legends, but the grim captain has a plan to catapult himself from relative obscurity to worldwide renown in one fell swoop. Bolstered by his faith in, and mystical powers granted from, his dark divine patron, he intends either to destroy, or better yet to *enslave*, the infamous Captain Hest. Most sane men would call such an endeavor suicide at best, madness beyond the ken of mortals at worst, but Croust is fearless, secure in his belief that Death itself supports his efforts. Whether the disciple of death can master the most infamous pirate ever to return from it, only time—and perhaps the nightmares of all righteous folk—will tell.

GURSE

Hest and his crew have indeed been “denied the light of Heaven,” but where the ill-fated priest assuredly



meant that the pirates would be bound to an afterlife of suffering, whatever entity brought the curse to fruition took him at his literal word. Each dawn, the ship and all aboard her simply disappear. Not merely invisible, not merely spectral, the *Black Contessa* ceases utterly to exist; no mortal senses, no magic commanded by even the most potent of sorcerers, can locate her. And every evening, as the sunlight fades, Hest and his vessel reappear, sometimes in the precise spot they vanished, other times anywhere within a day's travel.

Despite the curse that weighs heavily upon the *Black Contessa*, however, daytime is not *entirely* spared her depredations. Should storm clouds roll in heavily enough, should the sun's light be blocked entirely from the reflective waters of the sea, Hest and his crew manifest regardless of the time of day. Indeed, several of Hest's largest hauls came from ships whose captains believed, incorrectly, that a daytime voyage rendered them safe from harm.

Of course, the sun is not the only "light of Heaven," and the same malediction prevents the slain pirates from finding any sort of peace in the afterlife. They roam the waves as semi-real spectres, taking what delight they can in the suffering of others, for they are permitted none of the joys of the living themselves. They feel little pleasure, love, or joy. They suffer eternally, their ghostly bodies wracked with the constant pain of the rot and decomposition to which they should long ago have succumbed. They have only an endless, agonized existence, and the promise of damnation to come should they somehow meet their end.

Perhaps the most horrific element of Hest's curse, however, is that it sweeps up the innocent along with the guilty. Any man or woman with the poor fortune to be aboard the *Black Contessa* when she disappears at the touch of sunlight is lost forever to god and mortal alike, for when the vile vessel reappears, that poor soul is forever after counted among Captain Hest's crew, bound to an undead and servile existence along with everyone else aboard.

Every soul tied to the *Black Contessa* is also bound to the will of her captain. With a single thought, Hest can wrack any of his spectral crewmen with excruciating pain worse even than that inflicted by the curse itself, torment

so horrific it would kill any living being. If he is truly angered, the captain can even cause one of his crew to disincorporate, finally and utterly destroying them, though whether their soul is freed to move on to the afterlife or merely consigned to oblivion is a question none can answer.

THE CREW

"Never has such an odious assembly of the vile and depraved so thoroughly earned their fate. Alas, their well-deserved damnation afflicts the rest of us as well."

—Arondo Parceval

Murderous and rage-driven phantoms, the crew of the *Black Contessa* has proven exceedingly difficult to quantify. As with the ship and captain, they cease to exist in the light of day, and appear only as spectres in the darkness, as insubstantial or as solid as they choose. The crew complement seems to vary from manifestation to manifestation, sometimes as small as 50 crewmen, other times as large as 100. Other than their undead nature, only one thing can be said of the *Black Contessa*'s crew with any certainty: They are, to the last, fanatically obedient to their captain—for they know full well the price of defiance.

ORGANIZATION

While Hest and his crew maintain many of the standard positions of rank purely out of convenience and habit, the *Black Contessa* doesn't require much in the way of a hierarchy. Other than menial tasks like furling and unfurling the sails, the vessel needs no upkeep; it is as much a phantom as her crew. When Hest gives an order, the crew follows; when Hest tells them to follow someone else's orders, they do so. Such is the extent of the "organization" aboard the *Black Contessa*.

RECRUITMENT

Captain Hest does not recruit new crewmembers in any standard sense of the word. Any living being aboard

"So I says, 'Nah, you're imagining things, Pete. Lightning in the storm, that's all you saw. Now get yer arse back to the wheel.' Gods, I wish I'd listened to 'im. Might be Pete and the rest o' the crew would still be with us, 'stead of lying on the ocean floor or serving eternity on that damned *Contessa*."

the *Black Contessa* when she disappears in the light of dawn becomes a spectre bound to her service when she reappears. Some tales claim Hest also has the ability to lay claim to the soul of anyone whom he personally slays and add them to his crew of the damned, but nobody currently living can confirm or deny such a terrible assertion.

In either case, most of those who have “joined” the crew since the curse fell upon Captain Hest have simply been victims of misfortune, but on rare occasions, Hest has deliberately chosen to hunt down a specific individual whose service he craves. In such an instance, Hest and his crew track the new “recruit” and drag him aboard the *Black Contessa*, where they need merely hold him until the sun rises.

MEMBERSHIP

Members of the *Black Contessa*’s crew have but one responsibility: obedience in all things. Given Hest’s ability to force that obedience through torment or destruction, and that none of the crew would know how to go about destroying Hest even if they wished to defy him (much less attack him or, gods forbid, mutiny), such obedience is freely, if sometimes resentfully, offered.

The duties of the crew consist almost entirely of fighting, pillaging, and slaying in their captain’s name. The spectral hulk that is the *Black Contessa* requires no maintenance; the undying crew requires no supplies, no water, no cooking, and no upkeep. The only duties crewmen have are those essential for sailing and steering the vessel, and for the taking of prey.

SYMBOLS AND SIGNS

Hest and his crew make use of a simple system of gestures, allowing the captain to direct his warriors without leaving the ship, or to send orders back to the *Black Contessa* when he leaves on a raid. Consisting primarily of battlefield orders—such as “attack the flank” or “fire cannons at that target”—these signs combine motions of the *Black Contessa*’s banner and Hest’s own saber. For this reason, Hest always carries a smaller version of the vessel’s flag into battle, or has another crewmen do so. Hest only bothers with this system of signs and gestures when he needs to communicate at a distance. When giving orders to those on the same ship, he’s quite content with simple shouting.

Easily mistaken for the traditional Jolly Roger at a distance, the flag of the *Black Contessa* shows a human skull, albeit one missing its lower jawbone. A pair of skeletal arms cross beneath it, hands partly open, fingers flexed like talons.



ANDRE D'MEDICCI

“A venomous snake, dressed as a sniveling weasel, dressed as a man.”

—Captain Vincenzo, Captain of the *Vanguard*, deceased

Captain Hest’s first mate is no less a sycophant now than in the days before his death. Drawn to power like a vulture to carrion, he hovers about the periphery of authority, taking full advantage of reflected glory while allowing the blame for his mistakes to fall on his subordinates. The crew hates D’Medicci (*male undead journeyman*) as much now as they did when they all still breathed, but their fear of his authority has slowly eroded. D’Medicci knows that as long as he speaks with the voice of Captain Hest, the crew must obey him, but eternity as second fiddle has finally begun to chafe. Having realized he will never possess the might to make the crew respect him in his own right, he has grown ever more frustrated, ever more bitter.

BACKGROUND

Andre was the third child, and eldest son, of Guillard D’Medicci, a career military officer of high rank who enjoyed the favor of the duke, duchess, and entire royal family of the province in which they lived. That Andre

Walking Dead Stalk Freeport; Black Contessa to blame

~ *The Shipping News*

would follow Guillard into the military was never in doubt, but it seemed at first the son lacked the father's drive and ambition. His service was adequate, but never notable. His efforts were sufficient, but nothing more. Guillard D'Medicci despaired of his son ever achieving fame or high office in the military, and even more so over the fact that Andre didn't seem to care.

And yet, as the years of Andre's term crawled past, the younger D'Medicci experienced a sudden rise through the ranks that belied his anemic work ethic. It began with a commanding officer that allowed his respect for Guillard to color his treatment of Andre, but of far greater value, Andre learned how to recognize those commanders susceptible to fawning and bootlicking. To those, he made himself excessively helpful; for all others, he continued his mediocre performance.

Several of the province's officers, including Andre's own father, looked with growing disdain on Andre's ascent through the ranks. The younger D'Medicci impressed a sufficient number of superiors, however, that those who disapproved of him refrained from acting on their concerns.

It was a decision they would come to regret.

With the help of gullible and arrogant commanding officers, Andre finally got himself promoted high enough to receive command of his own battalion—a position for which he was eminently unqualified. Here, there was nobody to suck up to, nobody who could give the orders Andre would then pass along or carry out. Now Andre himself had to give the orders, develop strategy, plan tactics, with no safety net to catch him if—when—he stumbled.

That stumble occurred at the Battle of Marrakas Ridge, a territorial dispute between Andre's nation and a neighboring power. Andre's tactics were, to put it politely, poor. He relied on what he'd seen prior commanders do, rather than adjusting his thinking for the current terrain and circumstances, and his men paid for his lack of imagination. From a battalion of 250 soldiers, 73 returned home alive.

Neither the military nor the duke found any criminal charges to levy against Andre D'Medicci, but his career was as dead as the men who followed him into battle. Not only did Andre's own father lead the tribunal that stripped him of his rank and privileges, but Guillard also disowned

his eldest son. It was the last time the two D'Medicci men would see one another.

For years, Andre wandered from job to job, attempting to parlay his military experience into a career as a bodyguard, a mercenary, or a head of house security for rich estates. And every time, his inability to lead eventually cost him the position. Finally, near penniless and bitter at the entire world, Andre decided he had to play to his strengths. If he couldn't get ahead by leading others, maybe it was time to go back to swimming in the wake of other, greater men.

The sea seemed a good place for such an endeavor. His military experience would prove useful, and there was a strict chain of command he could take advantage of. Andre served on half a dozen vessels before he responded to a call for volunteers to flesh out the naval efforts against piracy. Due to his prior experience at sea, Andre found himself serving as boatswain aboard the *Vanguard*, and it was there First Mate Hest came to him one night with an interesting proposition...

PERSONALITY

To those above him in status or authority, Andre D'Medicci is both an attentive subordinate and a sycophantic hanger-on. He's a remora, clinging to the flukes of better men. Yet while his personal mannerisms may be grating, even irritating, none can doubt his usefulness. He carries out orders swiftly and efficiently, and is unswervingly loyal; after all, he cannot enjoy borrowed power if he's banished from its presence for poor performance.

D'Medicci's respect for authority extends only as far as that authority benefits him, however. (He was, after all, a willing and even eager participant in Hest's mutiny against the *Vanguard's* rightful captain.) When a superior ceases to be useful to D'Medicci, D'Medicci finds someone else for whom he can be useful.

His attitude toward subordinates is, to put it bluntly, hypocritical. He expects absolute, strict, and immediate obedience to his slightest whim, and he is quick to punish failure. If a subordinate proves *too* eager to serve, however, or shows excessive capability, D'Medicci grows paranoid. Just as he always searches for ways to use his superiors, he assumes every subordinate plans to take advantage of him. Serving D'Medicci, then, is a lose-lose scenario;

both shoddy word *and* exceptional performance draw the first mate's displeasure.

APPEARANCE

With the dramatic exception of being partly decayed and often transparent, Andre D'Meddicci looks exactly like what he is: a child of privilege forced to fend for himself after falling on hard times. His features are patrician, sharp and angular, but permanent circles from long sleepless nights, circles even his ghostly features and pallor cannot hide, mar his eyes. He wears a neatly trimmed mustache and goatee, a wide-brimmed hat with a flamingo plume, and a pocket watch on a gold chain that counts down the seconds until sunrise.

Where most of the crew carries the cutlasses and sabers common to the high seas, D'Meddicci prefers a narrow-bladed, needle-sharp rapier. Even now, centuries after his death, he takes pride bordering on arrogance in his swordsmanship: It is the only skill he possesses that doesn't rely on authority borrowed from others, and he finds it almost impossible to refuse a challenge to duel.

TAMELIA BRUNE

"Black-hearted bitch deserved to swing more than almost anyone I can think of. I wouldn't wish slavery to Captain Hest on any soul, but if I *had* to pick someone who earned it, believe you me, Tamelia Brune would top the list."

—*Asha Sante*

Vicious, brutal, and ambitious, Tamelia Brune (*female undead journeyman*) was on the verge of becoming one of the region's most infamous pirates. Tales of her exploits spread far and wide, and many a lookout in the crow's nest of a wealthy vessel kept a weather eye on the horizon for the *Bloody Hell*, Brune's deadly galleon. Unfortunately for Brune, her ambition far outstripped her common sense, and she set out to prove her superiority by conquering he whom even other pirates feared. She wouldn't exactly "live" to regret her decision to take on Captain Hest—but she has regretted it nonetheless.

BACKGROUND

Tamelia Brune came by her piratical lifestyle honestly (making it, perhaps, the only thing she can make that claim about). The daughter of the moderately successful but little-known Captain Thaddeus Brune, she lived aboard ship almost from birth. Who her mother might be, her father never said, except to tell her, "However vile and violent a life ye may have wit' me, 'tis better by far



than what ye'd have wit' her." Tamelia knew how to tie a rope and unfurl a sail almost as soon as she could walk, and where most girls her age might carry a stuffed animal or a blanket, she carried a main-gauche.

She also grew up with a pirate's view of morality, which is to say she had almost none. As she grew older, Tamelia grew angry and imperious, ordering her father's men about as though they were her own. She often argued with the elder Brune, insisting he could be wealthier, more successful, if only he was prepared to take greater risks, shed more blood. While Tamelia never disobeyed her father in his role as captain, their furious quarrels behind closed doors were legendary among the crew. Tamelia mourned briefly when her father fell in battle against a frigate with better guards than they expected, but still she was quick to assume his place as captain.

Indeed, Brune was far more successful, and became far more infamous, than her father ever was. Although not as needlessly violent as some other pirates—including Hest himself—she never hesitated to spill blood, or to take dangerous prey if the reward was worth the risk. From Thaddeus's sturdy but small vessel, Brune and her crew quickly traded up to the *Bloody Hell*, a nasty warship purchased illicitly from a naval officer. The *Bloody Hell* allowed them to take even tougher vessels, and Brune's reputation grew further still.

Yet it was never enough. Tamelia Brune still wasn't the most fearsome pirate on the high seas. She wasn't even the most infamous female captain, for her reputation, though fierce, never matched that of a few others (Aesha Algosiél, for one). So Brune set out to carve her name into legend: she would prove herself superior to the deathless Captain Hest himself. Arming her crew with silver weapons, hiring on a necromancer, a handful of priests, and even a serpent-man shaman, she set out to rid the waves of the *Black Contessa*, and to claim the great treasures Hest had taken over the years.

The specifics of the confrontation remain unknown to this day, but Tamelia Brune's eternal presence on Hest's deathless crew leaves little doubt as to how it ended.

PERSONALITY

Brune exists in a perpetual state of fury and frustration. Where once she captained her own vessel and her own destiny, she is now bound eternally to serve another. Her ambition, which led her to Hest in the first place, has been permanently thwarted. While she still has her years of experience and tactics, she rarely appears to be anything more than a bloodthirsty, ravening murderer. If she cannot escape the source of her frustrations, nor take them out upon Hest himself, then anyone and everyone else must suffer in turn. Brune is quick to

take offense, swift to reach murderous anger, and even being undead, has yet to exist long enough to forgive a slight. She is still coldly calculating when she needs to be, though she resents the necessity to keep her temper in check, and is determined to at least reach the level of first officer aboard the *Black Contessa*, if she can never rise any higher.

APPEARANCE

The traditional image of the female pirate is of a longhaired, swashbuckling beauty, her looks at least as deadly as her blade. Tamelia Brune, however, much more closely resembled the sailors with whom she worked: sun-leathered skin, old scars, and squinting eyes. Not ugly, by any means, but hardly the ravishing beauty of buccaneer legends. Of course, all this predated her transformation to a desiccated spectre.

Brune carries a traditional pirate's cutlass on one hip, a long-bladed main-gauche dagger on the other. She wears a tricorner hat, knee-high boots, and a vest with buttons made from her father's gold teeth.

COMMODORE COSIMO ULISSE

"Stern and unyielding as the mast, relentless as the wind that drives it."

—Bishop Patrizio, during the ceremonies that launched the fleet in pursuit of the Black Contessa

Ulisse (*male undead journeyman*) was the archetype of the stiff-backed military man. Utterly disciplined, he treated the military chain of command like a religion, sacrosanct and inviolate. Duty was his only god; service his only ritual. While this didn't make him the most popular man socially, it transformed him into an excellent military officer, a reputation that was cemented when he commanded the armada that finally ran down and sank the infamous Captain Hest.

Alas, it was his own adherence to duty above all else that sealed his fate, damning him to an eternity aboard the very ship he had destroyed. Some would argue Ulisse has finally found his place, as part of a rigid hierarchy that tolerates no disobedience at all. Still, no matter how unlikable he might have been, this is surely a poor lot indeed for a man who so nobly served.

BACKGROUND

Cosimo Ulisse was a typical naval officer—that is, he came from a rich family and purchased his commission. Unlike many noble scions, however, who saw a career in military service as nothing more than a stepping-stone to



power and prestige, Ulisse took his duties seriously. After only a few years, he was widely known as a commanding officer worthy of respect, though not affection. Quick to punish and slow to praise, he was nonetheless fair and willing to reward efficient service. When his first tour of duty ended, Ulisse eagerly signed on to continue, rather than retiring from service to manage his familial estate. It swiftly became apparent this was a man destined for a lifetime career of military service.

For many years—the bulk of his career, in fact—Ulisse served as captain of the *Adamant*, the mighty (albeit clumsy) flagship of the fleet. Ulisse and the *Adamant* made quite the reputation during the brief but vicious Bloodwater Wars, but his true rise to fame came when his kingdom joined the growing international effort to hunt down the pirates of the high seas. The *Adamant* couldn't run down the smaller and faster vessels used by most pirates, but by using other ships as hounds to drive the prey, Ulisse could intercept them. Once engaged, the *Adamant's* heavy armaments made quick work of all but the toughest opponents.

It made perfect sense, then, for Ulisse—now promoted to commodore—to take on the task of hunting down the seas' most infamous reavers. His crowning achievement was the defeat of Captain Hest and the sinking of the *Black Contessa*. Despite the loss of several of his own ships, Ulisse and the surviving sailors returned home to great acclaim, their names touted as national heroes.

For a while.

Ulisse was never the sort of man to leave a task undone, and when tales began to spread of the ghostly *Black Contessa* and Hest returned from the grave, the commodore wasn't about to sit still. The *Adamant*, accompanied by half a dozen smaller vessels and armed with blessed and magic weapons, set out to track down the *Black Contessa* and destroy her a second time.

It is said when the *Black Contessa* had sunk the entire fleet, Captain Hest ordered his spectres into the water to fish Commodore Ulisse from the depths. Drowning was too good for the man who had slain Hest; the vile captain had a much harsher fate in mind for his greatest foe...

PERSONALITY

Ulisse is a bitter, broken man. He clings to his notions of duty and chain of command and follows orders willingly, choosing to maintain at least that much of his honor, and that much structure in his existence, rather than granting Hest the satisfaction of *forcing* him to obey. When not busy, he stands motionless, staring out over the sea in a futile hope of catching a glimpse of the life he once lived, and the man he once was. Ulisse takes no initiative of his own, gives no orders save those he is passing on from

above. The great military mind is truly dead, and even more so than anyone else aboard the *Black Contessa*, his ghost is a mere echo of what once was.

APPEARANCE

Perhaps because he has allowed so much of his original persona to fade, Ulisse appears even more deathly than most of the *Black Contessa's* crew. A few scraps of flesh suggest a formerly blunt nose, wide mouth, and deep-set eyes, now seen instead as a grimace and empty sockets. Disturbingly, his partially fleshless skull still sports a thick beard and a full head of hair. Ulisse's mouth constantly hangs slightly open; perhaps he has something he yet wants to say, or perhaps, even after all this time, he remains in a state of shock over his undying condition.

The ghost of Commodore Ulisse still sports his old military uniform, his rank insignia, and his medals of valor upon his left breast, now horribly tarnished and covered in verdigris. A brace of pistols hangs on his chest, and a military cutlass with a broad brass pommel rests at his hip.

LIEUTENANT NICOLA SANSAVERIO

"I imagine that, should it remember me at all, the most kindness I could expect from posterity would be for history to record me as the most faithful man ever to commit mutiny."

—from Sansaverio's own journal, now lost

A young man who purchased a commission and went to sea in hopes of either learning a trade or "toughening up" enough to please his military family, Nicola Sansaverio (*male undead apprentice*) instead found himself caught up in events far beyond his comprehension. Many of those trapped in the curse of the *Black Contessa* are evil men who, even if not quite deserving of such a horrid fate, brought it upon themselves. Many others, such as Ulisse, might not have earned their punishment at all, but at least it could be said they knew what they were getting into.

But Sansaverio? He suffers eternal damnation not for choosing wrong, but for moving too slowly when choosing right.

BACKGROUND

Like many young officers, Nicola Sansaverio didn't work his way up through the ranks, but rather purchased an officer's commission through his family's wealth. Unlike Cosimo Ulisse, his intent was never to make a lifelong career of the navy. Rather, as the youngest son

of a military family, with personal interests that leaned more toward libraries and study than swordplay or tactics, Sansaverio had long been a disappointment to his father, uncles, and brothers. It was Sansaverio's own choice to purchase a naval commission, in the hopes it would raise the esteem in which his family held him—or at the very least, provide some skills and experience that would enable him to make his own way in a world that placed little value on “book learning.”

It was sheer chance that the young lieutenant wound up aboard the *Vanguard*. For the first months of the pirate-hunting expedition, Sansaverio studied the operations of the ship, carried out his duties, and even had a taste of combat a time or three. He seemed well on his way toward becoming a learned and competent, if not particularly extraordinary, ship's officer.

All that changed the night First Mate Hest came to Sansaverio with promises of treasures and whispers of mutiny.

Sansaverio was horrified. So closely had he watched Hest through the course of the voyage, however, he knew an overt refusal was likely to bode ill for his health. The young officer chose to play along, pretending to support Hest's mutiny while he learned more about it. Then would he go to Captain Vincenzo with a full accounting of the planned treason.



Unfortunately, Hest and the others moved far more swiftly than Sansaverio ever imagined. Long before he could approach the captain, the mutiny was over. The captain's bloody corpse sank slowly beneath the waves, and Sansaverio knew he, too, was in over his head.

From that day on, his life was not his own. Piracy? Theft? Murder? He wanted none of it, yet with the *Vanguard*—now the *Black Contessa*—engaged in such activities, how could he not? Nobody alive knew that his participation in Hest's revolt had been a sham; hesitation now could only result in a bloody end no better than that of Vincenzo himself.

When the priest's curse doomed the *Black Contessa* and all aboard for all eternity, Sansaverio was the only member of the crew who truly believed he deserved it.

PERSONALITY

Nicola Sansaverio feels nothing but endless guilt and overwhelming despair. Even before he died, he had shed innocent blood, not out of greed or malice but for fear of being discovered. The horrors he has committed since then have all but convinced him that he is utterly unworthy of any sort of pity or redemption. He follows his orders to the extent that he must, but no more, and spends most of his time lost in a fugue of remorse. If any member of the *Black Contessa*'s crew was to betray Captain Hest, it would be Sansaverio—but first someone would have to break through his emotional walls, and somehow convince him that such a betrayal would result not only in the final destruction of Hest, but of Sansaverio himself.

APPEARANCE

Were he not both spectral and partly decomposed, Sansaverio would appear to be a young man in his early 20s. A thin mustache, grown mostly in the hopes of making him look older, decorates his upper lip. His limbs are wiry, as the life of an active sailor quickly transformed his physique from that of a student before things went so wrong. He wears his hair tied back in a tight tail, and a heavy coat designed more for its protection against the wind and the sea spray than its fashionable appearance. The hilt of his saber is overly, almost ridiculously, ornate—exactly the sort of weapon one would expect of someone who wanted to impress the warriors in the family, without really knowing how to handle it.

GUOMO DARR

A typical sailor who serves under Captain Hest, Darr (*male undead apprentice*) is a scoundrel of the worst sort. He sailed under Captain Vincenzo not out of patriotic duty, but because fighting and killing is what Darr did best, and this seemed as good a place as any to get paid

for it. A man who lived for nothing but the thrill of combat and the rewards that followed, he did not hesitate for an instant when the option of mutiny and piracy was offered. He hardly seems to have changed at all with his transformation from living reaver to one of the undead.

BACKGROUND

Cuomo Darr grew up impoverished, in the heart of one of the Continent's largest cities. Like many others from his neighborhood, Darr learned at an early age how to fight. And like many others with no skills beyond fighting, he found himself faced with only two choices in life: crime or the military. Although he'd already had more than a bit of experience in the former, he chose the latter when the opportunity came up.

Darr would likely have led an unremarkable military life, or been imprisoned or executed for one of the various illicit activities he kept going on the side, had he not been aboard the *Vanguard* when Hest hatched his plan for mutiny. He went along willingly, even gleefully. He took to a life of piracy like a worm to a corpse, equally delighted with the action and the plunder.

Of course, if he'd known then what would happen to him, he might have chosen a different path...

PERSONALITY

Darr relishes the immortality and nigh invulnerability brought about by his spectral state, but his lust for the fineries of the world has faded along with his ability to enjoy them. His greed remains, but it is a remembered joy, not a real one. His bloodlust has grown, mostly to fill the expanding void in his heart. Darr deliberately ignores the fact that eternity without flesh, without real substance, is an eternity of monotony, and staves off that ennui with ever more brutal violence.

APPEARANCE

Picture a typical, even stereotypical, pirate. He has a relatively dirty face, leathery skin, squinting eyes. He has scars. He ties his hair back with a bandana, wears loose pants and an open vest, and carries a wide-bladed cutlass. Now shrink his flesh as though he'd been starving, rip away random bits of skin and muscle to reveal bloody bone, and give him a faint ghostly glow. This, in a nutshell, is Cuomo Darr.

THE BLACK CONTESSA

"Sails, wheel, and rudder don't make her a ship. She's a floating coffin, the *Black Contessa*. Every man on her is a corpse, and every man stupid enough to board her can expect to wind up the same."

—Capt. Arando Parceval

A three-masted galleon, the *Vanguard* was constructed with both warfare and speed in mind. Although not the best at either, she boasted a powerful combination of both traits that made her a formidable foe. Now that she is as much of a ghost as her captain, the rechristened *Black Contessa* sails without regard to wind or wave, and is capable of running down almost any prey.

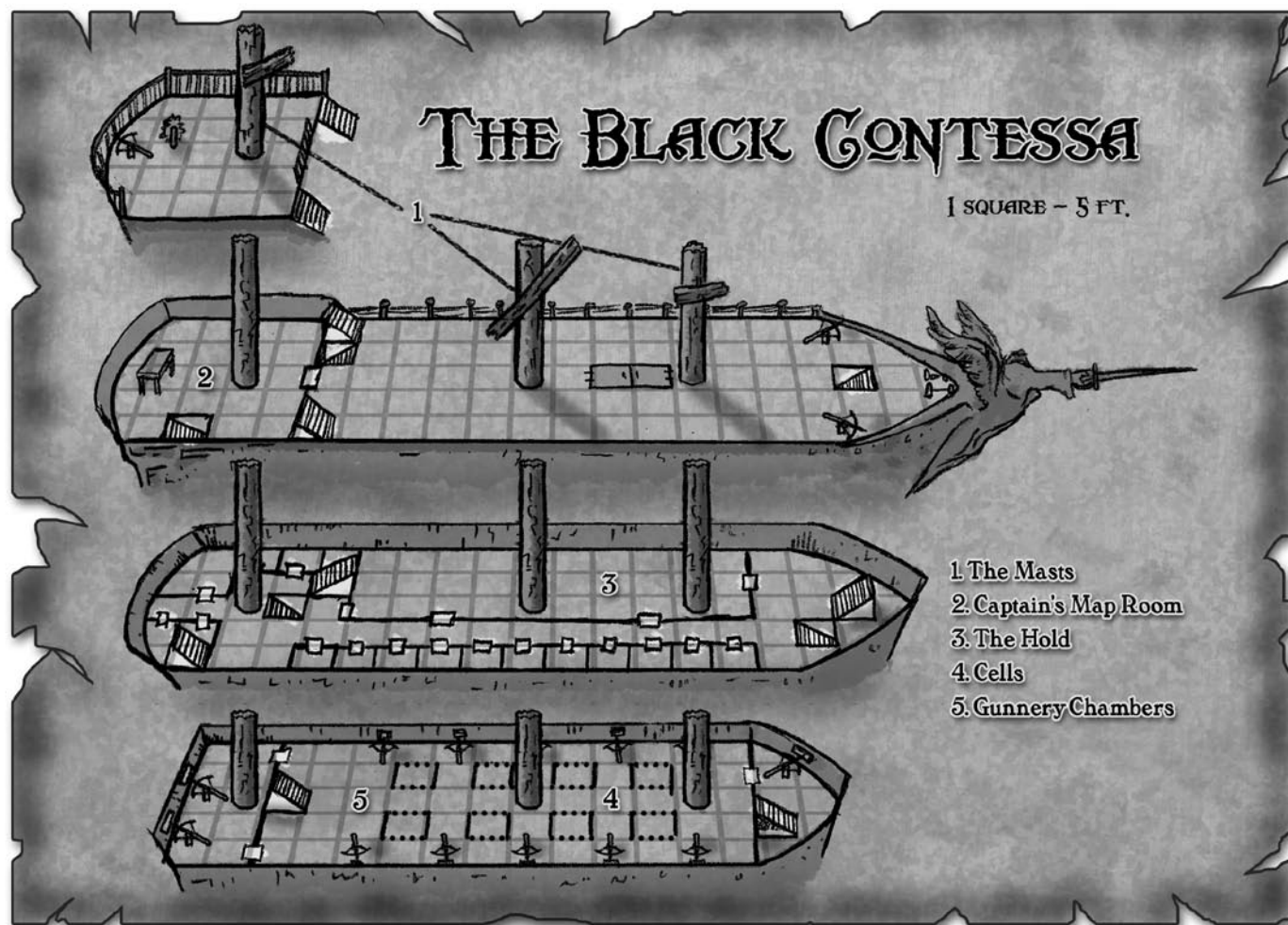
Relatively small for her type, the *Black Contessa* weighs just over 350 tons (or would, if she were a normal vessel). Her sails are square cut and standard configuration, but serve little purpose any longer. During her life as the *Vanguard*, she boasted a figurehead of a winged woman, one arm outstretched and clutching a long saber. When Hest took command, he beheaded the figurehead in a fit of perverse humor. Now, when the *Black Contessa* appears, the neck appears to bleed...

HISTORY

The *Vanguard* was built to rid the seas of the scourge of piracy, not to become one of the worst of the lot. Her design was the brainchild of master shipwright Alesseo Graziani, who spent years studying the records of all known battles with pirates, that he might build a ship perfectly suited to destroy them. The *Vanguard* was actually smaller than many of her sister vessels, and indeed, smaller than many of the ships she was intended to hunt. As small as she could be and still rightly called a "galleon," she was intended to overcome the speed advantage of smaller outlaw vessels, while retaining her ability to engage in a broadsides duel—at least for a time—with far heavier ships. She was the pride of her military, and indeed her nation, and a vast crowd turned out to wish her godspeed as she embarked on her maiden voyage.

Continental Gossip Found Dead After Sordid Graziani tale

~ The Shipping News



Everyone knows the tale of Hest's mutiny against Captain Vincenzo, how he came to rechristen the *Vanguard* and rule her with an iron fist, and how he and his ship came to be slain only to sail again. What few but the most learned historians know, however, is that the first life claimed aboard the *Vanguard* was that of its creator, designer, and father, Alesseo Graziani.

It was during the final days of construction, and crews were working night and day to have the *Vanguard* ready for its first hunt. Graziani himself was on hand one fateful night, overseeing a crew of workmen who had labored mercilessly for days and were on the brink of exhaustion. Nobody knows which worker it was who finally snapped at Graziani's constant orders, but scholars acknowledge that the entire team worked to cover up the murder. The snapping rope was blamed on poor weather conditions; the fallen lumber scrapped and replaced. Because the same crew was responsible for repairing the damage they'd inflicted, nobody noticed the dried blood or pulped flesh beneath the pile of fallen, splintered wood. It was not until years after Graziani's disappearance, when the shipbuilder's family finally saved up the money to afford powerful spells of divination, that historians learned the truth of his demise.

Could this violent death have somehow had a hand in the events that were to come on the *Vanguard*? Was the ship predisposed to blood and murder? Or was it merely a coincidental shadow of days ahead? Even the most faithful historians and folklorists who study the tales of the *Black Contessa* cannot say for certain.

FEATURES AND DEFENSES

The *Black Contessa* is heavily armed for her size, enabling her to deliver a surprisingly potent first volley. She possesses a dozen cannon broadsides—six to a side—but she is also equipped with a trio of culverins (long-barreled weapons that fire shot slightly less than half the weight of true cannonballs) both fore and aft. As with the rest of the vessel, her ghostly nature impacts her weaponry as well. The ammunition and powder stores never deplete, and their shot can either damage enemy vessels as normal, or ignore the hull entirely and harm only living flesh, as the firing crew prefers.

The dimensions of the *Black Contessa* seem to shift, based on the moods and desires of her captain. For the most part, however, hallways are narrow and cramped,

doorways low, and unimportant rooms tiny and almost cell-like in their dimensions. Several doorways allow access to the deck; with the exception of the cargo doors to the hull, these too are tight, with stairs almost too narrow and steep for comfortable use. The ship is unlit, other than the faint glow it often emits in the moonlight. None of these features impede the crew in any way, but they can prove disorienting to any living beings unfortunate enough to find themselves aboard.

Like her crew, the *Black Contessa* is only as corporeal as she needs to be. She is capable of sailing through reefs, seaweed, weather, even the wreckage of other ships unimpeded, yet her deck is solid enough for the living to walk upon. Her sails are constantly filled with a ghostly wind, regardless of the actual weather, allowing her to outpace almost any ship of mortal construction.

KEY LOCATIONS

While the inner dimensions of the *Black Contessa* may shift, the precise makeup of rooms does not. Given that the crew is deceased, and doesn't even exist during daylight, the need for living quarters is minimal at best. Each member does have his own chamber, but this is primarily a place of privacy, not dwelling, and these rooms are little more than closets. Similarly, the ship has no need of a galley or of storage for most mundane supplies. As a result, only a few specific areas of the ship have any real import.

1. THE MASTS

Each of the three masts stands tall from the deck, boasting sails that are constantly full regardless of the strength or direction, of the prevailing winds. The masts of the *Black Contessa* serve a second, far more sinister purpose, however. Each has a thick crosstimber nailed to it, roughly six feet above the deck. When Captain Hest takes living prisoners whom he particularly dislikes, he often has them crucified on the masts of his ship. This ensures that they not only become his undead slaves when the vessel disappears for the day, but that their last living moments are filled with unbearable agony. Despite their semi-unreal nature, the lower six feet of all three masts are stained black with dried blood.

2. THE CAPTAIN'S MAP ROOM

The only chamber in the on-deck "house," the map room is where Hest spends a great deal of his time, poring over charts and planning his next conquest. The *Black Contessa* neither has nor needs the standard rolls of maps and charts one might find on other vessels. The table itself shifts to model the seas, coastlines, and

terrain of anywhere the ship has ever sailed, all at the whim of her deathless captain. While one might expect Hest to post a guard over so valuable an asset, he has no need. No other being has yet learned how to manipulate the fabric and dimensions of the *Black Contessa*, which means nobody but Hest himself can make use of the ever-shifting map.

3. THE HOLD

Perhaps the most normal area of the ship, this is simply the traditional large open space beneath the deck in which cargo is stored. The size of the hold varies, depending on the cargo and the needs of the time. Even the pulleys and nets, though requiring operators for any substantial movement, seem to respond somewhat to the desires of the captain and crew, shifting to catch unstable cargo or moving subtly to trip intruders. Multiple doorways allow access from almost anywhere else on the ship, allowing the crew to intercept invaders or thieves in mere instants.

4. CELLS

The *Black Contessa* would seem to have no true need for a brig any longer, yet a series of tiny, barred cells exist nonetheless. Located on the lowest level of the vessel, these cramped, miserable chambers serve two purposes for Captain Hest, both of them vile. In some cases, living victims destined to wind up as undead servants of Hest, but not Guidaworthy of crucifixion upon the masts, are unceremoniously dumped into one of these cells to live out the last hours of their lives in fear and misery. In a rare few other instances, Hest wishes a foe to suffer eternally, but sees no purpose he can serve in his crew. In such a case, Hest may have such a person dragged aboard the *Contessa* to become a phantom, but then imprison him here rather than assigning him any particular duty.

5. GUNNERY CHAMBERS

Located just below the main hold, along all four sides of the ship, these chambers—actually more like long halls—contain the various cannons and culverins that are the *Contessa's* fangs and claws. As aboard most vessels, the weapons normally stand within the hull itself, with ports that open to allow the crew to run out the guns when the situation calls for it. The ammunition stores are simple piles of shot and bags of powder that seem to disappear into the shadows that cloak the corners of these halls. No matter how much shot and powder is taken from any given pile, the ammunition supply is never depleted.

USING CAPTAIN HEST

Until and unless the characters are highly skilled, and possess substantial magical resources, Hest and the *Black Contessa* are better used as obstacles to be avoided or looming threats to be escaped, rather than as enemies to be defeated. Weapons of steel or wood cannot harm Hest and his crew; their ship cannot be sunk by anything so mundane as cannon or catapults. Only the greatest heroes, armed with the most potent magic, have a chance of standing against these ghosts of the sea.

This doesn't mean, however, you can only use Hest in a high-powered game. To the contrary, the *Black Contessa* makes for a fantastic motivator. The PCs might have to race to warn an ally, a vessel, or a community that Hest has for some reason taken an interest in them. They might wish to recover a treasure stolen by the crew of the *Contessa*, but they must track it down and retrieve it without drawing Hest's attention. The *Black Contessa* can be used almost as a force of nature long before she is viable as a true opponent.

BEGINNER ADVENTURE

The Leovarada Merchant Consortium—with interests in Freeport, as well as multiple continental cities—has



recently found itself troubled by a rash of pirate raids. Many of their ships, far more than can be accounted for by simple misfortune, have run afoul of reavers on the high seas, yet no investigation has turned up any unusual activity among the Consortium's usual economic and political rivals. Augustine Leovarada is growing desperate, fearing the destruction of the family fortune and legacy, and posts a reward for outside aid. Anyone who can protect his vessels, or better yet track down the source of the problem, stands to earn substantial riches.

Investigation eventually leads the characters to a survivor of one of the Consortium vessels, slowly drinking himself to death in a port and unwilling to set foot again on a ship. The sailor reports that the vessel that attacked them appeared from a cloud of mist, glowing greenly in the moonlight! Unwilling to face the infamous *Black Contessa*, many of the crew—himself included—abandoned ship in the longboats. Not long after learning this, a band of assassins attacks the characters, and the witness is slain as well.

Leovarada, terrified of the notion he has somehow attracted Hest's attention, but unwilling to suspend operations on the word of one drunk sailor, requests the characters accompany his next valuable shipment and learn the truth of the matter. Assuming they are willing to do so, their ship is indeed attacked late one night by what at first appears to be the *Contessa*. If the heroes are willing to hold their ground as the panicked sailors flee, however, they discover the attackers are mere pirates. Their vessel is equipped with alchemical smoke-blowers, noisemakers that howl like screaming banshees in the wind, and covered in a luminescent alchemical paint to make it glow. The PCs find evidence, either on the pirates or their vessel, that they have a mole within the Consortium itself, a lead that the PCs can track down to further cement their good standing with Leovarada. From him, they learn where the pirates masquerading as Hest and his crew have their island headquarters.

Should the PCs travel there, they find it devastated. Everyone inside is dead, apparently from cannon-fire—yet no structural damage exists. Perhaps Hest himself learned of their deception, and took his own vengeance?

EXPERIENCED ADVENTURE

The adventurers are contacted by someone (perhaps a messenger from Augustine Leovarada) who is seeking adventurers to track down a family treasure lost years ago. After spending his adult life searching, he has finally found what appears to be a map to one of Captain Hest's treasure hoards. He believes, with sufficient skill and effort, a team could reach the island, brave its dangers,

Captain Refuses to Sail After Run-in With Black Contessa!

~ The Shipping News

retrieve the treasure, and be gone long before Hest could learn of their presence and arrive.

Unfortunately, others have also acquired copies of the map (perhaps survivors of the pirate ship in the previous plotline). Combined with the traps set in the island hideaway, as well as inclement weather, native cannibal tribes, and giant arachnids, they threaten to delay the expedition on the island for days—and nights. The characters must race against the clock to achieve their goal and get away before the *Black Contessa* arrives to see who's fallen into their latest trap.

ADVANCED ADVENTURE

By this point, while the characters probably still can't defeat Hest and his crew, they at least have the capacity to stand up to them for a length of time—and a good thing, too, because they're going to have to. This is a fairly short tale, but one that means far more than even life and death for the player characters.

Perhaps due to the events described above, the PCs have captured Hest's attention—not something they particularly want, though they certainly don't know about it yet. The *Black Contessa* lurks just beyond Freeport's waters, awaiting her newly chosen prey. The characters might be setting sail because of some unrelated event, or Hest might have to lure them out, perhaps with a false commission or treasure hunt delivered through one of his mortal pawns in the city. In either case, as soon as the vessel reaches deep waters, the *Black Contessa* moves in to attack. In their first struggle, the PCs must succeed in holding off the ghostly pirates until the dawn, when their enemy disappears. Regardless of their success, however, their ship has sustained substantial damage. There's no chance of them reaching shore by the next sunset.

When the *Black Contessa* appears on the second night, the PCs' vessel is sunk almost immediately. Hauled from the water by the deathless crew, the PCs must undertake a true race against time: They must escape from the *Black Contessa* itself, before she disappears with the morning light, damning them forever. Thankfully, the ship's second attack occurs close enough to shore if the PCs can escape the vessel, they have a decent chance of swimming to dry land, or at least attracting the attention of a passing ship.

ENDGAME ADVENTURE

Hest is no longer just aware of the PCs; after their escape, he is enraged. *Nobody* can be permitted to defy him like this! With violent suddenness, friends and allies of the PCs begin to die or disappear. Leovarada's ships vanish far more regularly than they ever did. Friends of the characters are targeted by assassins, murdered by ghostly visitors or by insane cultists of Talovra Caveille.

The characters have only one option: They're going to have to take the fight to Hest. Perhaps on their own, perhaps with allies such as Arondo Parceval or Asha Sante, they must find a means of destroying the *Black Contessa* once and for all. It may be possible, with the help of others and enough magic and blessed weapons of sufficient power, the characters now have enough to do just that. Of course, they have to *find* the *Black Contessa* and lure her out so they can take their shot at her. The story, at this point, becomes a true game of cat-and-mouse, as the PCs attempt to set out bait that Hest cannot resist, while Hest continues to harry their friends and allies. Only by truly destroying Hest can the PCs finally make themselves—to say nothing of uncounted travelers on the high seas—safe once more.

THE OLD CITY

- 1 - SEA LORD'S PALACE
- 2 - GUARDSMEN FACILITIES
- 3 - THE COURTS
- 4 - THE TOMBS
- 5 - THE MARQUIS MOON
- 6 - THE BATHS
- 7 - ARGYLE MCGILL'S GURIO SHOP
- 8 - THE WIZARDS' GUILD
- 9 - THE HOUSE OF SERENITY
- 10 - THE KEELHOL
- 11 - THE BLACK ROSE
- 12 - DEMILFISH
- 13 - THE WIZARD'S POUCH
- 14 - GREGOR'S BREWERY
- 15 - SUNKEN TREASURES
- 16 - TIRWIN'S FINE CLOTHING
- 17 - THE MATCHLOCK
- 18 - MICKEY'S PLEASURES
- 19 - THE GENTLEMAN'S CLUB

THE MERCHANT DISTRICT

- 1 - THE PLAZA OF GOLD
- 2 - THE MARINA
- 3 - THE MERCHANTS' GUILDHOUSE
- 4 - THE GILT CLUB
- 5 - THE LAST RESORT
- 6 - THE FREEPORT OPERA HOUSE
- 7 - MAURICE'S
- 8 - MAEOGAN MANOR
- 9 - THE JEWELLERS' AND GEMCUTTERS' GUILD
- 10 - SALON DU MASQUE
- 11 - THE LAST PORT

THE TEMPLE DISTRICT

- 1 - POOL'S MARKET
- 2 - TEMPLE OF THE GOD OF KNOWLEDGE
- 3 - TEMPLE OF THE GOD OF WAR
- 4 - TEMPLE OF THE GOD OF THE SEA
- 5 - GODSHOP
- 6 - TEMPLE OF THE GOD OF PIRATES
- 7 - TEMPLE OF DEATH
- 8 - SHRINE OF THE MAGIC GOD
- 9 - GOD OF ROADS
- 10 - GOD OF STRENGTH

WATCH PRECINCTS

P - PRECINCT HOUSE

TO THE JUNGLE OF A'DAL

DRAG'S END

THE FORTRESS OF JUSTICE

MERCHANT DISTRICT

WAREHOUSE DISTRICT

THE WAREHOUSE DISTRICT

- 1 - THE VAULT
- 2 - THE BLOCK AND TACKLE
- 3 - MUNICIPAL AUCTION HOUSE
- 4 - THE OFFICE OF PUBLIC RECORDS
- 5 - FRELAND SHIPYARD
- 6 - FREEPORT PILOTS' GUILD
- 7 - CROCKER'S BRICK AND MORTAR
- 8 - FREEPORT ORPHANS

THE DOCKS

- 1 - THE LONGSHOREMEN'S UNION
- 2 - THE SEASIDE MARKET
- 3 - THE BLACK GULL
- 4 - THE RUSTY HOOK
- 5 - SOCIETY OF LOBSTERMEN
- 6 - THE SHIPPING NEWS
- 7 - THE ONE RING
- 8 - THE BROKEN MUG
- 9 - THE DIVING FIN
- 10 - THE STAR OF THE SEA
- 11 - THE DENTED HELM
- 12 - THE LOST LASS
- 13 - CRACKED POT
- 14 - KERGEN'S KRAMLE
- 15 - THE DOXIES LIP
- 16 - THE BILGE RAT
- 17 - URJAN'S FORGE
- 18 - THE HIDDEN HIDE
- 19 - ROSE ALLEY
- 20 - BLISS
- 21 - EPPLES
- 22 - THE HONEY POT



feet 0 100 250 500

TO THE HULES

TO MILTON'S FOLLY



1 - TO CABBAGE CRACK

THE EASTERN DISTRICT

- 1 - CHAMBERS ASYLUM
- 2 - FIELD OF HONOR
- 3 - THE GOLDEN PILLAR SOCIETY
- 4 - THE HALFLING BENEVOLENT SOCIETY
- 5 - HELLHOUND SOCIAL CLUB
- 6 - KAFE ILKIN
- 7 - STREBECK'S BEER HALL
- 8 - THE WARG COMPANY
- 9 - PETE'S
- 10 - SEACAT'S FOLLY
- 11 - THE SEA LADY'S LUCK
- 12 - GENTLEMAN JOHN'S
- 13 - ASSAD'S SMOKE SHOP
- 14 - ALCHEMICAL ODDITIES
- 15 - EDGAR'S APPAREL
- 16 - THE STORE
- 17 - GORREN'S SWORDS
- 18 - THE TURTLE'S SHELL
- 19 - HERBERT'S PAVN
- 20 - THE DEER'S LUCK
- 21 - ALICE'S HOUSE
- 22 - THE OLD STAGE

DRAC'S END

- 1 - TENT TOWN
- 2 - THE PAVN'S SHOP
- 3 - THE FREEPORT INSTITUTE
- 4 - THE GLUSTER
- 5 - THE INDECIPHERABLE SCROLL
- 6 - TRANQUIL SHARK PROTECTION AGENCY
- 7 - FANG AND GLAW
- 8 - BELLE'S WELL
- 9 - THE GROC POT
- 10 - THE MERMAID
- 11 - THE SCHOLAR'S QUILL
- 12 - THE SWORD AND ANCHOR
- 13 - FINNEGAN'S BOOKS
- 14 - TREACHEROUS PLOTS
- 15 - DEAD POETS
- 16 - MELTED POT
- 17 - THE LUCKY LADY

BLOODSALT

- 1 - THE RECLAMATION PROJECT COMPOUND
- 2 - REBLADE BARRACKS
- 3 - KROM'S THROAT
- 4 - IRONTOTH ENCLAVE
- 5 - GITCH'S TOWER

EASTERN DISTRICT

BLOODSALT

THE DOCKS

SCURVYTOWN

SCURVYTOWN

- 1 - DREADING STREET
- 2 - THE DEAD PELICAN
- 3 - OTTO'S BLADES & BALDRICKS
- 4 - THE FREEPORT FISHERY & MARKET
- 5 - THE MOUTH OF HELL
- 6 - THE GHUMHOUSE
- 7 - THE OLD WHORE
- 8 - FISH STEW
- 9 - DREAD'S PLACE
- 10 - HEAVE HO
- 11 - RAZOR'S EDGE
- 12 - KILL SHOP
- 13 - PLUNDER
- 14 - JEFFERS GOODS
- 15 - THE GRUNT
- 16 - HORUS'S LEAP
- 17 - THE JUNK STORE
- 18 - BLOOD DEN

FREEPORT

THE CITY OF ADVENTURE

THE SERPENT'S TEETH



ISLAND KEY

- 1 - FREEPORT
- 2 - BLACK DOG'S CAVES
- 3 - GABBAGE GRACK
- 4 - THE CREMATORIUM
- 5 - THE HULKS
- 6 - MOUNT A'DAL
- 7 - LIBERTYVILLE
- 8 - FELIX'S RUIN
- 9 - MILTON'S FOLLY

3 - GABBAGE GRACK



7 - LIBERTYVILLE



SETTLEMENT KEY

GABBAGE GRACK

- 1 - FORD
- 2 - WAREHOUSE
- 3 - GENERAL STORE
- 4 - INN

LIBERTYVILLE

- 5 - WALLACES'
- 6 - INN
- 7 - GENERAL STORE
- 8 - GUARD TOWER
- 9 - T'GIRL'S SHIPYARD
- 10 - LIBERTYVILLE HARBOUR
- 11 - FLEAGLE'S WEAPON SHOP
- 12 - FRANCISCO'S

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BUCCANEERS OF FREEPORT 3RD ERA WEB ENHANCEMENT

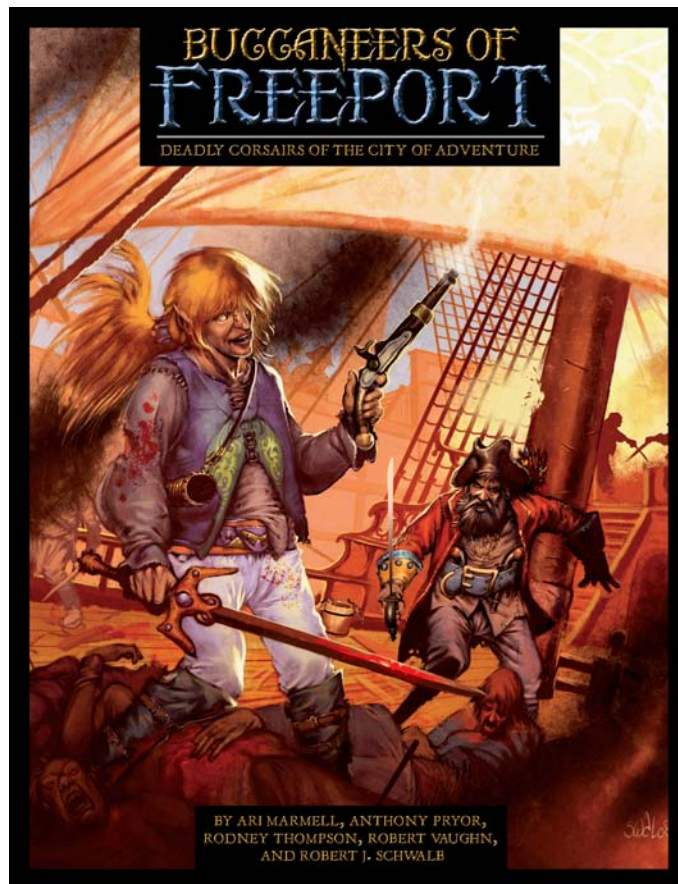
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Special Thanks: Erika Emrick, for her patience and a few evil suggestions

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In 2008 Green Ronin released *Buccaneers of Freeport*, a system-less sourcebook detailing some of the cunning rogues and ruthless cutthroats that ply the waters around Freeport. While you can create your own game stats for the characters presented in the book using the information provided, this enhancement aims to give you a hand by doing all the heavy lifting for you. Here you'll find complete 3rd Era stats for the characters in *Buccaneers of Freeport*.



Note: This PDF has been laid out, where possible, so that no character wraps at the column or page, allowing you to easily print the complete stat blocks you need for a given game session.

CHAPTER 1: THREE-SHEETS KIMBAL

Three-Sheets Kimbal is a pirate with more legends gathered about him than there are gold coins in his biggest score. The lovable rogue himself spread most of these stories, some of them contradictory, in order to keep his friends and enemies alike guessing at what his next crazy scheme will be—and to make them eager to hear all about the next one. He recruits a new crew whenever he has a new scheme to pursue, and rarely takes on the same crew member twice, so very few know Kimbal well enough to tell fact from fiction.

The one element that unifies Kimbal's adventures is his incredible luck. He's always getting into dangerous situations—through his own actions or blind chance—but always manages to get out in some do-or-die, daredevil maneuver.

Among his numerous enemies is the church of the Pirate God, whose treasury he once looted. Despite that—or perhaps because of it—Harrimast seems to smile on Kimbal, and his vengeful clerics are never quite able to catch the slippery captain.

"LEFTENANT" DRAKE, FIRST MATE

Drake was a Tagmatan naval officer and decorated war hero. That is, until he met Kimbal and was talked into joining one of his escapades. Now he's an excommunicated traitor to a country that he still loves. Rather than blame Kimbal, though, he loyally serves the one captain who will still have him.

(Note: The artifact mentioned in Drake's background is most likely an *orb of storms* with a requirement curse.)

"LEFTENANT" DRAKE	GR 8
Male human fighter 6/sea dog 2 LN Medium humanoid Init +3; Senses Listen +0, Spot +6 Languages Common, Naval Code	
AC 15, touch 13, flat-footed 12; Combat Expertise (+3 Dex, +2 armor) hp 53 (8 HD) Fort +7, Ref +8, Will +2; Disciplined Warrior, superstitious	
Spd 30 ft. (6 squares) Melee +1 cutlass +12/+7 (1d6+3/18-20) <i>or</i> Melee mwk cold iron axe-hammer +11/+6 (1d6+2/x3 or 1d4+2) <i>or</i> Melee mwk silver dagger +11/+6 (1d4+1/19-20) <i>or</i> Melee rod of firestarting +11/+6 (1d6+2) Ranged mwk Privateer FP +12 (3d6/x3) Base Atk +8; Grp +10 Atk Options Born Marine, Combat Expertise, Combat Reflexes, Sea Legs, close quarters +1 Special Actions Firearms Drill Combat Gear <i>potion of cure moderate wounds</i> , <i>potion of darkvision</i> , 2 <i>potions of shield of faith</i> +2, thunderstone	
Abilities Str 14, Dex 16, Con 14, Int 12, Wis 10, Cha 14 SQ faint aura of law Feats Born Marine ^{B†} , Combat Expertise ^B , Combat Reflexes, Disciplined Warrior [†] , Firearms Drill ^{B†} , Firearms Proficiency ^{B†} , Sea Legs ^{B†} , Weapon Focus (cutlass) [†] 3rd Age Freeport Companion Skills Balance +9 (+10 favored ship), Climb +8 (+9 favored ship), Hide +3 (+4 favored ship), Intimidate +5, Knowledge (geography) +3, Listen +0, Move Silently +3 (+4 favored ship), Profession (sailor) +8 (+9 favored ship), Spot +6, Swim +9, Use Rope +6 (+7 favored ship) Possessions combat gear plus +1 captain's coat [padded armor], +1 cutlass [†] , mwk cold iron axe-hammer* [see Appendix], mwk silver dagger*, mwk Privateer FP [†] with 11 mwk ammunition* (sealed in wax paper), rod of firestarting* [see Appendix], feather token (flash) [†] , flask of hard whiskey*, pouch of jerky*, signal whistle*, spyglass*, thunderstone, mwk tool belt, traveler's outfit, 10 gp, 7 sp [†] 3rd Age Freeport Companion; * on toolbelt	

SYNCAPIT, SHIP'S BOSUN

Kimbal's mother saved this former hunter from life as a slave, and his gratitude is unending. He tracked down her son, and persists in returning to Kimbal's ship somehow, even though the captain regularly leaves him behind after every venture. He does, however, make an excellent bosun due to his obsession with detail.

SYNCAPIT	GR 7
Male kobold ranger 3/rogue 2/survivor 2 N Small humanoid (reptilian) Init +2; Senses darkvision 60 ft.; Listen +10, Spot +10 Languages Common, Draconic	
AC 17, touch 14, flat-footed 14 (+1 size, +2 Dex, +1 armor, +1 shield, +1 deflection, +1 natural) hp 35 (7 HD) Fort +6, Ref +8, Will +3; Endurance, evasion Weakness dazzled in bright sunlight	
Spd 30 ft. (6 squares) Melee club +5/+0 (1d4-2) <i>or</i> Melee unarmed strike +5/+0 (1d4-2) Ranged dart +9/+4 (1d3-2) Base Atk +7; Grp +1 Atk Options Combat Reflexes, Rapid Shot, +2 damage against , shattering strike 1, sneak attack +1d6 Combat Gear 2 <i>potions of cure light wounds</i> , <i>potion of shillelagh</i> , 2 doses stonefish toxin [†] (Fort DC 15, initial damage 1d8 Con, secondary damage 1d4 Dex) [†] 3rd Age Freeport Companion	
Abilities Str 7, Dex 2, Con 10, Int 12, Wis 14, Cha 11 SQ trapfinding, wild empathy +3 Feats Agile ^B , Alertness, Combat Reflexes, Endurance ^B , Improved Unarmed Strike ^B , Rapid Shot ^B , Self-Sufficient, Track ^B Skills Balance +6, Climb +0, Craft (cooking) +3, Craft (shipwright) +3, Craft (trapmaking) +3, Escape Artist +6, Gather Information +2, Heal +4, Hide +10, Knowledge (nature) +5, Listen +10, Move Silently +8, Profession (miner) +4, Profession (sailor) +6, Search +5, Spot +10, Survival +12, Swim +7, Use Rope +4 Possessions combat gear plus Medium belaying pin [†] (serves as Small club), 2 darts, darkwood buckler, ring of protection +1, ring of swimming, bracers of armor +1, 2 feather tokens (bird, swan boat), artisan's outfit [†] 3rd Age Freeport Companion	

THREE-SHEETS KIMBAL

The statistics below are one possible interpretation of Kimbal's deliberately confused myth. He may have vastly different abilities in other campaigns, depending on how the GM wishes to use him in the game.

THREE-SHEETS KIMBAL	GR 15
Male human corsair 5/cleric 5/sea dog 5 CG Medium humanoid Init +8; Senses Listen +2, Spot +7 Languages Aquan, Azharan, Common, Merfolk Code*, Naval Code, Valossan *See Appendix	
AC 22, touch 20, flat-footed 18 (+4 Dex, +3 deflection, +2 natural, +3 Cha) hp 99 (15 HD) Resist <i>freedom of movement</i> 5 rounds/day Fort +11 (+16 against poison and disease), Ref +13, Will +8; superstitious	
Spd 30 ft. (6 squares) Melee +1 <i>adroit rummer sea legs cutlass</i> +19/+14/+9 (1d6+3/18-20) Ranged mwk Privateer FP +18/+13 (3d6/x3) Base Atk +13; Grp +14 Atk Options Born Marine, Rallying Cry, Sea Legs, close quarters +2, dirty fighting +2d4 Special Actions corsair's luck 1/day (+2), rebuke water creatures 6/day (+3, 2d6+8, 5th), turn fire creatures 6/day (+3, 2d6+8, 5th), turn undead 6/day (+3, 2d6+8, 5th) Combat Gear <i>potion of cure serious wounds</i> (in rummer cutlass), <i>potion of heroism</i> , <i>potion of mage armor</i> , <i>potion of magic vestment</i> +2, <i>potion of water breathing</i> Cleric Spells Prepared (CL 5): 3rd— <i>locate object</i> , <i>water breathing</i> ^D 2nd— <i>augury</i> , <i>eagle's splendor</i> , <i>fog cloud</i> ^D , <i>status</i> 1st— <i>bless</i> , <i>comprehend languages</i> , <i>endure elements</i> , <i>longstrider</i> ^D , <i>vigilance</i> [†] 0— <i>create water</i> , <i>detect magic</i> , <i>detect poison</i> , <i>mending</i> , <i>purify food and drink</i> ^D Domain spell. Deity: God of Pirates. Domains: Travel and Water. [†] 3rd Age Freeport Companion	
Abilities Str 13, Dex 18, Con 14, Int 12, Wis 14, Cha 17 SQ moderate aura of good, strong aura of chaos Feats Agile ^B , Born Marine [†] , Firearms Proficiency ^{B†} , Leadership (19), Pearl Diver ^{B†} , Quick Draw, Rallying Cry [†] , Sea Legs ^{B†} , Weapon Finesse ^B , Weapon Focus (cutlass) [†] 3rd Age Freeport Companion Skills Balance +17, Bluff +11 (+16 gambling with <i>loaded dice</i>), Climb +7 (+9 favored ship), Diplomacy +13, Disguise +3 (+5 acting), Escape Artist +10, Gather Information +8, Hide +4 (+6 favored ship), Intimidate +10, Jump +5, Knowledge (arcana) +2, Knowledge (geography) +8, Knowledge (history) +5, Knowledge (religion) +2, Listen +2, Move Silently +4 (+6 favored ship), Profession (sailor) +18 (+20 favored ship), Spellcraft +2, Spot +7, Survival +4, Swim +14, Tumble +7, Use Rope +8 (+10 favored ship) Possessions combat gear plus +1 <i>adroit rummer sea legs cutlass</i> [†] , 2 mwk Privateer FP [†] with 20 ammunition, <i>ring of protection</i> +3, <i>amulet of natural armor</i> +2, <i>boots of ropewalking</i> [†] , <i>gloves of Dexterity</i> +2, <i>loaded dice</i> [†] (enchanted to become tattoos on command, 3000 gp; serve as focus for <i>augury</i>), belt pouch, bullseye lantern and 2 flasks of oil, signal whistle, spell component pouch, artisan's outfit, gold hoop earring (holy symbol of Harrimast; 50 gp), 5 gp, <i>The Crimson Wind</i> and contents (includes <i>figurehead of wart</i>) [†] 3rd Age Freeport Companion	

NASH THE CRAG GNOME, SHIP'S LOOKOUT

Originally an Iovan mercenary fighting deep underground, Nash somehow ended working on *The Crimson Wave* before Kimbal acquired it. A tragic accident cost him his legs, but he continues to be a dependable lookout. In fact, he flatly refuses to come down from his crow's nest.

See the *3rd Age Freeport Companion* for more information about crag gnomes.

NASH	GR 5
Male crag gnome warrior 4/corsair 2 N Small humanoid (gnome) Init -5; Senses darkvision 60 ft.; Listen +5, Spot +17 Languages Common, Dwarven, Gnome, Terran	
AC 10, touch 10, flat-footed 10; +4 AC against giants, prone (-4 against melee attacks, +4 against ranged attacks) (+1 size, -1 Dex) hp 42 (6 HD) Madness phobia (enclosed spaces) Fort +9 (+13 against poison and disease), Ref -1, Will +4 (+6 against illusions)	
Spd 5 ft. (1 square) Melee spear +3/-2 (1d6+1/x3) Ranged mwk heavy crossbow +6 (1d8/19-20) <i>or</i> Ranged mwk heavy crossbow with <i>screaming bolt</i> +7 (1d8+2/19-20) Base Atk +6; Grp +3 Atk Options +1 attack against dwarves, goblins, and kobolds, dirty fighting +1d4 Special Actions corsair's luck 1/day (+1) Combat Gear 2 <i>potions of cure light wounds</i> , <i>potion of protection from arrows</i> 10/magic Spell-like Abilities (CL 1st): 1/day— <i>dancing lights</i> , <i>ghost sound</i> (DC 11), <i>prestidigitation</i> , <i>speak with animals</i> (burrowing animals only)	
Abilities Str 12, Dex 9, Con 14, Int 14, Wis 16, Cha 12 SQ amputated legs Feats Athletic ^B , Filthy [†] , Skill Focus (Spot), Self-Sufficient [†] 3rd Age Freeport Companion Skills Climb +8, Diplomacy -1, Disguise -5, Heal +6, Hide +3, Knowledge (dungeoneering) +3, Listen +5, Perform (oratory) +3, Profession (sailor) +6, Spot +17, Survival +7, Swim +5, Use Rope +1 Possessions combat gear plus mwk heavy crossbow and 30 bolts, <i>screaming bolt</i> (x5), spear, <i>eyes of the eagle</i> , spyglass, tent, peasant's outfit	
Amputated Legs (Ex) Nash has lost both legs, leaving only stumps. He suffers a -4 penalty to Reflex saves and Disguise checks, to Dexterity-based ability checks and skill checks requiring legs, and is always considered prone. (He may use a crossbow and the Hide and Use Rope skills without penalty.) His speed is reduced to 5 ft., and he cannot run or jump, though he may climb and swim as if his base speed was 10 ft.	

CHAPTER 2: CAPTAIN SCARBELLY

Scarbelly. The very name strikes terror, disgust, or both in the hearts of those who ply the seas around Freeport. This orc captain callously hurls his violent crew at other ships, taking great losses as they slaughter their unfortunate prey, but he never lacks for new recruits when he makes port. Most other pirates won't have a thing to do with him, due to his dangerous temper and vile record. Somewhat surprisingly, Scarbelly's crew hardly ever cause any serious trouble in Freeport itself, so the Captain's Council seems unable or unwilling to put an end his crimes. Meanwhile, the list of people with a grievance against Scarbelly grows longer, while the orc doesn't seem to care one whit what anyone thinks of his deeds—as long as they fear him.

CAPTAIN SCARBELLY

Scarbelly is listed as “journeyman” in *The Pirate's Guide to Freeport*, and as a 7th-level fighter in the *3rd Age Freeport Companion*. In *Buccaneers*, he is a “master” with several “journeymen” crew, so alternate statistics are presented here.

CAPTAIN SCARBELLY	GR II
Male orc barbarian 2/fighter 2/corsair 4/sea dog 3 CE Medium humanoid (orc) Init +1; Senses darkvision 60 ft.; Listen +4, Spot +3 Languages Common, Dwarven, Orc	
AC 19, touch 13, flat-footed 18; uncanny dodge (+1 Dex, +1 Cha, +6 armor, +1 natural) hp 83 (11 HD) IP 2 Fort +13 (+18 against poison and disease), Ref +9, Will +3; superstitious Weakness light sensitivity	
Spd 40 ft. (8 squares) Melee +1 <i>keen battleaxe</i> +18/+13/+8 (1d8+6/19-20, x3) <i>or</i> Melee mwk cutlass +17/+12/+7 (1d6+5/18-20) Ranged Dragon FP +12 (3d8/x3) Base Atk +11; Grp +16 Atk Options Cleave, Great Cleave, Power Attack, Sea Legs, close quarters +1, corsair's luck 1/day (+2), dirty fighting +1d4, rage 1/day Combat Gear <i>potion of cure serious wounds</i> , <i>potion of water breathing</i>	
Abilities Str 20, Dex 13, Con 14, Int 12, Wis 9/13, Cha 12 SQ moderate aura of chaos and evil Feats Athletic ^B , Cleave ^B , Firearms Proficiency, Great Cleave, Iron Will, Power Attack, Sea Legs ^{B†} , Weapon Focus (battleaxe) ^B † <i>3rd Age Freeport Companion</i> Skills Balance +8 (+9 favored ship), Climb +13 (+14 favored ship), Intimidate +15, Hide +0 (+1 favored ship), Jump +11, Knowledge (geography) +8, Listen +4, Move Silently +0 (+1 favored ship), Profession (sailor) +6 (+7 favored ship), , Spot +3, Survival -1 (+1 to avoid hazards and getting lost), Swim +11, Use Rope +1 (+2 favored ship) Possessions combat gear plus +2 <i>chain shirt</i> , +1 <i>keen battleaxe</i> , mwk cutlass, Dragon FP† and ammunition for 10 shots, <i>amulet of natural armor</i> +1, <i>gauntlets of ogre power</i> , 5 gaudy rings (40 gp each), traveler's outfit (with well-worn captain's coat), 16 gp † <i>3rd Age Freeport Companion</i>	
Light Sensitivity (Ex) Orcs are dazzled in bright sunlight or within the radius of a <i>daylight</i> spell.	

AGGRO, THE FIRST MATE

Aggro is first mate of the *Bloody Vengeance*, and also the crewman who has known Scarbelly longest—they belonged to the same tribe, before taking to the sea. His love of violence and pain makes him ruthlessly efficient at keeping the crew of line, and his lack of ambition makes him the one member of the crew who Scarbelly remotely trusts. Aggro lives for very little beyond the sadistic pleasures of inflicting pain, and in Scarbelly's company he finds plenty.

AGGRO	GR 9
Male orc fighter 6/sea dog 3 CE Medium humanoid (orc) Init +2; Senses darkvision 60 ft.; Listen -1, Spot -1 Languages Common, Orc	
AC 15, touch 12, flat-footed 13 (+2 Dex, +2 armor, +1 natural) hp 73 (9 HD) IP 1 Fort +9 (+14 against poison and disease), Ref +8, Will +2; superstitious Weakness light sensitivity	
Spd 30 ft. (6 squares) Melee +1 <i>cutlass</i> +17/+12 (1d6+8/18-20) <i>or</i> Melee mwk adamantite battleaxe +16/+11 (1d8+6/x3) <i>or</i> Melee mwk whip +16/+11 (1d3+6 nonlethal) Ranged throwing axe +11/+6 (1d6+6) Base Atk +9; Grp +15 Atk Options Cleave, Power Attack, Reckless Attack, Sea Legs, close quarters +1 Combat Gear <i>potion of cure light wounds</i> , <i>potion of protection from arrows</i> 10/magic	
Abilities Str 22, Dex 14, Con 13, Int 11, Wis 8/10, Cha 11 SQ faint aura of chaos and evil Feats Cleave ^B , Exotic Weapon Proficiency (whip) ^B , Power Attack, Reckless Attack ^{B†} , Sea Legs [†] , Skill Focus (Intimidation), Weapon Focus (cutlass), Weapon Specialization (cutlass) ^B † <i>3rd Age Freeport Companion</i> Skills Balance +2 (+3 favored ship), Climb +11 (+12 favored ship), Intimidate +15, Hide +2 (+3 favored ship), Jump +11, Knowledge (geography) +3, Listen -1, Move Silently +2 (+3 favored ship), Profession (sailor) +5 (+6 favored ship), Spot -1, Swim +11, Use Rope +2 (+3 favored ship) Possessions combat gear plus +1 <i>cutlass</i> , mwk adamantite battleaxe, mwk whip, 2 throwing axes, <i>belt of natural armor</i> +1, <i>gauntlets of armor</i> +2, artisan's outfit, 3 gp	
Light Sensitivity (Ex) Orcs are dazzled in bright sunlight or within the radius of a <i>daylight</i> spell.	

OLD YELLOW-EYE

One of this orc's eyes has been cut out, while the other is yellow, swollen, and continually leaks disgusting fluid, but his powers of observation still exceed those of the rest of the crew. Old Yellow-Eye is a vicious fighter whose bloodlust is all the more dangerous for being carefully controlled. When not in the crew's nest, teaches his unique fighting style to the crew, quickly making them into more dangerous thugs.

OLD YELLOW-EYE	GR 9
Male orc fighter 6/rogue 1/duelist 2 NE Medium humanoid (orc) Init +10; Senses darkvision 60 ft.; Listen +2, Spot +2 Languages Common, Giant, Goblin, Orc	
AC 18, touch 18, flat-footed 12; +4 AC with <i>mage armor</i> ; Dodge, Mobility (+4 Dex, +2 Int, +1 armor, +1 deflection) hp 70 (9 HD) Fort +7, Ref +11, Will +3 Weakness light sensitivity	
Spd 30 ft. (6 squares) Melee +1 rapier +13/+8 (1d6+4/15-20) <i>or</i> Melee +1 dagger+13/+8 (1d4+4/19-20) Ranged heavy crossbow +12 (1d10/19-20) <i>or</i> Ranged throwing axe +12 (1d6+3) Base Atk +8; Grp +11 Atk Options Combat Expertise, Run 'im Through, Spring Attack, sneak attack +1d6 Combat Gear <i>potion of cure moderate wounds</i>	
Abilities Str 16, Dex 18, Con 14, Int 14, Wis 13, Cha 7 SQ faint aura of evil, trapfinding Feats Combat Expertise ^B , Dodge, Improved Critical (rapier) ^B , Improved Initiative ^B , Mobility, Run 'im Through†, Spring Attack, Weapon Finesse ^B †3rd Age Freeport Companion Skills Balance +13, Bluff +6, Diplomacy +2, Disguise -2 (+0 acting), Intimidate +12, Jump +6, Perform (act) +1, Profession (sailor) +4, Listen +2, Sense Motive +7, Spot +2, Tumble +11 Possessions combat gear plus +1 rapier, +1 dagger, heavy crossbow and 10 bolts, throwing axe, <i>ring of protection</i> +1, <i>bracers of armor</i> +1, <i>gloves of dexterity</i> +2, artisan's outfit, 14 gp	
Light Sensitivity (Ex) Orcs are dazzled in bright sunlight or within the radius of a <i>daylight</i> spell.	

FASYNDREN

Fasyndren is a mysterious, unsettling fortune-teller who occasionally accompanies Scarbелly on his voyages. Many outside the crew see her as merely his consort, but those who live on the *Bloody Vengeance* know better than to ask questions about the true nature of their relationship. Scarbелly always heeds the seer's words, even when she is navigating a course without using any traditional instruments, and through waters no sane man would travel. However, the ship always returns with far more plunder than it could acquire through piracy alone.

FASYNDREN	GR 8
Female orc diviner 6/mystic navigator 2 N Medium humanoid (orc) Init +1; Senses darkvision 240 ft., far sight (x4); Listen +7, Spot +7 Languages Common, Dwarven, Gnoll, Orc	
AC 12, touch 12, flat-footed 11 (+1 Dex, +1 deflection) hp 39 (8 HD) Fort +4, Ref +3, Will +10 Weakness light sensitivity	
Spd 30 ft. (6 squares); Melee quarterstaff +6 (1d6+3) Base Atk +4; Grp +6 Special Actions Combat Casting Combat Gear <i>arcane scroll of dispel magic</i> (CL5), <i>potion of cure light wounds</i> Wizard Spells Prepared (CL 7): 4th—enlarged <i>clairaudience/clairvoyance</i> , <i>srying</i> (DC 16) 3rd— <i>body of eyes</i> †, <i>lightning bolt</i> (DC 15), <i>water breathing</i> 2nd— <i>detect thoughts</i> (DC 14), <i>protection from arrows</i> , <i>saltburst</i> †(DC 14), <i>touch of idiocy</i> (melee touch attack +6), <i>whispering wind</i> 1st— <i>charm person</i> (DC 13), <i>comprehend languages</i> , <i>grease</i> (DC 13), <i>mage armor</i> , <i>obscuring mist</i> , <i>unhinge</i> † (DC 13) 0— <i>detect magic</i> , <i>detect poison</i> , <i>disrupt undead</i> (ranged touch attack +5), <i>message</i> †3rd Age Freeport Companion. Barred school: Illusion.	
Abilities Str 14, Dex 12, Con 14, Int 15, Wis 14, Cha 12 SQ summon familiar (none) Feats Alertness, Combat Casting, Enlarge Spell ^B , Scribe Scroll ^B , Skill Focus (Knowledge [geography]) Skills Balance +4, Concentration +12 (+16 casting defensively), Hide +6, Knowledge (arcana) +7, Knowledge (geography) +15, Knowledge (the planes) +7, Listen +7, Profession (sailor) +6, Spellcraft +8, Spot +7, Survival +2 (+4 on other planes or to avoid hazards) Possessions combat gear plus quarterstaff, <i>ring of protection</i> +1, <i>ring of sustenance</i> , <i>mundane robe</i> †, numerous gaudy bracelets (25 gp total) †3rd Age Freeport Companion	
Light Sensitivity (Ex) Orcs are dazzled in bright sunlight or within the radius of a <i>daylight</i> spell.	
Spellbook prepared spells plus 4th— <i>bestow curse</i> 3rd— <i>arcane sight</i> 2nd— <i>locate object</i> 1st— <i>identify</i> 0—(all but <i>ghost sound</i>)	

DILMAR ROSECCI

Rosecci is an oily sycophant, using his position as a clerk to the Captain's Council to act as a double-agent between Councilors, a career that he has found very lucrative. When Scarbelly arrived in Freeport, he seized his opportunity to profit from the impending crisis. His silver tongue allowed him to convince Scarbelly that he could arrange for Freeport to be a safe haven for the *Bloody Vengeance*. All it would take was regular payments from the orc captain, and some sizable bribes to certain Councilors to look the other way.

DILMAR ROSECCI	GR 5
Male human expert 4/rogue 2 NE Medium humanoid Init +2; Senses Listen +10, Spot +8 Languages Common, Elven	
AC 13, touch 13, flat-footed 11 (+2 Dex, +1 armor) hp 23 (6 HD) Resist evasion Fort +2, Ref +7, Will +6	
Spd 30 ft. (6 squares) Melee dagger +5 (1d4/19-20) Base Atk +4; Grp +4 Atk Options sneak attack +1d6 Special Actions trapfinding Combat Gear potion of cat's grace, potion of cure light wounds (x2), dose of greenblood oil (Injury DC 13, initial damage 1 Con, secondary damage 1d2 Con), dose of oil of taggit (Ingested DC 14, Initial damage 0, secondary damage unconsciousness)	
Abilities Str 10, Dex 14, Con 10, Int 12, Wis 12, Cha 16 SQ faint aura of evil Feats Alertness ^B , Investigator, Negotiator, Stealthy Skills Bluff +8, Diplomacy +18, Disguise +3 (+5 acting), Gather Information +14 (+16 Freeport), Hide +9, Knowledge (local: Freeport) +8, Listen +10, Move Silently +18, Search +3, Sense Motive +10, Sleight of Hand +8, Spot +8 Possessions combat gear plus mwk dagger, bracers of armor +1, boots of elvenkind, cloak of resistance +1, bottle of hair oil (10 gp), courtier's outfit, jewelry (50 gp total), 18 gp	

TYPICAL PIRATE

For raw recruits, use the 1st-level orc warrior described in the *Monster Manual*, but equip them with boarding axes, cutlasses, and other pirate weapons. The following stats reflect a crew member who has been at sea long enough to learn the bare rudiments of shiphandling and fighting on a rolling deck.

TYPICAL PIRATE	GR 1
Male orc warrior 1/corsair 1 CE Medium humanoid (orc) Init +0; Senses darkvision 60 ft.; Listen +1, Spot +1 Languages Common, Orc	
AC 11, touch 10, flat-footed 11 (+1 armor) hp 16 (2 HD) Fort +5, Ref +2, Will -2 Weakness light sensitivity	
Spd 30 ft. (6 squares) Melee cutlass +5 (1d5+5/18-20) <i>or</i> Melee boarding axe +5 (1d6+5) Ranged throwing axe +2 (1d6+5) Base Atk +2; Grp +5 Atk Options dirty fighting +1d4 Combat Gear <i>potion of cure light wounds</i>	
Abilities Str 17, Dex 11, Con 12, Int 8, Wis 7, Cha 6 SQ faint aura of evil Feats Alertness, Athletic ^B Skills Balance +2, Climb +5, Intimidate -1, Jump +5, Listen +1, Profession (sailor) -1, Spot +1 Possessions combat gear plus leather armor, boarding axe, cutlass, throwing axe, jewelry (various piercings worth 100 gp total), artisan's outfit	
Light Sensitivity (Ex) Orcs are dazzled in bright sunlight or within the radius of a <i>daylight</i> spell.	

CHAPTER 3: ALFHILD

Alfhild's father, a northern barbarian king, arranged her marriage with Ragnar, heir to a kingdom of his own. The princess found her intended to be a disgusting drunkard and womanizer, so spurned the match and joined the cult of the Shieldmaidens instead. While among their ranks, she gained fame for singlehandedly slaying the chieftain of the ice trolls in those monsters' most recent war with the human tribes. Several witnesses to this deed pledged themselves as her bondsmen, in spite of her sex, and they became the core of a crew of berserking raiders who are now feared throughout seas of all latitudes.

Ragnar, however, was thoroughly smitten and swore to accept no compensation—he would settle for no less than Alfhild's hand in marriage. He abandoned his princely duties in the north to pursue her into the southern waters, and eventually followed her to Freeport. His brother, Glyfmar, swore to hunt down Alfhild himself and force her to wed Ragnar, at any cost. Thus would the Drakkensfyr family honor be restored, and he would be free of the burden of ruling in their ailing father's stead. So far he has had no better luck than his lovesick brother.

Alfhild is fully detailed in the *3rd Age Freeport Companion*. This enhancement describes notable members of her crew—as well as a couple of enemies.

GUTHRIM OLAFSON

As a particularly blessed member of the Bear Lodge, Guthrim is now a werebear. He is a hulking, hairy man in human form, and wears a bearskin cloak to heighten the resemblance to his totem animal. He shifts into bear form when he goes berserk in battle, which has inspired all sorts of lurid tales about a massive bear fighting alongside Alfhild's raiders. Nearly as many enemies flee at the mere sight of the bloody monster as they do from his captain.

Note: Guthrim is an afflicted werebear, so cannot infect others with the curse of lycanthropy.

GUTHRIM OLAFSON	GR 7
Male human werebear barbarian 3 N Medium humanoid (human, shapeshifter) Init +2; Senses low-light vision, scent; Listen +10, Spot +7 Languages Common, Tribal Dialect; illiterate	
AC 16, touch 12, flat-footed 16; uncanny dodge (+2 Dex, +2 armor, +2 natural) hp 85 (9 HD) Resist trap sense +1 Fort +9, Ref +8, Will +6	
Spd 40 ft. (8 squares) Melee mwk greataxe +12/+7 (1d12+6/x3) <i>or</i> Melee 2 mwk greataxes +6/+1 (1d12+4/x3) and +6 (1d12+2) Ranged mwk composite longbow (Str +4) +11/+6 (1d8+4) Base Atk +7; Grp +11 Atk Options Bear's Paw, rage 1/day Combat Gear <i>potion of cure serious wounds, potion of greater magic fang, potion of heroism, potion of magic weapon</i>	
Abilities Str 19, Dex 15, Con 13, Int 13, Wis 13, Cha 13 SQ alternate form, bear empathy Feats Bear's Paw (see Appendix), Endurance, Iron Will, Run, Track, Two Weapon Fighting, Weapon Focus (longbow) Skills Climb +10, Craft (bowyer/fletcher) +7, Hide +2, Jump +7, Listen +10, Profession (sailor) +4, Spot +7, Survival +7, Swim +12 Possessions combat gear plus 2 mwk greataxes, mwk composite longbow (Str +4), <i>cloak of the beast</i> (see Appendix), beartooth necklace (50 gp)	

Alternate Form (Su) Guthrim can assume the form of a brown bear or a bear-humanoid hybrid with the following statistics:

N Large humanoid (human, shapeshifter)

Init +3

AC 21, touch 12, flat-footed 21

(-1 size, +3 Dex, +2 armor, +7 natural)

DR 10/silver

Fort +13, **Ref** +9

Spd (bear) 50 ft. (10 squares); (hybrid) 40 ft. (8 squares)

Melee (bear) 2 claws +19 (1d8+12) and bite +14 (2d6+6) *or*

Melee (hybrid) claw +19 (1d6+12) and mwk greataxe +15 (1d12+6/x3) *or*

Melee (hybrid) 2 claws +19 (1d6+12) and bite +14 (1d8+6) *or*

Melee (hybrid) 2 mwk greataxes +14/+9 (1d12+12/x3) and +14 (1d12+6/x3)

Grp +23

Atk Options (bear adds) improved grab

Abilities Str 35, Dex 17, Con 21

Skills Climb +18, Hide -1, Jump +15, Swim +19

Rage (Ex) When raging, Guthrim uses the following statistics for 6 rounds.

AC 14, touch 10, flat-footed 14

hp increase by 18

Fort +11, **Will** +8

Melee mwk greataxe +12/+7 (1d12+6/x3) *or*

Melee 2 mwk greataxes +6/+1 (1d12+4/x3) and +6 (1d12+2)

Grp +13

Abilities Str 23, Con 17

Skills Climb +12, Jump +9, Swim +13

Rage (alternate form) When raging in bear or hybrid form, make the following additional changes. If he is in alternate form for the entire rage, it lasts 10 rounds.

AC 19, touch 10, flat-footed 19

Fort +15, **Will** +8

Melee (bear) 2 claws +21 (1d8+14) and bite +16 (2d6+7) *or*

Melee (hybrid) claw +21 (1d6+14) and mwk greataxe +16 (1d12+7/x3) *or*

Melee (hybrid) 2 claws +21 (1d6+14) and bite +16 (1d8+7) *or*

Melee (hybrid) 2 mwk greataxes +16/+9 (1d12+14/x3) and +16 (1d12+7/x3)

Grp +25

Abilities Str 37, Con 25

Skills Climb +20, Jump +17, Swim +21

STELLAN SKALLAGRÍMSON

Stellan is Alfild's most trusted companion, and commands the *Snow Queen* in her absence. Most of the time, he is a calm, fearless, reliable first mate to whom his men bring their problems and conflicts. However, in the heat of battle, he becomes a bestial, howling berserker reveling in bloodshed. These rages sometimes last for hours after a battle, but Stellan has never attacked a comrade... so far.

STELLAN SKALLAGRÍMSON	GR 8
Male human barbarian 8 CE Medium humanoid Init +1; Senses Listen +6, Spot +6 Languages Common, Tribal Dialect	
AC 18, touch 14, flat-footed 18; improved uncanny dodge (+3 Dex, +1 armor, +3 shield, +1 natural) hp 73 (8 HD); DR 1/— IP 2; Madness berserker's curse Resist trap sense +2 Fort +8, Ref +3, Will +5	
Spd 40 ft. (8 squares) Melee +1 cold iron battleaxe +13/+8 (1d8+4/x3) or Melee mwk longsword +12/+7 (1d8+3/19-20) Ranged throwing axe +9/+4 (1d6+3) Base Atk +8; Grp +11 Atk Options Instinctive Rage, Power Attack, rage 3/day Combat Gear potion of cure moderate wounds, potion of vigilance† †3rd Age Freeport Companion	
Abilities Str 16, Dex 13, Con 15, Int 10, Wis 12/16, Cha 10 SQ faint aura of chaos and evil Feats Instinctive Rage†, Iron Will ^B , Power Attack, Weapon Focus (battleaxe) †3rd Age Freeport Companion Skills Climb +7, Intimidate +8, Jump +8, Listen +6, Profession (sailor) +6, Spot +6, Survival +6, Swim +7 Possessions combat gear plus +1 heavy steel shield, +1 cold iron battleaxe, mwk longsword, 2 throwing axes, bearskin tunic of natural armor +1, bracers of armor +1, silver- and gold-inlaid drinking horn (200 gp), traveler's outfit, 29 gp	
Berserker's Curse (Ex) Stellan's rage is so great that he cannot fully control it. The duration of his rage is 1d20 x 1d6 minutes. However, if the d20 roll is a natural 1, his rage lasts the normal time (11 rounds); if a natural 20, it is a new 1d20 x 15 minutes. Once all foes have been downed, Stellan must make a DC 15 Will save or attack the closest visible ally or neutral character. If this victim falls, a new save is allowed. If the save is successful, he controls himself until a new attack, insult, etc., provokes a new Will save. After any rage, Stellan is fatigued for a length of time equal to the rage's duration. He must also make a Fort save (DC = duration of rage in minutes) or be exhausted for the first half of that recovery period. Berserker's curse counts as a permanent madness.	
Rage (Ex) When raging, Stellan uses the following statistics: AC 16, touch 12, flat-footed 16 hp increase by 16 Fort +10, Will +7 Melee +1 cold iron battleaxe +15/+10 (1d8+6/x3) Melee mwk longsword +14/+9 (1d8+5/19-20) Ranged throwing axe +9/+4 (1d6+5) Grp +13 Abilities Str 20, Con 19 Skills Climb +10, Jump +10, Swim +10	

HROTHWULF EIGURMORGI

"Moose-Killer" is a master huntsman who has a reputation for taking down large beasts by himself—even the fearsome snow bears of the remote north. When the ice trolls threatened his homeland, he joined the barbarian armies, and was one of the first warriors to pledge himself as Alfild's bondsman.

HROTHWULF EIGURMORGI	GR 8
Male human ranger 8 NE Medium humanoid Init +4; Senses Listen +13, Spot +13 Languages Common, Tribal Dialect	
AC 18, touch 14, flat-footed 14 (+4 Dex, +4 armor) hp 53 (8 HD) Fort +8, Ref +10, Will +4	
Spd 30 ft. (6 squares) Melee longsword +10/+5 (1d8+2/19-20) or Melee dagger +10/+5 (1d4+2/19-20) Ranged +1 composite longbow (Str +2) +14/+9 (1d8+2/x3) or Ranged +1 composite longbow (Str +2) +12/+12/+7 (1d8+2/x3) with Rapid Shot or Ranged +1 composite longbow (Str +2) +10 (1d8+2/x3, x2 arrows) with Manyshot or Ranged +1 composite longbow (Str +2) +18 (1d8+2/x3) with Dead-Eye Shot or Ranged +1 composite longbow (Str +2) and +1 giant bane arrows +14/+9 (1d8+3/x3) or Ranged +1 composite longbow (Str +2) and +1 giant bane arrows +16/+11 (1d8+7*/x3 plus 2d6) against giants or Ranged +1 composite longbow (Str +2) and +1 flaming arrows +14/+9 (1d8+3/x3 plus 1d6 fire) * Includes favored enemy Base Atk +8; Grp +10 Atk Options Dead-Eye Shot, Far Shot, Manyshot, Point Blank Shot, Rapid Shot, favored enemy (animals +4, giants +2) Special Actions wild empathy +10 Combat Gear +1 animal bane arrow (x2), +1 flaming arrow (x2), potion of cure moderate wounds Ranger Spells Prepared (CL 4): 2nd—cat's grace 1st—endure elements, longstrider	
Abilities Str 14, Dex 18, Con 14, Int 12, Wis 14, Cha 10 SQ animal companion (none), faint aura of evil, swift tracker, woodland stride Feats Dead-Eye Shot†, Endurance ^B , Far Shot, Manyshot ^B , Point Blank Shot, Rapid Shot ^B , Track ^B , Weapon Focus (longbow) †3rd Age Freeport Companion Skills Bluff +0*, Climb +6, Concentration +6, Handle Animal +5, Heal +5, Hide +20, Jump +6, Knowledge (nature) +8, Listen +13*, Move Silently +20, Profession (sailor) +6, Ride +6, Sense Motive +2*, Spot +13*, Survival +13* (+15* aboveground natural), Swim +6 * Add +4 against animals, +2 against giants Possessions combat gear plus +1 shadow studded leather armor, +1 composite longbow (Str +2) and 10 arrows, longsword, dagger, boots of elvenkind, bearskin cloak of the winterlands, gold and brass inlaid goggle helm (100 gp), spell component pouch, explorer's outfit, 14 gp	

GLYFMAR DRÄKKENSFYR

Prince Glyfmar is the reluctant ruler of Volderholm because his father is dying and the proper heir, his brother Ragnar, refuses to return home until he wins the beautiful Shieldmaiden Alfhild. As a result, Glyfmar has become obsessed with forcing the corsair captain to bow to tradition and wed her intended, at all costs. This will finally allow him to return to his own extremely dissolute life, free of all duty and ambition.

Note: Glyfmar's CR includes a +1 modifier for superior gear for his level.

GLYFMAR DRÄKKENSFYR	GR 10*
Male human noble 1/barbarian 5/corsair 3 CE Medium humanoid Init +5; Senses Listen +3, Spot +6 Languages Aquan, Common, Giant, Tribal Dialect	
AC 21, touch 12, flat-footed 21; improved uncanny dodge (+1 Dex, +6 armor, +3 shield, +1 deflection) hp 72 (9 HD) Resist trap sense +1 Fort +9, Ref +7, Will +5	
Spd 30 ft. in chainmail (6 squares); base speed 40 ft. Melee <i>Dragonbiter</i> +13/+8 (1d8+4/17-20) <i>or</i> Melee <i>Dragonbiter</i> +15/+10 (1d8+6/17-20 plus 2d6) against dragons Base Atk +8; Grp +11 Atk Options Sea Legs, corsair's luck 1/day (+1), dirty fighting +1d4, inspire (fear), rage 2/day	
Abilities Str 17, Dex 12, Con 14, Int 11, Wis 9, Cha 16 SQ faint aura of chaos and evil, material aid Feats Athletic ^B , Improved Critical (longsword), Improved Initiative, Iron Will, Leadership ^B , Persuasive ^B , Sea Legs ^B †, Weapon Focus (longsword) †3rd Age Freeport Companion Skills Balance +1, Bluff +10, Climb +1, Diplomacy +5, Disguise +3 (+5 acting), Gather Information +7, Intimidate +19, Knowledge (geography) +6, Listen +3, Profession (sailor) +7, Spot +6, Swim +4 Possessions +1 <i>chainmail</i> (with gold and silver decorated helm, 1,600 gp total), +1 <i>light fortification heavy steel shield</i> , <i>Dragonbiter</i> (+1 <i>dragon bane longsword</i>), <i>ring of protection</i> +1, courtier's outfit, various jewelry (85 gp), the <i>Northwind</i> and all its contents	
Rage (Ex) When raging, Glyfmar uses the following statistics for 7 rounds: AC 19, touch 10, flat-footed 19 hp increase by 18 Fort +11, Will +7 Melee <i>Dragonbiter</i> +15/+10 (1d8+6/17-20) <i>or</i> Melee <i>Dragonbiter</i> +17/+12 (1d8+8/17-20 plus 2d6) against dragons Grp +13 Abilities Str 21, Con 18 Skills Climb +3, Swim +4	

IVAR EGILSSON

Ivar is typical of Alfhild's crew: a veteran northman warrior and sailor who idolizes his legendary captain, and who joined her service for the sheer adventure of a raider's life.

IVAR EGILSSON	GR 6
Male human barbarian 6 CE Medium humanoid Init +1; Senses Listen +4, Spot +1 Languages Common, Tribal Dialect; illiterate	
AC 18, touch 11, flat-footed 18; improved uncanny dodge (+1 Dex, +5 armor, +2 shield) hp 56 (6 HD) Resist trap sense +2 Fort +7, Ref +3, Will +1	
Spd 40 ft. (8 squares) Melee +1 <i>handaxe</i> + 10/+5 (1d6+3/x3) Ranged throwing axe +7/+2 (1d6+3) Base Atk +6; Grp +8 Atk Options Point Blank Shot, Power Attack, rage 2/day	
Abilities Str 15, Dex 13, Con 14, Int 11, Wis 9, Cha 10 SQ faint aura of chaos and evil Feats Endurance ^B , Point Blank Shot, Power Attack, Weapon Focus (handaxe) Skills Climb +5, Intimidate +5, Jump +5, Listen +4, Profession (sailor) +3, Spot +1, Survival +4, Swim +3 Possessions +1 <i>chain shirt</i> , mwk heavy steel shield, +1 <i>handaxe</i> , 2 throwing axes	
Rage (Ex) When raging, Ivar uses the following statistics for 7 rounds: AC 16, touch 9, flat-footed 16 hp increase by 12 Fort +9, Will +3 Melee +1 <i>handaxe</i> + 12/+7 (1d6+5/x3) Ranged throwing axe +9/+4 (1d6+5) Grp +10 Abilities Str 19, Con 18 Skills Climb +7, Jump +7, Swim +5	

BONUS BARBARISM: RAGNAR DRAKKENSFYR

While Ragnar waits for his next opportunity to try to win Alfild, willing or not, he makes a living for himself as a prize fighter in the One Ring.

Ragnar has armor and weapons appropriate for a warrior of his mettle, but fights unarmed and naked in the ‘Ring, due to the rules against magic there. Stats for this gear is listed in [brackets] below.

RAGNAR DRAKKENSFYR	GR 10
Male human barbarian 10 CE Medium humanoid Init +3; Senses Listen +5, Spot +3 Languages Common, Tribal Dialect; illiterate	
AC 13 [19], touch 13, flat-footed 13 [19]; improved uncanny dodge (+3 Dex, [+6 armor]) hp 100 (10 HD); DR 2/— Resist trap sense +3 Fort +10, Ref +6, Will +2	
Spd 40 ft. (8 squares) Melee unarmed strike +15/+10 [+16/+11] (1d3+4 [+5], +2 nonlethal) <i>or</i> Melee [+1 battleaxe of mighty cleaving +15/+10 (1d8+8/x3)] Base Atk +10; Grp +14 [+15] Atk Options Bloody Fists, Cleave, Improved Unarmed Strike, Power Attack, rage 3/day	
Abilities Str 18 [20], Dex 16, Con 16, Int 10, Wis 9, Cha 13 SQ faint aura of chaos and evil Feats Bloody Fists†, Cleave ^B , Improved Unarmed Strike, Power Attack, Weapon Focus (unarmed strike) †3rd Age Freeport Companion Skills Climb +9 [+10], Intimidate +14, Jump +9 [+10], Listen +5, Profession (sailor) +5, Spot +3, Survival +5, Swim +8 [+9] Possessions [+2 chain shirt, +1 battleaxe of mighty cleaving, gauntlets of ogre power], artisan's outfit	
Rage (Ex) When raging, Ragnar uses the following statistics for 8 rounds: AC 11 [17], touch 11, flat-footed 11 [17] hp increase by 20 Fort +12, Will +4 Melee unarmed strike +17/+12 [+18/+13] (1d3+6 [+7], +2 nonlethal) <i>or</i> Melee [+1 battleaxe of mighty cleaving +17/+12 (1d8+11/x3)] Grp +16 [+17] Abilities Str 22, Con 20 Skills Climb +11 [+12], Jump +11 [+12], Swim +10 [+11]	

CHAPTER 4: FLYNN THE QUICK

Flynn Delmonico is a privateer backed by a Continental power. His reputation in Freeport is rather divided—honest citizens see him as a hero making the seas safe for commerce, while pirates find him a gadfly that more and more captains yearn to swat.

Flynn is less interested in bringing pirates to justice as he is in giving them a taste of their own medicine. His own painful epiphany leads him to believe that only by making evildoers suffer as their victims have will they see the errors of their ways—and in his extreme arrogance, he thinks he knows best how to punish them. The Captains' Council has unsuccessfully attempted to rein in this loose cannon, but Flynn cares little for the law—it only gets in the way of his personal brand of justice.

Meanwhile, Flynn keeps making enemies and leaving them alive, a policy that will almost certainly stab him in the back someday. So far, though, Delmonico's skill, cunning, and sheer audacity have kept him alive far longer than anyone ever expected.

FLYNN THE QUICK

Flynn's guilt over a friend's death, and his betrayal of another friend, still haunts him. Some say that anyone struck by his sword will feel remorse for their own crimes. This "curse" was actually caused by a strange magical rapier that Flynn once wielded, but which he stopped using due to the black depressions he suffered while wearing it.

FLYNN "THE QUICK" DELMONICO	GR 9
Male human noble 2/fighter 7 CG Medium humanoid Init +7; Senses Listen -1, Spot +4 Languages Common, Elven, Orc	
AC 15, touch 14, flat-footed 12 (+3 Dex, +1 deflection, +1 natural) hp 85 (9 HD) Fort +6, Ref +8, Will +4	
Spd 30 ft. (6 squares) Melee +1 rapier +13/+8 (1d6+2/18-20) Ranged Privateer FP +11 (3d6/x3) Base Atk +8; Grp +9 Atk Options Combat Expertise, Improved Feint, Sea Legs Special Actions Rallying Cry, inspire 2/day (+14; courage), organize +2 Combat Gear <i>potion of cure moderate wounds</i>	
Abilities Str 13, Dex 16, Con 13, Int 14, Wis 8, Cha 18 SQ faint aura of chaos and good, lore +5, material aid Feats Combat Expertise, Firearms Proficiency†, Improved Feint ^B , Improved Initiative ^B , Leadership ^B , Merchant's Blood ^B †, Rallying Cry†, Sea Legs†, Weapon Finesse ^B , Weapon Focus (rapier) ^B †3rd Age Freeport Companion Skills Balance +8, Bluff +9, Climb +6, Craft (painting) +7, Diplomacy +6, Disguise +4 (+6 acting), Gather Information +6, Intimidate +6, Knowledge (geography) +7, Knowledge (history) +7, Knowledge (local) +7, Listen -1, Perform (oratory) +9, Profession (sailor) +9, Spot +4, Survival -1 (+1 aboveground natural), Swim +6 Possessions combat gear plus +1 rapier, Privateer FP† and ammunition for 10 shots, ring of protection +1, amulet of natural armor +1, doublet of resistance +1, earring of Charisma +2, signal whistle, traveler's outfit, the Retribution and all its contents (see Appendix) †3rd Age Freeport Companion	

FRAYA KENT

Fraya Kent is an extremely competent sailor who served on fishing and merchant ships until she was captured by pirates. She freed herself and slew her captors, but nearly starved to death by the time Flynn found her ship adrift. This ordeal has left Fraya with a thorough hatred of pirates, and she wholeheartedly embraces her captain's goal of ridding the seas of them.

FRAYA KENT	GR 7
Female human expert 3/rogue 4/corsair 1 N Medium humanoid Init +2; Senses Listen +6, Spot +7 Languages Common	
AC 16, touch 12, flat-footed 16; uncanny dodge (+2 Dex, +4 armor) hp 39 (8 HD) Resist evasion, trap sense +1 Fort +5, Ref +9, Will +6	
Spd 30 ft. (6 squares) Melee +1 shortsword +7/+2 (1d6+1/19-20) Ranged mwk composite shortbow +9/+4 (1d6/x3) Base Atk +6; Grp +6 Atk Options Sea Legs, dirty fighting +1d4, sneak attack +2d6 Combat Gear 4 potions (<i>blur</i> , <i>cure moderate wounds</i> , <i>shield of faith</i> +3, <i>vigilance</i> †) †3rd Age Freeport Companion	
Abilities Str 11, Dex 15, Con 12, Int 10, Wis 14, Cha 14 SQ trapfinding Feats Agile ^B , Athletic ^B , Pearl Diver†, Sea Legs†, Skill Focus (Profession [sailor]) †3rd Age Freeport Companion Skills Appraise +0 (+2 sails), Balance +12, Climb +8 (+10 ropes), Craft (sailmaking) +8, Escape Artist +4 (+6 ropes), Gather Information +4, Jump +5, Knowledge (geography) +7, Knowledge (local) +5, Listen +6, Profession (fisher) +10, Profession (sailor) +16, Spot +7, Survival +2 (+4 aboveground natural), Swim +12, Use Rope +10 Possessions combat gear plus +1 shortsword, mwk composite short bow and 20 arrows, +2 leather armor, feather token (<i>flash</i> †), lantern of signaling†, tacky jewelry (bracelets, necklaces, and rings, 800 gp total), signal whistle, artisan's outfit, 14 gp †3rd Age Freeport Companion	

GERRIC STEELSONG

Cerric is one of the most skillful swordmasters from the elven nations on the Continent. He served as a teacher and bodyguard to numerous lords, but left that life in order to pursue greater personal mastery of the fighting arts. He saved Flynn's life while they served aboard the same riverboat, and swore to train him until the human was the better swordsman. This nigh impossible task keeps him bound to Delmonico, whom he now serves as weaponsmaster.

GERRIC STEELSONG	GR 10
Male elf fighter 10 N Medium humanoid (elf) Init +10; Senses low-light vision; Listen +4, Spot +4 Languages Common, Dwarven, Elven	
AC 18, touch 18, flat-footed 12 (+6 Dex, +2 armor) hp 69 (10 HD) Immune sleep Fort +9, Ref +10, Will +6 (+8 against enchantment)	
Spd 30 ft. (6 squares) Melee +1 <i>mithral rapier</i> +19/+15 (1d6+4/18-20) <i>or</i> Melee mwk cold iron dagger +17/+12 (1d4+1/19-20) <i>or</i> Melee mwk cold iron dagger +17/+12 (1d4/19-20) Ranged longbow +16/+11 (1d8/x3) Base Atk +10; Grp +11 Atk Options Combat Expertise, Combat Reflexes, Improved Feint, Quick Draw, Run 'im Through Combat Gear <i>potion of cure moderate wounds</i>	
Abilities Str 12, Dex 22, Con 12, Int 12, Wis 15, Cha 10 SQ able to detect secret doors Feats Combat Expertise, Combat Reflexes ^B , Greater Weapon Focus (rapier), Improved Feint ^B , Improved Initiative, Quick Draw, Run 'im Through ^{B†} , Weapon Finesse ^B , Weapon Focus (rapier) ^B , Weapon Specialization (rapier) ^B † <i>3rd Age Freeport Companion</i> Skills Balance +8, Bluff +6, Diplomacy +2, Disguise +0 (+2 acting), Intimidate +2, Knowledge (geography) +2, Knowledge (nobility) +2, Listen +4, Profession (sailor) +4, Search +3, Sleight of Hand +9, Spot +4, Swim +3, Tumble +13 Possessions combat gear plus two +1 <i>mithral rapiers</i> , mwk cold iron dagger, mwk silver dagger, longbow and 20 arrows, <i>bracers of armor</i> +2, <i>cloak of resistance</i> +1, <i>gloves of Dexterity</i> +2, artisan's outfit	

DELEN WINDWRIGHT

Delen grew up as a petty thief on the streets of Freeport, and learned enough charm to talk himself out of trouble when caught. The skills he learned while running and tumbling across the city's roofs allowed him to join a troupe of wandering acrobats. This career was cut short by his larcenous streak, and his life would have been as well if not for Flynn. He is now a member of the *Retribution's* crew and spends almost all of his waking hours in the rigging or the crow's nest.

DELEN WINDWRIGHT	GR 7
Male halfling rogue 7 CN Medium humanoid (halfling) Init +4; Senses Listen +5, Spot +9 Languages Common, Gnome, Goblin, Halfling	
AC 18, touch 15, flat-footed 18; uncanny dodge (+1 size, +4 Dex, +3 armor) hp 27 (7 HD) Resist evasion, trap sense +2 Fort +3, Ref +10, Will +2 (+4 against fear)	
Spd 20 ft. (4 squares), climb 20 ft. Melee mwk boarding axe +7 (1d4) Ranged mwk composite shortbow +11 (1d6/x3) <i>or</i> Ranged throwing axe +11 (1d4) Base Atk +5; Grp +1 Atk Options +1 attack with thrown weapons and slings, sneak attack +4d6 Special Actions Rope Monkey Combat Gear <i>potion of cure moderate wounds</i> , <i>potion of jump</i> , alchemist's fire (2 flasks; ranged melee +10), thunderstone (x2; ranged melee +10)	
Abilities Str 10, Dex 19, Con 10, Int 14, Wis 9, Cha 15 SQ faint aura of chaos, trapfinding Feats Acrobatic, Athletics, Rope Monkey† † <i>3rd Age Freeport Companion</i> Skills Balance +16, Bluff +7, Climb +22 (+24 ropes), Diplomacy +4, Disguise +2 (+4 acting), Gather Information +4, Hide +13, Intimidate +4, Jump +10, Listen +5, Perform (comedy) +7, Profession (sailor) +4, Sleight of Hand +11, Spot +9, Swim +7, Tumble +18, Use Rope +9 Possessions combat gear plus mwk boarding axe, throwing axe (x4), mwk composite shortbow and 20 arrows, mwk studded leather armor, <i>ring of the monkey</i> †, <i>feather tokens (anchor x2, fan)</i> , <i>rope of climbing</i> , spyglass, entertainer's outfit, 4 pp, 21 gp † <i>3rd Age Freeport Companion</i>	

"NIMBLE" JIM THISTLE

On the surface, at least, Nimble Jim seems to be a living testimony to Flynn's mission: a reformed pirate. He was a captain of some notoriety until the *Retribution* ambushed his ship and seized it within minutes. He surrendered, claiming to see the error of his ways, and has served Flynn loyally ever since, acting as a model crewman and volunteering his extensive knowledge of the waters around Freeport. Only time will tell if Jim's repentance is genuine, or a mere sham.

"NIMBLE" JIM THISTLE	GR 9
Male human corsair 7/sea dog 2 NE Medium humanoid Init +2; Senses Listen +0, Spot +5 Languages Common	
AC 15, touch 14, flat-footed 15; uncanny dodge (+2 Dex, +1 deflection, +1 natural, +1 Cha) hp 62 (9 HD) Fort +7, Ref +10, Will +2; superstitious	
Spd 30 ft. (6 squares). Melee +1 <i>ghost touch cutlass</i> +14 (1d6+4/15-20) Ranged Privateer FP +11 (3d6/x3) Base Atk +9; Grp +12 Atk Options Born Marine, Combat Expertise, Sea Legs, close quarters +1, dirty fighting +2d4 Special Actions corsair's luck 2/day (+3), Rope Monkey Combat Gear <i>potion of cure moderate wounds</i> , <i>potion of mage armor</i>	
Abilities Str 16, Dex 14, Con 15, Int 10, Wis 10, Cha 12 SQ faint aura of evil, favored ship Feats Agile ^B , Blood of Pirates ^{B†} , Born Marine [†] , Combat Expertise, Firearms Proficiency [†] , Improved Critical (cutlass), Rope Monkey ^{B†} , Sea Legs ^{B†} , Weapon Focus (cutlass) [†] 3rd Age Freeport Companion Skills Balance +21 (+22 favored ship), Bluff +6, Climb +8 (+9 favored ship, +10/+11 ropes), Diplomacy +3, Disguise +1 (+3 acting), Escape Artist +4 (+6 ropes), Hide +2 (+3 favored ship), Intimidate +8, Jump +8, Knowledge (geography) +5, Listen +0, Move Silently +2 (+3 favored ship), Profession (sailor) +11 (+12 favored ship), Spot +5, Survival +0 (+2 aboveground natural), Swim +9, Use Rope +7 (+8 favored ship) Possessions combat gear plus +1 <i>ghost touch cutlass</i> , Privateer FP [†] and ammunition for 10 shots, <i>ring of protection</i> +1, <i>amulet of natural armor</i> +1, <i>boots of ropewalking</i> [†] , gold hoop earring (50 gp), silver ring with pearl (100 gp), 27 gp, artisan's outfit [†] 3rd Age Freeport Companion	

TYPICAL PRIVATEER

The bulk of Flynn's crew is comprised of experienced sailors from Freeport itself. These men are honest, share their captain's idealism, and see themselves as protectors of their home port. Few, however, have the fighting experience of a blooded pirate, so Cerric and Flynn drill new recruits so that they will (hopefully) survive their first taste of real combat.

TYPICAL PRIVATEER	GR 3
Male human expert 2/warrior 2 NG Medium humanoid Init +1; Senses Listen -1, Spot +4 Languages Common	
AC 13, touch 11, flat-footed 12 (+1 Dex, +2 armor) hp 18 (4 HD) Fort +3, Ref +1, Will +2	
Spd 30 ft. (6 squares) Melee mwk rapier +5 (1d6+1/18-20) Ranged Gorgon GG +3 (4d6/x3) <i>or</i> Ranged mwk light crossbow +4 (1d8/19-20) Base Atk +2; Grp +3 Combat Gear <i>potion of cure moderate wounds</i>	
Abilities Str 12, Dex 13, Con 11, Int 10, Wis 8, Cha 10 SQ faint aura of good Feats Firearms Proficiency [†] , Skill Focus (Profession [sailor]) ^B , Weapon Focus (rapier) [†] 3rd Age Freeport Companion Skills Balance +6, Climb +8 (+10 ropes), Escape Artist +1 (+3 ropes), Jump +8, Listen -1, Profession (sailor) +4, Spot +4, Swim +8, Use Rope +6 Possessions combat gear plus mwk rapier, Gorgon GG [†] and ammunition for 10 shots, mwk light crossbow and 10 bolts, mwk studded leather armor, artisan's outfit [†] 3rd Age Freeport Companion	

CHAPTER 5: GET O' YARASH

The Get o' Yarash was a name once given to any maritime bogeyman, any senseless murdering monster in the ghost stories sold by sailors and their kin. However, in recent years, the name was applied to one particular beast, and to his ship. The Get's crew are monsters—men of part or full goblinoid or orc ancestry, a trio of ogres, and even more exotic humanoids.

The Get's original warband was gathered to take advantage of the chaos caused by the war between the elves and the northern barbarians. While raiding, the ogre stole a ship and took to the sea as a pirate. It wasn't until his navigator piloted the ship into the Devil's Triangle that the Get took on its current purpose: to kill and spread fear in the name of the crew's new god, Yarash.

GET O' YARASH

The Get o' Yarash is a fearsomely savage pirate with the blood of giants and demons mixed in his veins. His large hands are clawed, his head is deformed and horned, his teeth are like chisels, his body is covered in tumors and self-inflicted wounds, and his back sports bat-like wings. Unlike most of his crew, however, Get retains a degree of rationality in his madness: he does not slaughter members of his crew on a mere whim, and he can plan ahead to maximize the amount of blood that he will spill in his god's name.

GET O' YARASH	GR II
Male half-fiend ogre monster hunter 3/blackguard 3 CE Large outsider (augmented giant, native) Init +0; Senses darkvision 60 ft.; Listen +8 (+10 humans), Spot +8 (+10 humans) Aura despair 10 ft. Languages Common, Giant, Goblin, Orc	
AC 15, touch 9, flat-footed 15 (-1 size, +6 natural) hp 104 (10 HD); DR 5/magic IP 3; Madness sadism, Touched by Yarash (see sidebar) Immune poison Resist acid 10, cold 10, electricity 10, fire 10; SR 20 Fort +17, Ref +5, Will +7	
Spd 40 ft. (8 squares); fly 40 ft. (average) Melee 2 claws +19 (1d6+10) and bite +14 (1d8+5) <i>or</i> Melee <i>Large Shatterspike</i> +19/+14 (2d6+10/19-20) and bite +14 (1d8+5) <i>or</i> Melee <i>Large Shatterspike</i> +23/+18 (2d6+14) to sunder objects Ranged Large composite longbow (+4 Str) +9/+4 (2d6+4/x3) Base Atk +9; Grp +22 Atk Options Cleave, Great Cleave, Improved Sunder, Power Attack, favored enemy (humans +2), smite good 1/day (+2 attack, +3 damage), smite good 1/day (+10 damage) Special Actions rebuke undead (+2, 2d6+5, 3rd) Combat Gear <i>Large human slaying arrow, oil of curse weapon, potion of protection from good, elemental gem (water)</i> , 4 flasks alchemist's fire (ranged +9) Blackguard Spells Prepared (CL 3): 2nd— <i>bull's strength</i> 1st— <i>cure light wounds, doom</i> (DC 14) Spell-like Abilities (CL 10): 3/day— <i>darkness, poison</i> (DC 16) 1/day— <i>contagion</i> (DC 15), <i>desecrate, unholy blight</i> (DC 16) Spell-like Abilities (CL 3): At will— <i>detect good</i>	
Abilities Str 28, Dex 11, Con 21, Int 11, Wis 10/16, Cha 14 SQ monster lore +3, strong aura of chaos and evil Feats Cleave, Great Cleave, Improved Sunder, Power Attack, Track ^B Skills Bluff +2 (+4 humans), Climb +16, Hide +1, Intimidate +13, Knowledge (geography) +3, Knowledge (religion) +5, Knowledge (the planes) +2, Listen +8 (+10 humans), Profession (sailor) +5, Search +1, Sense Motive +0 (+2 humans), Survival +1 (+3 humans), Spot +8 (+10 humans), Swim +12 Possessions combat gear plus <i>Large Shatterspike</i> , Large composite longbow (+4 Str) and 20 Large arrows, <i>amulet of mighty fists</i> +1, artisan's outfit	

TOUCHED BY YARASH (INDEFINITE MADNESS)

Anyone who visits the Devil's Triangle while aboard a ship piloted by a devotee of Yarash suffers the same transformation as the Get's crew. Each victim suffers from sleep terrors (DC 20 Will save or suffer the effects of the *nightmare* spell whenever asleep) every night until they embrace Yarash's nightly teachings. (This also results in gaining 5 IP each night that the save is failed by 5 or more.)

Once a creature has succumbed to worshipping the god, its alignment changes permanently to chaotic evil and can never be cured of this madness.

Such creatures also become sadists, if they were not before. See the Psychosexual entry in the Indefinite Madness table in the *3rd Age Freeport Companion*.

Most characters who would lose class abilities or the ability to advance in a class due to the alignment change suffer the usual penalties. However, there are some exceptions, such as Cuyelr the Flayed, who is no longer neutral but continues to advance as a mystic navigator.

GUYERL THE FLAYED

Cuyerl was somewhat mad even before he met the Get. When the ogre tricked and murdered the rest of his ship's crew, the hobgoblin took their side and was spared. His talent for navigation is the chief reason that the Get's crew managed to survive their first year of raiding.

Then came the fateful day when Cuyerl took the ship into the Devil's Triangle, which transformed them all. The hobgoblin was the first to embrace Yarash, and did so with his entire being. The Get flayed and nearly killed the pilot for what he had done, but was ultimately taken in by Cuyerl's embrace of pain and the seductive message he preached.

GUYERL THE FLAYED	GR 10
Male hobgoblin bard 7/mystic navigator 3 CE Medium humanoid (goblinoid) Init +2; Senses darkvision 240 ft, far sight (x4); Listen +10, Spot +5 Languages Abyssal, Common, Giant, Goblin	
AC 14, touch 13, flat-footed 12 (+2 Dex, +1 deflection, +1 natural) hp 37 (10 HD); Diehard IP 4; Madness sadism, Touched by Yarash (see sidebar) Fort +5, Ref +8, Will +8	
Spd 30 ft. (6 squares) Melee +1 <i>shortsword</i> +9/+4 (1d6+3/19-20) Ranged +1 <i>composite shortbow</i> (+2 Str) +9/+4 (1d6+3/x3) Base Atk +6; Grp +8 Special Actions bardic music 7/day (countersong, <i>fascinate</i> , inspire competence, inspire courage +1, <i>suggestion</i>), master of the winds Combat Gear <i>elixir of sneaking</i> , <i>elixir of vision</i> , <i>potion of eagle's splendor</i> , <i>potion of protection from arrows</i> 10/magic, <i>potion of vigilance</i> † †3rd Age Freeport Companion Bard Spells Known (CL 9): 3rd (3/day)— <i>clairvoyance/clairaudience</i> , <i>confusion</i> (DC 17), <i>crushing despair</i> (DC 17) 2nd (4/day)— <i>enthral</i> (DC 16), <i>rage</i> (DC 16), <i>scare</i> (DC 15), <i>whispering wind</i> 1st (4/day)— <i>animate rope</i> , <i>comprehend languages</i> , <i>cure light wounds</i> , <i>hideous laughter</i> (DC 15) 0 (3/day)— <i>daze</i> (DC 14), <i>detect magic</i> , <i>know direction</i> , <i>lullaby</i> (DC 14), <i>message</i> , <i>read magic</i>	
Abilities Str 14, Dex 14, Con 14, Int 13, Wis 10/18, Cha 16 SQ bardic knowledge +8, faint aura of chaos and evil Feats Diehard, Endurance, Skill Focus (Knowledge [geography]), Spell Focus (enchantment) Skills Balance +7, Climb +7, Concentration +15, Knowledge (geography) +15, Knowledge (the planes) +6, Listen +10, Move Silently +6, Perform (oratory) +13, Perform (singing) +7, Profession (sailor) +13, Spot +5, Swim +12 Possessions combat gear plus +1 <i>shortsword</i> , +1 <i>composite shortbow</i> (+2 Str) and 20 arrows, <i>ring of protection</i> +1, <i>ring of swimming</i> , <i>amulet of natural armor</i> +1, <i>eyes of the eagle</i> , <i>hand of the mage</i> , defiled cleric's vestments, 14 gp	

GILLSLITTER

Gillslitter is an idiot, even by ogre standards, but his long reach, strong hands, and tenacity make him useful to the Get o' Yarash. He was maimed in battle years ago, but when Whitecoat joined the crew, the albino crafted him a partly mechanical, partly magical prosthetic arm. Gillslitter delights in using "his toy," as he calls it, and is happiest when he finds a new use for it.

GILLSLITTER	GR 7
Male ogre fighter 4 CE Large giant Init +3; Senses darkvision 60 ft.; Listen -1, Spot -1 Languages Giant	
AC 20, touch 12, flat-footed 17 (-1 size, +3 Dex, +3 shield, +5 natural) hp 75 (8 HD) IP 2; Madness sadism, Touched by Yarash (see sidebar) Fort +12, Ref +5, Will +1	
Spd 40 ft. (8 squares) Melee <i>Gillslitter's Toy</i> +15/+10 (1d6+9) <i>or</i> Melee Large heavy mace +14/+9 (2d6+8) <i>or</i> Melee serrated knife +14/+9 (1d6+8) Base Atk +7; Grp +23 Atk Options Cleave, Desperate Lunge, Improved Grapple, Improved Unarmed Strike, Power Attack, Reckless Attack	
Abilities Str 26, Dex 16, Con 19, Int 5, Wis 8/12, Cha 7 SQ faint aura of chaos and evil Feats Cleave, Desperate Lunge†, Improved Grapple, Improved Unarmed Strike, Power Attack, Reckless Attack† †3rd Age Freeport Companion Skills Climb +10, Craft (cooking) -2, Listen -1, Profession (fisher) +2, Spot -1, Swim +10 Possessions <i>Gillslitter's Toy</i> (see Appendix), Large heavy mace	

WHITECOAT

The only full-blooded human in the Get's crew is an albino wererat, the ship's physician, who is allowed to use both prisoners and crew in his foul experiments. He has studied the frailties of life extensively, and seeks to "improve" upon living creatures with bizarre grafts, transplants, prosthetics, and drugs.

WHITECOAT	GR 9
Male human wererat adept 1/necromancer 7 CE Medium humanoid (human, shapchanger) Init +1; Senses low-light vision, scent; Listen +2 (+4 familiar), Spot +3 (+5 familiar) Languages Abyssal, Common, Draconic, Giant	
AC 12, touch 11, flat-footed 11; +4 AC with <i>mage armor</i> (+1 Dex, +1 natural) hp 47 (9 HD) IP 4; Madness sadism, Touched by Yarash (see sidebar) Fort +8, Ref +5, Will +11	
Spd 30 ft. (6 squares) Melee mwk dagger +5 (1d4/19-20) Ranged dagger +4 (1d4/19-20) Base Atk +3; Grp +3 Combat Gear <i>bag of tricks</i> (gray), <i>potion of cure light wounds</i> (x3), <i>potion of cure serious wounds</i> , <i>potion of magic fang</i> Adept Spells Prepared (CL 1): 1st— <i>cause fear</i> (DC 15), <i>protection from good</i> 0— <i>cure minor wounds</i> (x3) Wizard Spells Prepared (CL 7): 4th— <i>enervation</i> (DC), <i>ray of rot</i> † 3rd— <i>fortify mind</i> †, <i>gentle repose</i> , <i>starvation</i> † (DC), <i>vampiric touch</i> (melee touch attack +, DC), 2nd— <i>cat's grace</i> , <i>ghoul touch</i> (DC), <i>saltburst</i> † (DC), <i>spectral hand</i> , <i>summon swarm</i> 1st— <i>chill touch</i> (DC), <i>mage armor</i> , <i>ray of enfeeblement</i> (ranged touch +, DC), <i>reduce person</i> (DC), <i>sleep</i> (DC), <i>unhinge</i> † (DC) 0— <i>detect magic</i> , <i>detect poison</i> , <i>mending</i> , <i>resistance</i> , <i>touch of fatigue</i> (melee touch +, DC) Barred schools: evocation and illusion. †3rd Age Freeport Companion	
Abilities Str 10, Dex 13, Con 15, Int 17, Wis 10/18, Cha 12 SQ alternate form, faint aura of chaos and evil, rat empathy, summon familiar Feats Brew Potion, Craft Construct, Craft Magic Arms and Armor, Craft Wondrous Item, Iron Will ^B , Scribe Scroll ^B , Skill Focus (Heal), Spell Focus (necromancy) ^B , Weapon Finesse ^B Skills Appraise +3 (+5 pharmacy), Climb +0, Concentration +12, Craft (pharmacy) +14, Heal +11, Hide +1, Knowledge (arcana) +13, Knowledge (forbidden) +7, Knowledge (nature) +14, Move Silently +1, Listen +2 (+4 familiar), Perform (wind instruments) +2, Search +3 (+8 goggles), Spellcraft +15, Spot +3 (+5 familiar), Survival +0 (+2 aboveground natural), Swim +8 Possessions combat gear plus mwk dagger, 2 daggers, <i>amulet of health</i> +2, <i>elixir of truth</i> , <i>goggles of minute seeing</i> , <i>pipes of the sewers</i> , <i>doctor's coat [robe] of bones</i> , spell component pouch, scholar's outfit, 39 gp Spellbook prepared spells plus 0—(all but evocation and illusion)	

Alternate Form (Su) Whitecoat can assume the form of a dire rat or a bipedal rat-humanoid hybrid with the following statistics:

Dire Rat Form

CE Small humanoid (human, shapeshifter)

Init +4

AC 17, touch 15, flat-footed 13
(+1 size, +4 Dex, +2 natural)

DR 10/silver

Fort +9, **Ref** +8

Spd 40 ft. (8 squares), climb 20 ft.

Melee bite +8 (1d4 plus disease)

Grp +0

Abilities Dex 19, Con 17

Skills Climb +12, Concentration +13, Hide +8, Swim +12

Hybrid Form

CE Medium humanoid (human, shapeshifter)

Init +4

AC 16, touch 14, flat-footed 12
(+4 Dex, +2 natural)

DR 10/silver

Fort +9, **Ref** +8

Melee mwk dagger +8 (1d4/19-20) and bite +2 (1d6 plus disease) *or*

Ranged dagger +7 (1d4/19-20)

Abilities Dex 19, Con 17

Skills Climb +12, Concentration +13, Hide +8, Swim +12

Disease (Ex) Filth fever; bite, Fortitude DC 17, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

Skills In dire rat or hybrid form, Whitecoat uses his Dexterity modifier for Climb or Swim checks. He has a +8 racial modifier to Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened. In all forms, a wererat has a +8 racial modifier to Swim checks.

PESTILENCE (WHITECOAT'S FAMILIAR)

GR ~

Male rat

CE Tiny magical beast

Init +2; **Senses** low-light vision, scent; Listen +3, Spot +4

Languages speak with master, speak with rats

AC 18, touch 14, flat-footed 16
(+2 size, +2 Dex, +4 natural)

hp 23 (9 HD)

Madness sadism, Touched by Yarash (see sidebar)

Resist improved evasion

Fort +4, **Ref** +6, **Will** +10

Spd 15 ft. (3 squares), climb 15 ft., swim 15 ft.

Melee bite +7 (1d3-4)

Base Atk +3; **Grp** -9

Atk Options deliver touch spells

Special Actions share spells

Abilities Str 2, Dex 15, Con 10, Int 9, Wis 12, Cha 2

SQ empathic link, faint aura of chaos and evil

Feats Stealthy, Weapon Finesse^B

Skills Appraise -1 (+1 pharmacy), Balance +10, Climb +12, Concentration +10, Craft (pharmacy) +10, Heal +9, Hide +16, Knowledge (arcana) +9, Knowledge (forbidden) +3, Knowledge (nature) +10, Move Silently +10, Listen +3, Perform (wind instruments) -3, Spellcraft +11, Spot +4, Survival +1 (+3 aboveground natural), Swim +10

CHAPTER 6: THE STORMDAUGHTER

Common tales about the elven sorceress Aesha Algosiél paint her as a beautiful but savage marauder, dressed in little but the blood of her prey. She uses her prisoners to sate her lust for gore, violence and sex, and the lucky ones are merely sold as slaves. She hates other members of her own race most of all, and elven sailors who run afoul of her have ample reason to fear the worst at her hands.

The Stormdaughter has few allies, though she does occasionally partner with pirates as ruthless as she is, but only for as long as she gains something by the association. She has also been known to ally herself with evil aquatic races such as the sea devils, but by what means is unknown. Her disregard for pirate custom has earned her many enemies in Freeport, most notably the Admiralty and a number of local privateers. However, the captain of *The Crimson Shark* is quite good at her trade, so remains very much at large.

SKALLA FISHKILLER

This huge, scarred, one-handed orc is the ship's bo'sun, in charge of discipline. He carries a whip at all times, for both meting out punishments and to goad the crew in battle. Contrary to his appearance, he is a cunning tactician and a natural leader.

SKALLA FISHKILLER	GR 7
Male half-orc survivor 4/corsair 3 NE Medium humanoid (orc) Init +3; Senses darkvision 60 ft.; Listen +3, Spot +6 Languages Common, Orc	
AC 14, touch 13, flat-footed 12 (+2 Dex, +1 shield, +1 deflection) hp 61 (7 HD) Resist evasion Fort +10, Ref +6, Will +3	
Spd 30 ft. (6 squares) Melee +1 <i>falchion</i> +12/+7 (2d4+7/18-20, or 2d4+5 one-handed) <i>or</i> Melee unarmed strike +11/+6 (1d8+4) <i>or</i> Melee mwk scourge +12/+7 (1d3+4 nonlethal) Base Atk +7; Grp +11 Atk Options Bear's Paw, Combat Reflexes, Sea Legs, dirty fighting +1d4, shattering strike 2 Special Actions Troll Blood, corsair's luck 1/day (+1) Combat Gear <i>potion of cure moderate wounds</i>	
Abilities Str 18, Dex 14, Con 16, Int 10, Wis 12, Cha 9 SQ faint aura of chaos and evil Feats Agile ^B , Athletic ^B , Bear's Paw (see Appendix), Combat Reflexes ^B , Exotic Weapon Proficiency (whip), Improved Unarmed Strike ^B , Sea Legs ^{B†} , Troll Blood [†] [†] 3rd Age Freeport Companion Skills Balance +11, Climb +8, Escape Artist +4, Intimidate +8, Jump +6, Listen +3, Profession (sailor) +4, Spot +6, Swim +8 Possessions combat gear plus +1 <i>falchion</i> , mwk scourge (treat as whip without reach), mwk buckler, <i>ring of protection</i> +1, <i>boots of ropewalking</i> [†] , artisan's outfit, 9 gp [†] 3rd Age Freeport Companion	

VALUS

Valus is a quiet, gaunt, intimidating man who acts as the ship's quartermaster, and occasionally as its cook and surgeon. He is also a gifted telepath, but is somewhat obsessed with keeping his own secrets. Therefore, he disguises the true nature of his powers by muting their displays (using the Concentration skill) and making strange gestures with his large collection of holy symbols and charms. Some of his props are genuine psionic items, either crafted himself or acquired from other sources.

VALUS	GR 9
Male human telepath 8/psychic warrior 1 NE Medium humanoid Init +2; Senses Listen +2, Spot +2 Languages Abyssal, Common, Infernal	
AC 12, touch 12, flat-footed 10; +4 AC with <i>force screen</i> ; +4 AC (up to +7 augmented) with <i>inertial armor</i> (+2 Dex) hp 47 (9 HD) Fort +5, Ref +4, Will +8	
Spd 30 ft. (6 squares) Melee +1 <i>silver rapier</i> +7 (1d6+1/18-20) Base Atk +4; Grp +5 Atk Options Combat Manifestation, Psionic Weapon Special Actions Narrow Mind, Psionic Endowment, Psionic Meditation, Psionic Weapon Combat Gear 2 <i>cognizance crystals</i> (3 PP and 1 PP), 11 <i>power stones</i> (<i>biofeedback</i> , <i>body adjustment</i> [x2], <i>catapsi</i> , <i>cloud mind</i> , <i>correspond</i> , <i>defensive precognition</i> , <i>float</i> , <i>id insinuation</i> , <i>offensive precognition</i> , <i>sustenance</i>), <i>shard of Jump</i> +3, <i>shard of Intimidate</i> +5	
Power Points/Day: 71 Psion Powers Known (ML 8th): 4th— <i>death urge</i> ^A (DC 17), <i>psionic freedom of movement</i> , <i>schism</i> 3rd— <i>crisis of breath</i> ^A (DC 16), <i>false sensory input</i> ^A (DC 16), <i>psionic keen edge</i> 2nd— <i>aversion</i> ^A (DC 15), <i>brain lock</i> ^A (DC 15), <i>ego whip</i> ^A (DC 15), <i>inflict pain</i> ^A (DC 15), <i>mental disruption</i> ^A (DC 15), <i>read thoughts</i> (DC 15) 1st— <i>demoralize</i> ^A (DC 14), <i>disable</i> ^A (DC 14), <i>inertial armor</i> ^A , <i>mind thrust</i> ^A (DC 14), <i>psionic daze</i> ^A (DC 14) A: Augmentable. Discipline: Telepathy. Psychic Warrior Powers Known (ML 1st): 1st— <i>force screen</i> ^A	
Abilities Str 13, Dex 14, Con 12, Int 16, Wis 14, Cha 9 SQ faint aura of evil Feats Combat Manifestation ^B , Craft Cognizance Crystal, Narrow Mind ^B , Psionic Body, Psionic Endowment ^B , Psionic Meditation, Psionic Weapon, Weapon Focus (rapier) ^B Skills Appraise +3 (+5 gems), Autohypnosis +15, Concentration +12 (+17 casting defensively), Craft (gemcutting) +9, Heal +4, Knowledge (geography) +6, Knowledge (psionics) +16, Knowledge (religion) +6, Profession (sailor) +7, Psicraft +16, Listen +2, Spot +2, Survival +2 (+4 aboveground natural) Possessions combat gear plus +1 <i>silver rapier</i> , <i>boots of landing</i> , gemcutter's tools, necklace with holy symbols (2 wooden, 2 silver), traveler's outfit	

THE STORMDAUGHTER

Behind Aesha's violent and vengeful behavior lies a shame that consumes her. She hates the world for all that she has suffered and lost, and intends to inflict the same pain upon all who cross her path—particularly the elves who cast her out to begin with.

Much of the Stormdaughter's magical power comes from her study of the Brotherhood of the Yellow Sign. The more she uses the black arts, and the more she works with the Unspeakable One's cultists, the closer she comes to truly worshipping that dread god.

AESHA ALGOSI'L, DAUGHTER OF STORMS	GR 10
Female elf noble 1/wizard 5/elritch knight 4 CE Medium humanoid (elf) Init +8; Senses low-light vision; Listen +5, Spot +5 Languages Aquan, Common, Draconic, Elven, Orc, Sahaugin, Sylvan, Valossan	
AC 17, touch 13, flat-footed 13; +4 AC with <i>mage armor</i> (+4 Dex, +2 shield, +1 deflection) hp 42 (10 HD) IP 3 Immune sleep Fort +5, Ref +8, Will +6 (+8 against enchantment)	
Spd 30 ft. (6 squares) Melee +1 cutlass +8/+3 (1d6+1/18-20) <i>or</i> Melee mwk silver dagger +8/+3 (1d4/19-20) Ranged Privateer FP +10 (3d6/x3) Base Atk +6; Grp +7 Atk Options Combat Casting, Combat Reflexes, inspire 1/day (fear; +12) Combat Gear <i>potion of cure serious wounds</i> , <i>arcane scroll (tongues, water breathing; CL 5th)</i> , 250 gp diamond dust (component for <i>stoneskin</i>) Wizard Spells Prepared (CL 8th; ASF 5%) : 4th— <i>black tentacles</i> , <i>enlarged fireball</i> (DC 18), <i>stoneskin</i> 3rd— <i>dispel magic</i> , <i>flame arrow</i> (x2) (ranged touch +11), <i>tongues</i> 2nd— <i>bull's strength</i> , <i>glitterdust</i> (DC 16), <i>scorching ray</i> (ranged touch +11), <i>stunning bolt</i> † (ranged touch +11) 1st— <i>jump</i> , <i>mage armor</i> , <i>magic missile</i> , <i>shocking grasp</i> (melee touch +7), <i>true strike</i> 0— <i>arcane mark</i> , <i>flare</i> (DC 15), <i>message</i> , <i>ray of frost</i> (ranged touch +11) †3rd Age Freeport Companion	
Abilities Str 12, Dex 18, Con 12, Int 18, Wis 8/14, Cha 15 SQ able to detect secret doors, faint aura of chaos and evil, material aid, summon familiar (none) Feats Combat Casting, Combat Reflexes, Enlarge Spell ^B , Firearms Proficiency ^{B†} , Improved Initiative, Leadership ^B , Scribe Scroll ^B , Weapon Focus (ray) †3rd Age Freeport Companion Skills Balance +6, Bluff +6, Concentration +14 (+18 casting defensively), Decipher Script +8, Diplomacy +4, Gather Information +6, Intimidate +6, Knowledge (arcana) +14, Knowledge (forbidden)† +8, Knowledge (geography) +13, Knowledge (nobility) +8, Listen +5, Profession (sailor) +4, Search +6, Spellcraft +15, Spot +5, Swim +5 †3rd Age Freeport Companion Possessions combat gear plus +1 <i>vambrace</i> (arm guard; treat as buckler), +1 <i>cutlass</i> , mwk silver dagger, Privateer FP† and ammunition for 10 shots, <i>earrings of protection</i> +1 (as ring; must be worn together to grant AC bonus), <i>amulet of health</i> +2, <i>headband of intellect</i> +2, spell component pouch, entertainer's outfit, <i>Crimson Shark</i> and contents †3rd Age Freeport Companion Spellbook prepared spells plus: 4th— <i>charm monster</i> , <i>dive</i> † 0—(all)	

MELINDRA MAKAPIN

Melindra is the oldest and most ruthless member of the crew after the Stormdaughter herself. This half-elf is also Aesha's second in beauty, though she hides a disfiguring scar under the visage of a demonic half-mask. She is a talented weather-witch and sailor, and perhaps Aesha's only true friend.

MELINDRA MAKAPIN	GR 9
Female half-elf wizard 7/corsair 2 NE Medium humanoid (elf) Init +2; Senses low-light vision; Listen +1, Spot +1 Languages Aquan, Common, Draconic, Elven	
AC 12, touch 12, flat-footed 10; +4 AC with <i>mage armor</i> , +4 AC with <i>shield</i> (+2 Dex) hp 37 (9 HD) IP 1 Immune sleep Resist Fort +6, Ref +7, Will +5 (+7 against enchantment)	
Spd 30 ft. (6 squares) Melee +1 cutlass +8/+3 (1d6+1/18-20) <i>or</i> Melee unarmed strike +6/+1 (1d3 cold) while <i>chill touch</i> prepared Ranged composite longbow +8/+3 (1d8/19-20) Base Atk +6; Grp +6 Atk Options dirty fighting +1d4 Special Actions corsair's luck 1/day (+1) Combat Gear <i>arcane scroll (protection from good, shield, true strike; CL 1st)</i> , <i>staff of tempests</i> † (10 charges), <i>wand of cat's grace</i> (20 charges), <i>wand of chill touch</i> (25 charges) †3rd Age Freeport Companion Wizard Spells Prepared (CL 7th) : 4th— <i>ice storm</i> * (DC 17) 3rd— <i>lightning bolt</i> (DC 16), <i>sleet storm</i> * (DC 16), <i>wind wall</i> (DC 16) 2nd— <i>gust of wind</i> (DC 15), <i>protection from arrows</i> , <i>scare</i> ** (x2) (DC 15) 1st— <i>cause fear</i> ** (DC 14), <i>chill touch</i> (melee touch +6, DC 14), <i>mage armor</i> , <i>magic missile</i> , <i>shield</i> 0— <i>dancing lights</i> , <i>mage hand</i> , <i>ray of frost</i> * (x2) (ranged touch +8) *+1 CL while <i>chill touch</i> prepared. **+1 CL and +1 DC while <i>scare</i> prepared.	
Abilities Str 11, Dex 14, Con 12, Int 16, Wis 10/12, Cha 14 SQ faint aura of evil, summon familiar (none) Feats Agile ^B , Chill Hand†, Combat Casting, Craft Wand ^B , Fearsome Glare†, Scribe Scroll ^B , Weapon Focus (cutlass) †3rd Age Freeport Companion Skills Balance +6, Bluff +6, Concentration +11 (+15 casting defensively), Escape Artist +4, Intimidate +6 (+9 while <i>scare</i> prepared), Knowledge (arcana) +8, Knowledge (geography) +8, Listen +1, Profession (sailor) +10, Search +4, Spellcraft +15, Spot +1, Survival +0 (+2 aboveground natural) Swim +2 Possessions combat gear plus +1 <i>cutlass</i> , composite longbow and 20 arrows, <i>amulet of health</i> +2, embroidered mask (100 gp), spell component pouch, artisan's outfit, 24 gp Spellbook prepared spells plus: 4th— <i>lesser globe of invulnerability</i> 3rd— <i>water breathing</i> 1st— <i>floating disk</i> , <i>identify</i> , <i>whispering wind</i> 0—(all)	

RETAI TEMUJAL

Retai is a small but deadly fighter from a distant land in the east. A former monk, he grew restless, left his temple, and took to adventuring. His lack of scruples made him a good fit with the *Crimson Shark's* crew, and he was recently promoted to armorer. He has started to teach the crew some of his fighting skills, which has already improved their ability in battle.

RETAI TEMUJAL	GR 6
Male human ex-monk 4/corsair 2 LE Medium humanoid Init +2; Senses Listen +7, Spot +7 Languages Common, Eastern Dialect	
AC 15, touch 14, flat-footed 13 (+2 Dex, +2 Wis, +1 natural) hp 36 (6 HD) Resist evasion, slow fall 20 ft. Fort +8, Ref +9, Will +6 (+8 against enchantment)	
Spd 40 ft. (8 squares) Melee +1 <i>tulwar</i> +9 (1d6+3/18-20) <i>or</i> Melee unarmed strike +7 (1d8+2) <i>or</i> Melee unarmed strike +5/+5 (1d8+2) with flurry of blows Ranged Privateer FP +7 (3d6/x3) <i>or</i> Ranged mwk dagger +8 (1d4+2/19-20) <i>or</i> Base Atk +5; Grp +7 Atk Options Blind-Fight, Improved Disarm, Stunning Fist, ki strike (magic) Special Actions Combat Gear <i>potion of cure moderate wounds</i>	
Abilities Str 14, Dex 14, Con 13, Int 11, Wis 14, Cha 11 SQ faint aura of evil and law Feats Acrobatic ^B , Alertness ^B , Blind-Fight, Firearms Proficiency†, Improved Disarm ^B , Improved Unarmed Strike ^B , Stunning Fist ^B , Weapon Focus (tulwar) †3rd Age Freeport Companion Skills Balance +11, Climb +9, Intimidate +6, Jump +13, Knowledge (religion) +1, Listen +7, Profession (sailor) +4, Spot +7, Tumble +13 Possessions combat gear plus +1 <i>tulwar</i> , Privateer FP† and ammunition for 10 shots, 2 mwk daggers, <i>belt of natural armor</i> +1, artisan's outfit †3rd Age Freeport Companion	

NIOBE DRASKELL

Nearly half of the *Shark's* ragtag crew of fugitives and outcasts are female. Niobe Draskell is one of these, a former barmaid and prostitute who took to sea to escape a murder charge. She, like most of the crew, has problems with authority, but is fiercely loyal to Aesha and Melindra, who have found the worthless dregs of society to be of value on this ship.

NIOBE DRASKELL	GR 3
Female human commoner 3/corsair 1 CN Medium humanoid Init +2; Senses Listen +3, Spot +3 Languages Common	
AC 13, touch 12, flat-footed 11; Dodge (+2 Dex, +1 shield) hp 17 (4 HD) Fort +4, Ref +5, Will +1	
Spd 30 ft. (6 squares) Melee mwk cutlass +4 (1d6+1/18-20) <i>or</i> Melee mwk dagger +4 (1d4+1/19-20) <i>or</i> Ranged mwk dagger +5 (1d4+1/19-20) Base Atk +2; Grp +3 Atk Options dirty fighting +1d4	
Abilities Str 12, Dex 14, Con 13, Int 10, Wis 11, Cha 15 SQ faint aura of chaos Feats Agile ^B , Dodge ^B , Endurance, Weapon Focus (dagger) Skills Balance +5, Bluff +4 (+9 seduction), Escape Artist +5, Listen +3, Profession (barmaid) +6, Profession (prostitute) +6, Profession (sailor) +2, Spot +3 Possessions mwk cutlass, mwk dagger (x4), buckler, <i>corset of seduction</i> (see Appendix), <i>prophylactic amulet</i> (see Appendix), artisan's outfit, 7 gp	

CHAPTER 7: XIAN-LEI

In the Far East lies an empire long plagued by constant war between its own families, temples, and bureaucrats. One of the most powerful monasteries there was the Brotherhood of the Golden Dragon, or Jin-Lung, until its enemies united eight years ago to obliterate the order. However, a single monk, named Xian-Lei, miraculously survived certain death, and was washed downstream to the sea. Waking aboard a ship, he heard the officers arguing over whether to sell him as a slave or turn him in for a reward. Despite broken limbs, Xian-Lei slew all but one officer with his bare hands, and declared the ship his. The *Hai-Lung* now became the last Golden Dragon's instrument of revenge upon the Imperial government who destroyed his order. The scope of Xian-Lei's vendetta has since expanded to include merchants of his homeland, whose wealth supports the government.

One year ago, many families of the empire once again joined forces to take action against the Golden Dragon. A curse was laid on Xian-Lei and his ship so that whenever they approach the coastal waters of his homeland, the *Hai-Lung's* crew becomes disoriented and lost. Xian-Lei continues to hunt in the waters near Freeport in order to acquire the means to have this curse broken, so that he can strike more directly at his enemies. Meanwhile, his frustration and rage continue to grow, making him even more unpredictable and violent than ever.

XIAN-LEI

The last Jin-Lung is a slightly built man who refuses any title besides "Brother." However, he burns with an unquenchable rage against those who slew his fellow monks, and this obsession rules his every action. He is ruthless and cruel, caring nothing for the innocent lives he takes while pursuing his revenge.

XIAN-LEI	GR 16
Male human monk 16 LE Medium humanoid Init +7; Senses Listen +13, Spot +13 Languages Common, Eastern Dialect	
AC 20, touch 20, flat-footed 17; Dodge; +0 to +2 AC with <i>defending ki strike quarterstaff</i> (+3 Dex, +3 Wis, +4 class) hp 77 (16 HD) Immune disease, poison Resist improved evasion, slow fall 80 ft.; SR 26 Fort +12, Ref +13, Will +13 (+15 against enchantment)	
Spd 80 ft. (16 squares) Melee unarmed strike +15/+15/+15/+10/+5 (2d10+3) <i>or</i> Melee +2 <i>defending ki strike quarterstaff</i> +16/+16/+16/+11/+6 (1d6+4) <i>or</i> Melee +1 <i>defending ki strike quarterstaff</i> +15/+15/+15/+10/+5 (1d6+3) <i>or</i> Melee +0 <i>defending ki strike quarterstaff</i> +14/+14/+14/+11/+6 (1d6+2) Base Atk +12; Grp +14 Atk Options Combat Reflexes, Counterstrike, Deflect Arrows, Improved Trip, Improved Unarmed Strike, Insightful Strike, Stunning Fist (17/day, DC 21), ki strike (adamantine, lawful, magic), quivering palm 1/week (DC 21) Special Actions Disciplined Warrior, Persistent Threat, wholeness of body (32 hp/day), <i>dimension door</i> 1/day (CL 8th)	
Abilities Str 14, Dex 16, Con 14, Int 12, Wis 16, Cha 11 SQ moderate aura of evil and law Feats Combat Reflexes ^B , Counterstrike [†] , Deflect Arrows, Disciplined Warrior ^{B†} , Dodge, Improved Initiative, Improved Trip ^B , Improved Unarmed Strike, Insightful Strike ^{B†} , Persistent Threat [†] , Stunning Fist ^B [†] 3rd Age Freeport Companion Skills Balance +15, Climb +7, Concentration +14, Diplomacy +2, Escape Artist +8, Hide +8, Jump +14, Knowledge (religion) +6, Listen +13, Move Silently +8, Profession (sailor) +8, Sense Motive +13, Spot +13, Swim +7, Tumble +24, Use Rope +3 (+5 bindings) Possessions +2 <i>defending ki strike quarterstaff</i> , <i>amulet of mighty fists</i> +2, <i>bottle of air</i> , <i>monk's belt</i> , silver armband with Eastern dragon inlaid in gold (150 gp), monk's outfit, <i>Hai-Lung</i> and all its contents	

Jiantao

When Xian-Lei slew the previous captain and his officers and took command of the ship, he spared only Jiantao because he needed someone who knew the ship and her crew. The only time Jiantao is able to escape his shame is in battle, when taking others' lives allows him to feel strong, brave and whole. He is a brutally effective first mate, but the crew fear and despise him as a bully and a coward.

Jiantao	GR 6
Male human expert 5/fighter 2 LN Medium humanoid Init +1; Senses Listen -2, Spot +7 Languages Aquan, Common, Eastern Dialect	
AC 16, touch 11, flat-footed 15 (+1 Dex, +5 armor) hp 38 (7 HD) Fort +5, Ref +2, Will +2	
Spd 30 ft. (6 squares) Melee +1 <i>cutlass</i> +8 (1d6+3) <i>or</i> Melee unarmed strike +7 (1d3+2) Base Atk +5; Grp +7 Atk Options Improved Unarmed Strike, Sea Legs Combat Gear <i>potion of cure moderate wounds</i> (x2)	
Abilities Str 15, Dex 13, Con 12, Int 14, Wis 7, Cha 10 SQ faint aura of law Feats Athletic ^B , Endurance ^B , Improved Unarmed Strike ^B , Sea Legs [†] , Skill Focus (Profession [sailor]), Weapon Focus (cutlass) ^B [†] 3rd Age Freeport Companion Skills Appraise +2 (+4 rope), Balance +9, Bluff +5, Climb +5 (+7 ropes), Craft (ropemaking) +11, Diplomacy +2, Disguise +0 (+2 acting), Escape Artist +0 (+2 ropes), Intimidate +13, Jump +3, Knowledge (geography) +7, Listen -2, Perform (wind instruments) +7, Profession (sailor) +10, Spot +7, Survival -2 (+0 aboveground natural), Swim +9, Use Rope +10 Possessions combat gear plus +1 <i>cutlass</i> , +1 <i>chain shirt</i> , <i>bosun's whistle of piping</i> [†] , gold earring (25 gp), artisan's outfit, 5 gp [†] 3rd Age Freeport Companion	

THE EMPRESS

The Empress's official role on board is Jiantao's concubine, but this is a mere convenience to calm the crew's superstitions. (The first mate is actually her cohort.) This highly capable woman hides behind a façade of meek, feminine submission, but she is secretly Xian-Lei's most trusted advisor. She is a master of politics, strategy, and negotiation, and is nearly as ruthless as the last Golden Dragon himself.

THE EMPRESS	GR 9
Female human noble 9 LE Medium humanoid Init +2; Senses Listen +7, Spot +7 Languages Aquan, Auran, Celestial, Common, Eastern Dialect, Infernal	
AC 16, touch 12, flat-footed 14 (+2 Dex, +4 armor) hp 53 (9 HD) Fort +3, Ref +8, Will +8	
Spd 30 ft. (6 squares) Melee +1 <i>shortsword</i> +9/+4 (1d6+1/19-20) Ranged Gorgon GG +8 (4d6/x3) Base Atk +6; Grp +6 Atk Options Combat Expertise, inspire 9/day (competence, complacency, courage; +17), military novice Special Actions diplomatic student, organize +4	
Abilities Str 10, Dex 14, Con 12, Int 15, Wis 15, Cha 19 SQ faint aura of evil and law, material aid Feats Combat Expertise, Firearms Proficiency†, Leadership ^B , Negotiator ^B , Persuasive, Weapon Finesse †3rd Age Freeport Companion	
Skills Appraise +7, Balance +5, Bluff +14, Diplomacy +19, Disguise +4 (+6 acting), Gather Information +16, Intimidate +8, Knowledge (geography) +8, Knowledge (history) +7, Knowledge (nobility) +14, Knowledge (religion) +7, Listen +7, Perform (string instruments) +9, Profession (concubine) +7, Profession (pilot) +7, Profession (sailor) +7, Sense Motive +16, Sleight of Hand +7, Spot +7, Survival +2 (+4 natural aboveground) Possessions +1 <i>shortsword</i> , Gorgon GG† and ammunition for 10 shots, mithral shirt, <i>amulet of health</i> +2, <i>robe of Charisma</i> +2, courtier's outfit, various jewelry (157 gp) †3rd Age Freeport Companion	
Diplomatic Student (Ex) If the Empress makes a DC 25 Sense Motive check as a swift action, she may add a +2 (Int) insight bonus to a Bluff, Diplomacy, or Intimidate against the target of her Sense Motive check. This ability only affects humanoids. Military Novice (Ex) The Empress can use the aid another action to assist any ally within 30 feet that can clearly see and hear her.	

RANDOS "BAI WU" RAST

The "White Crow" is the only non-easterner aboard the *Hai-Lung*. Rast grew up on the docks of Freeport, determined to make a name for himself before his career as a pirate meets its inevitable brutal end. When the *Hai-Lung* arrived in Freeport's waters, Rast promptly seized the opportunity to barter his knowledge of the city into a berth.

RANDOS "BAI WU" RAST	GR 5
Male human rogue 2/corsair 3 NE Medium humanoid Init +4; Senses Listen +1, Spot +9 Languages Common, Eastern Dialect	
AC 15, touch 14, flat-footed 11 (+4 Dex, +1 armor) hp 30 (5 HD) Resist evasion Fort +5, Ref +10, Will +0	
Spd 30 ft. (6 squares) Melee +1 <i>cutlass</i> +6 (1d6+2/18-20) Ranged mwk composite shortbow (Str +1) +9 (1d6+1/x3) Base Atk +4; Grp +5 Atk Options Sea Legs, dirty fighting +1d4, sneak attack +1d6 Special Actions corsair's luck 1/day (+1) Combat Gear <i>potion of cure light wounds</i> (x2), <i>potion of mage armor</i> , <i>potion of shield of faith</i> +2, <i>dust of tracelessness</i> , tanglefoot bag (ranged touch +8), thunderstone (ranged touch +8)	
Abilities Str 13, Dex 18, Con 15, Int 12, Wis 8, Cha 9 SQ faint aura of evil, trapfinding Feats Acrobatic ^B , Alertness ^B , Sea Legs ^B †, Skill Focus (Gather Information), Skill Focus (Sleight of Hand) †3rd Age Freeport Companion	
Skills Appraise +4, Balance +11, Bluff +4, Climb +4, Diplomacy +1, Disguise -1 (+1 acting), Gather Information +9, Intimidate +1, Jump +6, Knowledge (local) +6, Listen +1, Move Silently +9, Profession (sailor) +7, Sleight of Hand +14, Spot +9, Tumble +13 Possessions combat gear plus +1 <i>cutlass</i> , mwk composite shortbow (Str +1) and 20 arrows, <i>bracers of armor</i> +1, traveler's outfit	

YAO TZU YI

Yao Tzu Ti is one of the most powerful magicians sailing the seas today. He has served on other pirate and merchant ships, but none as renowned as the *Hai-Lung*. Yao Tzu Yi is an alchemist and a master of transfiguration magic, but is also quite fond of fire spells, which are devastating to wooden ships.

YAO TZU YI	GR 10
Male human transmuter 10 LN Medium humanoid Init +1; Senses Listen +2 (+4 familiar), Spot +7 (+9 familiar) Languages Aquan, Common, Draconic, Eastern Dialect, Ignan	
AC 14, touch 14, flat-footed 13; +4 AC with <i>shield</i> (+1 Dex, +2 armor, +1 deflection) hp 26 (10 HD) Fort +4, Ref +5, Will +10	
Spd 30 ft. (6 squares) Melee +1 <i>club</i> +5 (1d6) Base Atk +5; Grp +4 Special Actions Combat Casting Combat Gear <i>lesser metamagic rod of extend</i> , <i>arcane scroll (endure elements, identify, CL 1st)</i> , <i>arcane scroll of haste</i> (CL 5th) Wizard Spells Prepared (CL 10th): 5th— <i>baleful polymorph</i> (DC 21), <i>cone of cold</i> (DC 20), <i>wall of force</i> 4th— <i>fire shield</i> , <i>greater invisibility</i> , <i>mass reduce person</i> (DC 20), <i>polymorph, shout</i> (DC 19) 3rd— <i>blink</i> , <i>deep slumber</i> (DC 18), <i>dispel magic</i> , <i>flame arrow</i> , <i>fly</i> 2nd— <i>alter self</i> , <i>flaming sphere</i> (DC 17), <i>fox's cunning</i> , <i>protection from arrows</i> , <i>pyrotechnics</i> (DC 18), <i>shatter</i> (DC 17) 1st— <i>animate rope</i> , <i>charm person</i> (DC 16), <i>feather fall</i> , <i>jump</i> , <i>magic missile</i> (x2), <i>shield</i> 0— <i>arcane mark</i> , <i>mage hand</i> , <i>mending</i> , <i>message</i> , <i>prestidigitation</i> Barred schools: conjuration and necromancy Spell-like Abilities (CL 9th): At will— <i>comprehend languages</i> , <i>detect magic</i> , <i>read magic</i> , <i>resistance</i>	
Abilities Str 9, Dex 12, Con 11, Int 20, Wis 14, Cha 10 SQ faint aura of law, summon familiar (Small water elemental) Feats [Alertness ^B], Combat Casting, Craft Rod ^B , Craft Wondrous Item ^B , Extend Spell, Improved Familiar, Scribe Scroll ^B , Skill Focus (Spellcraft) ^B , Spell Focus (transmutation) Skills Appraise +5 (+7 alchemical), Concentration +13 (+17 casting defensively), Craft (alchemy) +18, Decipher Script +18, Knowledge (arcana) +18, Knowledge (geography) +9, Knowledge (history) +9, Listen +2 (+4 familiar), Spellcraft +23, Spot +7 (+9 familiar) Possessions combat gear plus +1 <i>club</i> , <i>ring of protection</i> +1, <i>bracers of armor</i> +2, <i>headband of intellect</i> +2, everburning torch, small steel mirror, spell component pouch, scholar's outfit Spellbook prepared spells plus: 5th— <i>permanency</i> 1st— <i>comprehend languages</i> , <i>identify</i> , <i>magic weapon</i> 0—(all except conjuration and necromancy)	

BLUE JADE (YAO TZU YI'S FAMILIAR)	GR -
Water elemental LN Small elemental (water, extraplanar) Init +0; Senses darkvision 60 ft.; Listen +4, Spot +7 Languages Aquan, speak with master	
AC 22, touch 11, flat-footed 21 (+1 size, +11 natural) hp 13 (10 HD) Immune poison, sleep effects, paralysis, stunning, not subject to critical hits or flanking Resist improved evasion Fort +4, Ref +3, Will +7	
Spd 20 ft. (4 squares), swim 90 ft. Melee slam +7 (1d6+3) Base Atk +5; Grp +7 Atk Options deliver touch spells, drench, vortex, water mastery Special Actions share spells	
Abilities Str 14, Dex 10, Con 13, Int 10, Wis 11, Cha 11 SQ empathic link Feats Power Attack Skills Appraise +0 (+2 alchemical), Concentration +14, Craft (alchemy) +13, Decipher Script +13, Knowledge (arcana) +13, Knowledge (geography) +4, Knowledge (history) +4, Listen +4, Spellcraft +15, Spot +7 Possessions none	
Drench (Ex) The elemental's touch puts out torches, campfires, exposed lanterns, and other open, nonmagical flames of Large size or smaller. It can dispel magical fire it touches as <i>dispel magic</i> (CL 2nd).	
Vortex (Su) When underwater, the elemental can transform itself into a whirlpool once every 10 minutes and remain in that form for 1 round. The vortex is 5 ft. wide at the base, up to 30 ft. at the top, and 10-20 ft. high. Movement in vortex form never provokes attacks of opportunity. Another creature may be caught in the vortex if it touches or enters the vortex, or if the elemental moves into or through the creature's space. Tiny and smaller creatures take 1d4 damage when in contact with the vortex (Reflex DC 13 negates). A second save is required to avoid being caught and suspended within the vortex, automatically taking damage every round. Trapped creatures are allowed a Reflex save each round to escape. The save DC is Strength-based. Those caught in the vortex can act normally, but take a -4 penalty to Dexterity and a -2 penalty to attack rolls, and spellcasting requires a Concentration check (DC 10 + spell level). The elemental can eject any creatures whenever it wishes, depositing them wherever the vortex happens to be. If the vortex's base touches the bottom, it creates a swirling cloud of debris, centered on the elemental and with a diameter equal to half the vortex's height. The cloud obscures all vision, including darkvision, beyond 5 ft. Creatures 5 ft. away have concealment, while those further away have total concealment. Those caught in the cloud must make a Concentration check (DC 15 + spell level) to cast a spell.	
Water Mastery (Ex) A water elemental gains a +1 bonus to attack and damage if both it and its opponent are touching water. If the opponent or elemental is touching the ground, the elemental takes a -4 penalty to attack and damage. (These modifiers are not included in the statistics block.)	

"PRESS GANG" PENG

A petty thief turned pirate, but with a level of discipline unusual in his profession, Peng is typical of the crew of the *Hai-Lung*. He gained his nickname from his work collecting drunken sailors to man the oars, but Xian-Lei distrusts slave labor too much for Peng to continue that specific duty.

"PRESS GANG" PENG	GR 4
Male human corsair 4 LE Medium humanoid Init +2; Senses Listen -1, Spot +4 Languages Common, Eastern Dialect	
AC 18, touch 13, flat-footed 15 (+2 Dex, +1 Cha, +3 armor, +2 shield) hp 2 (4 HD) Fort +5, Ref +6, Will +0	
Spd 30 ft. (6 squares) Melee mwk cutlass +7 (1d6+2/18-20) <i>or</i> Melee sap +6 (1d6+2 nonlethal) Ranged mwk composite shortbow (Str +2) +7 (1d8+2/x3) Base Atk +4; Grp +6 Atk Options Press Ganger, Sea Legs, Shanghai, dirty fighting +1d4 Special Actions corsair's luck 1/day (+2) Combat Gear <i>potion of cure moderate wounds</i> , <i>potion of vigilance</i> † †3rd Age Freeport Companion	
Abilities Str 14, Dex 15, Con 12, Int 12, Wis 8, Cha 12 SQ faint aura of evil and law Feats Athletic ^B , Press Ganger ^B †, Sea Legs ^B †, Shanghai†, Weapon Focus (sap) †3rd Age Freeport Companion Skills Balance +7, Climb +9, Escape Artist +2 (+4 ropes), Intimidate +8, Jump +7, Listen -1, Profession (sailor) +6, Spot +4, Swim +9, Use Rope +7 Possessions combat gear plus mwk cutlass, sap, mwk composite shortbow (Str +2) and 20 arrows, +1 <i>studded leather armor</i> , +1 <i>buckler</i> , artisan's outfit, 13 gp	

CHAPTER 8: SCEVOLA HEST

During the last years of the Golden Age of Piracy, the first mate of a pirate-hunting ship led a mutiny and turned corsair himself. So began the long and bloody career of Scevola Hest, who would become one of the most feared buccaneers ever to sail this world's seas. One unlucky day a few years later, the *Black Contessa* took a ship with no treasure, only religious pilgrims. When the angry captain ordered the deaths of every man, woman, and child aboard, the congregation's high priest told Hest that the gods would witness this deed and deny him the light of Heaven. The captain mocked his words, and continued plying the sea lanes until the pilgrims' homeland sent an entire fleet to hunt down and sink the *Contessa*. This they did, though at great cost.

However, this was not the final end of Scevola Hest. The *Black Contessa* appeared once again, a ghost ship crewed by the damned spirits of her crew, and all answering to its captain's powerful will. Hest still preys on other ships, much as he did in life, but now that he and his crew are undead, these raids are motivated by sheer spite against the living rather than any desire for booty. Hest revels in the suffering of his victims, but he prefers to maximize the suffering he causes by choosing targets who will be missed: those with loved ones, or who hold key positions in temples or governments. Many of those so affected by his attacks, as well as fools hoping to make their own name by defeating the legendary captain, have attempted to rid the world of this abominable ship and crew. All have failed—and many have become trapped in the same curse, bound as unwilling minions of their intended quarry.

HESTIAN SPECTRE

A Hestian spectre appears much as it did in life, except that its entire form is tinged greenish-white and it appears to be either decomposing or skeletal, depending in the angle at which the light catches it.

The Hestian Spectre template below is based on the “Creating a Normal Spectre” sidebar to the Dread Spectre template in Green Ronin's *Advanced Bestiary*. Traits have been added or modified to account for this crew's ability to handle corporeal objects.

CREATING A HESTIAN SPECTRE

“Hestian Spectre” is an acquired template that can be added to any living, intelligent creature slain by a Hestian spectre and whose body was on board the *Black Contessa* when it vanished in daylight (referred to hereafter as the base creature).

A Hestian spectre uses all the base creature's statistics and special abilities except as noted here.

Size and Type: The creature's type changes to undead with the appropriate augmented subtype, plus the incorporeal subtype if the base creature did not already have it. Do not recalculate base attack bonuses, saves, or skill points.

Hit Dice: Increase all current and future Hit Dice to d12s.

Speed: A Hestian spectre loses all the base creature's speeds and gains a flying speed equal to double the base creature's highest speed, with perfect maneuverability.

Armor Class: The base creature's armor, shield, and natural armor bonuses no longer apply, but the Hestian spectre gains a deflection bonus equal to its Charisma bonus or +1, whichever is higher. Hestian spectres can carry and use equipment (see **Ghost Touch**, below), but never wear armor unless it has the *ghost touch* enchantment.

Attack: The Hestian spectre retains all of the base creature's natural attacks, and its weapon and armor proficiencies. However, all of its attacks (other than weapon attacks using Ghost Touch) become incorporeal touch attacks, retaining the same primary or secondary status they had for the base creature. The Hestian spectre gains a primary incorporeal touch attack if it has no other natural attacks.

A Hestian spectre uses either a weapon or its primary touch attack when making an attack action. Because an incorporeal creature has no Strength score, its Dexterity modifier rather than its Strength modifier applies to all its attack rolls.

Full Attack: During a full attack, an unarmed Hestian spectre uses all its incorporeal touch attacks. If it carries a weapon, it may make its full iterative attacks; if desired, it may also make a single offhand weapon attack or secondary incorporeal touch attack.

Damage: The Hestian spectre's incorporeal touch attacks and Ghost Touch weapon attacks deal normal damage unmodified by Strength and energy drain (see **Energy Drain**, below). If the Hestian spectre gained an incorporeal touch attack from the application of this template, its damage is as given on the following table.

Size	Incorporeal Touch Damage
Fine	1d2
Diminutive	1d3
Tiny	1d4
Small	1d6
Medium	1d8
Large	2d6
Huge	2d8
Gargantuan	4d6
Colossal	4d8

Special Attacks: The Hestian spectre retains all special attacks of the base creature and gains those described here.

Create Spawn (Su): Any creature slain by a Hestian spectre, and whose body is present aboard the *Black Contessa* when it vanishes in daylight, rises again as a Hestian spectre when the ship next reappears.

Energy Drain (Su): Any creature struck by a Hestian spectre's incorporeal touch attack gains 2 negative levels. The Fortitude save to remove a negative level has a DC of 10 + 1/2 Hestian spectre's character level + Hestian spectre's Cha modifier. For each such negative level bestowed the Hestian spectre gains 5 temporary hit points.

Ghost Touch (Su): A Hestian spectre is only as incorporeal as it wants to be. At will, it may carry and use equipment as if corporeal. If the Hestian spectre wishes, these items may become incorporeal while carried, but they become corporeal again if dropped or given away. A Hestian spectre uses its Charisma in place of Strength when making Strength checks or calculating carrying capacity.

Unnatural Aura (Su): Any creature of the animal type within 30 feet of a Hestian spectre automatically becomes panicked and

remains so until the distance between it and the Hestian spectre is at least 30 feet.

Special Qualities: The Hestian spectre retains all special qualities of the base creature and gains those described here.

Denied the Light of Heaven (Su): The *Black Contessa* and all aboard her (as well as any Hestian spectres separated from the ship at the time) utterly cease to exist at the touch of sunlight. The ship and its crew reappear again at sundown, or when heavy storm clouds blot out the sun, though not always in the exact same location (at the GM's discretion).

Turn Resistance (Ex): A Hestian spectre has turn resistance +2.

Abilities: Increase from the base creature as follows: Dex +6, Int +4, Wis +4, Cha +4. As an incorporeal creature, a Hestian spectre lacks a Strength score, and as an undead creature, it has no Constitution score.

Environment: Any aquatic (aboard the *Black Contessa*)

Organization: Crew (50-100).

Challenge Rating: Same as the base creature +3.

Treasure: Standard.

Alignment: Any evil (usually lawful evil).

Level Adjustment: Same as the base creature +7 (+8 or +9 if primarily a spellcaster).

HESTIAN SPECTRE CHARACTERS

A Hestian spectre favors whichever class the base creature does. Note that Hestian spectres are bound to Captain Hest and the *Black Contessa*, so are unsuitable as player characters unless future adventures focus on attempting to release the character from the ship and its curse.

SCEVOLA HEST

Hest remains a skilled strategist who plans his attacks as if he and his crew were still vulnerable and as if seizing booty were their main goal. However, he is fully aware of the advantages of his incorporeal state, and uses them to frightening good advantage, especially in single combat.

SCEVOLA HEST

CR 18

Male Hestian spectre corsair 7/sea dog 8
LE Medium undead (augmented humanoid, incorporeal)
Init +5; **Senses** darkvision 60 ft.; Listen +4, Spot +22
Aura unnatural aura 30 ft.
Languages Common, Naval Code

AC 25, touch 25, flat-footed 25; uncanny dodge
(+5 Dex, +5 Cha, +5 deflection)

hp 103 (15 HD)

Immune mind-affecting effects, poison, sleep, paralysis, stunning, disease, death effects, critical hits, nonlethal damage, ability drain, energy drain, damage to physical ability scores, fatigue and exhaustion effects, any effect that requires a Fortitude save (unless affects objects or harmless), death from massive damage, all nonmagical attack forms

Resist incorporeal (50% miss chance), turn resistance +2

Fort +7, **Ref** +16, **Will** +8; superstitious

Weakness denied the light of heaven

Spd fly 60 ft. (12 squares) (perfect)

Melee incorporeal touch +20/+15/+10 (1d8 plus energy drain) *or*

Melee +1 *unholy cutlass* +22/+17/+12 (1d6+1/15-20) *or*

Melee +1 *unholy cutlass* +22/+17/+12 (1d6+1/15-20 plus 2d6) against good

Ranged Privateer FP +20 (3d6/x3)

Base Atk +15; **Grp** +15

Atk Options Born Marine, Combat Expertise, Improved Disarm, Inspire Terror, Rope Monkey, Sea Legs, batten down the hatches, close quarters +3, dirty fighting +2d4, ghost touch

Special Actions corsair's luck 2/day (+3), create spawn

Abilities Str —, Dex 21, Con —, Int 17, Wis 18, Cha 20

SQ faint aura of law, strong aura of evil

Feats Agile^B, Born Marine†, Combat Expertise^B, Firearms Proficiency^{B†}, Improved Critical (cutlass), Improved Disarm, Inspire Terror†, Leadership, Rope Monkey^{B†}, Sea Legs^{B†}, Weapon Focus (cutlass)

†3rd Age Freeport Companion

Skills Balance +24 (+28 favored ship), Climb +5 (+9 favored ship), Escape Artist +7, Hide +5 (+9 favored ship), Intimidate +23, Jump +7, Knowledge (geography) +21, Listen +4, Move Silently +5 (+9 favored ship), Profession (sailor) +23 (+27 favored ship), Spot +22, Swim +5, Survival +4 (+6 aboveground natural), Tumble +15, Use Rope +5 (+9 favored ship)

Possessions +1 *unholy cutlass*, Privateer FP†, *Black Contessa* and its contents

†3rd Age Freeport Companion

The Captain's Will (Su) Hest is lord and master of the *Black Contessa*, and all its crew are bound to him and his curse. As a standard action, he may wrack an undead crew member with excruciating pain (no save), imposing a -4 penalty to attack rolls, skill checks, and ability checks for as long as Hest maintains the effect. As a full round action, he may inflict pain on any number of crewmen within his sight. Finally, if a Hestian spectre truly angers the captain, Hest can incorporate the offender. This is a standard action, and allows no save.

Energy Drain (Su) 2 negative levels; Fort DC 22 to remove.

ANDRE D'MEDICCI

D'Medicci is an effective second-in-command, but only as long as he speaks with borrowed authority. On his own, he is a tragically incompetent leader. He was content to bask in Hest's reflected glory while alive, but the crew's fear of him has been slowly eroding ever since the *Black Contessa* was cursed. Both shoddy and exceptional work draw the first mate's wrath; he fears being supplanted in the captain's favor.

ANDRE D'MEDICCI	GR 10
Male Hestian spectre aristocrat 8 LE Medium undead (augmented humanoid, incorporeal) Init +4; Senses darkvision 60 ft.; Listen +13, Spot +7 Aura unnatural aura 30 ft. Languages Azharan, Common, Elven, Halfling, Naval Code, Northern Dialect, Semaphore	
AC 15, touch 15, flat-footed 11; Dodge, Mobility (+4 Dex, +1 deflection) hp 57 (8 HD) Immune mind-affecting effects, poison, sleep, paralysis, stunning, disease, death effects, critical hits, nonlethal damage, ability drain, energy drain, damage to physical ability scores, fatigue and exhaustion effects, any effect that requires a Fortitude save (unless affects objects or harmless), death from massive damage, all nonmagical attack forms Resist incorporeal (50% miss chance), turn resistance +2 Fort +2, Ref +6, Will +8 Weakness denied the light of heaven	
Spd fly 60 ft. (12 squares) (perfect) Melee incorporeal touch +10/+5 (1d8 plus energy drain) or Melee mwk rapier +11/+6 (1d6/18-20) Base Atk +6; Grp +6 Atk Options Spring Attack, ghost touch Special Actions create spawn	
Abilities Str —, Dex 18, Con —, Int 18, Wis 15, Cha 11 SQ faint aura of law, moderate aura of evil Feats Dodge, Mobility ^B , Spring Attack, Weapon Focus (rapier) Skills Bluff +11, Diplomacy +9, Disguise +0 (+2 acting), Forgery +9, Gather Information +11, Intimidate +2, Knowledge (geography) +9, Knowledge (nobility) +14, Listen +13, Profession (sailor) +7, Spot +7, Survival +2 (+4 aboveground natural) Possessions mwk rapier, fine gold pocket watch (2,000 gp)	
Energy Drain (Su) 2 negative levels; Fort DC 14 to remove.	

TAMELIA BRUNE

Tamelia Brune was well on her way to becoming an infamous pirate captain when her ambition blinded her common sense. She vowed to defeat the universally dreaded ghost of Scevola Hest, but instead found only death and servitude aboard the *Black Contessa*.

TAMELIA BRUNE	GR 11
Female Hestian spectre corsair 6/sea dog 2 NE Medium undead (augmented humanoid, incorporeal) Init +6; Senses darkvision 60 ft.; Listen +1, Spot +9 Aura unnatural aura 30 ft. Languages Common	
AC 20, touch 20, flat-footed 14 (+6 Dex, +4 deflection) hp 57 (8 HD) Immune mind-affecting effects, poison, sleep, paralysis, stunning, disease, death effects, critical hits, nonlethal damage, ability drain, energy drain, damage to physical ability scores, fatigue and exhaustion effects, any effect that requires a Fortitude save (unless affects objects or harmless), death from massive damage, all nonmagical attack forms Resist incorporeal (50% miss chance), turn resistance +2 Fort +5, Ref +14, Will +3; superstitious Weakness denied the light of heaven	
Spd fly 60 ft. (12 squares) (perfect) Melee incorporeal touch +14/+9 (1d8 plus energy drain) <i>or</i> Melee mwk cutlass +15/+10 (1d6/18-20) <i>or</i> Melee mwk cutlass +13/+8 (1d6/18-20) and mwk dagger +13 (1d4/19-20) Base Atk +8; Grp +8 Atk Options Born Marine, Combat Expertise, Rope Monkey, Sea Legs, Two-Weapon Fighting, Two-Weapon Defense, Weapon Display, close quarters +1, dirty fighting +1d4, ghost touch Special Actions corsair's luck 1/day (+1), create spawn	
Abilities Str —, Dex 23, Con —, Int 15, Wis 12, Cha 19 SQ moderate aura of evil Feats Athletic ^B , Born Marine [†] , Combat Expertise ^B , Rope Monkey ^{B†} , Sea Legs ^{B†} , Two-Weapon Fighting, Two-Weapon Defense, Weapon Display [†] [†] 3rd Age Freeport Companion Skills Balance +18 (+19 favored ship), Climb +5 (+6 favored ship), Hide +6 (+7 favored ship), Intimidate +15, Knowledge (geography) +10, Listen +1, Move Silently +6 (+7 favored ship), Profession (sailor) +13 (+14 favored ship), Spot +9, Swim +6, Survival +1 (+3 aboveground natural), Use Rope +6 (+7 favored ship) Possessions mwk cutlass, mwk dagger	
Energy Drain (Su) 2 negative levels; Fort DC 18 to remove.	

COMMODORE GOSIMO ULISSE

Ulisse commanded the fleet that finally sunk the *Black Contessa*. When the ghost ship returned, the Commodore gathered a new force, equipped with holy men and silver weapons, to attempt to destroy her again. He died in the attempt, as did all he led. Hest craved further revenge, so sent divers to recover Ulisse's corpse and bring it aboard so that his archenemy would join the ranks of his crew the next night.

Ulisse is little more than a ghostly shell of his former self, and looks far more decomposed than the rest of the crew. The cruel irony of his fate has shattered his will; he now is little better than an automaton, following orders mindlessly with no initiative of his own.

COMMODORE GOSIMO ULISSE	GR 11
Male Hestian spectre aristocrat 6/expert 3 LE Medium undead (augmented humanoid, incorporeal) Init +0; Senses darkvision 60 ft.; Listen +0, Spot +9 Aura unnatural aura 30 ft. Languages Common, Naval Code	
AC 15, touch 15, flat-footed 11 (+4 Dex, +1 deflection) hp 64 (9 HD) Madness broken will Immune mind-affecting effects, poison, sleep, paralysis, stunning, disease, death effects, critical hits, nonlethal damage, ability drain, energy drain, damage to physical ability scores, fatigue and exhaustion effects, any effect that requires a Fortitude save (unless affects objects or harmless), death from massive damage, all nonmagical attack forms Resist Disciplined Warrior, incorporeal (50% miss chance), turn resistance +2 Fort +3, Ref +7, Will +8 Weakness denied the light of heaven	
Spd fly 60 ft. (12 squares) (perfect) Melee incorporeal touch +10/+5 (1d8 plus energy drain) <i>or</i> Melee mwk cutlass +11/+5 (1d6/18-20) Ranged Privateer FP +10/+5 (3d6/x3) Base Atk +6; Grp +6 Atk Options Formation Fighting, ghost touch Special Actions create spawn, Firearms Drill	
Abilities Str —, Dex 19, Con —, Int 8, Wis 10, Cha 8 SQ faint aura of law, moderate aura of evil Feats Disciplined Warrior†, Firearms Drill†, Firearms Proficiency†, Formation Fighting ^{B†} , Leadership † <i>3rd Age Freeport Companion</i> Skills Balance +12, Diplomacy +10, Intimidate +8, Knowledge (geography) +8, Knowledge (nobility) +8, Listen +0, Profession (sailor) +12, Profession (soldier) +8, Spot +9, Survival +0 (+2 aboveground natural) Possessions mwk cutlass, two Privateer FP† and ammunition for 10 shots † <i>3rd Age Freeport Companion</i>	
Broken Will (Ex) Ulisse's death and reanimation under the command of his hated enemy has broken his will to live (or survive, as he's undead). Instead of the usual +4 to Int, Wis and Cha for the Hestian template, he suffers a -4 penalty to those scores as well as a -4 penalty to Initiative. This is an indefinite (and incurable) madness. Energy Drain (Su) 2 negative levels; Fort DC 13 to remove.	

LIEUTENANT NICOLA SANSASVERIO

Sansaverio knew of Hest's sedition, but failed to inform his captain before the mutiny occurred. Now he suffers eternal damnation along with the rest of Hest's crew, and he is the only one aboard who believes he deserves it.

LIEUTENANT NICOLA SANSASVERIO	GR 7
Male Hestian spectre aristocrat 3/corsair 2 NE Medium undead (augmented humanoid, incorporeal) Init +5; Senses darkvision 60 ft.; Listen +5, Spot +8 Aura unnatural aura 30 ft. Languages Common, Naval Code	
AC 16, touch 16, flat-footed 11; Dodge, Improved Dodge (+5 Dex, +1 deflection) hp 38 (6 HD) Immune mind-affecting effects, poison, sleep, paralysis, stunning, disease, death effects, critical hits, nonlethal damage, ability drain, energy drain, damage to physical ability scores, fatigue and exhaustion effects, any effect that requires a Fortitude save (unless affects objects or harmless), death from massive damage, all nonmagical attack forms Resist incorporeal (50% miss chance), turn resistance +2 Fort +4, Ref +9, Will +5 Weakness denied the light of heaven	
Spd fly 60 ft. (12 squares) (perfect) Melee incorporeal touch +9 (1d8 plus energy drain) <i>or</i> Melee mwk rapier +11 (1d6/18-20) Base Atk +4; Grp +4 Atk Options dirty fighting +1d4, ghost touch Special Actions corsair's luck 1/day (+1), create spawn	
Abilities Str —, Dex 20, Con —, Int 17, Wis 15, Cha 12 SQ moderate aura of evil Feats Athletic ^B , Dodge, Improved Dodge ^{B†} , Weapon Focus (rapier) † <i>3rd Age Freeport Companion</i> Skills Balance +8, Bluff +6, Climb +3, Diplomacy +3, Disguise +1 (+3 acting), Gather Information +4, Intimidate +3, Jump +3, Knowledge (nobility) +4, Listen +5, Profession (sailor) +8, Spot +8, Swim +8 Possessions mwk rapier with ornate hilt (500 gp)	
Energy Drain (Su) 2 negative levels; Fort DC 13 to remove.	

CUOMO DARR

Cuomo Darr joined the navy only because it was a way to get paid for the one thing he did best: fighting. The transitions from military man to pirate and from living to undead hardly changed his behavior at all—Darr has always been a bloodthirsty thug, but now he’s a nearly invulnerable one.

CUOMO DARR	CR 6
Male Hestian spectre warrior 2/corsair 2 LE Medium undead (augmented humanoid, incorporeal) Init +5; Senses darkvision 60 ft.; Listen +2, Spot +3 Aura unnatural aura 30 ft. Languages Common	
AC 18, touch 18, flat-footed 13 (+5 Dex, +3 deflection) hp 31 (4 HD) Immune mind-affecting effects, poison, sleep, paralysis, stunning, disease, death effects, critical hits, nonlethal damage, ability drain, energy drain, damage to physical ability scores, fatigue and exhaustion effects, any effect that requires a Fortitude save (unless affects objects or harmless), death from massive damage, all nonmagical attack forms Resist incorporeal (50% miss chance), turn resistance +2 Fort +6, Ref +8, Will +2 Weakness denied the light of heaven	
Spd fly 60 ft. (12 squares) (perfect) Melee incorporeal touch +9 (1d8 plus energy drain) <i>or</i> Melee cutlass +10 (1d6/18-20) Base Atk +4; Grp +4 Atk Options Born Marine, dirty fighting +1d4, ghost touch Special Actions corsair’s luck 1/day (+1), create spawn	
Abilities Str —, Dex 20, Con —, Int 12, Wis 15, Cha 16 SQ faint aura of law, moderate aura of evil Feats Athletic ^B , Born Marine†, Skill Focus (Intimidate) ^B , Weapon Focus (cutlass) † <i>3rd Age Freeport Companion</i> Skills Balance +8, Climb +4, Intimidate +11, Jump +2, Listen +2, Profession (sailor) +5, Spot +3, Swim +4 Possessions cutlass	
Energy Drain (Su) 2 negative levels; Fort DC 15 to remove.	

APPENDIX

This appendix is a compilation of all new skills, feats, and items introduced in the *Buccaneers of Freeport 3rd Age Enhancement*.

SKILLS

LANGUAGE: MERFOLK GOPE

The merfolk have adapted the original elven Naval Code to Aquan, but use a pattern of knocks on a hard surface rather than flashes of light for each letter. Sound travels well underwater, allowing the code to be used at distances of a few miles under ideal conditions.

FEATS

BEAR'S PAW

You are massively muscled for your size, with arms and hands strong enough to allow you to wield large weapons single-handed.

Prerequisites: Str 19, proficiency with any two-handed melee weapon, base attack bonus +6

Benefit: You may wield a two-handed melee weapon of your size as a one-handed weapon, but at a -2 penalty to attack rolls. You may not wield a double weapon or reach weapon with one hand.

Special: You do not add 1.5 x your Strength bonus to damage when wielding a two-handed weapon in one hand.

You may wield two two-handed weapons using the Two Weapon Fighting rules, but the penalties stack with the penalty to attacks for using this feat (for -8 and -12, or -6 each with the Two-Weapon Fighting feat).

ERRATA: RUN 'IM THROUGH

As written, the Run 'im Through feat (see page 41 of the *3rd Age Freeport Companion*) cannot be used with the rapier, which defeats the point of the feat. Its description should be corrected so that it can also be used with a rapier, spiked chain, or whip, just as the Weapon Finesse feat can.

EQUIPMENT

AXE-HAMMER

This martial weapon is a handaxe backed by a light hammer. Proficiency with either weapon allows that side of the axe-hammer to be used without penalty. The wielder may only use one side at a time; it is not a double weapon.

Cost 12 gp

Damage (S) 1d4 (axe) or 1d3 (hammer)

Damage (M) 1d6 (axe) or 1d4 (hammer)

Critical x3 (axe) or x2 (hammer)

Range Increment —

Weight 4 lbs.

Type Slashing (axe) or Bludgeoning (hammer)

MAGIC ITEMS

ROD OF FIRESTARTING

On command, this brass rod produces a gout of fire from one end. The flame resembles a torch, and will produce light and ignite flammable materials like one. The rod may also be wielded as a masterwork light mace, doing 1 point of fire damage in addition to normal damage while the flame is activated.

The rod cannot produce flame underwater, and is doused immediately if immersed.

Moderate evocation [fire]; CL 9th; Craft Rod, *produce flame*; Price 2,465 gp; Cost 1080 gp + masterwork light mace (305 gp) + 87 XP.

THE RAPIER OF REGRET

+1 rapier; AL CE; Int 10, Wis 17, Cha 17; Read all languages, *read magic*, speech (Common and 3 other languages), telepathy, 120 ft. darkvision and hearing; Ego score 15.

Lesser Powers: *Deathwatch* (continuous), *detect magic* at will; Item has 10 ranks in Intimidate (total modifier +13).

Greater Powers: *Detect thoughts* at will (continuous for the sword).

Personality: The *Rapier of Regret* is a subtle, devious, and thoroughly evil weapon that very rarely reveals its intelligence and powers openly. Instead, it uses the wielder's own thoughts and memories to sap that creature's cheer and purpose (represented by the negative level it inflicts on any user of different alignment). It does the same with foes the wielder fights, using *detect thoughts*, telepathy, and Intimidate to demoralize those it strikes by churning up whatever memory causes the foe the most guilt and regret.

In the hands of a chaotic evil creature, however, the *Rapier* reveals its true nature to its master and works as a full partner in spreading agony and despair.

Strong divination and necromancy [evil]; CL 15th; Craft Magic Arms and Armor; Price 32,620 gp.

CLOAK OF THE BEAST

This enchanted cloak consists of a complete wild animal pelt, with the head fastened to a light helm. To determine the animal used, roll 1d20: 1-5 = bear, 6-7 = bison, 8-12 = boar, 13-14 = lion, 15-16 = tiger, 17-20 = wolf.

The *cloak of the beast* provides the following benefits:

- +2 armor bonus to AC, with no armor check penalty.
- *Endure elements*, as the spell, but only protecting against cold temperatures.
- When worn by a character who can assume the matching animal's form, or its dire version (whether through lycanthropy, wild shape or *polymorph*), the cloak merges with the animal form, without the wearer losing any of its benefits.

Moderate abjuration and transmutation; CL 6th; Craft Wondrous Item, *endure elements*, creator must have the appropriate alternate form or have the ability to use wild shape or *polymorph*; Price 8,000 gp; Weight 4 lbs.

CORSET OF SEDUCTION

This fine boned corset accentuates a female wearer's natural endowments. It fills the vest/vestment body slot, and functions whether worn under or over regular clothing. While worn it gives the wearer a +5 bonus to Bluff skill checks against humanoids who find her race and gender attractive.

Faint enchantment; CL 3rd; Craft Wondrous Item, *eagle's splendor*; Price 1,250 gp.

GILLSLITTER'S TOY

Gillslitter's prosthetic arm is a construct that gives him several benefits. First, it gives him a +2 enhancement bonus to Dexterity.

The *Toy* serves as a +1 *Large heavy steel shield*.

Whether attacking unarmed or with a weapon, the *Toy* is considered a reach weapon. Unarmed attacks use the *Toy* as a +1 *Large spiked gauntlet*. When holding a weapon, the *Toy* may act as a locked gauntlet, but removing or attaching a weapon only requires a standard action and does not provoke an attack of opportunity.

Moderate transmutation; CL 8th; Craft Construct, Craft Wondrous Item, *cat's grace*; Price 9,500 gp; Weight 50 lbs.

MIRROR OF LORE

This ornate silver mirror is about the size of a dinner plate, and decorated with sapphires, making it quite valuable (5,000 gp) even without its enchantment.

AL NG; Int 16, Wis 16, Cha 10; Speech (Common and 3 other languages; reads all four), telepathy, 120 ft. darkvision and hearing; Ego score 10.

Lesser Powers: None.

Greater Powers: *Legend lore* 1/week (no casting time).

Personality: When someone looks into the *Mirror of Lore*, instead of seeing his own reflection he sees the visage of a deceased acquaintance, who speaks in the deceased's voice. (If the character feels strong guilt over someone's death, as Flynn does, he sees that person.) However, this is not the ghost of that person, but merely a guise that the spirit within the mirror adopts. When using its *legend lore* power, the mirror recites the results. At other times, its conversation tends to be rather vague, but it looks for clues in the user's speech and reactions for how to impersonate the deceased more convincingly.

Strong divination; CL 11th; Craft Wondrous Item, *legend lore*; Price 14,400 gp; Cost 9,700 gp + 376 XP.

PROPHYLACTIC AMULET

The owner of this amulet cannot become pregnant (if female) or sire a child (if male) while wearing it. In addition, he or she receives a +4 bonus to saving throws to resist sexually transmitted diseases (but no other types of illness).

This amulet does not protect against supernatural diseases, nor does it prevent impregnation by any being with significant power over fertility or lust (nature gods, succubi, and the like).

Faint abjuration; CL 1st; Craft Wondrous Item, *resistance*, trained in Heal and Knowledge (nature); Price 500 gp.

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