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Yin-Sloth Jungles™

Palladium RPG™ Book VII:

By Patrick Nowak



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Dedicated to the memory of Michael Juoduirsis.

His contagious recklessness and bizarre sense of humor will forever be imprinted on my mind. I will always remember the Russian Prince run-in one confusing Oktoberfest evening, a Vampire PC who is afraid of the dark, and midnight excursions to Best Pipe with Mike and Rob. For these and other crazy antics, too many to be recorded, I will always be grateful.

- *Pat Nowak*

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Palladium RPG™ Book VII

Yin-Sloth Jungles™

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Kevin Siembieda

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A few words from the Publisher

This exciting sourcebook follows in the tradition of **Adventures on the High Seas** and **Island at the Edge of the World** by providing a combination of new Occupational Character Classes, history, world information and adventure.

For some reason, Palladium's **Rifts RPG** has driven home the fact to role-players that anything is possible and that one is only limited by his or her imagination. I hope that the **Yin-Sloth Jungle** sourcebook helps to offer players of the Palladium fantasy game that same vision. The Palladium World is a vast and unique place. The Yin-Sloth Jungles are very different than the rest of the world and offer a different range of adventure, monsters and challenges. This is reflected in the new O.C.C.s that take some very different approaches to the types of characters one can play. This may change the way some players look at the Palladium World and open up new ranges of possibilities.

The two adventure/sourcebooks under development for the **Old Kingdom** (the first will be out December 1994 and the second in early 1995) and the **Wolfen Wars** (planned for late 1995) will continue this tradition of colorful history, new developments, strong story and unique world information. The Palladium Fantasy RPG continues to be the cornerstone of Palladium Books. You can count on seeing a lot more books in this excellent series for years to come.

Kevin Siembieda

Publisher, Creator and Co-Author

Yin-Sloth of the Past

The southern hemisphere has always been dominated by the foreboding and expansive Yin-Sloth Jungles. Throughout history people have wondered what lies beneath its shadowy canopy. Men have always viewed the distant jungles as a deadly place where they dare not tread. Those who dared to venture deep into the jungle rarely returned and those who did told frightening tales of dark skinned warriors, lizard men, dragons and monsters. Consequently, the Yin-Sloth Jungles are considered a dangerous wilderness that denotes the edge of civilization.

Historians credit the elves with the first great civilization to appear after the titanic battle and cataclysm that forced the dreaded Old Ones into enchanted slumber. Most insist that humans did not appear until thousands of years later, and some even claim that elves created humans through magic. They are wrong.

The roots of human origin begins thousands of years earlier in the rain forest of Yin-Sloth. In days long forgotten, countless tribes of light and dark skinned humans established great cities, stone pyramids and countless villages in the heart of the jungle, especially near the southern coastline. Free from the influence of the Old Ones, the humans developed a variety of cultures and tribes, but because they were still concealed in the jungle, they remained undetected by the elves and other cultures outside the forest. The most prosperous group of humans was a large tribe of peaceful people known as the Kawan. They were hard working and good hearted. They had no organized religion, but a strong, fundamental belief in animism and the worship of nature. These gentle and creative people believed in the sanctity of all life and tried to live in harmony with their surroundings, the elements, and fellow jungle inhabitants. Every being these people encountered was treated with respect and friendship. Many jungle dwellers became fast allies and associates of the Kawan. Even the mighty Sea Giants who once lived in the **Giant's Run Mountains** befriended them.

The Kawan culture flourished as the people pursued science, technology and the arts. With the aid of the Sea Giants they colonized nearby island chains, including the Floenry Islands. They lacked magic but made up for it with numerous technological advances. In its own way, this kingdom of humans rivalled that of the elves during their golden age.

Tragically, a huge group of dragons interrupted this golden age of human civilization. The dragons had fled the Old Kingdom because of oppression and persecution by the elves, dwarves and titans. Though united in their decision to flee to the jungles, they had mixed views about their next course of action. The good dragons were simply looking for a safe haven away from their persecutors and were attracted to the peace-loving Kawan. The evil dragons were searching for a land they could conquer and dominate.

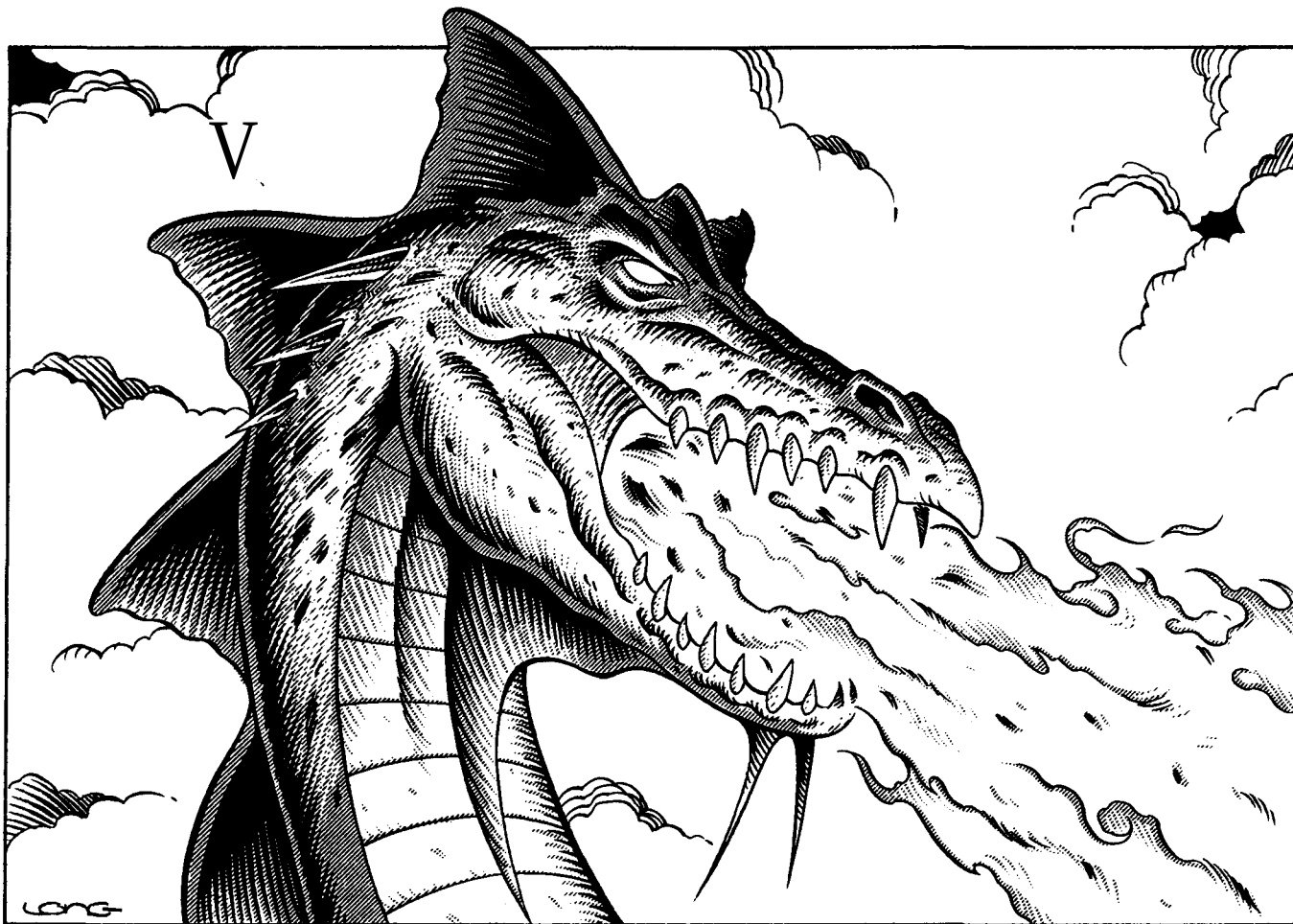
When the mystical beasts arrived, the Kawan people saw them as beautiful, majestic and special creatures. They were awed by the dragons' great intellect and magic powers (the Kawan had never discovered the use of magic). As usual, the Kawan people opened their arms in friendship without discriminating between good and evil.

Wary from their experiences with the elves, at first the dragons were reluctant to form an alliance. Eventually, a bond was formed and the Kawan helped the dragons to construct a massive city in the mountains. In a gesture of friendship, the dragons taught the people the secrets of magic and introduced them to the concept of "gods."

A few years later, a great civil war rocked the dragon city when the forces of evil and good collided with devastating consequences. The evil dragons, under the leadership of **Styphon the Black**, plotted to conquer and enslave the humans. The good dragons fought to protect their tiny allies, but their evil brothers proved too well prepared, organized and powerful. The forces of good were quickly defeated and made to leave the dragon city. **Kym-nark-mar** and **Kormath** led their followers far away to build a new home.

Styphon the Black, Zandragal and the other evil dragons had the entire city to themselves. In their plan for supremacy, they led the humans down a dark path of self-destruction. They established themselves as "gods" and introduced the worship of other evil gods. They promoted decadence, cruelty, aggression and treachery. Dark cults appeared everywhere, most of which worshipped Styphon and other dragons. The human leaders were taught dangerous magic and encouraged into despotism. As the human society gravitated to darkness it also began to crumble. Wars and rivalries tore the kingdom apart. In desperation the people turned to their "dragon gods" and pleaded for their wisdom and intervention. The evil ones, gladly accepted the mantle of leadership and became the rulers of the Kawan people! Under Styphon's guidance, the kingdom was transformed into an empire that conquered and swallowed up those who dared to oppose them. The dragons ruled the humans unchallenged for decades. Styphon was declared a god and all Kawan were made to worship him. However, the plans of Styphon soon fell apart. His empire was too successful and attracted the attention of jealous gods and godlings who coveted the worship of the dragon's human minions. The gods themselves became involved in a conflict to win eager human worshippers. This fierce competition quickly turned into a war of cosmic proportions. For fifty devastating years the jungles were torn apart by the **Battle of Gods**. Each deity amassed armies of subservient creatures to march through the jungle. Many of the races currently living on the Palladium World were created during this war (or introduced from other dimensions).

Battles raged with mortals being directed from the heavens. The acquisition of human followers was forgotten as each god tried to prove himself superior to his/her rivals. The jungles were transformed as magic and supernatural beings of unbelievable power clashed. Hideous monsters from other dimensions were unleashed into the battleground to maim and kill. The ground quaked, waters boiled, the plants became poisonous and the great Kawan cities were pulverized. Demonic creatures chased the pitiful humans from their ruined cities back into the



jungle. Some people were mutated by the vast release of magic — transformed into pygmies, headhunters, tezcats and even the ape-like grimbor. The great Sea Giants who came to the aid of their tiny allies were turned into the malformed giant race known and feared throughout the Palladium world as gigantes. Many other tribes were swept up in the carnage and crushed under the feet of the gods like insignificant insects.

Eventually, the gods tempers cooled and they realized that they had destroyed the very minions they had once coveted. Humans were nearly exterminated and the jungle destroyed.

The war came to an end. Many gods assembled at a meeting site near Giant's Run (now the location of Freedara). Many deities looked with horror upon what they had done. Only Yin-Sloth the Terrible was jubilant. He claimed the shattered land as his triumphant conquest. A handful of foul gods who had fought at his side joined him to form the Jungle Pantheon which is worshipped to this very day (mainly in the jungle and scattered parts of the world).

Even Styphon and a few of the other gods of darkness felt sorry for what they had done. Most slipped away in shame or defeat, but others joined forces to at least magically restore much of the jungle and let nature heal itself.

Sadly, nothing could be done about the near extinction of human-kind. What few people survived saw their civilizations pushed back into the dark ages. Worse yet, many mutants and monsters created by the gods or brought from alien worlds were left behind, making the rain forest a much deadlier place. Many would forsake the jungles to build new lives to the north, west and southeast. However, it would be another 70,000 years before human beings would again begin to carve a place in the world. Meanwhile, far to the north, elven civilization would soon reach a new pinnacle of greatness, but they too would fall.

Gods are born! Styphon and a few of the other dragons embroiled in the battle were elevated to godhood, including Kym-nark-mar and

Kormath who had joined the fight in a futile attempt to stop the destruction. Both the leaders of the good and evil dragon "gods" would be worshipped as the pantheon known as Dragonwright. People who worship the dark gods are known as cultists of "Evil" or Dark Dragonwright. Those who worship the dragons of light are known as the followers of "Good" Dragonwright. Ironically, the followers and gods of both factions continue to confront and fight each other in an eternal struggle between good and evil. Until one vanquishes the other there can be no peace among these forces. Cults of Evil Dragonwright are usually death cults and are renowned for human sacrifices, torture, murder, anarchy and fanaticism. Worshipers of Good Dragonwright are often considered zealots and extremists. Most people view both segments of gods and their worshipers with suspicion and fear.

Yin-Sloth of Today

The Yin-Sloth Jungles today are lush, beautiful and filled with plant and animal life. All that survives of the Kawan civilization are ancient ruins, but the legacy of their corruption and fall still remains. Many of the humans who once populated the cities have undergone severe transformations into strange creatures such as the grimbor and tezcats. The arts, science and technology which once flourished have been completely forgotten and lost to antiquity. Most modern jungle people lead simple lives of hunting and gathering; a primitive existence compared to many cultures elsewhere. A large number, including the tezcats and lizard men, worship the jungle gods of the Yin-Sloth pantheon. Some follow Dragonwright (one or the other), but the more peaceful tribes are animistic and shun magic, look upon dragons as monsters and so-called gods as destroyers to be feared.

Four major human/humanoid races are considered truly indigenous to the Yin-Sloth jungles. Although called humans, the different ethnic

groups are considered to be separate races. They include the tezcac, pygmies, **headhunters**, and the border nomads.

Scores of other humanoids and intelligent life forms also inhabit the jungle, although the tezcac are the most dominant. These include the adram, grimbors, hytrils, lizard men, insectoids, fire sprites, trapper's mates, minotaurs, gigantes, ores, the occasional tribe of gromek, goblins, kobolds and faerie folk, as well as monsters like the chimera, melech, timrek, worms of Taut, and dragons.

Cultures in the north have also changed and expanded over the thousands of years. The Time of a Thousand Magics would follow some time after the Battle of Gods. This period would bring with it countless new wonders and an equal number of horrors into the world, but this era would quickly pass. The elves and dwarves would rise to great power, but their arrogance and intolerance would condemn their empires. In the frozen north, a new breed of beastman would emerge from the glaciers and sweep across its tundra and claim the forests.

The human tribes that escaped the Battle of Gods fled to the northern edge of the jungles and eventually left its monster filled domain to explore and settle in other lands. Some would conquer the west and build a powerful empire. Others would claim parts of the old elf and dwarf kingdoms, while still others would settle in the south and look upon the Eastern Territories as the new domain of man. The collapse of the old, non-human empires has given mankind a new chance. They (and the wolfen) appear to be the dominant species to inherit the world.

In recent years, history has come full circle, as many of the human adventurers return to the jungle covered land of their forgotten origins. Ores from the Old Kingdom and Baalgor Wastelands were the first to invade the jungles. A handful of goblins, kobolds, dwarves and giants have followed, but it is the recent resurgence of humans that pose the greatest danger to the jungle inhabitants. The tezcac's old territory has already been diminished by waves of ores and the rapidly multiplying lizard men. Now human explorers from Timiro, the Eastern Territory, Lopan, and the Western Empire have joined their ranks. They look upon the great rain forest as a challenging, new frontier to be conquered. For over two hundred years the Western Empire has launched frequent border raids, conquering small villages and enslaving the people for slave-labor, resale or amusement in the gladiatorial arena. However, they seldom venture more than 100 miles (160 km) into the interior, preferring hit and run tactics launched from the coastline or from mighty war ships. Still, the Yin-Sloth jungle is a vast and exotic wilderness where danger lurks in every shadow and centuries of exploration and human settlements will not reveal all of its secrets or conquer all of its people.

Regional Highlights & Data

By Pat Nowak & Kevin Siembieda

Population

There are an estimated 6 million intelligent humanoid inhabitants living in the Yin-Sloth Jungles. However, some scholars speculate that the real numbers are two or three times greater. Remember, the Yin-Sloth Jungles is a massive expanse of wilderness roughly the size of the Old Kingdom. It is 1800 miles long and covers roughly 920,000 square miles (just a little smaller than India), 85% of which is dense rain forest!

Jungle Tribes are found throughout the rain forest, especially at its interior.

Border Tribes are found mainly along the northern border and in the mountains where the forest is at its thinnest. These people are often

nomads, but some permanent villages, towns, and cities exist, especially near the northwest tip which has been conquered, cleared and settled by the Western Empire.

Population Breakdown:

Human Population Breakdown

Headhunters: 150,000
Pygmies: 300,000
Tezcac Jungle Tribes: 1.2 million
Border Nomads: 300,000
Immigrants from the North: 100,000

Ores

Jungle Tribes: 155,000
Border Tribes & Nomads: 230,000
City Dwelling Ores: 97,000

Goblins

Jungle Tribes: 150,000
Border Tribes & Nomads: 300,000
Hob-Goblin Tribes: 15,000

Lizard Men

Jungle Tribes (land & swamps): 250,000
River Tribes (along jungle waterways): 900,000

Giants

Grimbor: 650,000
Trolls 50,000
Ogres 20,000
Gigantes 200,000
Jotan: 10,000
Nimiro: 15,000

* Changelings

Jungle Tribes: 13,000
Border Tribes: 4,000

Other Humanoids

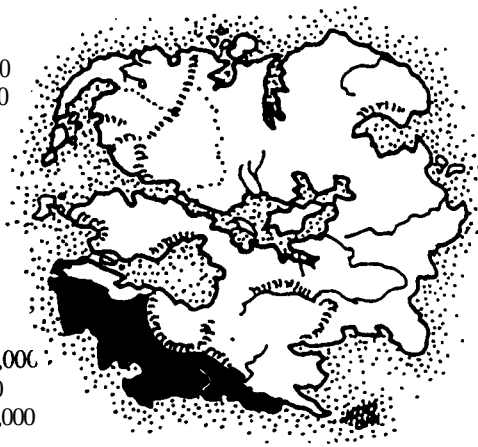
Dwarves: 10,000
Kobolds: 30,000
Troglodytes: 50,000

Dragons

Cockatrice: 200,000
Mighty Wooly: 100,000
Fire Dragon: 20,000
Thunder Lizard: 10,000
Great Horned: 500
Hydra: 1,000
Kukulcan: 3,000
Other Dragons: 1,000

Other Humanoid Races: 500,000

*The changeling population is at least five times greater than anyone imagines.



Dangers

Northern civilization has always come to an end at the Yin-Sloth Jungles. Nestled between the **Sea of Scarlet Waters**, the **Baalgor mountains**, **Mount Nimro**, on its northern border and the ocean **the Dragon's Gate** and the **Giant's Run** mountain ranges along the south has helped to keep the wilderness safe from invaders. Treacherous swamps are scattered throughout the jungle in addition to the **Great**

Bog and the dreaded **Fire Bog**. A large portion of the jungle in the northwest has been cleared for farmland and settled by the Western Empire. Even with the resources and determination of the Empire it took nearly one hundred years to make the land reasonably habitable for farming and city development. Even now this area of Western Civilization fights a constant battle against the encroaching jungle vegetation and the monsters who live within its sheltering canopy.

Many dangers lurk in the jungle: vicious animals, horrible monsters, dragons, snakes, biting insects, quicksand, jungle warriors, and evil cults to name but a few. Before entering this dark territory, one should prepare for the many perils that wait within. The most beautiful and peaceful settings hide death waiting to strike. There are many bizarre aberrations that have resulted from the ancient Battle of Gods with lasting effect. Among them are aliens like the lizard men, monsters, strange plants, and mutants such as the tezcet and gigantes. Some of the rushing streams are still polluted and poisonous, but this will only become apparent when one drinks the waters. In the mountains there are patches of bright white *fire sand* (which is, basically an alien type of gunpowder, a side-effect of the gods attempt to restore the jungle). It burns violently and explodes when compacted.

The jungle is a tangle of vines and vegetation. The densest areas are filled with giant trees and incredibly thick undergrowth. The powerful magic of the God-War turned the choking underbrush into havens for alien plants and strange creatures. Sentient clinging vines and horrible man-eating plants wait to consume the unwary. Huge stands of bamboo are found everywhere. Few plants are edible and many have poisonous or narcotic effects when consumed by humanoids. Even the most beautiful and magnificent flora contains lethal poisons or is protected by stabbing thorns, biting barbs, or hidden predators.

Marshes and quicksand are scattered throughout the jungle, covered with leaves. Silent death waiting for the witless traveler or animal to step into its sucking grasp and be pulled into its suffocating depths. Thick bogs and quagmires hold more dangerous surprises than the quicksand, because hideous creatures are eager to feast upon the wandering humans and animals who get stuck in the muck and lay in wait among the nearby underbrush. These include the kelpie, toadstool, bogie, puck, boogie-men, chimera, and Worms of Taut. The terrain around a quagmire is usually bleak, with dead and dying plant life or frightening mutations, while all around it is the lush, green rain forest. Stagnant pools are filled with parasites and infectious diseases or infested with mosquitoes. There are hundreds of parasites and diseases which cause infections, debilitating fevers, dysentery, nausea and rashes.

Quicksand

Quicksand is a soft, semi-liquid soil. It is usually camouflaged by a coating of water, leaves and twigs. Anything weighing more than three pounds (1.4 kg) will be sucked into the pool of liquid sand. A large animal such as a human will be completely engulfed in a matter of 2D4+2 minutes. If the victim struggles he will disappear in 1D4+1 minutes!

Animals and humans suffocate and die within three minutes after their head is submerged. To survive, the victim must find a vine or branch to hold onto and carefully pull himself out (only a 1-25% chance that a vine/branch is within reach). Or he may be rescued by another character throwing him a rope or branch and pulling him out. However, the would-be rescuer must be careful to find the edge of the quicksand pool and avoid falling or being pulled in himself. The magic spells of levitation, float and fly are life saving powers, as are the psionic powers of levitation and telekinesis. Once the person, animal or object is pulled under the surface it leaves no trace.

A quicksand patch is roughly circular in shape and can vary in size from a tiny five foot (1.5 m) diameter to a 40 foot (12.2 m) diameter, but most range between five and 20 feet (1.5 to 6 m). Quicksand is most often located near or in swamps, but can also be found in the middle of the jungle and solid ground.

Bogs and Quagmires

Bogs and quagmires are similar to quicksand in that they also suck careless travelers into their deadly embrace. Humans suffocate and die within three minutes after their head is submerged. Thankfully, bogs and quagmires are usually much more noticeable, appearing as large mud pools or muddy pools of water located in a jungle clearing. Another tell tale sign is that the surrounding vegetation is usually sickly looking, with many strange, ugly, mutant or alien plants. **Note:** A bog or quagmire is typically five times larger than the average pond of quicksand.

Ironically, it's not the sucking mud that is the real danger, those caught in a quagmire will find it impossible to move and that they are slowly sinking. It will take 6D6 minutes for a human to become completely swallowed by the mud (twice as quickly if he struggles). This provides ample time for a companion to perform a rescue. Unlike quicksand which is often indistinguishable from the surrounding area, bogs and quagmires have clearly defined edges. The danger comes from the monsters that live in or near the bogs. Toadstools, timreks, kelpies and the giant blow worm can actually live in the water and mud without fear of getting pulled under. They often swim through the sludge to attack struggling victims or to pull them under more quickly (1D4 minutes) to kill and devour them!

A variety of hideous monsters live in the jungles nearby, ever alert for helpless prey. These monsters often attack those on dry land trying to rescue their comrade in the bog! They may also attack characters who are travelling around a bog or in the jungles around them.

Roll on the following table to see what may be stalking characters in or around these dangerous places. The Game Master can increase or decrease the number of attacks as he or she deems fit. Also bear in mind that the sounds of battle or distress may attract other predators — all out for blood. All monsters are described in **Monsters & Animals**.

Bog Encounter Table

01-20	Lucked out, no problems.
21-25	1D4 Bogies; evil faerie folk
26-30	1D4 Harpies
31-35	1D4 Pucks; evil faerie folk
36-40	1D6 Toadstools; evil faerie folk
41-45	One Kelpie
46-50	1D4 Timrek
51-57	One giant Blow Worm (they love living in quagmires)
58-60	One Chimera or Melech on the prowl.
61-65	1D4+1 Nippers; Worms of Taut
66-70	2D4 Tomb Worms; Worms of Taut
71-75	1D4 Hoppers
76-80	1D4 Fire Worms; Worms of Taut
81-84	One Leopard
85-88	One Tiger
89-91	2D4 Hyenas or wild dogs
92-94	One Tri-Fang; Worm of Taut
95-96	One werepanther or tiger (its mate is near by)
97-00	Two giant Blow Worms or one blow worm and 1D4 other Worms of Taut.

Fire Bogs

Fire bogs burn with a low flame that never goes out, nor can they be doused by rain, elemental magic or spells. Characters sensitive to magic will feel mystic energy radiating from them and natives warn that dimensional portals sometimes open above the fires to unleash beings from other worlds; many of whom fall into the fire bog and perish. The tezcet say that this is Yin-Sloth's way of punishing those who defied or betrayed him. Those who survive are believed to have been given a second chance in life. Most jungle natives avoid these areas.

In addition to suffocation, victims of a fire bog (usually thrown in as a human sacrifice or punishment) suffer 5D6 points of damage for



every melee round they are trapped in the fiery mud. The flame is considered magic fire and will harm beings who are otherwise impervious to normal fire.

Note: Warlocks and summoners are +15% to summon fire elementals when they are within 20 feet (6 m) of a fire bog. These bogs are usually found in clusters of 1D6+2, but are really quite rare (no more than a dozen clusters). The largest area of fire bogs and fiery anomalies is *The Fire Bog Kingdom* described elsewhere in this book. Rifts & BTS Note: Fire bogs are always located at a ley line nexus, but not all nexuses are fire bogs.

Many of the monsters found living near ordinary bogs are also found near fire bogs, plus a number who are attracted to the fires. Animal stay away, frightened by the fires and magic energy in the air.

Fire Bog Encounter Table

01-20	Lucked out, no problems.
21-25	One Lesser Fire Elemental
26-30	1D4 Nimro Fire Giants
31-35	2D4 Goblins or Ores
36-40	2D4 Fire Sprites
41-45	1D4 Sand Serpents
46-50	1D4 Tri-Fang or one Blow Worm; Worms of Taut
51-60	2D4 Fyr-kree Insectoids
61-70	1D4+1 Fire Worms; Worms of Taut
71-75	2D4 Tomb Worms; Worms of Taut
76-80	One Melech or one Gallu demon Bull or Baalrog.
81-85	1D4 Nippers; Worms of Taut
86-90	1D4 Toadstools; evil faerie folk
91-94	2D4 Snake People or Lizard Men
95-97	1D4 Gigantes
98-00	Fire Dragon

Fire Sand

The Battle of Gods that formed the fire bogs also scattered fire sand throughout the jungle. This bright white sand is found in rare patches that are 2D10 feet (0.6 to 6.1 m) in radius. Each step through the sand scatters 1D6+1 ounces (56 to 196 grams) of the sand into the air; there are 10 ounces per square foot (280 grams per 0.09 sq. m and 3.0 kg per square meter). The average 6 foot (1.8 m) tall humanoid will take three steps for every ten feet (0.3 m) travelled.

The sand is harmless until it comes in close proximity to open flame. A torch or campfire will ignite the airborne sand which burns violently. It may also set cloth and hair on fire (75% chance if exposed to the sand). Every ounce (28 gm) of burning sand causes 1D4 damage. A person in a full suit of armor is partially shielded from the heat and flames, taking half damage. Non-metal armor will take the appropriate amount of S.D.C. damage from the flames. Setting a patch of sand on fire (a spark or burning ember will do the trick) causes the entire patch to suddenly burst into flame. Anybody caught in the fire will suffer 2D4X10 points of damage and the flame will burn for 3D4 minutes. When it finally dies out, all the sand will have been burnt up.

When it is compacted, fire sand can be used as a phosphorous grenade that causes a small explosion and a spray of fiery embers; inflicts 2D4 damage per ounce (28 gm). The explosion will cause full damage to armor while the person inside suffers only 1/4 of the total damage. Explosions will also knock creatures of less than 10 feet (3.0 m) in height on their butts (lose initiative and one melee attack/action) and frighten animals. Very few people know how to turn fire sand into an explosive, headhunters are one of the few.

Poisonous Plants

There are a seemingly countless number of different plant species in the jungle. Most are poisonous to humans. When a character ingests an unknown plant leaf, stem, root, fruit, flower, or vegetable, the Game Master should roll on the following table to determine if it is poisonous. When the roll indicates that the plant is poisonous, roll again on the second table to determine the damage or effects and penalties caused to the average humanoid.

Random Determination of Poisonous Plants

Roll percentile dice.

01-20% Not poisonous; edible and tasty.

21-40% Not poisonous, but tastes awful; inedible.

41-100% Poisonous; roll for damage and symptoms.

Random Plant Poisons and Symptoms

Note: Most long-lasting symptoms can be reduced or negated by various herbal teas and healing potions.

A saving throw vs non-lethal (16 or higher) or lethal poison (14 or higher) will typically reduce the duration of the poisoning by half, unless stated otherwise.

01-15 Foul Tasting: This plant tastes too terrible to describe! It causes the character to choke and gag. The eyes tear and the mouth burns. The victim loses 1D4 melee rounds trying to spit it all out and to get rid of the taste, choking and gagging all the while. During this time the character loses initiative and one melee action/attack per round. He is so distracted that he is -2 to strike and parry. Worst of all, the wretched taste stays in the mouth for 2D4 hours, killing the taste of all but the most strongly flavored foods or drink.

16-25 Food Poisoning: It tasted pretty good, but within 2D6X10 minutes after eating, the character is racked with stomach cramps and suffers from nausea, sweats, diarrhea and/or vomiting, which makes him feel weak. Duration: 2D6 hours. Penalties: Reduce speed by half and skill proficiencies by 20%. He is also -2 on initiative and -1 to strike, parry and dodge.

26-35 Mild Allergic Reaction: An itchy rash or boils break out in patches all over the body. Duration: 1D4 days. Penalties: -1 on initiative, temporarily reduce spd by 10% and P.B. by 30%.

36-40 Severe Allergic Reaction: The tongue and lips become swollen and hurt, muscles ache and the stomach feels queasy.

Duration: 2D4 days. Penalties: -3 on initiative, and temporarily reduce P.S., Spd and skill performance by 30%. Furthermore, men of magic have a difficult time casting spells (only one per melee round) and skills that require talking or acting are -50%!

41-55 Mild Poison: The plant is mildly poisonous, causing nausea, vomiting and 2D6 points of damage within five minutes of ingestion. Penalties: -1 on initiative. Duration: 1D4 hours.

56-65 Deadly Poison: The plant contains lethal chemicals which can kill most humanoids. Thankfully, the plant or fruit tastes bitter and it is not likely that larger quantities will be eaten.

Damage: 3D6 from a bite or two, 5D6 from three to five morsels, and 1D6X10 for large quantities (an entire apple sized fruit or half a meal). Additional Penalties: The character also suffers from cramp attacks so severe that he doubles over and loses all melee actions for one minute. Otherwise, he feels sick, feverish and nauseous for 2D4 hours and is 4 on initiative and -2 to strike, parry and dodge.

A successful save means the character spends four melee rounds retching, but suffers only 2D4 damage and the additional penalties only last 4D6 minutes.

66-75 Mild Sedative: This food is a mild narcotic, causing nausea, dizziness, and sleepiness. The affected character enters a foggy state which can only be described as "high."

Duration: 1D4 hours. Penalties: -5 on initiative, -15% to all skills, reduce speed by 10%, and he will doze off if things are quiet or he sits down for a moment to rest.

76-80 Heavy Sedative: Unless the character saves vs non-lethal poison he will lapse into a sound sleep for 1D4 hours. He can only be awakened for a few minutes at a time but is groggy; skill performance is impossible, speed is reduced by 90%, melee actions are limited to one per round, has no initiative and he is -9 to strike, parry and dodge.

If the character makes the save he feels sluggish and disoriented, and will fall asleep if he pauses for more than a minute. Duration: 3D6 minutes. Penalties: Speed and skills are reduced by 30%, and he is -3 to strike, parry and dodge.

81-90 Mild Acid: The plant matter was highly acidic in nature, causing extreme damage to the character's innards. A saving throw vs lethal poison is allowed. A failed save means the character suffers 3D6 damage, makes loud, foul smelling gas/farts (at least 4D4 farts per hour) and suffers the food poison penalties for 1D6 hours. Duration: 2D4 hours.

A successful save means the character spends four melee rounds retching, but suffers only 1D4 damage and no penalties.

91-95 Paralysis: A character who has eaten this food will become paralyzed within 1D6 minutes after his first few bites. He will fall over and be unable to move or speak, but breathing is fine and he keeps his wits. Duration: 2D4 minutes, but his limbs will feel stiff and tingle for one hour. During that hour he is -1 to strike, parry and dodge, and speed is reduced by 20%.

A successful save means the character feels dizzy and his body tingles for 1D4 melee rounds but the feeling soon passes and he is fine.

96-100 Worms: The food eaten was infected with parasites that infect the body and feed on the food and lining of the stomach. The first signs of trouble do not show up until four weeks later. After that period, the character's stool will have tiny worms in it, he's more hungry than usual, and finds himself fatiguing twice as quickly as normal.

Penalties: There is a 1-50% chance that the character will collapse from exhaustion at the end of every fight or period of strenuous activity. Duration: This problem can only be cured by the remove curse or restoration spell and by some jungle potions (find a herbologist or shaman).

Fungus is another major problem in the hot, wet and humid jungles. There are a variety of fungus and molds that attack and destroy food, clothing and leather (also see Medical Problems for fungus and its effects on people).

- **Food:** Fresh food, including bread, cheese, picked vegetables, and recently killed meats, fish, and poultry will spoil or become moldy or fungus infested with 5D6 hours. Even the best preserved and prepared jerked, smoked or salted meats will become covered in fungus and ruined/inedible within 2D4 days (normally lasts weeks).
- **Clothing:** Clothes become mildewed, moldy and fungus covered with 4D4 days. They have a mildew smell and begin to deteriorate, showing usual signs of wear, with many small holes and threadbare locations. A suit of clothes, cape, cloak, padded armor, and similar items will be useless after an additional 4D6 days; wool fabric in half that time.
- **Leather goods:** Boots and gloves suffer the worst decay, falling apart within 6D6 days. Leather armor, bags, sacks, backpacks, belts, and other items look terrible, covered in blemishes, discoloration, and mold or fungus, but will last 3D4 months before falling apart.
- **Armor:** Chain, scale, and plate armors cause the character to sweat and chafe in the jungle. These areas are targets for fungus, molds and bacterial agents that cause itching, rashes and irritation. The armor itself may become discolored or develop patches of mold or fungus but is otherwise undamaged.



Medical Problems in the Jungle (optional)

Every character faces the risk of developing an ailment. This is especially true of the incredibly hot and humid Yin-Sloth, with its many insects, wildlife, stagnant swamps, and mutations — a breeding ground for all kinds of life, including viruses and bacteria. Most illnesses are not usually fatal but can be extremely debilitating. In a hostile environment like the Yin-Sloth, being weak and under the weather can be fatal. The G.M. can have players roll to check for disease/illness once per every week their character stays in the jungle (or as seems reasonable).

There is a 20% *chance of developing an illness* in the Yin-Sloth jungles. Increase that chance under the following circumstances and conditions described below.

Cumulative Modifiers for increased likelihood of disease:

- +1% for every 10 hit points below full strength; the character's body is already weakened and more susceptible to germs.
- +5% if the person is currently diseased or infested with parasites.
- +5% if in a filthy environment.
- +2% in hot and wet climates beyond normal jungle conditions; including swamps, bogs, quagmires and marshlands.
- +10% if the character is in contact with someone suffering from a communicable disease.
- +10% if the character has an open wound or bandages are filthy.

Random Illness & Symptoms Table

Note: There are scores of different types of fevers one can catch in the Yin-Sloth jungles. Most long lasting symptoms of any disease can be reduced or negated by various herbal teas, tonics and healing potions.

A saving throw vs disease is the same as the save against poisons: non-lethal (16 or higher to save) or lethal (14 or higher to save), P.E. bonuses are applicable. A save vs disease will typically reduce the duration and penalties of the sickness by half, unless stated otherwise.

01-10 Pox (non-lethal): The victim breaks out in spots, hives or a rash that covers his entire body. The skin is extremely sensitive and itches (but don't scratch). Armor and heavy backpacks cannot be worn. The eyes become extremely sensitive to light, preventing the character from seeing more than 100 feet (30.5 m) away in daylight. The body feels tired, itchy and achy.

Penalties: Reduce speed and combat bonuses by half, attacks per melee round are reduced by one, and skill performance is -20%. Duration: 2D4 days.

11-18 Madness Fever (non-lethal): All the usual fever symptoms.

Penalties: -20% on all skills, -2 on initiative and -1 to strike, parry and dodge. In addition the character suffers from delirium in the form of temporary insanity (gone when the fever finally ends). Duration of the fever: 1D4+3days.

01-10 Phobia: Snakes

11-20 Phobia: Spiders or worms

21-30 Phobia: Cannibals

31-40 Affective Disorder: disgusted by anything sticky.

41-45 Neurosis: Fear of the dark.

46-55 Neurosis: Can't tell the truth.

56-65 Affective Disorder: Hates music/destroys instruments.

66-75 Neurosis: Fear of heights.

76-85 Affective Disorder: Obsessed with cleanliness.

86-95 Neurosis: Invasion of the Body Snatcher's syndrome.

96-00 Affective Disorder: Intimidated by the spoken word.

19-27 Jungle Fever (occasionally **lethal**): Victims are burning up with a high temperature, constant dizziness and weakness, vision is blurred, every muscle in the body aches, loss of appetite, it is difficult to concentrate and the body dehydrates (must drink fluids or will die).

Penalties: Reduce speed by 80%, reduce the number of melee actions to one, all saving throws are half, all combat bonuses are reduced to zero, skills are -50%. 1-75% chance of collapsing if the character exerts himself. Duration: 1D6+4 days.

28-33 Fungus Congestion (non-lethal): Victims suffer from fungus in their lungs which causes coughing and difficulty in breathing, especially when involved in exhausting activities, such as running, climbing, swimming and fighting.

Penalties: The character fatigues more rapidly than normal (about 30% faster), gets winded and has a chronic cough. -10% to prowl, climb, dance, acrobatics, juggling, and swimming skills. Duration: Until cured by magic restoration, remove curse, various jungle potions or leaving the jungle and living in a warmer, drier climate for 1D4 years.

34-40 Nightmare Fever: Victims are burning up, feel dizzy and weak, vision is blurred, every muscle in the body aches, it is difficult to concentrate and the body dehydrates (must drink fluids or will die).

Penalties: Reduce speed and parry bonuses by half, reduce the number of melee actions by two, all other combat bonuses are reduced to zero, skills are -30%. There is also the likelihood of periodic delirium and hallucinations. These episodes will occur 1D6 times every 24 hours with the following results (roll percentile dice):

01-25 Doesn't recognize those around him and will not trust them. Asks for family members.

26-50 Doesn't know where he is and tries to leave (find friends, go home, etc.).

51-75 Relives some past event and sees everybody around him as someone else (friend or foe). Nothing the character says makes any sense.

76-00 Sees monsters and villains threatening him. The character will scream in terror, shout warnings, run around and point to or attack things that are not there.

Duration of the Fever: 1D4 days. Save vs non-lethal poison is applicable (16 or higher). A successful save means the duration and penalties are half. Duration of the hallucinations: 1D6 minutes.

41-50 The Common Fever (non-lethal): The character suffers from a constant low-grade fever, is weak, lethargic and dehydrated. Penalties: -10% on all skills, -4 on initiative and -2 to strike, parry and dodge. Duration: 1D4+2 days.

51-60 Sickness (**non-lethal**): Victims feel sick to their stomach, suffer from headache, running sinuses, watering eyes, nausea, vomiting, diarrhea, weakness and need to sleep. Cannot hold food down, making the person weaker as time passes. If the victim tries to push himself (always roll at the beginning of each melee round), there's a 1-69% likelihood of collapsing into unconsciousness for 6D6 minutes. Also roll for collapse if the character exerts himself in any other way, or does not sleep at least two hours for every two hours awake.

Penalties: When active, temporarily reduce speed, P.S. and P.P. by half, all combat bonuses, attacks per melee and hit points are also at half! Skills are -20%, and remember to roll for collapse every time the character exerts himself. Duration: 2D4+3 days. A successful save means the duration and penalties are half.

61-65 Plague (**lethal**): The victim turns pale and blotchy, becomes delirious, burning with fever, won't eat and is so weak that he can barely stand. The character looks like he's hovering at death's door.

Penalties: Has only one attack per melee, no bonuses of any kind plus is -4 on all combat and saving rolls. Temporarily reduce physical attributes and hit points by 75%. The performance of skills is impossible and the victim must sleep 90% of the time. If the character tries to engage in lengthy combat or exerts himself in any other way for more than six minutes, there is a 1-69% chance of lapsing into a coma — reduce hit points to zero and roll to save vs coma/death (immediate medical attention is suggested). A save vs disease adds +10% to save vs coma and the duration of the sickness is half.

Duration: 2D4+2 days.

Recovery: At the end of the plague's duration, the character's hit points slip to zero and a roll to save vs coma/death is necessary; the character is -10% to save. If medical attention is provided for at least the last two days (by clergy, shaman, healer, alchemist, etc.), the character is +20% to save vs death.

A successful save means the character instantly regains six hit points and recovers twice as quick as normal. Magic and special healing can bring the character back to full health and hit points even quicker. Failure means death.

66-75 A Terrible Cold (non-lethal): The head is congested, sinuses drain like crazy, slight fever, the nose is constantly running, and the character is constantly sniffing and coughing or sneezing. The noise from the sniffing and coughing/sneezing makes it impossible to prowls or remain hidden; even the chameleon spell is -20%.

Penalties: Reduce speed by 10%, initiative by half, attacks per melee by one, all combat bonuses are -1, and skills are -5%. The character also tires twice as quickly. Duration: 2D4+1 days. A successful save means the duration and penalties are half.

76-85 Open Sores (often lethal): A viral or fungus infection that gets worse without treatment. Victim has 1D6+1 sores and gets an additional 1D6+1 with every passing week. Healing potions and healing touches only get rid of one sore and only restores two hit points per each application, but the sores still keep coming.

Penalties: -2 on initiative, -10% on skill performance, and has trouble sleeping or concentrating due to the constant discomfort and minor pain. Each sore reduces the character's hit points by two points! When down to zero the character dies. Roll vs coma and death.

Duration: 3D4 weeks until it runs its course. Sores disappear and hit points return at the end of the duration; if the character survives. A save vs disease reduces the duration to one week.

86-90 Jungle Parasites: There are several ways to acquire parasites. The most likely are by drinking tainted water, eating improperly cooked food or trudging through swamps and bog areas. Jungle parasites cause the body to degenerate and cause the character to become weak. It will take four weeks before the problem is discovered.

Penalties: Reduce the character's P.S. and P.E. attribute one point for every week after the initial four and P.P. and Spd by one for every two weeks. These penalties are cumulative and eventually the person is unable to do anything. There is also a 1-50% chance that the character will collapse from exhaustion at the end of every fight or period of strenuous activity.

Duration: This problem can only be cured by the remove curse or restoration spell and some jungle potions (find a herbologist, alchemist or shaman quick). The attributes of a cured character return at a rate of two points per day until he's back to full strength and health.

91-00 Jungle Foot Rot: A fungus resulting from not keeping one's feet clean and dry. This is an extremely common condition since one cannot travel through a rain forest without getting both feet or footwear wet. After three days without cleaning or drying feet, there is a 30% chance of infection. Each successive day another check must be made with a 10% increase to the chance of infection. Once developed, the feet must be healed/cured by a member of clergy, magic or healing salve.

There are drastic effects for not treating this infection. Every week the character loses two points from speed to a minimum of four. When the feet have been infected for more than two months they become so festured and sore that every step hurts. Unless the infection is cured magically at this stage, the feet must be removed or the infection will spread to the rest of the body. The character will die within six months.

tire continent. Average temperature is 90 degrees Fahrenheit and humidity is typically 75% to 95%. Rain showers are often sudden and drenching even though they may only last 6D6 minutes. Although momentarily refreshing, the forest is muggy and steaming afterward.



Heat Exhaustion

Player characters and Game Masters alike must remember the incredible heat and humidity of the rain forest. The Yin-Sloth jungles are the lands furthest to the south, with the warmest temperatures of the en-

Heat and humidity combine to make the jungle a very uncomfortable place to be. Just wearing clothing and carrying a light load can become a difficult task or at least an annoyance. All actions which require mobility, including lifting, can only be continued for 1/2 hour per point of Physical Endurance (P.E.). Wearing armor or carrying a heavy burden is twice as difficult, the person is only able to remain active for 1/4 hour (15 minutes) per point of P.E.

Once the character has gone for such a period of continued activity, they will need to rest. If a person rests for ten minutes every hour, they can remain active for an entire day. Pushing oneself will eventually cause the character to drop to the ground, exhausted. The only way to avoid tiring out quickly is to take frequent rest stops and drink plenty of non-alcoholic fluids, water and fruit juices are ideal. Only jungle people who have lived in the jungle all their lives are better acclimated to the environment and can remain active for twice as long with half the rest time.

Armor restricts movement and activity even further. Even in temperate climates, heavy armor is extremely uncomfortable to wear for long periods and restricts movement. It is virtually impossible for a character to wear a heavy, bulky, metal suit of armor in jungle conditions. The wearing of armor is considered equal to carrying a heavy load, which taxes the body severely. Unless a character is resistant to heat, they suffer weight penalties for wearing double chain mail, scale, plate or any armor weighing more than 53 pounds (23.85 kg). Penalties do not apply when a character is inactive, just sitting or talking. But as soon as a person moves they are subject to severe restrictions.

Armor Penalties: Anyone wearing non-magical armor heavier than 53 pounds (23.85 kg; add 20 pounds/9 kg for giant races) suffers the penalties listed on page 43 of the **Palladium RPG** under "armor restrictions." Men of Arms will have their movement halved, and penalties of -2 to parry and dodge. Non-Men of Arms will have their penalties doubled! This means that movement is 1/4 regular and the character is -4 to parry and dodge. In addition, the character will have to take frequent, short rests due to the fatigue. In the heavy armor the character will only be able to move for one minute per point of P.E. before requiring a rest break. Combat is even more strenuous and dangerous in heavy armor. The character will only be able to remain in sustained combat for one melee per point of P.E. attribute. After fighting for that number of melees the character will collapse from heat exhaustion with only one melee action and half his normal combat bonuses. Note: Heavy armor in the jungle also has a -30% prowl and climb penalty and doubles the rate in which one sinks in quicksand and bogs!

Primitive Weaponry

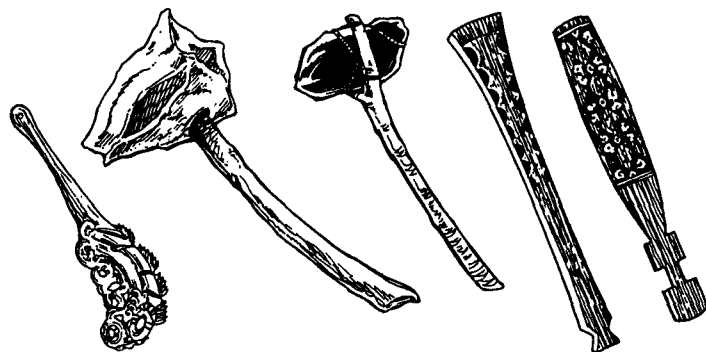
Each of the major ethnic groups are forced to arm themselves with primitive weapons. All of the jungle natives lack knowledge of metallurgy or mining. Their weapons must be constructed from readily available materials, including stone, bone and wood. Metal weapons found in their possession will have been stolen or of ancient origin, passed on from generation to generation or unearthed from ancient ruins. Many jungle people who have encountered "invaders" (typically referring to all outsiders) have come to covet metal weapons, some going to great lengths to acquire them. The majority, however, continue to use crude weapons and tools of their own construction.

The simplest wooden weapons are carved from trees or branches and include war hammers, clubs, throwing sticks, boomerangs and sharpened sticks for use as spears and javelins. Some, like the tezcac, have learned to hollow out bamboo and shafts of wood for use as blowpipes/blowguns that fire a small dart, often tipped in poison. The bow and arrow is probably the most sophisticated and long range of the jungle wood weapons.

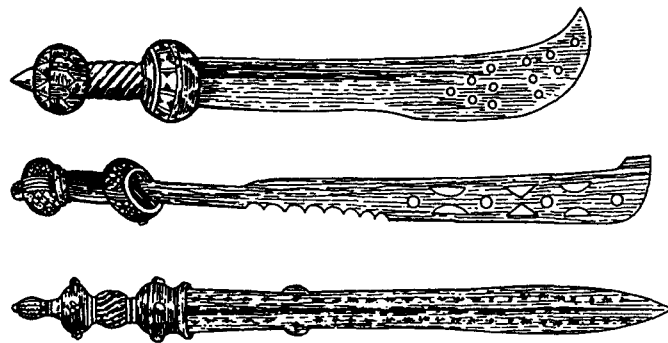
Stone, bone and teeth are used to make edged weapons and tools. Sharpened stone weapons are made through a tedious chipping process. Lengths of bone or wood may be combined with shards of stone or

teeth to make spears, knives, swords, hatchets, and picks. Bone, teeth and stone are also used to make jewelry, sewing needles, fishing hooks, and other tools.

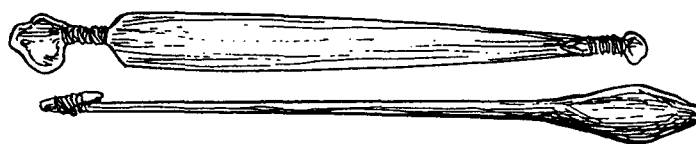
Stone or bone knives are similar to their metal counterparts, the shape remains basically the same but the blades are duller and more easily damaged. Stone knives are heavy and not very aerodynamic and can only be thrown half the distance of a regular knife. Bone knives are lighter than metal and can be thrown an additional 25% of the listed distance. Typical damage: 1D4 for the smallest, but 1D6 damage is typical. Note: Tezcac craftsmen can make primitive weapons of superior quality; these have the same bonuses as those for Kobold quality weapons.



Stone clubs, axes and bladed weapons have the same rough shape as metal counterparts although large blades like swords cannot be made. Often several stone chips and shards are secured to or into a wooden handle/club to make a cutting edge. The easiest stone blade weapons are hand axes/hatchets, battle axes, and maces. In each case, the head or blade of the weapon is a large, chiseled or cut piece of stone. Stone swords, axes and maces/war clubs are heavy, weighing 4-6 pounds (1.8 to 2.7 kg). Typical damage: Short sword 1D6 (large swords are not possible), hand axe 1D4+1, stone axe 2D4, large stone battle axe 2D6 (weighs an additional two pounds/0.9 kg and requires a minimum P.S. of 20), stone mace/war club 2D4. A club with stone shards, large animal teeth or wooden spikes like a morning star does 1D6+1 damage. Penalties: -1 to parry, -2 to strike when thrown and throwing range is half that of normal. Note: Tezcac craftsmen can make superior quality stone weapons that have the same bonuses as Kobold crafted weapons.



Bone-blade weapons look similar to their stone counterparts, but are much lighter. Their light weight can be a disadvantage, inflicting less damage and breaking very easily. Almost any type of weapon can be fashioned from bone, provided a large enough bone can be found. Damage: Basically the same as equivalent stone weapons, but at -2 points of damage. Many tribes coat stabbing and cutting weapons with poison to increase their damage potential.



Wood or bone throwing stick: This weapon is typically a length of wood that tapers toward one end and is thicker or has a bulb at the

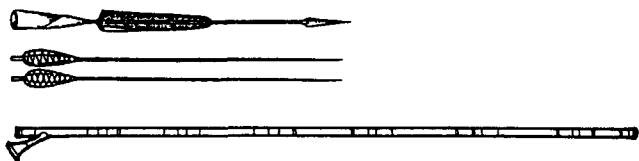
other. Some can even be roughly knife shaped. Historically such weapons were used by a number of African people for hunting (mainly small animals, birds and lizards) and self defense. Typical damage: 2D4; Average effective range: 65 feet (20 m; 100 feet/30.5 m maximum); roughly half in dense jungle.

Slings are one of the simplest and effective weapons to make. All that is required is a strip of material made from animal hide or plant vines and a stone to be "slung" from it. Smooth stones ranging from the size of a robin's egg to a golf ball are the most common among humans. Of course, the stones lobbed by giants, such as minotaurs and gigantes, can be considerably larger. Typical damage: 1D6; Average effective range: 200 feet (61 m; maximum range 300 feet/91.5 m), half in the jungle.

Bola: The bola is a simple weapon designed to entangle rather than damage victims. The bola is simply a pair of weights attached by a cord and spun above the head before being thrown at the intended target. The weapon is used mainly to entangle the legs of a person or animal to trip and capture them. It can also be used to entangle arms, knock weapons out of a person's hands (roll to strike as usual, but must be a called shot) or to inflict damage like a sling or thrown rock. Typical damage: 1D4; Average effective range: 100 feet (30.5 m), half in dense jungle areas. Penalties for entangled victim: Entangled feet/legs are tied together, making the victim fall or stumble. While entangled the victim loses initiative, is -1 to strike or parry, -6 to dodge, and speed is reduced by 80%. All penalties are enforced until the character gets himself untangled/cut loose; it takes 1D4 melee actions to get untangled.

Bows are identical to those listed in the **Palladium RPG**. The damage done by these weapons is identical to those of regular arrows. Arrowheads made of bone are commonly barbed or coated with poison. Typical damage: Short bow 1D6, long bow 2D6, cross bow 2D4 or 1D8; Average effective range: Jungle short bow 300 feet (91 m), long bow 800 feet (244 m), cross bow 700 feet (213 m), but typical range is 50 to 100 feet (15 to 30.5 m) in dense jungle.

Footbow: The footbow is a strange weapon developed for jungle warfare. Twice as large as a longbow it is used to fire upon big, immobile or slow moving targets like buildings, ships, and the occasional dragon. It is most frequently used against villages and boats by launching flaming arrows into the buildings. The archer must lay on his back, press his feet against the bow and pull the string back with both hands. Typical damage: 3D6 normal or 5D6 for flaming arrows. The weapon suffers a -5 penalty to hit a person or moving target, -10 if the target is fast moving; this bow is not meant for accuracy against small, moving targets. Average effective range: The weapon has an incredible range of 1500 feet (457 m).



Blowgun: The blowgun is a hollow rod through which darts are launched by air pressure. Jungle natives frequently coat the darts with some form of poison, especially when used in combat. The blowgun can be fired with surprising accuracy and is extremely silent. Many jungle folk use them to hunt small birds, lizards and mammals. Typical damage: Only one point, but may be coated with poison. Average effective range: 40 feet (12 m; maximum range is 80 feet/24.4 m, but is -3 to strike).

Jungle Armor: Headhunters and other jungle people wear light armor made of bamboo or bones, cloth and animal skins. A.R. 9, 20 S.D.C. and weighs about 15 pounds (6.8 kg).

Combat Notes

By Kevin Siembieda

Poisons

Many tribes, including headhunters and the tezcat use a variety of poisons. The poison on swords, knives, axes and similar is wiped off after 1D4 strikes of the weapon. Poison tipped arrows and darts must be reapplied with poison after each use/strike. Most poisons lose their potency 1D6 days after they were applied and a fresh batch is needed.

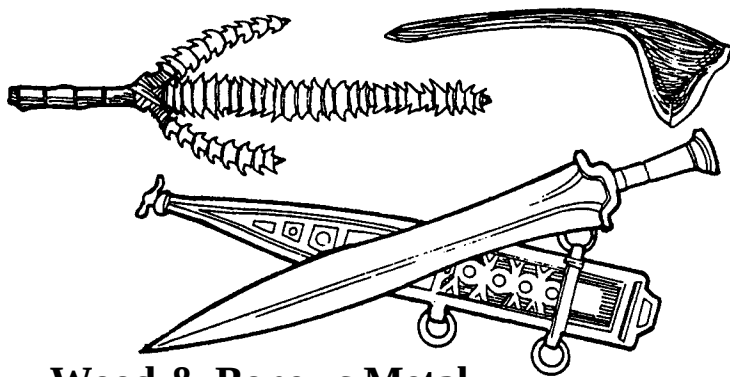
Lethal poison: 4D6 damage plus the normal weapon damage. A successful save vs poison (15 or higher; very potent) means the character suffers only 1D6 damage.

Burning poison: This chemical cause the wound to burn like the dickens. The victim of the burning pain loses initiative for 1D6 melee rounds, and is so distracted by the pain that he is -1 to strike and parry. Penalties are cumulative from several burning poison attacks. A successful save vs poison (15 or higher; very potent) means minor pain and no penalties.

Paralysis poison: This poison is effective only when a weapon or dart strikes an arm, hand or leg. The appendage affected will become numb and less effective. If an arm is effected the character loses one attack per melee round. If the hand is struck he cannot hold a weapon or grasp with any strength. If the leg is struck reduce the character's speed and prowl ability by 30%. A successful save vs poison (14 or higher) means only a tingling sensation in that limb and no penalties.

Sleeping poison: This poison makes the character drowsy for 1D6 melee rounds. During this period the victim will also find it difficult to focus and concentrate. Skill performance is -10%, speed is reduced by 10%, initiative roll is -3, and throwing a weapon or shooting an arrow is -2 to strike. Furthermore, there is a 1-70% likelihood that characters who are not actively engaged in combat (standing guard, resting, sitting, talking, etc.) will fall asleep for 2D4 melee rounds. A successful save vs poison (14 or higher) means the poison has no effect.

Fever poison: This is a delayed reaction chemical that gives its victim jungle fever 1D6 hours after being infected with the poison. The victim suddenly feels hot/feverish, thirsty, weak, muscles ache and the character sweats profusely. Penalties: -1 attack per melee round, -2 on all combat bonuses, reduce speed and skill performance by half. The penalties last 1D4 hours. A successful save vs poison (14 or higher) means the poison has no effect. The character must roll to save for each time he is struck with the poison, but the effects are NOT cumulative in this case.



Wood & Bone vs Metal

Although wood and bone weapons can be lethal, they are no match against blades and rods of iron and steel. An attacker armed with iron weapons may choose to try to break a lesser weapon rather than strike the body of his opponent. A defenseless combatant is more likely to surrender or flee than continue combat (remember, only anarchist and evil characters will kill an unarmed foe).

To destroy a lesser wood, bone or stone weapon, the attacker must deliberately aim his attack at the weapon with the intent to smash/chop/break it. Thus, the player must make a "called shot" by announcing his character's intention to destroy the lesser weapon. Combat continues as usual. The attacker rolls a strike, but focusing his attack at the weapon rather than the person. The defender rolls to parry or dodge.

A **dodge** means the defender tries to move his weapon and his body out of harms way. A successful dodge means his attacker only slices through air and doesn't hit his opponent or his weapon.

If the **defender's parry** roll matches or betters his attacker's, the lesser weapon holds, although chips and cracks may appear from the force of the clashing weapons.

If the **attacker's roll is higher**, then the weapon shatters or breaks in half, provided the attack roll is higher than the weapon's Armor Rating (A.R.).

Lesser weapon A.R. (optional):

Bone: A.R. 9; a roll of 10 or higher shatters the bone weapon.

Thin Wood (like most knives, swords and spears): A.R. 10; a roll of 11 or higher breaks the light wood weapon.

Thick Wood (like most axes and war clubs): A.R. 12; a roll of 13 or higher breaks the wood weapon.

Stone Weapons (any **type**): A.R. 14; a roll of 15 or higher breaks or shatters it.

Note: A natural 20 or a modified 20 or higher, always strikes and shatters the lesser weapon even if the opposing character successfully parries!

All lesser weapons are -6 to save against magic weapons, including holy swords and rune weapons.

Players should be understanding if the attack of a Non-Player Character (NPC) destroys his weapon without benefit of a parry/save because superhuman strength, magic, and other factors may be involved, but G.M.s should be fair.

Magic bone, wood or stone weapons are likely to be indestructible or have a superior, unnatural Armor Rating.

Long-Range Weapons in the Jungle

Long-range weapons (and spells) have minimal effectiveness in the densest parts of the jungle, which represents about 65% of the Yin-Sloth rain forest. The Yin-Sloth is so dense in most places (especially in the interior) that a character rarely has more than 10 to 60 feet (3 to 18.3 m) of relative clearing without tree branches, vines, flowers, plants or animals obscuring vision or getting in the way. Long-range weapons/attacks are at their maximum range and effectiveness along the banks of rivers and streams, in clearings, at villages and in the rare savanna. The average distance an arrow or spear can travel in most areas of the Yin-Sloth jungle without fear of getting blocked or deflected is 1D6X10 feet (3 to 18 m)!

Visibility & Jungle Combat

The heavy vegetation also means visibility is limited to about 50 to 100 feet (15.2 to 30.5 m) in the densest areas of rain forest and 200 to 400 feet (61 to 122 m) in light jungle. Consequently, ambushes, surprise attacks, close combat, being followed and spied upon, startling wild animals, stumbling across snakes, getting lost, and similar things are a constant danger in the Yin-Sloth jungles. In fact, to avoid getting lost, most explorers follow the river and its tributaries and try to avoid travelling more than a mile away from the guiding waters. Of course, the waters of the Yin-Sloth have their own set of inherent dangers.

Jungle Traps

Traps are used extensively by all the jungle people, mainly for hunting and protection. They have littered the jungle with debilitating traps designed to kill or maim unsuspecting victims. Characters travelling through the jungle will constantly encounter all manner of simple traps.

The worst include the following:

Pjt: Typically a simple pit/hole 8 to 14 feet (2.4 to 4.2 m) deep, covered with twigs and leaves. These traps are usually meant to trap wild pigs, tapirs, antelopes/deer, snakes, lizards and occasionally canines and cats. This pit is very common.

Random complications: Roll to see if an animal is already trapped in the pit:

01-50 No animal; fall does 1D6 damage.

51-60 1D6 snakes or insects; none are poisonous, just icky.

61-70 1D6 poisonous snakes or insects!

71-80 Bush pig, wild dog or hyena; terrified and fights to the death.

81-90 Tiger, leopard or other jungle cat; terrified and fights to the death.

91-00 Other dangerous animal like a jungle kodiak, cockatrice, rock crawler, chimera, and so on.

Snake Pit: A shallow pit, 4 or 5 feet deep (1.2 to 1.5 m), filled with Yin adders, cobras, boomslang and others. Characters who fall or stumble into the pit receive 1D4 bites. See Monsters & Animals for specific venom and damage or roll 3D6 damage for each poisonous bite. This trap is usually intended to hurt/kill rival tribesmen, invaders and enemies. This pit is comparatively rare.

Punji-Stake Pit: Pit/hole 8 to 10 feet (2.4 to 3 m) deep, covered with twigs and leaves. The bottom of the pit is lined with a bed of sharp stakes. Roll to see how many stakes the falling character lands on; roll 1D6 for the number of stakes, each inflicts 1D6 damage. These traps are usually meant to trap and/or kill dangerous or larger animals. This pit is fairly common.

Punji Sticks: Sharp wooden stakes stuck into the base of trees or in tree branches, or on the ground at strategic locations near the village, at sacred places and off to the sides of paths. People who stray off the path or go where they don't belong may stumble, trip, fall or lean into 1D4 spikes/stakes; each stake inflicts 1D6 points of damage. Designed for use against humanoid enemies. Travelling slowly and carefully, these are easy to avoid. Being reckless or running, the character is likely to run into them headlong.

Punji-Stick Drop-Fall Trap: A large weight bristling with sharp, wood stakes is suspended in a tree. It is released by a trip wire and either drops down or swings across the target area. Characters can try to dodge but are -3 to do so. This trap inflicts 5D6 damage! Located at strategic locations near villages, at sacred places or off to the sides of paths. This is a favorite trap/defense of headhunters who live in trees.

Crossbow Trap: A crossbow attached to a tree shoots when a trip wire is pressed or broken. Does 2D6 damage. Fairly common.

Animal Snare: Causes the character to trip. No damage, but the character loses initiative, the fall is embarrassing, and the fall makes a loud noise that will alert nearby enemies and predators to the character's location. Reasonably common near villages, at sacred places, or off to the sides of paths.

Rope Snare: This is a concealed, lasso-style snare tied to tree. When the snare is triggered, the lasso snares the foot or feet and whips the character/or animal up and suspended in the tree, usually 5 to 10 feet above the ground. No damage but the character loses two melee actions and needs another two melees to cut himself down. Uncommon.

Jungle People

By Nowak & Siembieda

The following are some descriptions of major people who inhabit the Yin-Sloth jungles. They include general habitats, customs and lifestyle. This section is meant as a basic model for the Game Master and not as the final authority in all situations. Also see the **Palladium Book of Monsters & Animals** for complete stats on monsters and other races.

Tezcats

The only descendants of the ancient Kawans who still retain a shred of influence over the jungle are the **tezcat**. These people have mutated into cannibalistic humanoids with large ears, clawed fingers and toes, and apeish features. Many are the willing pawns of evil forces, including syvan, dragons and necromancers. Most worship the Pantheon of Yin-Sloth or the gods of evil Dragonwright. Tezcat warrior tribes are found throughout the jungle. Extremely territorial, they capture, enslave or murder and eat invaders and rivals (including other tezcat). Prisoners of war are frequently sacrificed or tortured in twisted religious ceremonies for the benefit of evil gods. All tezcat tribes are fiercely aggressive and predatory. Warriors and priests often go to great lengths to avenge any insults, injustice or attacks against the tribe. Most intelligent creatures give these flesh eating warriors a wide berth.

The typical village consists of many small huts surrounded by an outer, defensive stone wall, five feet (1.5 m) in height and two feet (0.6 m) thick. The village is arranged in a circular pattern with the most important buildings in the center. The huts are constructed of woven grass, bamboo or wood, while the roofs are thatched with giant leaves.

A huge pit, 15 to 20 feet (4.6 to 6.1 m) deep and 30 to 80 feet (9 to 24.4 m) in diameter, is always be found near the center of the village. Slaves and prisoners are kept inside the pit. Slaves are vital to the tezcat society and are used for manual labor, household servants, religious sacrifices, and, when necessary, as food. A half dozen armed guards are posted around the slave pit, as well as stationed at key locations on top of the stone wall that encircles the village. Should a slave escape, the tezcat will have little trouble tracking him down and bringing him back. Troublesome slaves are beaten regularly and given the worst tasks. They are also earmarked for ritual sacrifice and as food stock.

A sacred temple is usually located near the pit. All religious rituals, worship, sacrifices to the gods, war dances and village meetings are conducted at or around the temple. The altar is typically cut from stone blocks and can be smooth or covered with intricate carvings. The tezcat (as were the ancient Kawan) are excellent masons and stone cutters although few ply this art except for religious purposes. Some tribes will have a temple located in a jungle clearing outside the village. This usually indicates a sacred place, the site of a historic battle or miracle, or an ancient Kawan ruin — the Kawan once erected giant Mayan-style temples that rose five to ten stories tall, like man-made mountains.

Around the temple and pit are the first circle of houses. These are for the tribe priests, elders, warrior chiefs, stone workers and other prestigious tribe members. Around these are the main body of the villagers, along with some pens for cattle, goats and chickens, as well as a few vegetable gardens. In areas where the tezcat number into the tens of thousands, the village will be expansive, with two or three large, pyramid shaped, stone temples, a very solid, protective stone wall and two or three slave pits.

Although the tezcats have a more advanced society than most jungle people, technology is comparatively low. All weapons and tools are



made from wood, bone and stone. Agriculture and raising cattle is practiced, but are more like hobbies and pastime activities than a means to support the village. The tezcac are hunters and warriors who devour their foes and feed on the flesh of those they defeat, whether animal or humanoid!

Stone working is the most developed craft. Stone masons are respected only slightly less than priests. These craftsmen live in the village cutting stone blocks for construction of walls and temples, carving stone and making statues. They also painstakingly craft the chipped stone weapons and tools used by the warriors. Some items are so well made that, from a distance, they are mistaken as metal. Stone masons are considered skilled artists and are protected at all costs. They are not allowed to engage in combat and a warrior will gladly sacrifice his life to save one of these great craftsmen. The punishments for violence against stoneworkers are severe. Murder is punished by long hours of torture and finally death. The sentence for maiming a craftsman is the removal of both hands and banishment from the tribe. Stealing or damaging their tools will result in a beating and the amputation of one hand. Other crimes against them result in beatings and chastisement. Even conquering rival tribes will often spare the lives of stoneworkers and try to entice them into joining their tribe.

Tribal Shaman & Priests

Leadership is provided by a high priest who is chosen to be "shaman." A tribe may also have a king and/or a war chief but even they are subservient to the shaman. In addition to being the tribe leader, a shaman also serves as healer, judge and wise man. It is the shaman who makes all the final decisions, judgements, assigns punishments, and delegates responsibility within the tribe. They are also masters at brewing concoctions and potions which are used in ceremonies, recreation and as rewards. The chemicals are extracted and mixed from plants/herbs, insects, bones, venoms, and even the earth to make lotions, poultices, potions, teas, and remedies for illness. In addition, the shaman and the priests who serve him make colorful dyes, inks, paint, lantern oil, and snuff. Alcohol, potent narcotics, hallucinogens and sedatives are used extensively. Unless there is a language barrier, few can resist a Shaman's interrogation when aided by his powerful array of drugs. Special mixtures or alcohol may be distributed as rewards to brave warriors, heroes or masterful hunters — half of the tribes suffer from alcoholism or substance abuse.

Other priests are regarded highly in tezcac society but are subservient to their shaman. When a shaman dies, a successor is selected from the high priests who served under him. This selection process usually involves drugs and visions from the gods.

Tezcac are extremely superstitious and religious. Unfortunately, most tribes are fanatics devoted to Yin-Sloth the Terrible or Pith. The religious leaders rule the tribe. The people respect and/or fear all clergy, no matter what religion they serve. The words of priests and tribal shamans are sacred and it is the priests who make tribal law. Slaying clergy is believed to be bad luck. Killing a rival tezcac priest, especially a tribal leader/high priest is the worst blasphemy and is believed to bring upon the village the wrath of an angry god. Any tezcac who would harm or attempt to harm a cleric are severely punished by enthusiastic young warriors. Outsiders who strike at a priest or deface a temple are captured, tortured and put to death to appease the gods and avenge the tribe. In wartime, the priests of enemy tribes will be spared and offered membership in the conquering Tezcac's tribe. Priests of conflicting alignments, gods or churches will be forced from their territory but not slain unless they force the issue.

Tezcac Totem Poles

The tezcac are a fiercely territorial people, they patrol their borders regularly in search of danger and treachery. The amount of territory controlled by a tribe reflects their power. Many times in the past, wars erupted when one tribe entered the boundaries of another. These wars

sapped manpower and resources and often weakened both sides, sometimes allowing a third tribe to step in and conquer both. A series of stone and/or wood markers denote the territory of a particular tribe.

There are two basic totem types, one meant to mark the borders of territory while the second type is used to relay information. These poles help reduce the numbers of senseless battles over borders and provide those who know how to "read" them with information. All tezcacs know how to accurately interpret the symbols, markings, and fetishes used on these totem poles. Most also know how to make the wood types which offer warnings and data. **The territory markers** are usually made from stone and are decorated with carved demonic and animal features, colored rings of paint or dye, feathers, teeth and skulls. Skulls and frightening carved visages are used to intimidate potential invaders and frighten away evil spirits. Frequently, the face or totem animal will denote which of the jungle gods are worshipped by the tribe. The top foot (0.3 m) of the pole is covered by 10 to 12 bands of color. Each tribe has its own pattern of colored bands which serve as an identification code. All tezcac warriors have these same tribal "colors" tattooed or painted on their bodies. Priests, craftsmen and women display this same pattern on clothing or dyed hair. These colors and patterns make tribal identification quick and easy (at least among the tezcac). Colors include light brown, dark brown, red, yellow, orange, black, white, grey, pink and purple.

Another set of painted rings may be inscribed to represent specific gods. They are as follows:

Kirgi the Rat God: Black, White, Black

Yin-Sloth the Terrible: Black, Black, Black

Pith the Snake God: White, Black, White

Tark the Spider Goddess: White, Black, Black

Ippotomi the Water Goddess: White, White, Black

Lopnel the Red God: White, Red, White

These stone monoliths can be six to 16 feet (1.8 to 5 m) tall and can weigh several tons. A toppled or defaced stone marker usually indicates war has been declared or a border disputed/challenged.

A rival tribe may gain safe passage through another tribe's territory by having the lead man (ideally a priest or lead warrior) carry a symbolic white spear. The spear symbolizes peace and death. The visiting tribe must then offer the people of the territory a small offering, typically one or two humanoid captives (rival tezcacs, humans, elves, lizard men, etc.; race doesn't really matter). This peace offering is almost always accepted (96%), a native scout is assigned to lead them through the territory and the visitors are allowed safe passage. Those who make no such gesture are regarded as aggressors and trespassers subject to capture, enslavement or death.

The second type of totem pole serve as warnings and are made from thin, green branches six feet (1.8 m) in length/height stripped of all their bark and marked with paint, feathers and other items. First are the tribal identification rings of color followed by a number of feathers or objects tied to the pole. These items identify rival tezcac tribes, monsters and danger in the area. For example: One feather indicates enmity (a rival has been spotted in the area), two feathers attached mean that the rival tribes are at war, and two feathers dipped in blood mean the rivals have recently clashed and blood was spilled. If the feathers hang with the quill tip pointed upward, it means the tezcac tribe who made the totem pole was victorious. If the quill tips are pointed down it means they lost.

Other symbols of warning or information: All are tied (unless stated otherwise) to the totem pole with twine or vine.

A dead snake or lizard hanging from the pole is the symbol for lizard men. One feather attached the dead reptile means they have been spotted in the area, two that they are at war, and bloody feathers means a recent clash and bloodshed.

- The foot of a bird symbolizes a dragon in the area. Two bird feet mean two or more dragons.

- An animal tooth or sharp stone chip means a predator is in the area and usually denotes a man-eater.
- A worm represents the demon Worms of Taut.
- A monkey's paw means good fortune/success/safety.
- A monkey's feet represent grimbor and good luck.
- A monkey's head represents slavers or bounty hunters.
- A butterfly or moth indicates faerie folk.
- A single flower means the gods of Light.
- A thorn or branch of thorns means the gods of Darkness.
- A spider represents demons and evil (dangerous) spirits.
- A stone mean elementals or elemental magic.
- A burnt ember or charcoal means a forest fire.
- A black beetle, ant or other black insects means black magic, witchcraft, or necromancy are in the area.
- A pointed stick indicate outsiders or invaders, including humans, elves, dwarves, wolven, ores and goblins. Three sticks tied together mean many outsiders/a small army.
- A decapitated head of an animal impaled *on the top* of the pole means extreme danger and tezcats should flee the area or proceed with great caution. A single feather tied to the decapitated head means warring tribes. A snake in the mouth means lizard men, a bird's foot means dragon(s), and so on.

Totem Statues: A totem pole, stone pyramid or statue may be erected as a monument to commemorate a great battle, honor the dead or to honor a god. Totem statues are carved from thick logs or stone usually as abstract depictions of demons or jungle gods.

Stone statues that seem more realistic and depict a lesser demon, devil or animal are *guardian stones*. In a secret ritual known only to the shaman, the essence of the creature captured in stone is fused to the statue. The pole becomes a means of magical protection. As soon as a non-tezcat person approaches the statue, it comes to life; identical to the Guardian Stones found in Adventures on the High Seas on page 43. Only priests are not attacked.

Size: 5 to 6 feet tall (1.5 to 1.8 m).

Weight: 120 to 150 pounds (54 to 67.5 kg).

Religious Orientation: 12% worship Evil Dragonwright (with Styphon as the principle god), 3% worship Good Dragonwright, 25% worship the entire pantheon of jungle gods, 20% worship Yin-Sloth and Pith only, 10% worship only Yin-Sloth, 10% worship only Tark the Spider God, 2% worship only Pith, 2% worship only Lopnel The Red God, 7% worship Kirgi the Rat God, 4% worship Aco & The Juggernaut, and 5% worship other gods. Many of these are death cults and most are quite fanatical in their beliefs and practices.

Tezcat revere the giant grimbor as demigods and never harm them except in self defense. Tribes of grimbor are allowed to wander freely from one tezcat territory to another without requiring tribute or permission. Some smaller tezcat tribes even live with the mighty giants and bring them food and protect them from slavers, hunters and other dangers. Outsiders who slay a sacred grimbor, especially for sport or spite, are hunted down and slain by tezcat warriors or priests. Grimbor in the area is considered good luck.

Note: Tezcat tend to be very hostile, aggressive, and territorial. Most worship evil, bloodthirsty gods. Favorite weapons include knives, axes, whips, and throwing sticks. They seldom wear any armor and rarely use any sort of riding animal, although they have domesticated cattle, chickens and dogs.

Hundreds of tribes are found throughout the entire stretch of the Yin-Sloth jungles. A typical small tribe will have 1D6X10 members, medium 6D6X10 members, while a typical large tribe will have 4D6X100 members. The largest can have as many as 6000 members, but this is a rarity.

Tezcat Stoneworkers/Masons O.C.C.: Basic stats are the same as the warrior, only their specialized skills are different. He gets the skills, gem cutting (+15%), fashion tools (+20%), pottery (+10%), mining (+10%), mountaineering (+10%), scale walls (+5%), locate secret compartments & doors (+10%), W.P. blunt and a W.P. of choice,

Tezcat Warrior

Optional Player Character

O.C.C.: Mercenary fighter/warrior, ranger, thief or assassin, but reduce the character's selection of elective skills by two.

O.C.C. Jungle Skills: Tezcat warriors have the following skills in addition to their chosen O.C.C.: Hunting, wilderness survival (+10%), fashion tools (+5%), and use poison (+10%), plus the special skill of making and reading tezcat totem poles (35% plus 5% per level of experience).

Alignments: Any, but most are selfish or evil.

Attributes: The number of six-sided dice are designated: I.Q. 2D6+2, M.E. 2D6, M.A. 2D6, P.S. 3D6, P.P. 4D6, P.E. 3D6, P.B. 2D6, Spd. 3D6

Hit Points: Standard (N.P.C.: P.E.+20), A.R.: 4

Horror Factor: 10

P.P.E. (for Rifts or BTS): 3D6

Natural Abilities: Nightvision 30 ft (9 m), very agile, and good climbers (+10%).

Attacks Per Melee: (As an N.P.C.) Two by bite doing 1D4 points of damage or claws doing 1D4 points of damage or by weapons.

Magic: None for warriors

Psionics: Standard

Average Life Span: 50 years

Value: None

Habitat: Exclusive to the Yin-Sloth Jungles.

Languages: Goblin, although may learn others.

Enemies: Humans, elves, dwarves, gnomes. Dislike and distrust most other races.

Allies: Grimbor and known to cooperate with non-humans, such as ogres, trolls, goblins, and giants.



plus the special O.C.C. skill of stone cutting and stone architecture (25% plus 5% per level of experience). He can also select two elective skills at level one, four, eight and 12, and five secondary skills at level one.

Description: All tezcat are a dark skinned people with large, flat noses, large round ears and a large mouth with sharp teeth. Most outsiders consider them to be subhuman.

Starting Equipment: Loincloth, nose stick ornamentation, stone knife or axe, 1D4 throwing sticks, one or two weapons of choice, 1D4 different types of poisons for his weapons, blood bottle (tend to drink blood rather than water or wine) and two small sacks.

Tezcat Shaman & Priest O.C.C.

The following stats are for the classic tezcat tribal shaman. A traditional priest, druid, healer or mind mage can also be considered a shaman but he does not have the skills listed as follows.

Alignments: Any, but most are selfish or evil.

Attribute Requirements: I.Q. 9, M.E. 9 or higher, a high M.A. and P.P. are also helpful but not required.

Hit Points: Standard +10 points (N.P.C.: P.E.+30), **A.R.:** 4

Horror Factor: 12,

P.P.E. (for Rifts or BTS): 6D6X2, plus 8 per level of experience.

Natural & Special Abilities: Nightvision 30 ft (9 m), they are very agile, and good climbers.

Attacks Per Melee: (As an N.P.C.) Two by bite doing 1D4 points of damage or claws doing 1D4 points of damage or by weapon or magic.

Magic: See special abilities

Psionics: Standard

Average Life Span: 65 years

Experience Level of NPCs: The shaman is 1D4+4; the average priest 1D6.

Beyond the Supernatural Note: A Tezcat shaman will either be a psychic healer or 1D4 level arcanist.

Description: A male tezcat (rarely a female of any race) with an air of power and superiority around him. Most shamans wear a headdress made of feathers and bones.

O.C.C. Skills: Religious Doctrine (+20%; jungle religions only), Holistic Medicine and Chemistry (+10%), use poison (+14%), Witch Lore (+10%), plus the special skill of making and reading tezcat totem poles (40% plus +5% per level of experience).

Elective Skills: Choose 5 at first level and 2 at levels three, six, eight, 11 and 15.

Secondary Skills: Choose 6 at first level and 2 at levels five, seven and nine.

Electives:

Dowsing (+10%)

Gem Cutting

Hand to Hand Combat: Non-Men of Arms

Identify Plants/Fruit (+12%)

Identify Tracks (+2%)

Medical (+10%)

Prowl

Scale Walls (+10%)

Sleight of Hand (+5%)

Track

Undead Lore (+5%),

Any W.P. except long bow, lance and targeting.

Secondary Skills:

Area Knowledge (+16%)

Barter

Cook (+5%)

Dance (+5%)

Concealment (+2%)

Demon and Devil Lore (+15%)

Faerie Lore (+5%)

Fashion Tools (+5%)

Mathematics (+10%)

Paint (+20%)

Palming (+5%)

Read/Write Additional Language

Recognize Poison (+15%)

Sense of Direction (+10%)

Sing (+10%)

Speak Additional Language (+20%)

Starting Equipment: Basic clothing, ceremonial headdress and necklace, nose stick ornamentation, sacrificial short sword, stone knife, blowgun and 10 darts, 1D4+2 different types of poisons, three small sacks, blood bottle, and a holy symbol.



Tezcat Shaman & Priest Knowledge & Abilities

1. Snake Charmer: Snakes *never* bite the shaman, he can control one snake per level of experience, and he is +6 to save vs all types of snake venom.

2. Blood Sacrifice: The tezcat shaman regularly performs blood sacrifices to his gods; 40% of the time animals are used, 60% humanoid sacrifices.

The ritual not only appeases the gods (or so they believe), but enables the shaman or priest to cast three additional spells within the next hour and all magic cast during that hour is +1 to spell strength. Or the shaman or priest can opt to be granted the strength of the gods: +6 P.S., +6 P.E., +20 hit points, +1 on all saving throws; duration: one hour after the sacrifice. Each blood sacrifice can endow two priests with the enhanced strength or increased spell power. Limitations: Only works on the shaman and other tezcat priests and lasts for one hour.

3. Spell Casting & Magic Combat: Similar to Clergy: Gods of Light, but the tezcat priest can only learn one spell per level of experience and can only cast three spells per 24 hour period plus one at levels two, four, six, eight, ten, 12 and 14. **Note:** The official shaman/religious

leader can cast an additional two spells per 24 hour period and recognize enchantment 30% plus 5% per level of experience.

Magic Combat Bonuses: +1 to save vs spell magic at levels one, four, eight, 12 and 15. +1 to save vs circles and wards at levels three, seven, nine, and 13. +1 to spell strength at levels two, five, ten and 15.



Headhunters

Headhunters are a human ethnic group who live in the deepest regions of the jungle. They have a strange culture and are viewed as the most vile people in the jungle, even by the evil tezcat. They have no respect for anyone, little organization, and a complete lack of morals. Headhunters live only to satisfy their blood lust, a desire which can be filled only by the killing of intelligent life forms. They are horrible fiends who keep disgusting trophies such as skulls, bones and shrunken heads.

Headhunters live in small, family based clans in the jungle depths where the trees grow the tallest and the densest. These people learned early that sleeping on the ground means death and moved into the protection of the trees. Tree-top villages are constructed from branches, large leaves, and netting, rope and fiber made from weaved grasses and leaves. The buildings are connected by treacherous vine bridges or swinging vines. There are very few approaches to the village from the ground, and all require climbing or being carried upward into the tree tops. This also means the tree-top villages are expertly concealed, from both the ground and the air. Only experienced jungle dwellers, such as the tezcat, grimbor, hytril, and other headhunters are able to locate these hidden communities of human tree dwellers.

The ground below the largest villages is a filth ridden field of bones, human waste, bugs and decomposing animal corpses. Packs of wild dogs and meat eating scavengers roam the jungle beneath and around the village. They usually leave the headhunters alone, although they are not domesticated by the tribesmen. These animals are extremely aggressive when protecting their territory or scavenged resources. They begin by barking and growling loudly before they actually strike. Their presence helps alert the tree-top people to intruders and danger, as well as help protect them from invaders — it is virtually impossible to sneak up on even the largest of headhunter villages. Furthermore, even with the tell-tale refuse on the ground, gazing into the trees above will show only leafy jungle, not a village of hundreds.

The headhunters are far more territorial than the predators and scavengers they share their land with. Most will attack anybody, human or animal, dragon or demon, who doesn't belong in their jungle area. Unlike the tezcat, there are no totems to mark their borders, only the bones and grisly corpses they let fall to the ground, but many of these are eaten or carried away by animals. Headhunters kill for the sake of killing. The entire culture is structured around the slaying of intelligent life forms, particularly humanoids. These human tribesmen eat nothing but humanoid flesh, but are not cannibals (they don't eat their own kind).

The society has little structure and no formal means of selecting leaders. Rank is determined by the skill and strength of its warriors. The strongest rules through raw strength, intimidation or magic. His reign (women never rule) lasts until another warrior challenges and bests him in combat (often to the death). This respect for strength and power means that non-human creatures can become the tribal king/ruler. Thus, it is not unusual to see a tezcat shaman/priest or warrior as king of a headhunter tribe. The occasional necromancer, wizard, gromek, sphinx or demon may also be seen as the head of a tribe. The only race the headhunters completely abhor and will never follow are lizard men of any kind.

Male warriors fill the role as provider and defender of the tribe. Each tribesman has a collection of heads/skulls which serves as a status symbol. Defeated opponents, especially great foes, will have their heads decapitated, shrunk through a tedious secret process, and worn with pride on a belt, necklace or other jewelry. They can also be used as decoration on huts and weapons. Worthy or unusual opponents will have their heads boiled to remove the flesh and eaten. The skull is then displayed as warnings, used as a child's toy or discarded.

Women and children are considered second-class citizens and are subservient to the male leaders and warriors. Women are charged with child rearing, nursing, cooking, mending and the building of the tree-top villages. They also perform most of the menial labor and are expected to make the rope, nets, twine, and cloth for the warriors and family members; usually loincloths and belts. A woman or female child who dares to speak openly about another male is beaten. Male children are taught the ways of the jungle, tracking and fighting and are ranked above their own mothers. Despite all of this, the males are extremely protective of their women and families and will battle and face death to save them from harm or to protect their good name.

Headhunters are short tempered and vicious fighters. Battles are frequently to the death even over such trifling matters as to avenge an insult or grudge. Insults are usually aimed at the warrior's fighting

abilities or skull collection. "Plant eater," "coward" and being compared to a "woman" are the worst of insults. One of these insults will spark a savage brawl, dangerous challenge (usually to prove bravery) or even a duel to the death.

O.C.C. Selections: A male warrior can be a mercenary, ranger, thief, assassin, jungle priest, shaman, or mind mage. A woman can become a scholar (knowledgeable in the ways of the jungle, her people's history, jungle lore and domestic skills), a witch (rare) or healer.

Alignment: Any, but almost always anarchist or evil.

The Eight Attributes: The number of six-sided dice are designated as follows: I.Q. 2D6+2; M.E. 3D6; M.A. 2D6; P.S. 3D6+4; P.P. 3D6+2; P.E. 4D6; P.B. 3D6; Spd. 3D6

Hit Points: Standard (NPC: P.E. +15), **AR:** 4

Horror Factor: 6, **P.P.E.:** 2D6

Natural Abilities: Adaptive, resourceful

Attacks Per Melee: 2 or by O.C.C.; damage by weapon.

Warrior Bonuses: +1 on initiative, +2 strike and +2 dodge, +3 damage.

Magic: None

Psionics: Standard

Average Life Span: 40 years

Value: None

Habitat: In the trees of the Yin-Sloth Jungle.

Languages: Dialect of the Southern Tongue.

Enemies: All humanoids.

Allies: None, per se.

Size: 5 to 5.5 feet (1.5 to 1.7 m)

Weight: 90 to 120 pounds (40.8 to 55 kg)

Starting Equipment: Loincloth, jungle armor (A.R. 9, 20 S.D.C.), stone knife or hatchet, spear, one weapon of choice, two different types of poisons for his weapons, 50 feet (15 m) of vine rope, grappling hook, four wooden spikes, blood bottle (tend to drink blood rather than water or wine), and two small sacks.

Notes: Headhunters are a semi-nomadic society of hunters and fighters who refuse to domesticate animals or farm. They have no metallurgy knowledge, do not wear armor, and use the most basic of tools. Weapons and tools are fashioned from wood, bone and stone. They covet metal weapons which they must steal from their victims. Favorite weapons include blowguns, knives, short swords, wood and stone clubs, spears, and short bows. Arrowheads, spearheads and dart tips may be barbed and are usually coated with poison.

Camouflage: Before going hunting, they cover their bodies with streaks of green, black and brown war paint. The war paint gives them a +10% bonus when prowling or hiding in the jungle, especially in trees.

Traps: Masters of concealment and ambush, they love to use traps, especially pits, dead falls, and rope snares.

Poison: Headhunters love using poison coated weapons, especially blowgun darts, spears and arrows. If a shaman or priest is part of the tribe he will be charged with the making of potions and poisons. See list of common poisons described in the weapon section.

Fire sand hand grenades: One headhunter priest of the Gon-kwa tribe stumbled upon how to make primitive hand grenades. The shaman had intended to make a portable lantern from shrunken heads. He packed the head with *fire sand*, stitched the mouth closed and soaked the hair in organic lantern oil. The lanterns exploded killing several headhunters. They have been used as weapons since that time. The Gon-kwa tribe is notorious for these exploding heads and have quickly overcome their enemies. These primitive hand grenades are especially useful when dropped or thrown from trees. Damage: 2D6+2 per each. Effective throwing range: 100 feet (30.5 m). Otherwise these grenades are rare!

Yin-Sloth Pygmy

Pygmies are short, dark-skinned people who are extremely strong and fast for their small size. They are a good natured, peaceful group who lead quiet lives as hunters and gatherers. They fight only to defend themselves. Their desire for peace is often a futile one, for they are under constant attack by larger humanoids who think they can easily conquer, capture, or kill these little people. Even the jungle cats often prey on lone pygmy hunters.

When they have a choice they will flee and hide rather than fight, although an angry, vengeful or cornered warrior is a dangerous foe. They are adept at espionage and hiding and sneaking through the jungle. They often prowl unnoticed into the camps and villages of others to investigate or steal weapons, exotic food and trinkets, but never harm to get them. If discovered they run back into the forest and disappear. They regard all outsiders as intruders or enemies and have no compunction about stealing from them regardless of the pygmy character's alignment. However, a pygmy will never steal from a person he or she considers a friend, even outsiders. Frequently, travelers are secretly followed and observed by 1D4 pygmy scouts and never know it. The pygmies engage in this spying to learn the intentions of strangers and enemies so they can prepare against impending attacks and danger. If an enemy is discovered, they will ambush using poisoned weapon and pit traps to prevent a major battle. However, they are just as likely to relocate their village or temporarily abandon it and hide in the forest until the danger has passed. They are eternal enemies of the tezcat, headhunters, and lizard men.

Pygmies live in simple communities with huts constructed from grass and leaves with a support pole in the center. They are short, long dwellings inside of which live several families. Each hut faces another. Defense is provided by a 10 foot (3.0 m) high palisade of wooden poles and concealed pit traps and punji sticks. The barricade is reinforced with dirt berms piled along the inside. The people eat fruits, nuts, roots and other edible vegetation in addition to small animals, birds, eggs, and select, edible beetles and larvae (both surprisingly tasty). The pygmies domesticate and train dogs to assist them in hunting and defense of the village. They also keep song birds and monkeys as pets.

The people have strong but strange religious beliefs. Both Tark the Spider God (which to them symbolizes cunning and trickery) and Ippotomi the Water Goddess are worshipped. Daily sacrifices of food are burned at sunset on the stone altar, which is usually a large boulder with a flattened top. The food is lain on the altar in the morning. If it is disturbed, the people become irate. Touching the food is blasphemy and an omen of terrible things to come. They believe that their entire family, including ancestors, will be barred from paradise if they do not respect all life, especially intelligent life.

Both men and women have clearly defined roles in the matriarchal pygmy society. The men are expected to construct and defend the village, as well as provide food and make tools. The women make the clothing, prepare food, tend to child rearing, arrange marriages, and form the ruling body of the tribe. The oldest female leads the tribe with the aid of a council of advisors (all women). The religious beliefs of the tribe promote a matriarchal system where the women lead with the respect of the men. Since they worship only female deities, the people believe that only women have the potential for leadership and true divinity. Of all the possible suitors who bring gifts, the women will choose the best and often out of love rather than wealth.

O.C.C. selections for Males: Mercenary, Ranger, Bard, Thief, Tumbler (High Seas), Spy, Holy Crusader, or Healer.

O.C.C. selections for Females: Priest, Shaman, Healer, or Druid.

O.C.C. Pygmy Jungle Skills: Pygmy males have the following skills in addition to their chosen O.C.C.: Prowl (+12%), wilderness survival (+20%), fashion tools (+10%), intelligence (+5%), and use poison (+15%). Pygmy females have the following skills in addition to their chosen O.C.C.: Prowl (+6%), wilderness survival (+15%), identify

fruit/plants (+20%) and recognize poison (+15%).

Alignment: Any, but the vast majority are good or unprincipled characters with a high regard for human life.

The Eight Attributes: I.Q. 3D6, M.E. 3D6, M.A. 4D6, P.S. 3D6, P.P. 3D6, P.E. 3D6, P.B. 3D6, Spd. 5D6

Natural Abilities: Nightvision 30 feet (9.1 m)

Hit Points: Standard (NPC: P.E.+20), AR: 4

Horror Factor: 6, P.P.E.: 3D6

Attacks per melee: Standard: NPC has two with weapons.

Bonuses: +1 on initiative, +1 to dodge, +2 to save vs poison and disease, +2 to save vs horror factor.

Magic: See available O.C.C.s

Psionics: Standard

Average Life Span: 50 years

Value: Make good spies, scouts and porters. They have great strength and a vast knowledge of the lands. They are very loyal to employers and will work for small amounts of valuables, usually food, equipment or metal weapons.

Habitat: Yin-Sloth Jungle

Languages: Dialect of Southern Tongue

Enemies: Tezcat, headhunters and slavers and bandits from outside.

Allies: None, per se; tend to pick and choose their friends carefully.

Size: 4 to 4.5 feet (1.2 to 1.4 m)

Weight: 80-120 pounds (36 to 54 kg)

Notes: Pygmies wear simple garments, usually just a loincloth and belt. They will never wear armor in combat. Before leaving the village they cover themselves with red and white paint.

Weapons are made from readily available materials, and preferred weapons include blowguns, short bow, javelins, spears, stone knives and hatchets. The pygmy blowgun is a four foot (1.2 m), hollow, bamboo rod. The darts are usually covered with a mild or non-lethal poison and used for both hunting and defense. However, a powerful lethal poison may be used against known enemies with murderous intent.

Starting Equipment: Loincloth, stone knife or hatchet, spear or javelin, and one or two weapons of choice, 1D4 different types of poisons for his weapons, a water skin, 30 foot length of vine rope, and two small sacks. They will bring a pouch filled with fire sand in addition to their weapons. A favorite tactic to blind or frighten an opponent at night is to throw a handful of powder into a torch or campfire. This causes a momentary fire ball that is blinding (effects equal to the blinding flash spell) and startling (horror factor 12). Anybody too close to the flaring fire (one yard/meter) will be singed, suffering 1D6 damage.

Nomads

During the Battle of Gods, many jungle people fled to the northern border to hide in the mountains or to flee into the kingdoms of the elves and dwarves. These humans became border nomads who lead a simple life of hunting and gathering in the fringe between the jungle, mountains and civilization. In recent decades, they have been joined by people of all races, including humans from Timiro and the Western Empire, large numbers of ores and goblins.

Unlike the jungle people, most nomads are more educated in the ways of civilization, speak two or more languages, and have domesticated animals (including horses, camels, cattle and dogs). There is no one religion common to the nomads, but most center on gods other than Yin-Sloth and other jungle deities; the Pantheons of Light and Dark are popular.

Nomads tend to be rugged individuals who have left civilization due to persecution, disillusionment with society or fear, banishment or for crimes. Those who wander through the light jungles of the north hunt in small, mobile communities. They build simple shelters or pitch tents. When food begins to run short in an area, the group will pack up their



belongings and move on. Many groups will travel to border towns annually to sell cattle, furs, weapons and other valuables they have collected. They will use the money to purchase the niceties of society such as armor, weapons, traps, tools, equipment, food, booze, pack animals, new cattle, etc.

The Nomads lead a hard life in the frontier's, living in the lighter, northern jungles, mountains and southwest tip of the Western Empire. Natives see them as interlopers and frequently slay or force them from their territory. The Western Empire sees them as simple-minded barbarians, criminals, peasant vagabonds and fodder in political intrigue. Nomads may often seem friendly, but most have learned to trust no one outside their own group and many are part-time thieves and ruffians. Others are mercenary fighters, assassins, rangers and soldiers who can prove to be more than a match against bandits or hostile natives. They rarely use primitive tools and wield weapons and tools made of metal. Many groups are inclined to welcome others of their own race, thus humans are more friendly toward fellow humans, goblins toward other goblins and ores, and so on. Racial tension is a constant factor and there are some bloody skirmishes when rival bands or hostile races collide in the wilderness.

O.C.C.s available to Nomads: Any except knight, paladin, diabolist, summoner, alchemist, shaman, druid, or holy crusader. This list may be further modified by racial restrictions.

O.C.C. Jungle/Wilderness Skills: Nomads have the following skills in addition to their chosen O.C.C.: Wilderness survival (+10%) and sense of direction (+10%).

Alignments: Any

Attributes & Hit Points: As per the appropriate race.

Starting Equipment: As per O.C.C.

New O.C.C.S

By Patrick Nowak & Kevin Siembieda

The World of Palladium is a dangerous land where the life of the common person is filled with danger and strife. In many lands the average peasant barely manages to eke out a humble existence. Their possessions, homes and lives are constantly threatened by dangerous animals, giants, witches, monsters, demons and raiders of all kind. Despite the peril these forces represent, they are usually defeated by soldiers, peasants and adventurers working together. The following O.C.C.s are just some of the champions who rise up to defend the weak, fight for justice and destroy the monstrous.

List of New O.C.C.S

Beastmaster (Clergy)

Holy Crusader (Men of Arms)

Nomadic Tribesman (Men of Arms)

Slaver/Enforcer/Bounty Hunter (Men of Arms)

Spy (Men of Arms)

Tezcat Shaman (not listed here - see Tezcat Clergy in jungle people section).

Undead Hunter

Witch Hunter

Sage NPC

New Jungle Races

Optional Player Characters:

Subject to Game Master approval.

Avians

Cat Men

Corpse Creature

Dogre

Dragonmen

Fire Sprite

Fyr-Kree Insectoids

Grimbor

Headhunter (see Jungle People)

Krog

Lizard Men

Pygmy (see Jungle People)

Ration

Sand Serpent

Tezcat Warrior (see Jungle People)

Trapper's Mates

Note: See the monster section for most of these races.

At heart these men and women are kindly souls who strive towards the usual ideals. Their mission is to develop and preserve a lasting harmony between animals and men. Beastmasters see themselves as much needed champions for defenseless animals. They travel the world healing and caring for animals. They also free animals subjected to cruelty from humanoid masters or captors.

Most are quite militant and extreme. They not only rescue abused animals but also chastise, lecture, beat or kill the perpetrator. In many cases these clerics run afoul of the law in their eagerness to administer their peculiar brand of justice.

The habits of beastmasters differ between individuals. Some are loners who prefer a secluded wilderness existence. Many live in the wild as hermits who heal animals and cure their ailments (hermits also disdain civilization and the people it spawns). Others live in rural areas where they help teach cattle rangers and farmers how to better care for their livestock and pets, help deliver babies and heal animals. A surprising number are found in urban settings providing veterinary services, humane animal training, humane extermination of vermin, and animal caretaking services. Regardless of the character's personal lifestyle, each member of this religious sect will try to promote harmony between men and beasts and come to the defense of helpless animals.

The beastmaster understands the ways of nature and the predator. Although they do not eat the flesh or wear the hides of animals, they don't look down upon those who do. Thus, they accept the use of animals for labor, the repulsive raising and butchering of livestock, and hunting for food and clothing. They welcome the domestication of animals, especially pets, because they see animals as excellent companions and mutual friends. Their only concern in these areas is that the animals receive the best care, treatment, (when applicable, love), and don't suffer needlessly.

They hate slavers, merchants, ranchers, farmers, butchers, trainers and owners who treat their animals badly or cruelly, and especially those who hunt for sport or who abuse/mistreat/kill animals for fun or amusement; this includes the operators and animal handlers of gladiatorial arenas. The beastmaster will free animals imprisoned by slavers, beat a man who beats his animal, and savagely assault or kill a character who deliberately tortures or kills an animal for sheer pleasure or is wantonly destructive of nature.

Beastmasters & Special Abilities

In their service of nature the beastmasters have developed special abilities. Like the druid, they worship and serve all of nature although they are devoted to animals. Nature has granted these individuals special powers to better serve her animal children. These powers enable the beastmaster to perform wondrous feats of healing on the beasts of the forest. There is a special kinship which allows these people to be accepted by animals as one of their own. Beasts will not react with fear or flee immediately from these clerics as they often times would with normal humanoids.

1. Animal Diagnosis: The beastmaster can determine the cause of an animal sickness or injury by examining the creature. Success ratio is 60%+3% per level of experience.

2. Healing Touch (animals **only**): This functions exactly like the healing ability of priests, except it can only be used on mammals, birds, reptiles and most non-magical monster animals. Humanoids and monsters with human intelligence are *not* considered animals and cannot be healed by the beastmaster. Nor can creatures of magic. Restores IDS hit points per healing touch. As many as two healing touches can be performed per melee round.

3. Prayer for Animal Resurrection: The beastmaster can breathe life back into any animal that has been dead for less than eight hours and is not decapitated. Fundamentally, the same as the magic spell. This powerful magic can only be done once per 24 hours. Success ratio is 40%+5% per level of experience.

Beastmaster O.C.C.

On Palladium, the strangest member of the clergy is, by far, the beastmaster. Much like the druid, these men and women serve the forces of nature rather than a deity. They are an animistic sect believing that both men and animals possess souls. As a result, they serve the beasts in the same capacity that priests, shamans and healers serve mankind.



4. **Prayer for Cure Disease:** This is a more powerful healing touch that miraculously cures disease and ailments through a simple prayer by the beastmaster. If a cure is not successful the animal remains sick, but the pain and discomfort of the animal is automatically eased. When the prayer is unsuccessful and the animal is on death's door, it allows the animal to die without pain and in peace. Success Ratio: 18%+6% per level of experience. A cure can only be attempted once per 24 hour period.

5. **Impervious to Poison/Venom:** The character is impervious to all types of animal venom and poisonous plants. This means the beastmaster can eat plants and fruit that would otherwise be deadly to humans. Furthermore, any poison made from animal or plant extract has no effect or damage on the character. However, a synthetic poison made in a modern laboratory form another world has full effect.

6. **Impervious to Disease and Allergies:** The beastmaster is also impervious to all natural pollens, fungus, molds, bacteria and viruses.

7. **Animal Telepathy:** The character can communicate with any animal through mental telepathy. This ability allows only communication, not enslavement of the animal. With this ability the beastmaster can discover the feelings, fears, needs or wants of a creature and reason with the beast on a level it can understand. Although communication is possible, an angry, frightened or hurt animal may attack or defy the beastmaster's appeals. This power can be used to summon, direct/guide/command, repel, and calm/reason with animals. Success ratio is 50%+3% per level of experience. Communication can be made with as many as two animals per level of experience at the same time.

8. **Animal Kinship:** Animals do not regard the beastmaster as a humanoid or as a threat and will not flee from his approach or scent. Nor will they attack without a reason. This ability enables the character to approach animals as if he was one their own kind, hunt and run with packs of canines, live with a pride of lions, run with horses or deer, and so on.

9. **Beastmaster Familiar Link:** This ability is different than the wizard spell. Most notably, the beastmaster does not see and hear everything his familiar experiences. However, they are linked spiritually. Each animal familiar will regard the other as a beloved friend, allowing him or her to ride on its back and will offer protection and absolute loyalty. Most will sacrifice their lives to protect their friend; something no beastmaster would ever ask them to do.

- This link provides the beastmaster with 1D6+2 hit points and 1D6 points added to his speed attribute per each familiar. In addition, the animal also gets an additional 1D6+2 hit points from the link and exhibits high animal intelligence regardless of what it may be.
- Any sized animal is available as a familiar. The type of animal summoned to the beastmaster is determined by the player, but available animals will be limited to the geographic location and the G.M.'s discretion (be fair and reasonable).
- The beastmaster can have more than one familiar linked/allied to him. An animal familiar can be selected at levels one, three, six, nine, and twelve. If a familiar is killed there is no replacement creature.
- The beastmaster can only use the senses of one animal familiar at a time. The mortal mind is incapable of processing the senses of many creatures at the same time, even with the aid of magic.

Note: The beastmaster does not possess any spell casting abilities.

The Beastmaster

Attribute Requirements: M.A. 12, P.S. 10 and P.E. 10.

O.C.C. Skills: Hand to Hand: Mercenary, Animal Husbandry (+25%), Identify Plants/Fruits (+10%), Identify Tracks (+15%), and Wilderness Survival (+10%).

Elective Skills: Choose 6 at level one, and 3 at levels three, eight and twelve.

Secondary Skills: Choose 8 at level one, and 2 at levels four, eight and twelve.

Electives:

Dowsing (+5%)
Holistic Medicine and Chemistry (+10%)
Horsemanship: Palladin
Intelligence
Medical (+4%)
Palming
Prowl (+6%)
Read/Write Native Language
Running
Scale Walls
Track
Trap (not skin) Large Animals
Trap (not skin) Small Animals
W.P.: Any, except Bows.

Secondary Skills: Any, but the following have O.C.C. bonuses.

Area Knowledge (+8%)
Astronomy (+8%)
Blacksmith (+5%)
Breeding Dogs (+15%)
Camouflage (+4%)
Cook (+16%)
Falconry (+15%)
Fashion Tools (+10%)
Fishing (+6%)
Plant/Farm Lore (+10%)
Preserve Food (+8%)
Recognize Poison (+5%)
Sailing (+12%)
Sculpting/Whittle (+2%)
Sense of Direction (+15%)
Swim (+12%)

Experience Levels: Same as the Druid.

Starting Equipment: Clothing, moccasins, boots or sandals usually made from wool or other animal fibers taken from animals without killing them (rarely wear animal skins) or clothes made from plant fibers (cotton) or silk, three small sacks, one large sack, 30 foot (9 m) length of rope, knife or hand axe, and 50 gold.

Weapons & Armor: Seldom wears armor, but can if not made from animal skin; considers it unnatural and too restrictive of movement. Many use a small shield. Any type of weapons can be used, but most seem to prefer staves, clubs, throwing sticks and blowguns.

Note: This character class originates in the Yin-Sloth jungles and is most common in that region, the surrounding mountains, Baalgor Wastelands, parts of the Western Empire and parts of Land of the South Winds.

Holy Crusader O.C.C.

For untold ages, shrines, temples and churches have been assaulted by marauding bands intent on looting and desecration. Countless holy sites have been sacked and/or burned to the ground. These places are favorite targets because they often hold items of great value, from scrolls and books to magic weapons and powerful artifacts. Even the least sophisticated thieves and dull wilted monsters know the value of plundering temples.

Historically, the temples have been lightly defended by priests, acolytes, worshippers, and mercenary troops. In the face of large or powerful assaults the mercenaries and worshippers may flee leaving the clerics to deal with the invaders. Although each priest commands great power, it is often insufficient against superior numbers and greater power. Recently, several religious sects and churches have taken to recruiting young warriors devoted to the faith to defend them.

The youths are trained as soldiers and equipped to serve their faith as protectors. These highly trained and inspired foot soldiers are known as holy crusaders, or "Soldiers of ..." (insert name of deity, church, faith, etc.). In addition to their combat training, each crusader is taught essential skills such as reading, writing, basic theology and religious doctrine. They are required to be courageous, devout, courteous and unquestioningly obedient to their church, its gods, and the priests who lead it (good or evil).

The holy crusader lives only to serve and defend the faith to which he has pledged. The interests of the church come before those of king, country or self. Duty to the church takes precedence over friendship and loyalty towards family. The crusaders are religious fanatics who will do anything asked of them by their church, including personal sacrifice. Any breach of conduct or failure of duty is punished severely. A negligent crusader will be subjected to both flogging and penance, sometimes even for minor infractions. Any major crimes against the church, including acts of cowardice or betrayal, results in banishment, excommunication and possibly even execution. Being subjected to this punishment is too much to bear for most holy crusaders who will either spend the remainder of their lives attempting to atone for past sins or commit suicide.

In addition to being protectors of the faith, they are also representatives of their religion and their gods. They are expected to subtly (or not so subtly) spread the word of their church to others. Those who bring numerous converts into the church are considered blessed and may also receive higher rank, greater praise, recognition and rewards.

The demeanor of the warrior will reflect the character's alignment, natural personality and the gods he worships. Some are benevolent, courteous and charitable, equal to the most noble and honorable of knights. Others are ruffians, brutes, arrogant and pushy. Some are downright evil, cruel and/or self-indulgent.

Holy Crusaders & Job Benefits

Armor: In their role as protectors, there is usually little concern for stealth or speed of movement. Chain mail, double mail, scale or splint armor are typically standard issue. Crusaders may purchase their own personal or additional armor.

Weapons: Standard issue is typically a spear, a knife, and one other weapon of choice. Magic weapons, potions, scrolls, and other items are provided only to commanding officers, recognized heroes and occasionally for special assignments. Crusaders may purchase additional weapons and equipment at their own expense.

Other Equipment: Standard starting equipment includes: small iron shield with holy symbol, backpack, belt with two pouches, a pair of good boots, two sets of clothing, a robe, grooming utensils, holy symbol (typically worn as a medallion), 10 sticks of incense, two candles, tinder box and flint, 1D4 vials of holy water, and a few scrolls of religious theology.

Horse: A steed or other type of transportation *may* be provided to holy crusaders who have proven themselves (typically 5th level or higher) or for special assignments.

Salary and Booty: The sponsoring religion provides the individual with lodging, food, clothing, religious counseling, limited access to church library and resources, and medical care whenever the crusader is staying at a temple or church dedicated to his faith.

When on the road, the holy crusader is given a modest salary to pay for the most basic food and expenses. Most are encouraged to scrimp and save every penny for the welfare of the church and/or as penance and sacrifice to prove their worthiness in the eyes of their gods. Typical salaries are as follow:

Crusader Soldier/Low level: 20-50 gold a week.

Crusader Knight/Mid level: 55-90 gold a week.

Crusader Commander/Palladin/Hero/High level: 125-200 gold a week.



Note: Upon reaching fifth level most crusaders are promoted to the title of "Knight." The new rank is accompanied by a wage increase and greater respect and recognition. Commanding officers are usually high level (8th and higher) or heroes of renown. They are given the title "Commander" and revered as Palladins (sometimes as living saints). In addition they are given a considerable raise, a war horse, additional weapons and equipment, access to more magic items for dangerous missions and may be assigned a squad or platoon of lower level crusaders, knights, mercenaries or priests.

The warriors are also encouraged to *punish* blasphemers and heretics by seizing their gold and valuables for the welfare of the church. Any other monies, donations, treasures or valuables that otherwise fall into the warrior's hands are also expected to be given to the church. Holy crusaders are allowed to keep one percent of the booty in cash and are allowed to keep lesser holy items and magic weapons. Greater holy or magic items are given only as a reward for great deeds and usually involves an elaborate celebration of tribute.

Holy Crusader & Special Abilities

The holy crusader serves not only a religion but also the patron god-
dess or god and is thus granted special abilities.

Spell Casting: After years of service, the holy crusader is rewarded with the ability to cast spells by his patron deity. At fifth level of ex-

perience, the character gains spell casting abilities through prayer and divine inspiration. The individual has only one spell attack per melee, the base spell strength is 12 (a 12 or higher saves against this magic), and spell strength never increases (i.e. no magic combat). The soldier possesses only rudimentary magic skills which are weak in comparison to those of priests. Once this ability manifests itself the holy crusader gets to select one spell for every subsequent level of experience. Spell selection is limited to first through fourth level spells. Also with each subsequent experience level, he or she can cast one additional spell per 24 hour period (i.e. level 5: one spell, level 6: two spells, level 7: three, and so on).

Penance and Sacrifice: Identical to CLERGY: GODS OF LIGHT, found on page 141 of the Palladium RPG.

The Heavy Touch: At second level of experience, the crusader can channel the power of his gods through touch. This is very similar to the priest ability of healing touch, but unlike the priest, the warrior *inflicts* damage against the enemies of his church! Thus, an ordinary "touch" inflicts 1D6 damage, a punch or head butt does 2D6 damage and a kick (or tail strike if applicable) does 3D6 damage — all are double damage against the undead, necromancers, witches and animated dead! The heavy touch can be called upon as often as twice per melee round. To use it, the player simply announces his or her intention before rolling to strike. A miss still uses up the heavy touch and melee action. Any successful roll to strike causes direct hit point damage, even through body armor or armor of Ithan!! A parry does NOT block the heavy touch!

Notes: 1. The heavy touch power is not transmitted through weapons. The holy crusader must "touch" a part of his foe's body with his own (i.e. forehead, hand, elbow, tail, knee, foot). Touching or striking a sword or other item a foe may be holding prevents/blocks the use of this power. Likewise, the character cannot use this power while striking with a weapon of his own.

2. Those who get excommunicated, see the heavy touch diminished in power. It will only work against the undead, necromancers and witches, and it does not do double damage.

The Holy Crusader

Alignment: Any.

Attribute Requirements: I.Q. 7, P.S. 12, P.P. 10, P.E. 14.

Gender: Most religions allow both males and females to become holy crusaders, however, in the male dominated world of Palladium, only about 25% are females.

O.C.C. Skills: Hand to Hand: Soldier, W.P. Small Shield, Read/Write Native Language (+20%), and Religious Doctrine (+10%).

Elective Skills: Choose 6 at level one, and 2 at levels four, eight and twelve.

Secondary Skills: Choose 6 at level one, and 3 at levels five and ten.

Electives:

Armor and Weapon Decoration (+5%)
 Disguise (+4%)
 Horsemanship: General
 Horsemanship: Knight (counts as two skill selections)
 Hunting
 Identify Tracks (+5%)
 Intelligence (+5%)
 Medical (+6%)
 Prowl
 Running
 Scale Walls (+10%)
 Siege Engineer (+10%)
 Streetwise (+10%)
 Track
 Wilderness Survival (+5%)
 W.P.: Any, except Blowgun or Long Bow

Secondary Skills: Any, but the following have O.C.C. bonuses.
 Area Knowledge (+10%)

Dance (+10%)
 Demon and Devil Lore (+15%)
 Faerie Lore (+5%)
 Heraldry (+15%)
 Mathematics (+10%)
 Racial Histories (+4%)
 Read/Write Additional Language (+10%)
 Recognize Precious Metals and Stones (+8%)
 Recognize Weapon Quality (+12%)
 Sailing (+4%)
 Speak Additional Language (+20%)
 Swimming (+10%)
 Writing (+8%)

Experience Levels: Same as the Knight.

Spell Casting: See Special Abilities above.

Starting Equipment: See Job Benefits above.

Nomadic Tribesman O.C.C.

Nomadic tribesmen are found in remote areas throughout the Palladium World. They are highly skilled hunter/gatherers capable of surviving in any wilderness environment and live off the land. Fiercely independent, nomadic tribesmen take pride in providing for themselves. Most would rather die than ask for or accept charity. Nomad tribes are usually composed of small, close-knit groups of family clans, friends and allies. Although they lead a rugged and primitive existence compared to city folk, most love the nomadic life and are content. Their past, superstitions and customs are typically rich and varied, filled with ideals, customs and mythology drawn from several different cultures. The people feel a special bond with both nature and the land which provide for their needs. Some hold the earth sacred and are extremely protective of the range they regularly travel (and may consider it theirs).

Most nomadic tribesmen live in self-imposed exile away from civilization. In their wanderings, they usually avoid cities except to engage in important trading, purchases and other dealings available only at cities. This is especially true of nomads who raise cattle, goats and other animals. The seldom stay for more than 48 hours. City dwellers are considered weak, lazy, decadent, arrogant and are viewed with contempt. Many nomads don't trust any city people. However, if their trust is earned these people become invaluable and steadfast allies. Note: Most city folk consider nomads to be ignorant, lazy, barbarian thieves, criminals and scoundrels.

A nomad(s) will occasionally join a group of adventurers for the excitement, to see a new place or if the rewards/plunder sound like they may be good. Some nomadic tribesmen may also be willing to offer their services for hire as scouts, guides, porters, or strong men, as well as trade food, information and limited services for alcohol, candy, jewelry, and metal tools and weapons.

Alignment: Any; about 33% are selfish and 33% are evil scoundrels.

Attribute Requirements: None; although a high P.S. and P.E. are helpful.

Racial Requirements: None; any race can become a nomadic tribesman.

O.C.C. Skills: Hand to Hand: Nomadic Tribesman, Wilderness Survival (+10%), Area Knowledge (+20%), W.P. Short Bow or W.P. Bola.

Elective Skills: Choose 5 at level one, and 2 at levels three, eight, and twelve.

Secondary Skills: Choose 10 at level one, and 2 at levels four, nine and thirteen.

Electives:

Disguise
Dowsing (+12%)
Forgery
Holistic Medicine and Chemistry (+5%)
Hunting (+10%)
Identify Plants/Fruits (+12%)
Identify Tracks (+2%)
Medical (+4%)
Pick Pockets
Prowl
Running
Streetwise (+5%)
Trap/Skin Large Animals (+6%)
Trap/Skin Small Animals (+10%)
W.P.: Any, except Lance. Targeting and Sniper count as two skill selections each.



Secondary Skills: Any, but the following have O.C.C. bonuses.

Barter (+10%)
Blacksmith (+5%)
Camouflage (+15%)
Carpentry (+4%)
Cook (+10%)
Dance (+15%)
Fashion Tools (+10%)
Fishing (+12%)
Leather Working (+6%)
Preserve Food (+8%)
Racial Histories (+6%)
Recognize Poison (+4%)
Sculpting/Whittle (+8%)
Sense of Direction (+20%)
Speak Additional Language (+20%)
Swim (+10%)

Hand to Hand: Nomadic Tribesman: They have their own style of combat. Since they have no formal training, this skill stresses quick, damaging strikes.

Level

- 1 +1 on initiative
- 2 +1 to strike
- 3 2 attacks per melee
- 4 +3 to dodge only
- 5 +2 on initiative
- 6 3 attacks per melee.
- 1 Sweep Kick: A successful sweep kick buckles an opponent's knee knocking, him down. It causes no damage, but the fallen victim loses initiative and one melee attack/action. +1 to strike with it.
- 8 Judo throw that flips an opponent over the nomad and onto his back. Causes 1D4 damage and the thrown victim loses initiative and one melee attack/action.
- 9 +2 to strike
- 10 +1 to parry only
- 11 Stuns on 18-20
- 12 4 attacks per melee.
- 13 +3 to initiative
- 14 +3 to strike
- 15 Critical strike from behind (x2)

Starting Equipment: A set of clothing, soft leather armor, backpack, snare wire (10 foot/3 m), boots, belt, pouch, water skin, knife, short bow or 1D4 bolas, a weapon of choice and 60 gold.

As Men of Arms, nomads can wear any armor. However, most shun heavy scale, splint or plate armor because they restrict movement and make stealth impossible. Most prefer leather, studded leather or chain mail. The heaviest armor that is typically worn by nomads is double mail, but some of the ore, ogre and giant nomads wear the heavier types.

Experience Levels:

level 1	0,000-	1,850
2	1,851 -	3,700
3	3,701 -	7,400
4	7,401 -	14,300
5	14,301 -	22,400
6	22,401-	32,400
7	32,401-	47,600
8	47,601-	67,700
9	67,701-	92,100
10	92,101-	132,400
11	132,401-	171,800
12	171,801 -	218,300
13	218,301 -	226,500
14	226,501 -	320,100
15	320,101 -	371,600



Slaver/Enforcer/Bounty Hunter O.C.C.

This O.C.C. applies to three professions: Slavers, Enforcers and Bounty Hunters. All are fundamentally the same occupation with the same skills, just with a different name and occupational focus.

Slavers are men of arms who capture runaway slaves, capture humanoids to be sold as slaves, control and neutralize hostile slaves and are generally involved in the slave trade. The slaver captures both the innocent and guilty alike for sale at the auction block. Slavers use their skill and knowledge to sweep through the countryside, raiding settlements and capturing people unaware.

Enforcers act as elite body guards or a strike force who incapacitates or physically intimidates an opponent or target subject rather than killing him. They also locate and capture subjects and bring them to

their boss for interrogation, torture or punishment. Most work for criminal or governmental organizations. Some are freelancers for hire.

Bounty hunters also fall into this O.C.C., because they frequently need to apprehend fugitives "alive" and bring them to justice. Many are self-styled lawmen who pursue their quarry for profit, vengeance or a sense of justice. Others are mercenaries and don't care about the person or justice, just the money they get when they bring 'em in alive.

Members of each of these three professions is an expert at tracking, stalking, finding and capturing their quarry. They know who to talk to and the right places to look. They relentlessly follow their prey until the best opportunity presents itself for a capture. Most plan out encounters, trying to consider all the possible scenarios, and selecting the best strat-

egy to use against their opponent(s). If possible, they like to pick fugitives off one at a time and avoid battles with several desperadoes — although sometimes they have no choice. When the time comes, they strike to subdue and capture their subject(s) with the least amount of damage done to both their prey and themselves.

The Slaver/Enforcer/Bounty Hunter

Alignment: Any, but many are unprincipled, anarchist or aberrant; slavers and enforcers are often anarchist or evil.

Attribute Requirements: I.Q. 8 and P.S. 15 or higher, a high M.A. and P.P. is suggested but not necessary.

O.C.C. Skills: Hand to Hand: Slaver/Enforcer/Bounty Hunter, Stalk/Capture, W.P. Net and Streetwise (+10%).

Elective Skills: Choose 8 at level one, and 4 at levels six and twelve.

Secondary Skills: Choose 5 at level one, and 4 at levels four and ten.

Electives:

Concealment (+2%)
Disguise (+5%)
Forgery (+2%)
Horsemanship: General
Hunting
Identify Tracks (+4%)
Intelligence (+10%)
Medical (+4%)
Palming (+2%)
Pick Locks (+5%)
Pick Pockets
Prowl (+4%)
Read/Write Native Language (+10%)
Recognize Tracks (+10%)
Running
Scale Walls (+4%)
Sleight of Hand
Sniping
Track (+8%)
Wilderness Survival
W.P.: Any, without exception.

Secondary Skills: Any, but the following have O.C.C. bonuses.

Area Knowledge (10%)
Bartering (+25%)
Gambling (+10%)
Heraldry (+9%)
Imitate voices (+8%)
Mathematics (+12%)
Public Speaking (+10%)
Racial Histories (+10%)
Sense of Direction (+10%)

Experience Levels: Same as the Ranger.

Starting Equipment: Two sets of clothing, cape or cloak, boots, a pair of gloves, belt, backpack, one-man tent, two large sacks, 30 foot (9 m) length of rope, 1D4+1 sets of arm and leg irons, 10 foot (3 m) length of chain (A.R. 14, 20 S.D.C.), a black jack or small club, a weapon of choice and 120 gold.

Armor: Any armor can be used without penalty; selection is limited only by personal preference and affordability. In general, slavers tend to prefer heavy armor types for their direct and brutal assaults. Enforcers and bounty hunters tend to prefer light armor which allows for stealth and speed of movement; getting magic armor like a cloak of armor or leather of iron is always a goal.

Weapons: Things that entangle or subdue an opponent rather than kill are desirable, but these characters must frequently engage in lethal combat as well, so they'll need some heavy-duty weapons too.

Hand to Hand: Slaver/Enforcer/Bounty Hunter:

Level

- 1 +2 to parry and dodge
- 2 2 *attacks per melee*.
- 3 Kick attack: 2D4 damage and +1 to strike with it.
- 4 +1 to strike and +1 on initiative
- 5 +3 to parry and dodge
- 6 3 *attacks per melee*.
- 7 Sweep Kick: A successful sweep kick buckles an opponent's knee knocking him down. It causes no damage, but the fallen victim loses initiative and one melee attack/action. +2 to strike with it.
- 8 +2 to strike
- 9 Stuns on a natural 19 or 20.
- 10 +4 to parry and dodge
- 11 4 *attacks per melee*.
- 12 +4 to damage
- 13 Judo throw that flips an opponent over the player character and onto his back. Causes 1D4 damage and the thrown victim loses initiative and one melee attack/action. +1 to strike with it.
- 14 +3 to strike
- 15 5 *attacks per melee*.

Spy O.C.C.

The Spy O.C.C. is a Man of Arms, but like the assassin, his or her main task is to infiltrate the enemy (whether it be to gather information or to assassinate a king) while remaining relatively unnoticed. Other O.C.C.s can serve as spies, including the assassin, thief, entertainer and merchant, but only the spy is a master of subterfuge and information gathering.

As human, wolfen and other civilizations grow and expand, it becomes increasingly important for each kingdom to monitor its neighbors or risk being invaded. Advanced notice of enemy troop movement, troop build-up, alliances, trade agreements, military purchases, the building of new fortifications, hiring of mercenaries, and other suspicious activities give rival forces time to prepare against enemy assaults (or to launch their own). One can also get the upper hand in making or sabotaging treaties and trade agreements if he has the right information. Spies are needed for these tasks.

A spy can be a heroic patriot willing to die to defend his country, king, and god, or to advance a cause. Many valiant sacrifices have been made throughout the ages by patriotic spies. Bravely they slip into enemy fortifications stealing vital information or items of significance or planting misleading or false evidence. Many play a variety of roles to gain the trust of enemy leaders or their confidants in order to learn their secrets. A spy may also be assigned missions of sabotage, vandalism, blackmail, kidnapping, and assassination. During war time, spies will do their best to stop enemy advances through acts of sabotage, destruction and misdirection (by planting false leads, provide incorrect information, lying under torture, etc.) against troops and government agents. They may poison water supplies, intercept messengers, switch messages, burn siege engines, disrupt supply lines and attack key officers. After accomplishing his harrowing mission the spy will fade into the background, resume his secret identity and wait for a new assignment.

Spies can also be self-serving mercenaries, politically ambitious, or power hungry miscreants who love the thrill of danger and intrigue. Some may even work as double agents, supplying information and services to both sides of a conflict for their own personal gain and/or amusement. The most important attribute of a spy is that of loyalty or at least the appearance of loyalty.

Affiliations & Special Resources

A spy is usually employed and supplied by a powerful and wealthy sponsor. Although the classic political spy will be employed by a kingdom, city, army or other type of governmental organization, a spy may also work for political rivals, a church/cult/clergy, merchant/business, crime lord, practitioner of magic, or a scheming monster (most likely a dragon, demon, syvan, sphinx or other cunning, evil character).

Regardless of the spy's political affiliations, he is usually supplied, in part, with weapons, armor, equipment and cash by his employer.

A low level spy without a reputation, or who comes from outside the community, will get only basic items offered to him. This is likely to include enough money for *reasonable* room and board expenses, light armor, a knife or sword, rope, grappling hook, spy glass (short-range telescope), paper and pen, and clothing suitable for the mission. Typically, the spy is allowed to keep the equipment and will get paid a modest bonus upon completion of his particular mission.



A trusted spy who has been allied with his employer/kingdom for years and/or has a reputation of some renown, may be given a riding animal, an elaborate and expensive wardrobe, disguises, magic potions, scrolls, magic items and weapons, and a large expense account. Game Masters use your discretion — be reasonable but not excessive.

A spy of any stature is likely to have another spy or sympathizer he can call upon to help him get out of trouble. This typically includes a place to hide for 1D4 days, a change of clothes (common appearance), a water skin, food for a week and 2D6x10 gold to help get out of town. This ally may also be able to bail a character out of jail, provide some common information or rumors, and point the character to key people in the town. This ally is likely to be a fellow patriot, fanatic to the cause, a

low level spy, or a mercenary fighter, thief or assassin. A spy who puts this "contact" in danger or reveals his identity is considered a coward and a traitor!

Of course, any spy can purchase any sort of magic and equipment with his own money. Likewise, a spy can also acquire his own informers, lesser spies, and/or hire his own assistants, stool pigeons, fighters, thieves, assassins and mercenaries, especially when that spy is operating in the same area for months or years.

Payment for service: Payment to spies varies dramatically from place to place and mission to mission. In many instances, the patriotic spy or religious fanatic is doing a service for his country or god, so he or she does not expect any payment or special acknowledgement. If they get any kind of *reward* it is a welcomed surprise. Freelance spies will get paid based on the difficulty of the mission, the level of danger and the level of success. A good reputation is likely to increase the normal payment by 10% to 40%. Game Masters can use the rates for thieves and assassin on page 37 of the **Palladium RPG** as a reasonable scale for payments.

Spies and armor: Most spies use light, quiet conventional armor or magic armor. Chain or heavier armor is worn only when engaging in serious combat or as a disguise to impersonate a soldier.

Spies and weapons: Some spies master only one or two types of weapons while others master many; it's a matter of personal taste.

The Spy

Alignment: Any. Most patriots will be of a good or aberrant alignment. Freelance spies are typically selfish or evil. Those who serve dark forces are almost always anarchist or evil.

Attribute Requirements: I.Q. 12 and M.A. 14 or higher. A high P.E. and P.P. are nice but not required; the best spies use cunning, charm and deception, not brute force.

O.C.C. Skills: Hand to hand: thief, Read/Write Native Language (+20%), Disguise (+10%), Intelligence (+10%), and W.P. of choice.

Elective Skills: Choose 6 at level one, and 2 at levels two, three, five, seven, ten, and twelve.

Secondary Skills: Choose 7 at level one, and 3 at levels four and nine.

Electives:

- Concealment (+5%)
- Forgery (+8%)
- Horsemanship: General
- Identify Tracks
- Juggling
- Locate Secret Compartments/Doors (+10%)
- Medical (+4%)
- Palming (+4%)
- Pick Locks (+5%)
- Pick Pockets (+5%)
- Prowl (+6%)
- Running
- Scale Walls (+4%)
- Sleight of Hand
- Streetwise (+10%)
- Track
- Use Poison (+2%)
- W.P. Blowgun
- W.P. Blunt
- W.P. Crossbow
- W.P. Grappling Hook
- W.P. Knives
- W.P. Large Swords
- W.P. Paired Weapons (costs 2 skill selections)
- W.P. Small Shield
- W.P. Small Swords
- W.P. Targeting (costs 2 skill selections)

Secondary Skills: Any, but the following have O.C.C. bonuses.

Bartering (+10%)
Dance (6%)
Demon and Devil Lore (+5%)
Gambling (+10%)
Heraldry (+9%)
Imitate voices (+8%)
Mathematics (+12%)
Paint (+8%)
Public Speaking (+10%)
Racial Histories (+10%)
Read/Write Additional Language (+10%)
Recognize Poison (+10%)
Recognize Precious Metals and Stones (+4%)
Sense of Direction (+10%)
Speak Additional Language (+15%)
Ventriloquism (+8%)

Experience Levels: Same as the Assassin.

Starting Equipment: A set of clothing, boots, belt, backpack, two large sacks, small dagger, a weapon suitable for one of the character's W.P.s, water skin, 100 sheets of paper (for maps and notes), 2D4 charcoal drawing sticks, a bottle of ink, 1D4 crow quill pens, spy glass (small telescope, 5x magnification, maximum range one mile/1.6 km) and a pouch with 150 gold.

Undead Hunter O.C.C.

For as long as men can remember, magical and supernatural abominations have plagued the world. Evil dragons, za, zavor, zombies, vampires, werebeasts, demons, devils and the unnatural, freakish undead in all their forms and guises. These supernatural menaces have caused the people to cry out for protection. The pleas did not fall on deaf ears. Wise men, scholars, clerics, wizards and great warriors from around the world banded together to form a secret council.

Thus the **undead hunter** was created. Champions dedicated to slaying the undead, demons, and monsters wherever they threaten the innocent. They have been selected, trained and equipped by the most elite masters of combat and the most renowned scholars of the supernatural found on the Palladium World. As a combination of swordsman and sorcerer, the undead hunter counts on his powerful magic weapons, cunning and sword arm to destroy supernatural predators. The character wanders the world on a quest of destruction and salvation, freeing those enslaved by monsters and destroying the monstrous enslavers or tormentors.

Monk-like training centers have been established in the most remote areas of the world. Although trained as warrior mages, the character is an idealistic scholar at heart. Most prefer to study history and art rather than to rush headlong into a conflict. However, when the undead, necromancy or demons plague the land, these heroes drop everything and ride forth to engage their sworn enemies. The character will usually begin an extensive case study before fighting the creature. The warrior will spend time questioning witnesses, researching dusty tomes and local myths before starting a battle with unidentified demonic forces. This is also done to avoid needless endangerment of innocent people. Once he or she is ready, the tenacious fighters will strive to put the undead back into their graves and banish or destroy the demons and monsters, or die trying.

Note: Although both the witch hunter and undead hunter may fight demons, devils, and witches, the undead hunter might be better thought of as a monster slaying warrior, while the witch hunter tends to be consumed with destroying witches, demons and other evil forces strictly associated with the demonic and witchcraft.

Special Abilities of the Undead Hunter:

Automatic Parry: The Undead Hunter can attempt to parry any attack made against him. In order to parry, the character must be aware of the attack.

Additional Attack per Melee Round at level five and ten! This is in addition to the attacks per melee gained from the Hand to Hand: Paladin skill.

Spell Casting: The Undead Hunter has limited spell casting abilities which function just like those of the Wizard O.C.C. The limitations result from the narrow area of study and the specific purpose of destroying demons and monsters.

The character can cast two spells per 24 hour period at level one and can cast one additional spell per each subsequent level of experience (i.e.: Two spells per 24 hours at level one, three at level two, four at level three and so on).

Initial spell knowledge includes:

Armor of Ithan
Call Lightning
Carpet of Adhesion
Circle of Fire
Decipher Magic
Expel Demons
Expel Devils
Fire Ball
Globe of Daylight
Reduce Self (6 inches)
See the Invisible
Sense Magic
Sense Traps
Size of the Behemoth
Strength of Utgard Loki
Tongues
Turn Dead

Spell Limitations: The Undead Hunter has no magic combat skills, so spell strength never increases (12 or higher to save) and they can cast only one spell per melee round.

Learning new magic spells: Same as the wizard, but most undead hunters are so busy fighting vampires and monsters that they rarely find the time to pursue additional magic knowledge.

Special Magic Weapons

The powerful founding mages, alchemists and masterminds created a selection of new magic weapons specifically designed for the undead hunter and his or her crusade against the undead and monsters. These items are made exclusively for this unique O.C.C. and are *never* sold or traded to the public for any reason. They are not available at alchemist or magic shops, unless acquired from an undead hunter, in which case the character is either dead and his property has been sold or he is imprisoned somewhere! Thus they are all incredibly rare.

The following is a list of commonly used magical weapons:

Final Rest (minor holy sword): Final Rest is a short sword made entirely of silver. The blade is eternally sharp, well balanced (+1 to strike and +2 to parry), inflicts 1D6+6 damage per strike and can turn 4D6 dead when raised high for all to see. The hilt of the weapon has been shaped into a holy symbol that can be used to keep vampires at bay.

Vampire Slayer (a major magic item): This powerful weapon can be a large sword or battle axe. The blood red blade is sharp, well balanced (+2 to strike and parry), inflicts 2D6+4 damage against mortals but magically inflicts 4D6+4 against demons and undead. More importantly, it has the following magic spells: Blinding flash, globe of daylight, liquid (any kind) to water, and circle of rain, all equal to a 6th level warlock. Each can be used three times per 24 period. Furthermore, the hilt of the weapon has been shaped into a holy symbol that can be used to keep vampires at bay.



Holy Stars (a major holy weapon): Shuriken-like throwing stars composed entirely of silver and magically endowed. The magic star returns to the thrower after it has hit or missed its target (or been parried). It is indestructible, eternally sharp and inflicts 1D4+2 damage to mortal foes.

Inscribed at the center of the star are the words "Purification by Fire." When the word "purify" is uttered, the Holy Star bursts into a magic fireball and inflicts 3D6 damage, 6D6 against the undead and animated dead! A star can be activated 6 times per 24 hour period.

Orbs of Force: The orbs of force are small crystal balls that release a magic effect when smashed. There are four types of spheres, each is a different size. All shatter upon impact when thrown.

The largest is the size of a grapefruit and is clear, like water. When it is smashed it creates a circle of rain that's 20 feet (6 m) in diameter. The water is harmless to ordinary people but inflicts 6D6 points of damage to vampires each melee. The rain lasts for 15 minutes.

The second largest is the size of a baseball and is white. When it shatters the spot it hits is struck by a 6D6 lightning bolt.

The third crystal sphere is the size of a golf ball and has a light blue color to it. When it shatters a whirl appears and grabs everything within 10 feet (3 m) of the shatter zone in its wind. Equal the third level whirlwind warlock spell.

The smallest sphere is about the size of a robin's egg and glows with a faint yellow light. When shattered a 10 foot (3 m) radius surrounding the point of impact is filled with daylight. The light lasts for 20 minutes.

Note: Orbs of Force can only be acquired from four temples/training centers in remote areas (each undead hunter only knows of two) or from a special envoy sent to assist the hunter, but the latter is a rarity.

Heart Throb Crossbow: The heart throb is not an actual magic weapon, it is a crossbow modified to be used against vampires. Instead of arrow bolts the weapon fires wooden stakes, to which small fins have been attached. The crossbow is heavier than its normal counterpart, weighing 8 pounds (3.6 kg), and has a reduced range of a mere 110 feet (33.5 m). A successful strike to the body inflicts 2D6, a hit to the chest 3D6 (a called shot) and a direct hit to the heart (a called shot and -3 to strike) does 5D6 damage and causes the vampire to fall into a coma! A natural 20 roll always indicates that the stake has pierced a vampire's heart.

Medallion of Tranquility: This magic item looks like an ordinary piece of silver jewelry with various magic and religious symbols carved into it (prevents undead from touching it). The medallion is designed to help victims of vampire bites defend against their mind control. The magic places the vampire's victim into a trance that prevents the character from hearing the vampire's calls and commands. Unfortunately, the victim is a virtually mindless zombie who sits, stands or slowly walks around with a blank expression. The entranced character cannot engage in combat, run, perform skills or even eat without somebody's help. It is a sorry state, but will save him from being controlled by a vampire and allow others to protect him/her without a struggle. **Note:** This magic only works against vampires, not other forms of suggestion or mind control. It will not put any other characters into a trance.

Medallion of Will Power: A special medallion that helps the undead hunter focus his will power to resist mind control and overcome adversity. The hero is impervious to the mind control of all undead while wearing the medallion (+6 to save even without it) and +4 to save vs psionic mind control and illusions of any kind (+2 without the medal). By focusing on the medallion and the will to live, the character is +4 to save vs poison and disease, and +20% to save vs coma!

The Undead Hunter, also known as the Monster Hunter

Alignment: Any, but almost always good or unprincipled.

Attribute Requirements: I.Q. 14, M.E. 15 and P.P. 10 or higher.

Gender: It is interesting to note that at least 40% of the undead hunters are women.

O.C.C. Skills: Read/Write Native Language (+50%), Undead Lore (+30%), Demon and Devil Lore (+20%), Wilderness Survival (+20%), Scale Walls (+10%), Hand to Hand: Palladin, W.P. Short Sword, W.P. Large Sword, W.P. Bow of choice and an additional W.P. of choice.

Elective Skills: Choose 4 at level one, and 2 at levels three, five, seven, eleven and fourteen.

Secondary Skills: Choose 8 at level one, and 2 at levels four, eight and twelve.

Electives:

Acting/Impersonation (+15%)

Disguise (+6%)

Forgery (+8%)

Horsemanship: General

Horsemanship: Knight (counts as two skill selections)

Hunting

Intelligence (+10%)

Locate Secret Compartments (+4%)

Palming

Pick Locks (+5%)

Pick Pockets

Prowl (+8%)

Running

Sniping (uses it only against undead, demons and devils)

Track

W.P.: Any, without exception.

Secondary Skills: Any, but the following have O.C.C. bonuses.

Astronomy (+7%)

Camouflage (+10%)

Demon and Devil Lore (+15%)

Faerie Lore (+12%)

Gambling (+12%)

Legal Knowledge (+18%)

Mathematics (+20%)

Public Speaking (+6%)

Racial Histories (+16%)

Read/Write Additional Language (+15%)

Recognize Poison (+6%)

Religious Doctrine (+10%)

Speak Additional Language (+20%)

Swimming (+10%)

Sculpting/Whittle (+20%)

Writing (+12%)

Experience Levels: Same as the Palladin.

Starting Equipment: Three weapons of choice, suit of armor of choice (from studded leather to full plate), a horse of choice (including a war horse), bow of choice and 28 arrows, a pair of silver throwing daggers, a small mallet and 6 wooden stakes, silver holy symbol on a necklace, note book, ink, crow quill pen, cloak or cape, three sets of clothes, excellent quality leather boots and gloves, backpack, belt, four small sacks, flint and tinder box, and 240 gold.

Undead Hunters begin with a lot of equipment because of their special training, mission and sponsors. However, unlike the holy crusader and witch hunter, the undead hunter does not draw a salary or have things provided for him by his sponsor. In most cases, once the undead hunter leaves the temple, he is on his own. He can return from time to time to visit, recuperate, or study, but the training center is always secluded far from civilization and difficult to get to.

Special Magic Weapons: 1D4+1 of each orb of force or 12 holy stars, plus a Vampire Slayer or Final Rest sword, a Medallion of Will Power, and a Medallion of Tranquility. Replacements of these special items is extremely difficult.

Remember, the magic weapons of the undead hunter are all extraordinarily rare. They are not available at alchemist or magic shops

unless acquired from an undead hunter, which means the hero is either dead or imprisoned somewhere! These items are made exclusively for this unique O.C.C. and never sold or traded to the public for any reason. Orbs of Force can only be acquired from four temples/training centers in remote areas (each undead hunter only knows of two) or from a special envoy sent to assist the hunter, but the latter is a rarity.

Additional magic weapons, rune weapons, potions, scrolls and other items may be purchased or taken from vanquished enemies.

G.M. Note: The undead hunters have only been in existence for the past 22 years. There are only an estimated one hundred in the world today, with another hundred or so in training (half will enter the world in another few years). This a new and very specialized occupational character class.

Witch Hunter O.C.C.

Evil witches are one of the most insidious, dangerous and unpredictable of adversaries. These hate-filled wretches have traded their souls in service to obscene demonic forces in return for power and vengeance. They unleash foul creatures into the lands and keep a demon or devil as a constant companion. They hate beauty and despise life. Thus, they regularly torment the innocent and commit horrible and atrocious acts against the living. Summoners, so-called men of magic, are nearly as bad. They call forth loathsome monsters from the darkest pits and enslave beings of light to commit crimes for their benefit. Witches and other workers of evil magic have little regard for society, the law or life. They are only concerned with their own dark and twisted designs. The deaths of thousands means nothing to them.

Almost 50 years ago, the Church of Light and Darkness decided to have those who consort with demons be punished for their dark acts. Witches and evil summoners were condemned for refusing to abandon their evil ways. To enforce their decision the church hierarchy founded schools to train warriors to subdue these diabolical sorcerers and demonologists. These highly capable soldiers wander the lands destroying all demons, devils, summoners, necromancers and witches they encounter.

Witch hunters are men and women who have been trained to eradicate witches, demons, devils, and their minions. They are honorable knights of the church who have prestige similar to the holy crusader. However, they have a reputation for being merciless and fanatical devotees who are given the authority and power to act as judge, jury and executioner. Consequently, they are viewed with fear and suspicion by many people. In most cases, the witch hunter is educated, courteous and polite to everyone and reverent of clergy. Only a handful are openly sinister, cruel or evil themselves. They are experts at melee combat and competent magicians, but their true strength lies with their wisdom and knowledge about the powers of darkness, their habits, weaknesses, methods of operation, and the means to identify them; witches, changelings and demons in particular.

The actions of a witch hunter are fairly routine and predictable. They go from town to town looking for any signs of demonic activity. When such are found, the agents of evil will be dealt with quickly and with brutal efficiency. Any who stand in the hunter's way or who serves/protect the witch (or demon) is destroyed along with their hell-spawn master. Witches are taken prisoner and brought to trial only if the religious hierarchy has made a special request to do so. In an act of mercy and/or an attempt to avoid a costly battle, where innocent people may be hurt, supernatural monsters may be allowed to return to their home plane, but only when they promise to stay there. The promise must be sworn on the creature's true name. Likewise, servants of evil may be allowed to live if they swear on their true name to become a force for good and



pursue a life of religious piety and service. Be advised that the witch hunter *will return* to check the progress of these characters. Those who have broken their promise will not be given a second chance and are slain where they stand (occasionally executed after a brief trial). Witches are linked to the demonic via their pact. Consequently, unless their evil master can be confronted and made to release them, the witch is shown no mercy and is slain. Note: As a result of the wide spread paranoia and legends regarding *changelings*, they are considered to be witches, demons or minions of them, and slain whenever they are uncovered.

Special Abilities of the Witch Hunter

Impervious to Possession & Mind Control: This includes all charms, hypnosis, and illusions.

Resistance to Witchcraft: 44 to save vs any spells or magic cast by a witch, his/her familiar or demon/devil master! This does not include magic cast by *changeling* men of magic, because a changeling is not automatically a real witch (O.C.C.s vary); witch hunters just consider them witches or demons.

Automatic Parry: The witch hunter can attempt to parry any attack against him. The character must be able to see the attack coming in order to parry.

Attack Animal: The witch is known to be assisted by demonic familiar disguised as an animal. To help combat those monsters and the demonic minions, the hunter is given a highly trained fighting animal; typically a canine (including wolf) or feline, but can include a chimpanzee, orangutan, bear, drakin, or gryphon! The latter five are unusual.

The animal is taught to defend its master and to respond to basic orders like a domesticated and trained attack animal. These orders include sit, down, stand, stay/stop/wait, come, go, fetch, track, guard, attack and others. These animals are also usually good trackers (especially dogs) and able to follow the scent of blood and are sensitive to magic and supernatural forces (can sense magic and supernatural evil within 100 yards/meters).

These attack animals get the maximum number of hit points for their species and an additional 1D6 damage to their claw and teeth attacks — they have been taught where to strike to do the most damage or to kill. The character gets only one animal to start, but a second can be added after level 6. If the animal is slain a new one can be acquired but availability may be limited or it may take months to get a replacement. Remember these are specially trained animals.

Spell Casting: Witch Hunters are warrior priests dedicated to locating and destroying witches and the demonic, thus their unique spell abilities reflect this. These powers are lost only if the character should ever ally himself to a witch or demonic force.

The character can cast two spells per 24 hour period at level one and cast one additional spell per each subsequent level of experience (i.e.: Two spells per 24 hours at level one, three at level two, four at level three and so on).

Spell strength increases by one point at levels four, eight and 12.

Two spells of choice plus sense evil and sense magic are made known to the witch hunter via prayer and divine inspiration at level one. Two additional spells are miraculously known at levels three, four, six, eight, ten and 12. Spells can only be selected from the following list.

- Armor of Ithan
- Circle of Fire
- Commune with Spirits
- Control the Beast
- Detect Poison
- Exorcism
- Expel Demons
- Expel Devils
- Globe of Daylight
- Heal Self
- Magic Net

Negate Magic
See the Invisible
Sense Traps
Swords to Snakes
Tongues
Turn Dead
Witch Bottle

Other magic abilities: Recognize witchcraft 40% +5% per level of experience. Recognize enchantment 30% +5% per level of experience. Recognize magic items 15% +5% per level of experience.

Witch Hunters & Equipment

Armor: Light armor types are preferred since they allow maximum mobility and stealth. When a character knows he will be facing a heavy combat situation he may don heavy armor. Any type of armor is likely to be made available to the witch hunter. Of course the character may purchase his/her own personal or additional armor.

Weapons: Standard issue is typically a simple holy weapon, a knife, and a weapon of choice. Additional magic weapons, potions, scrolls, and other items are provided only to proven veterans (fifth level or higher), recognized heroes and occasionally for special missions. Even then, availability may be limited due to resources (the sponsoring church or local temple just doesn't have any) and politics (the priest in charge doesn't like you so he refuses even reasonable requests). The witch hunter may purchase additional weapons and equipment at his own expense.

Other Equipment: Standard starting equipment includes: A small shield with holy symbol, backpack, belt with two pouches, a pair of good boots, two sets of clothing, a robe, grooming utensils, holy symbol (typically worn as a medallion), 12 sticks of incense, 12 small candles, tinder box and flint, and six vials of holy water.

Horse: A good steed is provided. A better animal or additional modes of transportation *may* be available for special assignments.

Salary and Booty: The sponsoring church provides the individual with lodging, food, clothing, medical care, religious counseling, limited access to a church library and resources, whenever the character is staying at a temple or church dedicated to his faith. About 50% of ALL churches of light will provide limited aid and assistance (at least a morsel of food, a drink and a place to sleep) to witch hunters. They are also likely to point the hero to places and people suspected of having dealings with devils and demons. Many merchants and inns also give these champions a substantial discount for food and lodging (typically 25% to 50% less than unusual). Free lodging often indicates that the offerer either has a problem with witches, demons or monsters, or is allied with them and is laying a trap or trying to keep tabs on the witch hunters. Similarly, those in league with dark forces may charge the character and his fellow adventurers outrageous fees for terrible food, lodgings and service to discourage them from staying around.

The witch hunter is also encouraged to seize gold, magic items, and other valuables from witches and demons for the welfare of the church. Major magic weapons and items, relics, rare valuables and large amounts of money/gold are always given to the church (a local affiliate temple is okay). However, the witch hunter is allowed to use his/her discretion in distributing money, and liquidating weapons, equipment, livestock and other assets to the poor and needy. The witch hunter is allowed to claim even a powerful holy or rune weapon and 1D4 other magic items he may have recovered to further his work in eradicating demons and witches from the world. He is also allowed to keep 20% of recovered loot in gold and gems/jewelry to use in his crusade against evil and to help the poor as he continues his travels. Any other monies, donations, treasures or valuables that fall into the character's hands is treated the same way. **Note:** The character is also expected to dispose of dangerous magic, weapons, and minions.

The Witch Hunter

Attribute Requirements: I.Q. 12, M.E. 12 and P.E. 12 or higher. A good P.S. and P.P. are helpful but not a requirement.

O.C.C. Skills: Hand to Hand: Mercenary, Demon and Devil Lore (+25%), Witch Lore (+25%), Horsemanship: General, and W.P. of choice.

Elective Skills: Choose 8 at level one, and 2 at levels three, six and twelve.

Secondary Skills: Choose 6 at level one, and 4 at levels four, eight and twelve.

Electives:

Armor and Weapon Decoration (+5%)

Forgery

Gem Cutting (+5%)

Identify Tracks (+4%)

Intelligence (+8%)

Locate Secret Doors (+2%)

Medical

Palming

Pick Locks

Prowl (+8%)

Read/Write Native Language (+20%)

Running

Scale Walls (+10%)

Track (+6%)

W.P.: Any, without exception.

Secondary Skills: Any, but the following have O.C.C. bonuses.

Carpentry (+10%)

Faerie Lore (+13%)

General Repair (+8%)

Heraldry (+6%)

Legal Knowledge (+14%)

Mathematics (+20%)

Preserve Food (+14%)

Racial Histories (+12%)

Recognize Poison (+15%)

Recognize Weapon Quality (+6%)

Religious Doctrine (+10%)

Rope Works (+5%)

Sense of Direction (+12%)

Speak Additional Language (+17%)

Experience Levels: Same as the Priest.

Starting Equipment: See above.

Sage NPC Force

Sages are immensely powerful men and women who embody the wisdom of all the ages. Once wizards of great power, these people become sages only through the aid of a god such as Thoth. These enigmatic historians have become immortal servants of time, past and present, recording events as they take place.

Secluded in hidden lairs, they focus on transcribing the events of history. The secret lairs of sages are remarkable museums. The interior is packed with artifacts, magic items, maps, charts and row upon row of ancient tomes. During a life span of thousands of years, these characters restlessly hunt for the truth to record in dusty tomes. Each of the great historians have settled in a different land which they travel extensively. They wander their lands investigating and recording any event of interest. Many have allied themselves to specific kingdoms, but keep their direct involvement to a minimum.

There are less than a dozen sages living in the Palladium World. Once every century all the sages meet to discuss events and share observations and information. When they are done they go their separate ways. Each has sworn to stay on Palladium to observe and record events as they happen, creating a more complete and less biased record of history. They offer their knowledge to all the races, but only to those

who seek them out. They have vowed to record and present unbiased information and will only offer basic guidance to mortals.

They rarely take a direct hand in the affairs of mortals, although some rogues do from time to time. They are much more active in their involvement with various gods, but here too, they try not to become biased or embroiled in plots of intrigue or manipulation.

By using the many resources available to them, the immortal historian can answer most questions pertaining to the history of the last 8,000 years with great accuracy (90%). The 2000 years beyond that is less accurate (55%) and beyond that their knowledge is sparse and no better than anybody else's. Depending on the obscurity of the event(s) or person in question, the sage may require days or even weeks for research before an answer can be given. Even within their realm of vast knowledge, there are mysteries they cannot answer, including who was Tristine the famous Chronicler, where any of the Old Ones slumber, how many changelings exist in the world and so on.

Many people consider the sage to be divine, so any attempts to harm a them may be considered a horrible crime; even among wolven, kobolds, ogres and trolls. The fate of such a criminal is frequently a slow and painful death.

Sage NPC Statistical Data

The sage CANNOT be a player character! They can make for interesting non-player characters, villains and catalysts for adventure. For example, a sage may hint at danger, or the location of an ancient relic, magic or monster. Or he may suggest that the answer to a secret can be learned if ... or a danger avoided by ... or peace found when ... and so on.

Alignment: In most cases, the character is a good alignment, although a few are selfish or evil.

O.C.C.: Demigod keeper of history.

O.C.C. Skills of Note: Understands and speaks all current Palladium languages at 98%, as well as read and write those with written languages at 98%. Also speaks many archaic languages at 85%

Other skills include dowsing, use poison, recognize poison, all lores, read runes, understand runes, wards and magic symbols, legal knowledge (all major kingdoms), religious doctrine (all major religions and many obscure ones), heraldry, art/paint, writing, sleight of hand, juggling, dance, singing, sail, and fashion tools all at 95%. Streetwise, gambling, swim, siege engineer, medical, and recognize precious metals, stones, enchantment, magic items, plants, fruits weapon quality, all at 80%.

Attributes: I.Q. 3D6+10, M.E. 2D6+10, M.A. 2D6+10, P.S. 3D6, P.P. 3D6, P.E. 3D6+4, P.B. 3D6+2, Spd. 2D6+6

Hit Points: 3D4x100; a mega-damage creature on **Rifts Earth**.

Horror Factor: 8+1D6; more awe inspiring (and a bit unnerving) than frightening.

P.P.E.: 4D4x100

Race: In order to be a sage, a race must be eligible for both the wizard and mind mage classes.

Age: The oldest sage is only 8000 years old, so much of the truly ancient past regarding humans, elves, dwarves, wolven and other races remain a mystery.

Life Span: Theoretically, immortal, unless slain. A sage can be killed, especially by gods, godlings and demon lords.

Religions: The sage is supposed to be a neutral recorder of history and cannot be directly affiliated with any religion or gods. They have a knowledge of all churches, but cannot join one lest they lose impartiality. The character can secretly worship specific deities or follow a personal morality, but cannot openly worship or support them for fear of influencing mortals. Most are impartial and find all faiths and beliefs to be *interesting*.

Magic & Psionic Power: All sages must be at least an 11th level wizard and have spent several lifetimes in the study of magic and scholarly pursuits.

As a result, they know every modern magic spell currently known to mortals, including Spells of Legend, they can read runes and magic symbols, and accurately identify circles and wards. However, they don't know the many different magics that existed long ago and were lost during The Time of a Thousand Magics or before. Sages may be willing to barter spells for magic items, ancient relics and accurate historical information, or even as payment or a reward for an occasional special service.

The transformation into a sage makes the character a 10th level mind mage who has all psionic powers, levels 1-6.

Weapons, Armor, Hand To Hand Combat: The Sage has little need for combat skills, weapons or armor due to their immense psionic and magical powers and god-like number of hit points. Furthermore, they try to avoid conflict and battles at all cost, fight or using magic only long enough to escape. The sage NEVER kills, except under the most extreme circumstances, and even then he is likely to revive his opponent, in order to avoid changing the course of history.

The sage may carry and use powerful rune weapons and magic items because they love to collect and study these items. They may also wear armor and carry ordinary weapons as part of a disguise when walking among mortals.

Magical Items, Weapons, & Armor: The lair of a Sage is cluttered with hundreds of magical weapons, charms and relics, as well as at least five of every summoner, diabolist and alchemist component. None of the items in this collection will be for sale, although a sage may part with certain pieces for trade of something else equally rare or unusual (most are very honest in these trades and will insist on a fair swap). Sometimes, if the sage has more than one of an item he or she will present that magic item, book or relic to a character as a gift or reward for a favor or for engaging in a quest on the sage's behalf.

Items that are evil or dangerous are locked away from mankind for their own protection. Sages will also try to track down these items, especially famous rune weapons.

Sulyott The All Knowing

Sulyott The All Knowing is an ancient human sage who has lived in the Yin-Sloth Jungles for thousands of years. He is an old man with dark, wrinkled skin, a shaved head and a long, flowing beard. Great sadness and compassion are mirrored by the ancient mystic's flat, grey eyes. After seeing the old man, most think he is a simple monk and few would believe his true identity as an immortal. This guise suits Sulyott well because he prefers to wander the land unnoticed to do his studies and research.

The old man has watched numerous turbulent events unfold before his eyes. Sulyott is one of the few beings on the Palladium World who is convinced that the Yin-Sloth Jungle is the cradle of human origin. He is also an expert on the Battle of Gods, the ancient Kawan, Dragonwright, gigantes, tezcat, headhunters, grimbor, insectoids, lizard men, the Land of the South Winds, jungle animals, jungle medicine, and the jungle itself.

The tragic wars and continuing senseless bloodshed has made Sulyott melancholy. He'd love to see peace and harmony on the Palladium World and has even gone so far as to nudge the occasional hero and peacemaker with advice and magic (something he really shouldn't do).

Sulyott has taken the role of councilor to the Commonwealth of Yin-Sloth Kingdoms who greatly respect him. From the creation of the kingdoms to the present day the old sage has remained a constant force subtly aiding the people. The leaders of this fledgling nation will listen to the old man's counsel and try to act on his advice. The sage steers the Commonwealth in the direction of peace, especially with the neighboring Orcish Empire. It is his hope that eventually the influence of the Commonwealth can extend throughout the jungle and bring a lasting peace.



Race: Human.

Age: 6,583 years old.

Alignment: Scrupulous.

Attributes: I.Q. 25, M.E. 17, M.A. 20, **P.S. 8, P.P. 11**, P.E. 14, P.B. 14, Spd. 12.

Hit Points: 800.

Horror Factor: 10.

Armor: None.

Weapons: None.

Level of Experience: 16th level wizard, 10th level mind mage.

Magic Abilities: Two spell attacks or two psionic attacks per melee, knows all spells and psionic abilities, with 164 I.S.P. (and 1100 P.P.E.).

Damage: See above.

Skills: Those typically common among sages.

Note: Sulyott might take an interest in characters who are especially heroic or working to help other beings in a peaceful and constructive way. He may dispense some valuable information, hints, clues, advice or special items to the characters.

New Skills & Descriptions

By Patrick Nowak & Kevin Siembieda

New Elective Skills

Acting/Impersonation
Armor/Weapon Decoration
Holistic Medicine & Chemistry
Gem Cutting
Hunting
Intelligence
Running
Siege Engineer
Sniping
Stalk/Capture
Streetwise
Undead Lore
Wilderness Survival
Witch Lore
W.P. Blowgun
W.P. Bola

W.P. Net
W.P. Paired Weapons
W.P. Siege Weapon
W.P. Targeting

New Secondary Skills

Area Knowledge
Bartering
Blacksmith
Camouflage
Fashion Tools
Gambling
Leather Working
Legal Knowledge
Mining
Mountaineering
Pottery

Skills included from Adventures on the High Seas (for easy reference)

Acrobatics
Concealment
Juggling
Palming
Sleight of Hand
W.P. Grappling Hook

New Elective Skills

Acting/Impersonation is the ability to act out a given role convincingly. This skill allows the character to impersonate a specific individual or portray someone of a given social class; i.e. peasant, soldier, knight, etc. Acting is a combination of several skills and as a result provides a one time bonus of +10% to disguise, imitate voices and public speaking skills. The first percentage represents acting ability, while the second is the chance to identify an impostor or someone who is acting.

Armor & Weapon Decoration: This skill enables one to lavishly decorate weapons and armor with intricate engravings, gemstones, and plating of precious metal. With the proper materials the value of a weapon or suit of armor can be increased by 50 to 100 percent. This skill also enables the character to patch and restore up to 10 S.D.C. points on soft armor and 20 S.D.C. on chain, scale and plate armor.

Holistic Medicine and Chemistry: A person with this skill has the knowledge of herbology/herb lore and the ability to combine various substances to create useful, non-magical mixtures and concoctions. It includes training in the recognition, preparation and application of natural medicines, usually made from plants, roots, leaves, fruit, mold and animal extracts. The holistic practitioner is basically a natural pharmacist who creates drugs from vegetation and studies remedies for common ailments. He can find and use plants to create healing salves, balms, ointments, teas, brews and tonics. Note: This skill also adds a bonus of +5% to the skills: use poison, recognize poison, cook, and identify plants/fruit.

This is not a true science, rather it is the art of trial and error combined with folklore and home remedies. More often than not, a useful substance is derived by accident rather than design. Once the formula for a substance has been discovered, it can be recorded to use again as often as desired, provided the components are available. Those with this skill are part of a secretive brotherhood who may or may not share methods and data.

There are many expensive and rare chemicals involved in the pursuit of this skill. The majority of these can be purchased at an alchemist shop. The characters must therefore have a certain degree of wealth to obtain the materials for their experiments. When a formula has been discovered it is usually recorded in a non-magical symbol script so as to preserve the exclusive nature of the skill, the following are some examples of the symbols:

Annus (year)		sulphur	
Mensis (month)		cinnabar	
Hora (time)		talcum	
Dies (day)		arsenic	
Nox (night)		gold pigment	
Ignis (fire)		aluminum	
Aer (air)		soda	
Aqua (water)		salt	
Terra (earth)		mercury	
antimony		litharge (lead monoxide)	
loadstone (magnetic iron)			

Any additional symbols required should be created and agreed upon by player and GM alike.

Making Concoctions: The alchemist must propose an experiment listing materials and method. Once this has been done the character makes a skill roll. An unsuccessful roll, results in the creation of a lethal poison causing 6D6 damage if ingested. If the player character is following a formula he should use the second percentage. Should the experiment prove successful the GM should randomly determine the effects of the substance on the following table (G.M.s should feel free to modify or add to the table).

01-06 Mild Sedative: Anyone who ingests the mixture is stunned for 4D6 melees unless they make a save vs non-lethal poison. If the save is made or the victim returns to their senses they suffer penalties of -3 to strike/parry/dodge, and -2 to initiative for an hour.

07-12 Strong Sedative: Consumption of this mixture results in loss of consciousness for a period of 1D6 hours. A save vs non-lethal poison halves the time period.

13-25 Narcotic Mixture: The narcotic mixture induces a euphoric state very similar to that of intoxication. This state lasts for 1D4 hours during which the following penalties apply: -4 initiative; -2 strike, parry, and dodge; Speed is halved; Reduce all skills by 12%.

26-28 Paralysis: Ingestion of this substance causes momentary paralysis. The person will remain immobile for 1D4x10minutes unless they make a successful save vs. non-lethal poison.

29-36 Alcohol: Usually the result of fermenting fruit, wheat or vegetables to make wine or moonshine-like substances.

37-45 Mild Poison: A mild poison is not actually dangerous although the effects are annoying. The GM should decide the effect of the poison from the list on page 138 of the Palladium RPG under *Symptoms, Duration, and Effects*. A saving throw vs non-lethal poison will negate any of the effects of the poison.

46-60 Lethal Poison: When a lethal poison is consumed it causes 6D6 damage. If a save vs poison is successful the character will suffer only 1D6 damage.

61-70 Healing Brew: The healing process is increased greatly by drinking the healing brew. 1D4 hit points are instantly restored, and it cures stomach ailments, nausea, diarrhea, cramps, headache and reduces fever. This brew can come as a tea, tonic or soup.

71-76 Super Healing Brew: Instantly restores 2D4 hit points and the character heals/recovers from damage, poison, or disease three times faster than normal. Duration: 24 hours per each drink of brew. This concoction comes as a tea, tonic or soup.

77-83 Healing Poultice: Application of this mixture to the surface of a wound accelerates the process of natural healing. When initially placed on the wound the poultice restores 2 hit points after only one hour. Every day an additional two hit points are healed until the wound is completely gone. Not effective against disease or poison, but excellent for cuts, burns, bruises and rashes.

84-88 Poison Antidote: Instantly negates the effects of all mild poisons. Or the antidote can be designed to negate one particular type of lethal poison man-made or natural (snake or spider bite). The poison is neutralized by ingesting this substance (liquid or powder). All penalties are stopped immediately and half of the damage caused by the poison is restored within 1D4 hours.

89-93 Weak Acid: If this acidic mixture contacts human skin, it causes 3D6 points of damage per melee for 1D6 melees. Successive damage can be avoided by thoroughly washing the affected area after the initial contact.

94-95 Strong Acid: The strong acid is highly concentrated and will cause extreme damage to almost everything it contacts, except glass. This solution causes 4D6 damage per melee for 1D6 melees. The damaging effects can be halted by thorough washing.

96-97 Glowing Mixture: When mixed, the components of this substance begin to dimly glow. This illuminates a two foot (0.6 m) diameter area with pale blue light. The mixture will continue to glow for 1D4 hours.

98-99 Noxious fumes: The mixture causes a terrible stench or fumes that fill the room and causes people to choke, gag and have difficulty breathing. All must leave the room or lose consciousness within 1D4 melee rounds. Unless the room is aired out or the character is pulled into fresh air within an additional 2D4 melee rounds, the victim must roll to save vs coma and death. A failed roll sequence means death!

00 Explosion!! When the character mixes the components together, there is a small explosion. This results in 4D6 damage to a five foot (1.5 m) radius and all flammable chemicals ignite.

Gem Cutting: The individual is able to evaluate and cut gemstones. The monetary value of a gemstone can be determined by a thorough examination where any flaws, chips or imperfections will be observed. In addition, the character can cut gem stones to increase their value or cut one stone into several smaller ones. The first percentile is rolled to appraise gemstones while the second is used to cut stones. When a cutting roll is failed the stone is damaged, which decreases its value. However, the stone can be cut again to repair the flaw; although the stone will be smaller and of lesser value than the original.

Hunting: The character is skilled at finding animals due to his knowledge of animal habits and patterns, and hunting techniques. The player must select 8 animals whose habits are well known. The hunter also knows techniques such as baiting, trapping, and the construction of blinds and tree stands that conceal his presence and increase the chance of getting prey. Only two skill rolls are allowed daily; one during the day and one at night. If successful the hunter encounters one of the eight animals and successfully captures or slays it (player's choice). A failed roll means the hunter did not employ the right technique and no animal was found.

GM Note: The availability of the animal will depend on the type of wilderness and environmental conditions. For example, a deer or a beaver is not going to be found in a desert, but a rabbit or similar rodent might be, and snakes and lizards for certain. This skill also adds a +5% bonus to the skills of recognizing tracks (animal only) and tracking (animals only).

Intelligence: The specific training in the practices and principles of recognizing and analyzing information about the enemy, observation techniques, counterintelligence measures, and spying. This skill is used primarily for military purposes to estimate the strength of opposition forces, the purpose of troop movements or build-ups, tracing supply lines, recognizing key military leaders, government officials, and recognizing uniforms, insignias, flags and armor. Enemy numbers can be determined from such things as camp size, the number of campfires, the size of the camp area, the type of garbage/litter, traps, number of riding animals, size of the supply line, and so on. The type of soldier can also be determined by the group's litter, weapons, armor, equipment and conduct even if they are in disguise. The character also has a general knowledge of common squad formations and military procedures.

The first percentile number indicates whether a successful roll provides the character with a reasonably accurate identification of the group, their race, likely military purpose, direction of travel, and a reasonable estimate of their numbers with a 10% margin of error. Well known leaders, ranks and specialty occupations (priest, wizard, etc.) may also be determined from intelligence observations and investigation. A failed roll means the signs/information is insufficient to reach a reasonable or accurate conclusion.

The second percentile is the character's ability to fool others about the strength of his own group, direction, intentions, cover his trail, i.e. counter-intelligence.

Running: This skill enables a character to run at a consistent speed over a long distance. The character has learned how to pace himself, has developed great leg strength, physical endurance and running stamina. The character can run three times longer or carry a load while running two times longer than the average person before becoming tired. Bonuses: +1 to P.E. and 3D4+4 to spd attribute, plus recovers from fatigue twice as quickly.

Siege Engineer: This is the knowledge of designing, repairing and properly using siege weapons. This is reflected by the first percentile number. With the proper siege weapons, the character can direct a siege against a castle or fort.

The second percentage is the characters skill of countering a siege by anticipating an opponent's strategies and tactics.

A successful roll indicates that the construction, repair, siege or counter tactics meets with positive results. A failed roll results in problems that lead to failure.

Streetwise: This skill instills the character with an understanding about the darker side of street life and the scoundrels who roam the streets and alleyways. The character will have a fair idea how the thieves' and assassins' guilds work, the fees they charge, and places to find them. He will also recognize the handiwork of well known local thieves, assassins, bandits, pirates, gangs, and cults operating in the Kingdom. This includes a basic knowledge of the symbols, gang colors, warning signs, methods of operation and murder used by these unsavory organizations.

The character will also be able to locate pawn shops, drug dens, alchemist shops, gambling halls, arenas, witches, fortune tellers and smugglers, as well as being able to recognize these brigands on the street. The streetwise individual will also recognize and locate or avoid thugs for hire, stool-pigeons/snitches, spies for hire, drug dealers, gang members, and street punks. He or she can recognize the affects of common drugs and will hear about corruption and know who to bribe among town official and peace officers.

Of course, not all cities and towns have this full range of corruption or evil denizens. Exactly who operates in a city will vary from

community to community. Good characters will tend to use this ability to avoid scoundrels and stay out of trouble, or to track down criminals and evil-doers. The less scrupulous character may use these human scavengers and street predators to acquire illegal merchandise, hire their services or to offer them their services. Note: Add a bonus of +20% for streetwise regarding the character's home town/city.

Sniping: The character is skilled at making fantastic, accurate shots with missile weapons. The person is a weapons expert capable of called shots and is +2 to strike when using these weapons. Sniper weapons are limited to the sling, blowgun, crossbow, short bow or long bow — the sniper picks one. The sniper bonuses also apply to any of the weapons listed under this skill that are selected as additional Weapon Proficiencies. Bonuses: In addition to the +2 to strike, the sniper inflicts double damage from surprise, long range attacks (usually limited to the first and second shots) and the standard weapon range is increased by 25% in the hands of this expert. If the sniper rolls a 20 (or higher), modified or not, the attack does triple damage! Applicable only to the sling, blowgun and bow.

Stalk & Capture: This skill enables the character to hunt down and capture a specific individual. This stalker knows how to approach his subject for capture without alerting or startling him until he is within striking range.

The character then strikes in a way to disarm, incapacitate and capture the subject while inflicting minimal damage. Note that the stalking attacker can use any of these attacks during a melee round and can also use lethal force at any point. The following combat moves can be used in any combination. Roll under the first skill percentile number for a success.

Bear Hug: This is a crush/squeeze attack that does not pin one's opponent but may incapacitate him. Each hug/squeeze counts as one melee action/attack and is designed to knock the air out of a person. A successful bear hug causes the victim to lose one melee attack, initiative and is -2 to strike, parry and dodge while caught in the bear hug. Each squeeze counts as a melee attack but does not require the attacker to release his victim from the hug. The penalties from several bear hugs are cumulative and may lead to easy capture or surrender.

In the alternative, each bear hug squeezing action can be used to inflict 2D6 damage; not effective against armor with an A.R. of 14 or higher or a character with a P.S. or P.E. of 24 or higher.

A failed roll means no damage or penalties and the hugger has a tiger by the tail. His intended victim can strike or try to break free (the latter works the same as a parry; high roll wins). However, as long as the hugger holds on to his opponent, his attacker is -2 to strike, but he (the hugger) cannot strike, parry or dodge as long as he keeps holding on. He'll have to let go in order to launch a new attack or to try a new bear hug. Note: Opponents who see the bear hug coming (roll for initiative) are +2 to parry or dodge.

Disarm: The stalker attempts to knock a weapon out of the hands of his opponent by means of a kick or slashing blow with his hand or a weapon. Roll under the skill percentile. A failed roll means his foe holds on to his weapon. No damage is inflicted. The stalker gets an automatic parry to defend himself if he is immediately attacked. A success means the weapon is knocked out of the other character's hands.

Entangle: The stalker can trap the weapon or arm of an attacker instead of parrying or dodging. A successful roll under his percentile skill level means the weapon or arm is entangled, inflicts no damage and the character is unable to dislodge it from his opponent's grasp (must let go of weapon or strike with other hand). A failed roll means the stalker is struck, has no chance to parry or dodge and takes full damage.

Natural 20 Stun: Knocks out (for 1D4 melee rounds) or pins his opponent and only inflicts 1D6 points of damage doing it. The opposing character is captured and is easily tied up or chained.

En: A lunging attack that pins an opponent's arms. A pinned character cannot kick or attack with arms. Roll again to see if the captor can wrestle the character to the ground and tie or chain him up. Characters with a P.S. of 20 or higher get to roll a parry to see if they can break free before being tied down. High roll wins; the pinned character wins ties. The pin attack cannot defend against psionics, magic, prehensile tail, or two heads. Nor can he defend/pin against attacks from the head such as eye beams or breath attacks, unless he grabbed his captive from behind.

A failed skill roll means no attack, a loss of initiative and no opportunity to parry or dodge his opponent's counterstrike.

Stunning Strikes: Using a weapon or his bare hands (or kick attack), the stalker can deliver blows that stun rather than inflict damage. Each successful strike slightly stuns his opponent causing the following cumulative penalties: -1 on initiative, -1 to strike and parry and speed is reduced by 10%. The penalties last for 2D4 melee rounds. Add the penalties from each successful stun attack. At some point the stunned character will be so debilitated that he will succumb easily to being pinned, entangled, disarmed, captured, or killed, or feel it necessary to surrender.

A failed roll means his opponent is not stunned, suffers only one point of damage, and is probably angry.

Note: The second percentile is used to appraise the slave market/gladiatorial value of the captive, as well as to assess an opponent's approximate skill level (within two levels). A failed roll (can only roll once per encounter) means he can't tell.

Wilderness Survival: The character is skilled in all aspects of survival and can live indefinitely in the wilderness with very little equipment. This ability is not a single skill, rather a package including: Fishing, identify plants, sense of direction, and trap/skin small animals. All of these skills use the first percentage listed. Should the character also choose any of the package skills as an elective or secondary skill add an O.C.C. bonus of 10% to that particular skill.

The second percentage indicates the success of improvising in the wilderness. This skill ratio covers foraging, the construction of shelters, building fires, and similar tasks. The percentage is also used for any survival related activity for which no separate skill exists.

Undead Lore: By personal observation or through a description of traits and combat the character can recognize all types of undead and the signs/presence of necromancy. The character also knows the origin of most types of undead, including automatons (animated dead), banshees, corpse creatures, dark life, ghouls/nasu, mares, maxpary shamblers, mummies, spectres, syvans, vampires, yema and zombies; as well as their general habits, habitats, motivations, natural abilities, strengths and weaknesses. All very useful in combating them. A success roll indicates whether the character accurately remembers the information about them. A failed roll means he is flustered and either can't remember or recalls the wrong information.

Witch Lore: This skill enables a character to recognize the handiwork, enchantment, rituals, and influence of witchcraft. He or she can also positively identify a witch by physical examination, recognize the evil familiar, and tell whether it is an animal or a demon. The character also knows about pacts, basic abilities, weaknesses and similar data about witches. Roll to recognize witches, familiars, rituals or enchantment. A success means positive identification. A failed roll means inconclusive evidence, which may mean the suspect may be innocent.

A note about Evil Witches: A witch may be male or female. All suffer from the same weaknesses: Holy water acts like acid and results in 2D4 damage per application to a witch, twice that for demons and devils. Salt is a lethal poison which does 2D4 damage per ounce (28 gm). Immersion in salt/sea water causes 4D8 damage per melee round (aquatics are the only exception). Magic and psionics do full damage, as do most normal weapons.

W.P. Blowgun: This skill is just like other weapon proficiencies and reflects the skill at aiming and handling this specific weapon. The blowgun is a tube six inches (0.15 m) to six feet (1.8 m) in length that fires darts at an effective range of 40 feet (12 m; maximum range is 80 feet/24.4 m, but is -3 to strike). Damage from a blowgun dart is only one point, but they are often coated with poison.

W.P. Bola: The bola consists of two weights attached together by a stout chord. The bola is spun above the head before being thrown at the intended target. The weapon can cause 1D4 damage, but a successful strike is usually used to knock a weapon out of an opponent's hand or entangle his legs. Feet/legs are tied together making the victim fall or stumble. While entangled, the victim loses initiative, is -1 to strike or parry, -6 to dodge and speed is reduced by 80%. All penalties are enforced until the character gets himself untangled/cut loose; it takes 1D4 melee actions to get untangled.

Elective Skills from Adventures on the High Seas

Acrobatics: The practiced skill of aerial feats of daring, agility and strength, such as swinging from vines, walking a tightrope, high wire and stunts performed above ground.

- Excellent balance and no fear of heights: Maintain grip, hold or footing is 60% +5% per level of experience.
- Climb Rope/Vines: 50% +5% per level of experience.
- Pole Vault: The act of pole vaulting sends the character 10 ft (3 m) high +2 feet (0.6 m) per level of experience. Success ratio: 50% +5% per level of experience.
- Leaps: Five feet (1.5 m) +1 foot (0.3 m) per level of experience.
- Walk Tightrope: The ability to walk safely and quickly along ropes, high wires, jungle vines, tree branches, narrow ledges, and similar expanses. Roll percentile dice for every 10 feet (3 m) of distance. A failed roll means a slip. Roll again to maintain balance. A second failed roll means a fall. 40% +5% per level of experience.

Concealment: The practiced ability of hiding something on one's body or in hand usually by continually moving it around from hand to hand or place to place unnoticed. Objects must be no larger than 14 inches (0.36 m) in height and length, 6 inches (0.15 m) in width, and weigh 10 lbs (4.5 kg) or less. The smaller and lighter the item, such as a knife, gem, small sack, scroll, etc., the easier it is to conceal. Larger items such as a book or club or statue (or other similarly larger and heavier objects) are more difficult to conceal on one's person for obvious reasons. Giant-sized characters can add six inches (0.15 m) to the size and six pounds (2.7 kg) to the weight. Penalty of -5% applies to items over 7 inches/0.18 m (remember 14 inches maximum) because it is a more difficult size. Items larger than 14 inches are impossible to conceal.

Juggling: The ability to toss "up" a number of objects, such as balls, clubs, knives, lit torches, and almost any (usually small) objects, and keep them continuously in the air. The level of quality and diversity of this juggling O.C.C. skill is of an expert calibre and not a hobby or pastime. As an expert skill, the practitioner develops a superior sense of coordination, manual dexterity, and reflexes which provide the following *abilities and bonuses*.

1. Three attacks per melee with a thrown weapon. This can include darts, knives, throwing axe, javelin, small spear, club, and other small items appropriate for throwing. It does not include swords, maces, ball and chain, pole arms, staves, chairs or other objects. Add one additional throwing attack at fourth level and another at levels eight and eleven. (That's a total of six throwing attacks by 11th level). *The throw attack* takes the place of normal hand to hand combat per melee. This means the character can either attack by throwing missile weapons OR by engaging in hand to hand combat; he CAN NOT do both in the same melee round.

2. Automatic parry: Even if he is NOT a man of arms, the practice of juggling, the manipulation of small arms, and great manual dexterity, provides an automatic parry. However, the automatic parry applies ONLY when a knife, throwing axe, spear, or light small object, like a torch, is used.

3. Bonuses: +1 to strike with any thrown/missile weapon. +1 to parry. These are both in addition to hand to hand or W.P. skill.

4. Number of items juggled: Up to six objects/items at level one, plus ONE for each additional level of experience.

Palming: Simply the ability to pick up and seemingly make a small object, such as a coin, key, playing card, knife, etc., disappear by hiding or concealing it in one's hand. It also adds a bonus of +5% to pick pocket skill.

Sleight of Hand: Another skill that involves the manual dexterity of hand and finger manipulation to perform certain feats. One of the tricks or gimmicks of sleight of hand is to distract the observer(s) with one hand, and palm or otherwise manipulate an item with the other hand. Sleight of hand also includes a basic level of escape artistry. Techniques include: hand positioning, tensing and relaxing muscles, keeping hand and wrist joints flexible, popping joints in and out, the study of knots (rope works skill: add +5% to escaping from rope/tied bonds), and using a hidden lock picking tool(s).

Skill Bonus: +5% to palming, +5% to pick pockets, +5% to pick locks, +6% to concealment. All are one time skill bonuses applicable immediately.

Escaping from bonds is limited to normal, non-magical, rope, chains and manacles. To escape from locked chains and manacles, the character must have the pick lock skill as well. Note that a prestidigitator/escape artist does NOT need to see the knots, locks or manacles that hold him. Escapes and lock picking can be done by touch and/or sound as well as sight.

W.P. Grappling Hook: Trained use of a grappling hook for climbing, boarding vessels, tripping an opponent (by hooking the foot, ankle or leg. Does no damage, but knocks victim to the ground and he loses initiative and one attack) and impaling (does 1D6 damage).

W.P. Net: Able to trip an opponent (same as grappling hook), parry and snare. There are two types of snare:

1. *Snaring an opponent's weapon:* The weapon becomes entangled and is pulled out of the person's hand. A natural, unmodified (no bonus) roll of 18, 19, or 20 will disarm an opponent, unless he can roll an equally high, or higher, parry (no bonuses).

2. *Snare one's opponent* by throwing the net over him/her. The intended victim must *dodge* or be netted. If caught in the net, the victim is -8 to strike, -10 to parry and dodge. It will require 1D6+2 melees to cut free of the net. If the person dodges or the net thrower misses, it is the net wielder who will suddenly find himself weaponless (it takes TWO hands to throw a net). Parry with the net is the same as usual. Using the net as a *whip* type weapon does 1D4.

W.P. Paired Weapons: Users of paired weapons can: 1. Strike and parry simultaneously, or 2. Can do twin, simultaneous strikes against the same target. Both weapons hit, but is considered ONE attack, and only roll once to strike, not twice. The defender can only parry *one* of the weapons unless he too is using two weapons (or weapon and shield) and *has* the W.P. Paired Weapons skill. 3. Strike two different targets (or strike one and parry the other), simultaneously. 4. Parry two attackers. In other words, warriors skilled in paired weapons can often perform *two actions* for every *one attack per melee*. BUT every time they use twin actions they *LOSE* their automatic parry.

Weapons are limited to the one-handed types and can be used in any combination; for example, two short swords, or short sword and broadsword, sword and knife, mace and ball and chain, etc. *TWO-handed weapons can not be used as a paired weapon.*

W.P. Siege Weapons: An understanding in the use and mechanics of siege weapons.

W.P. Targeting: This is a practiced skill in the use of thrown weapons and bow weapons. This weapon proficiency adds bonuses to the following weapon categories: knives (thrown), throwing axe, spears/forks (thrown), sling, short bow, long bow, and cross bow. W.P. Targeting adds a bonus of +1 to strike at levels 2, 4, 7, 10 and 13. This bonus applies only to the weapon categories previously listed and then ONLY when that weapon is thrown (of course arrows and bolts are fired from a bow and not actually thrown). It also increases the effective range by 20 feet (6 m) for every level of experience; 10 feet (3 m) for knives, darts, and throwing axes.

O.C.C. Notes Regarding the New Elective Skills

Many of the new elective skills are limited to specific O.C.C.s. Which of the previously published O.C.C.s and their occupational bonuses, are as follows. New O.C.C.s presented in this book will list the skills and bonuses available to them.

Acting/Impersonation: Actor (+15%), Assassin (+10%), Thief (+5%), the skill is available to Entertainers and Spies.

Armor/Weapon Decoration: Alchemist (+5%), Scholar (+5%), Merchant (+10%), Noble (+5%); also available to all Men of Arms but costs two skills.

Holistic Medicine & Chemistry (Minor Alchemy): Alchemist (+20%), Monk (+15%), Summoner (+10%), Shaman, Pygmy and Tezcat Priests (+10%), Healer (+10%), Scholar (+5%), Wizard and Druid (+5%), Priest and Merchant (+2%).

Gem Cutting: Alchemist (+10%), Merchant (+10%), Thief (+5%), and Men of Magic without a bonus.

Hunting: Ranger and Jungle People like the tezcats and headhunters (+10%), Long Bowmen and Mercenaries (+5%); also available to Soldiers, Knights, Paladins, Druids, Holy Crusaders, Peasants and other wilderness folk without bonus.

Intelligence: Scholar (+15%), Assassin (+10%), Paladin and Bard (+10%); also available to Mercenaries, Holy Crusaders, Thieves, and Merchants.

Running: Available to all Men of Arms, Squires, and Peasants.

Siege Engineer: Knight (+15%), Paladin (+15%), Noble (+10%) and Scholar (+10%).

Sniping: Spy and Long Bowmen, also available to Soldiers, Rangers and Assassins, but counts as two skill selections.

Stalking & Capture: Automatic only for the Slaver/Enforcer/Bounty Hunter O.C.C.; it is also available to the Monk and Gladiator O.C.C. but counts as two skill selections.

Streetwise: Spy (+15%), Thief and Witch (+10%), Assassin and Pirate (+5%), Mercenary Fighter (+5%), Bard/Entertainer (+5%), Merchant and Soldier (+2%); any other O.C.C. can learn this skill but suffers a penalty of -5% from the base skill level.

Undead Lore: Priest/Priestess, Monk and Shaman (+5%), Healer, Witch and Necromancer (+10%); also available to Summoners, Knights, Paladins, Bards, Scholars and Men of Magic but costs two skills.

Wilderness Survival: Nomad and Ranger (+10%), Shaman and Druid (+15%); also available to Mercenary Fighters, Long Bowmen, Healers, Bards, Peasants and Wilderness/Jungle Warriors (+5%) at a cost of two skills.

Witch Lore: Priest/Priestess and Shaman (+10%), Monk and Healer (+5%); also available to the Scholar (+5%) and Men of Magic (no bonus) but at a cost of two skills.

New W.P.s: Available to all O.C.C.s.

Notes about High Seas Elective Skills

Acrobatics: Exclusive to the Acrobat O.C.C.s.

Concealment: Prestidigitator (+10%), Thief (+5%), and Assassin (+5%).

Juggling: Prestidigitator (+30%). The Thief, Assassin, Headhunter, and Tezcat Warrior may also select the juggling skill, but it will count as two skills and there is no O.C.C. bonus.

Palming: Prestidigitator (+15%), Thief (+10%), Assassin (+5%), Pirate (+8%), Merchant (+6%), Bard/Actor (+3%), Sailor (+3%), Mercenary (+3%). Any other O.C.C. may also select palming, but will get no O.C.C. bonus.

Sleight of Hand: Prestidigitator (+20%), Thief (+5%), Assassin (+5%), Bard/Actor (+2%), Pirate (+3%), Mercenary, Soldier and Sailor (all are +2%).

W.P. Grappling Hook: All Men of Arms, including those in this book.

W.P. Net: All Men of Arms.

W.P. Paired Weapons: All Men of Arms, but counts as two skill selections, except for the Gladiator and Prestidigitator (for which it counts as one skill).

W.P. Siege Weapons: All Men of Arms.

W.P. Targeting: All O.C.C.s

Bonuses for Secondary Skills

As always, any character can select ANY secondary skill regardless of the O.C.C. or race. However, some O.C.C.s will get a skill bonus. The following is a list of the O.C.C. and their corresponding bonus.

Area Knowledge: Peasant (+15%), Ranger and Shaman (+10%), Sailor and Scholar (+10%), Druid, Merchant and Noble (+5%).

Bartering: Alchemist (+25%), Merchant (+20%), Thief (+10%), Diabolist, Noble, Peasant and Pirate (all are +5%).

Blacksmith: Peasant (+10%), Mercenary, Soldier and Squire (+5%).

Camouflage: Druid/Ranger (+15%), Assassin/Merchant and Thief (+10%), Peasant (+5%).

Fashion Tools: Ranger (+20%), Druid, Tezcat Shaman and Tezcat Stoneworkers (+15%), Peasant (+10%), Mercenary, Soldier and any wilderness/jungle folk (+5%).

Gambling: Prestidigitator, Mind Mage and Thief/Bandit (all are +15%), Scholar and Actor/Bard (+10%), Mercenary, Soldier, Merchant, and Peasant (all are +5%).

Leather Working: Ranger and Druid (+7%), Peasant (+4%).

Legal Knowledge: Knight, Paladin, Noble and Scholar (all are +15%), Merchant and Priest (+10%), Soldier (+5%).

Mining: Druid (+15%), Merchant (+10%), Ranger and Peasant (+5%).

Mountaineering: Mercenary/Peasant and Ranger (+7%), Assassin/Druid and Thief/Long Bowmen (+3%).

Pottery: Priest and Monk (+15%), Healer/Merchant and Peasant (+10%), Diabolist (+5%).

New Secondary Skills

Note: Check out **High Seas** for additional secondary skills and new O.C.C.s, including the Gladiator, Pirate, and Bard, not to mention tons of adventures.

Area Knowledge: A familiarity with the climate, terrain, vegetation, monsters and animals that inhabit a specific geographic region. The

character also has a general knowledge of the habits of the people and animals that live there and where they might be found. All well known villages, roads, trails and points of interest in the area are known to the character. The player should only be required to roll when searching for something that is scarce, little known or on the move. Successful rolls mean the person finds the general information or location that he/she desires. A failure indicates that the subject cannot be found.

Bartering: A skill at dealing with merchants, thieves and other businessmen. Depending on the point of view of the character, he can raise or lower the price of an item by **1D4×10%**, excluding magic and rare items. Generally, if the haggler rolls under his barter skill percentage, he gets the price he wanted (applicable to purchases, selling items or trading). If the price is extremely suspect, the two bartering characters can each make rolls on percentile dice, the highest roll wins and gets their price and not a penny less.

Note: The trade must be (or seem) at least reasonably fair for both parties. A character trying to trade a rusty old sword for a full suit of plate armor or a magic item doesn't have a prayer; don't even roll. Game Masters use your discretion and be fair. Also a desired item may not be available for trade or purchase.

Blacksmith: The ability to work and mold hot metal. The character is considered an assistant blacksmith capable of repairing simple metal items, shoeing horses, and making small repairs. In addition the person can forge simple products such as nails, spikes, horseshoes, belt buckles, and links of chain. Metal armor can have up to 20 S.D.C. repaired. Making weapons or armor is far beyond their skill. The repair or construction of an item goes perfectly on a successful roll. Failure on the other hand yields a flawed and imperfect product, with half the normal endurance/S.D.C. and may not work 100%.

Camouflage: The ability to conceal supplies, weapons, and equipment in most settings. A successful roll indicates that the item(s) is invisible from the air and hidden from ground view; it can only be found by someone actively searching for it. A failed roll means that almost anyone can notice the item just by walking by or flying overhead.

The second percentage is the base chance to uncover camouflaged items hidden by someone else. This skill provides a +5% bonus to locate secret doors/compartment.

Fashion Tools (and Weapons): Useful tools and weapons can be constructed from readily available material. These crude items are usually made from wood, stone, vines and bones, and include making a simple wood and/or stone hammer, club, hand shovel, pick, fishing hook, bone needle, wooden stake, torch, rope, string, fishing line, simple flute, blow gun, staff, wooden spear, bola, throwing stick, arrow, short bow, stone knife, and spear and axe head made from chipped stone. The ability to fashion tools is a source of pride for jungle tribesmen and wilderness folk. An unsuccessful roll results in a product that is completely useless, try again. It generally takes about 1D4 hours to make a small, simple item and 2D4+1 to make a larger, more elaborate item like a stone axe, spear with a stone head, short bow, etc.

Gambling: A thorough understanding of games of chance, including the knowledge of the rules, strategies and probabilities. For a quick roll to determine the results of gambling (without having to play the actual game), roll under the first skill percentile number. A roll under the skill percentage is a win, too high is a loss.

The second percentage is used when a character wants to tell if a game is rigged against him or if one of his gambling partners is cheating. A successful roll will help him to see the palming of cards and other sleight of hand tricks, or to recognize bad dice, a fixed roulette wheel, imbalanced throwing knives/darts, and so on.

Leather Working: The character is skilled at tanning and preserving animal hides. Usually this skill is combined with tailor to enable the individual to make leather goods such as clothing, capes, bags and even leather armor. The tailor skill adds a +5% bonus to the leather working skill percentage. A failed roll indicates that the hide is ruined and the leather is wasted.

Legal Knowledge: A knowledge of the law and the ability to correctly cite it in legal issues. The person understands the law concerning such areas as taxation, zoning, crimes and punishment. The character can work within the law and recognize crimes when they are committed. In addition the person is more than capable of preparing a lawsuit or legal defense. A failed roll indicates the person is unable to completely or accurately recall all the details, laws and punishments concerning a given action or fails to make his case.

Mining: The ability to locate mineral deposits or areas where they are likely to be found, excavate the land, and separate ores. The person also has the knowledge to successfully dig a mine, pan for gold, and/or direct a mining operation. The actual finds, costs, and actual profits of a mining project should be determined by the Game Master — remember, most mining operations are guess-work and yield nothing or little.

Mountaineering: The skill of climbing natural rock formations such as mountains and cliffs. Mountaineering is separate and is not related to

the climbing/scale walls skill since different equipment and techniques are used. The character is proficient in the use of crampons, pitons, and techniques such as rappelling, belaying, etc. The ropeworks and scale walls skill add a +5% bonus to the mountaineering skill. The character must roll for every 20 feet (6.1 m) climbed or rappelled. A failed roll indicates a serious problem: The character slips, a knot comes undone, or a piton pops. The character is given a second roll to catch themselves. If this roll also fails; the player falls and suffers 1D4 damage for every 10 feet (3.0 m) of drop, unless caught by another character.

Pottery: The craft of molding pots, vases, mugs, china and other items made of clay on a potter's wheel and baked in a kiln. The character can also paint and glaze their constructions; this chance is represented by the second percentile. If the person has the Paint skill at a higher percentage then it is used instead. Failure indicates a ruined pot or a terrible paint job.

New Elective Skill Tables

Acting/Impersonation	Concealment	Holistic Medicine/Chemistry	Intelligence	Palming
1 20%/2%	1 15%	1 6%/30%	1 20%/12%	130%
2 25%/4%	2 25%	2 9%/40%	2 25%/18%	236%
3 30%/6%	3 30%	3 12%/50%	3 30%/24%	342%
4 35%/8%	4 35%	4 15%/60%	4 35%/30%	448%
5 40%/10%	5 45%	5 20%/70%	5 40%/36%	554%
6 45%/14%	6 50%	6 24%/80%	6 45%/42%	660%
7 50%/18%	7 55%	7 28%/84%	7 50%/48%	766%
8 55%/22%	8 60%	8 33%/88%	8 55%/52%	872%
9 60%/26%	9 65%	9 39%/90%	9 60%/54%	978%
10 65%/30%	10 70%	10 40%/91%	10 65%/58%	10 80%
11 70%/34%	11 75%	11 42%/92%	11 70%/62%	1184%
12 75%/38%	12 80%	12 44%/93%	12 75%/64%	12 88%
13 80%/42%	13 85%	13 46%/94%	13 78%/66%	13 90%
14 85%/46%	14 90%	14 47%/95%	14 81%/68%	14 92%
15 88%/50%	15 95%	15 48%/96%	15 84%/70%	15 94%
Armor Decoration	Gem Cutting	Hunting	Juggling	Siege Engineer
1 12%	1 26%/10%	1 20%	120%	1 12%/ 6%
2 25%	2 32%/15%	2 25%	230%	2 20%/12%
3 32%	3 38%/20%	3 30%	340%	3 25%/18%
4 38%	4 44%/25%	4 35%	450%	4 30%/24%
5 46%	5 50%/30%	5 40%	560%	5 40%/30%
6 50%	6 56%/35%	6 45%	665%	6 50%/36%
7 56%	7 62%/40%	7 50%	770%	7 55%/42%
8 62%	8 68%/45%	8 55%	875%	8 60%/48%
9 68%	9 74%/50%	9 60%	980%	9 65%/54%
10 75%	10 78%/55%	10 65%	10 84%	10 70%/60%
11 82%	11 82%/60%	11 70%	1188%	11 75%/66%
12 88%	12 84%/65%	12 75%	12 90%	12 80%/72%
13 92%	13 88%/70%	13 80%	13 92%	13 83%/78%
14 94%	14 92%/75%	14 82%	14 94%	14 86%/84%
15 95%	15 96%/80%	15 84%	15 96%	15 89%/90%



Sleight of Hand	Wilderness Survival	W.P. Blowgun	W.P. Net
1 14%	1 8%/20%	Lvl S R	Lvl S P Thr
220%	2 16%/25%	1 0 1	1 + 1 0 0
3 26%	3 24%/30%	2 + 1 0	2 0 + 1 0
4 32%	4 32%/35%	3 0 0	3 O O + 1
5 38%	5 40%/40%	4 + 2 2	4 + 2 0 0
646%	6 48%/45%	5 0 0	5 0 + 2 0
7 52%	7 56%/50%	6 + 3 0	6 + 3 0 + 2
858%	8 64%/55%	7 0 3	7 0 + 3 0
964%	9 72%/60%	8 + 4 0	8 0 0 + 3
1070%	10 78%/65%	9 0 0	9 + 4 0 0
1176%	11 84%/70%	10 0 0	10 0 + 4 0
12 82%	12 90%/75%	11 +5 4	11 0 0 + 4
1388%	13 92%/80%	12 0 0	12 + 5 0 0
1492%	14 94%/85%	13 0 0	13 0 + 5 0
15 94%	15 96%/90%	14 +6 0	14 0 0 + 5
		15 0 5	15 + 6 0 0

Stalk & Capture	Witch Lore	W.P. Sola (thrown;)	W.P. Siege
1 18%/25%	1 15%	Lvl Thr	Lvl S R
2 24%/35%	2 20%	1 0	1 0 1
3 30%/45%	3 25%	2 +1	2 + 1 0
4 36%/55%	4 30%	3 0	3 0 2
5 42%/65%	5 35%	4 +2	4 + 2 0
6 48%/75%	6 40%	5 +3	5 0 3
7 54%/85%	7 45%	6 0	6 + 3 0
8 60%/90%	8 50%	7 +4	7 0 0
9 66%/91%	9 55%	8 0	8 + 4 4
10 72%/92%	10 60%	9 0	9 0 0
11 78%/93%	11 65%	10 +5	10 +5 0
12 84%/94%	12 70%	11 0	11 0 0
13 90%/95%	13 75%	12 +6	12 +6 5
14 92%/96%	14 78%	13 0	13 0 0
15 94%/97%	15 82%	14 0	14 +7 0
		15 +7	15 0 0

Streetwise	Undead Lore	W.P. Grappling Hook
1 15%	1 15%	Lvl S P Thr
2 20%	2 20%	1 O O + 1
3 25%	3 25%	2 O + 1 O
4 30%	4 30%	3 + 1 0 0
5 35%	5 35%	4 0 0 + 2
6 40%	6 40%	5 0 + 2 0
7 45%	7 45%	6 + 2 0 0
8 50%	8 50%	7 0 0 + 3
9 55%	9 55%	8 0 + 3 0
10 60%	10 60%	9 + 3 0 0
11 64%	11 65%	10 0 0 +4
12 68%	12 70%	11 0 +4 0
13 72%	13 75%	12 +4 0 0
14 76%	14 78%	13 0 0+5
15 80%	15 82%	14 0+5 0
		15 +5 0+6

Acrobatics: See the skill for details.

Weapon Proficiencies

CODE KEY: Lvl=Level, S=Strike, P=Parry,
Thr=Strike bonus when thrown, R=Rate of Fire

Effective Ranges of Thrown Weapons

Short Sword - 30 ft (9 m)	Dart - 30 ft (9 m)
Large Sword - 15 ft (4.6 m)	Knives -60 ft (18.3m)
Blunt/Hammer/Club - 30 ft (9 m)	Throwing Axe - 80 ft (24.4 m)
Pole Arms -50 ft (15.2m)	Spears/Forks - 120 ft (36 m)
Ball and Chain - 12 ft (3.6 m)	Javelin - 200 ft (61 m)
Staves - 20 ft (6 m)	
1/2 pound Rocks - 20-40 ft (6 to 12 m)	

New Secondary Skill Tables

Area Knowledge

1 30%
2 35%
3 45%
4 50%
5 55%
6 60%
7 65%
8 70%
9 75%
10 80%
11 84%
12 88%
13 90%
14 92%
15 94%

Bartering

1 18%
2 26%
3 34%
4 42%
5 50%
6 58%
7 66%
8 74%
9 82%
10 90%
11 92%
12 94%
13 96%
14 98%
15 99%

Fashion Tools

125%
230%
335%
440%
545%
650%
755%
860%
965%
10 70%
1175%
12 80%
13 85%
14 90%
15 95%

Blacksmith

1 10%
2 20%
3 30%
4 35%
5 40%
6 45%
7 50%
8 55%
9 60%
10 65%
11 70%
12 74%
13 78%
14 82%
15 86%

Gambling

1 10%/ 8%
2 15%/14%
3 20%/19%
4 30%/28%
5 40%/38%
6 50%/48%
7 55%/58%
8 60%/68%
9 64%/72%
10 68%/78%
11 72%/80%
12 76%/83%
13 80%/86%
14 84%/88%
15 88%/90%

Camouflage

1 20%/12%
228%/15%
336%/18%
444%/21%
5 52%/24%
6 60%/27%
7 68%/30%
8 76%/33%
9 84%/36%
10 90%/39%
1192%/42%
1294%/45%
1396%/48%
1497%/51%
15 98%/54%

Leather Working

120%
228%
336%
444%
552%
660%
768%
876%
984%
10 90%
11 92%
12 94%
13 96%
14 97%
15 98%

Legal Knowledge	Mining	Mountaineering	Pottery
125%	1 16%	126%	1 10%/6%
235%	224%	232%	230%/12%
345%	332%	338%	3 50%/18%
455%	440%	444%	4 60%/24%
565%	548%	550%	5 70%/30%
675%	656%	656%	6 78%/36%
785%	764%	762%	7 82%/42%
890%	872%	868%	8 84%/48%
991%	980%	974%	9 86%/54%
10 92%	10 85%	10 80%	10 88%/60%
1193%	11 87%	1186%	1190%/66%
1294%	12 89%	12 90%	12 92%/72%
13 95%	1391%	13 92%	13 94%/78%
14 96%	14 93%	14 94%	14 96%/84%
15 97%	15 95%	15 96%	15 98%/90%

New Monsters

Alphabetical List

Most are available as optional player characters.
Subject to the Game Master's approval.

Avians
Cat Men
Corpse Creature
Dogre
Dragonmen
Fire Sprite
Fyr-Kree Insectoids
Grimbor (excerpt from M&A)
Krog
Lizard Men (excerpt from M&A)
Ration
Sand Serpent
Trapper's Mates

Avians

Avians are large bird-like humanoids who live in the mountains around the Yin-Sloth Jungles. Sulyott the Sage believes they are beings from another world, brought to the Yin-Sloth Jungles during the legendary Battle of Gods. They live in an organized flock society where all members are interdependent. Flocks will scatter into smaller groups to lodge in caves and on the highest mountain peaks. They often live and hunt in mountain forests and alpine pastures, soaring to higher altitudes for pleasure or to flee from earth-bound invaders. Avians are carnivores who prey on woodland and mountain animals, fish and occasionally, livestock. They often kill larger prey by grabbing the creature, carrying it hundreds of feet into the air and dropping it to be dashed on the rocks below. Smaller prey like rabbits, ground hogs, baby goats and deer, ducks and other fowl are grabbed with their powerful talons. The prey's spines is then broken at the base of the neck. The prey is torn into bite-size hunks with the talons and powerful beak.

Long ago, the avians were eager to befriend the other races and attempted to communicate with the other humanoids in the jungles, Old Kingdom and Western Empire. However, most humans and non-hu-

mans alike, mistook them to be evil harpies, winged monsters or aliens from another world and frequently attacked them at sight. Thus, their efforts became increasingly rare and they tend to stick to themselves, secluded in the mountains. Sadly, most of the monster races will attack and destroy them without provocation. Ogres, trolls, ores and goblins insist they are "good eating." Gromeks see them as rivals and enemies and are responsible for the deaths of hundreds. The Western Empire loves to capture and enslave them as prized zoo oddities and as combatants in the arena. Most other humans shun and kill them out of terror. Avians also fall prey to monsters such as dragonductyls, peryton and gryphons. The constant slaughter of their people have kept their numbers low and forced the flocks into seclusion in the mountains. Since the Yin-Sloth Jungles and neighboring mountains are primarily uninhabited wildernesses, they have found a suitable home, at least for the time being. Sadly, their years in the Palladium World are probably numbered.

The peaceful and communal avians are pained that they cannot live in harmony with most of the other races, but they have found some unlikely friends and allies. Headhunters revere them as benevolent jungle spirits and it is a crime to hurt the birdmen. Grimbor and hytrils have also accepted the gentle avians as friends and each will come to the other's aid in a heartbeat.

Tragically, the pain and anguish of some flocks has turned into rage against humans and humanoids. These avians enjoy raiding jungle tribes (particularly ores, goblins, ogres and tezcats) and attacking nomads. They use hit and run tactics, plunging out of the skies frightening horses, stealing cattle, slashing rooftops, dropping stones and raking people. The most unfortunate are victims scooped up in their powerful taloned feet, carried into the air and then hurled to their death on the ground. A typical siege lasts 2D6 minutes and then the killer bird men disappear into the clouds as suddenly as they appeared. Of course, this only perpetuates the myth that all avians are evil monsters.

The good-hearted bird people only fight humanoids who first attack them or invade their land. Even then, they have found it easier to flee from nomads and travelers rather than fight. Their great wings can carry them from harm's way in a matter of minutes. Due to their kindly nature, there are instances when the avians are able to approach and befriend lone individuals, especially trappers, rangers, druids and frontiersmen. Likewise, there are many a bewildered mountain traveler who has reported being saved from a peryton or other monster by an avian and even a few who were snatched from certain death in mid fall. However, in many cases their rescuer quickly departs and is never seen again.

The bird people are instinctively communal, helpful and peaceful. They show great gentleness among their own kind and grieve over death and injury. Males and females mate for life and the offspring often live with or near their parents in family clans or flocks. They live in simple harmony with nature, building nests and perches in the trees



and mountain cliffs and caves. They use few weapons or tools, relying on their natural abilities, powerful talons and sharp beak. Females lay two eggs once a year. The eggs hatch after 60 days. The young can fly within a month and reach full maturity within three years.

Alignment: Any, but usually good or unprincipled.

Attributes: Roll the number of 6-sided dice indicated for each attribute: I.Q. 2D6+3, M.E. 3D6, M.A. 1D6+1, P.S. 4D6, P.P. 3D6+4, P.E. 5D6, P.B. 2D6, Spd. 2D6 on the ground but speed flying is 6D6+42

Hit Points: Standard, plus 20 (NPC: P.E.+35)

Natural A.R.: 8

Horror Factor: 11; **P.P.E.:** 2D4x10

O.C.C.: Most avians are hunters who live the simple life described above and stay with their own kind. However, those who wander off to explore the world or even to become adventurers can become the equivalent of a mercenary fighter, ranger, thief, nomadic tribesman, healer, aerial acrobat or juggler, scholar, peasant or witch. Avians don't possess mystic knowledge and tend to avoid it. **Natural Abilities:** Winged flight, keen hearing, exceptional, hawk-like vision (can see a foot long/0.3 m rabbit at a distance of up to two miles/3.2 km), nightvision 300 feet (91 m), track by sight 74%, track by smell 66%, good climbers 62% and excellent singers (song is bird-like whistle) 90%.

Attacks Per Melee: Two for young, four for adult males and females, or by O.C.C. with one bonus melee action/attack. Bites inflict 2D4 damage, raking slash with talons 2D6, full strength strike with talons 3D6, pin and entangle same as described in the stalk/capture skill, snatch and drop from the air attack (2D6 damage for every 40 feet) or by weapon. They try to avoid combat except in self defense, to protect others, or when provoked. They also try to avoid standing on the ground and prefer to stay airborne; they roost in trees, on top of buildings or on cliffs at night. When flying, the avian can clutch a weapon in each talon and hand, but usually leave the talons free for slashing attacks.

Bonuses: +1 on initiative (+2 in the air), +1 to strike (+3 in the air), +2 to parry (+4 in the air), +2 to dodge (+6 in the air), 44 damage (+8 in sky), +1 to save vs magic, poison and disease.

Magic: A rarity.

Psionics: Standard

Average Life Span: 40 to 50 years

Habitat: Any remote forest or mountain; commonly found in and around the Yin-Sloth jungles and the neighboring mountains. Occasionally encountered in the Baalgor Wastelands and Old Kingdom. Avian slaves and gladiators are imprisoned in the Western Empire.

Languages: Can learn to understand four different languages but have great difficulty speaking other tongues — use very simple words and phrases. Their natural language is one of complex signals, chirps, whistles, squawks and cries.

Enemies: Trolls, ogres, ores, goblins, gromek and feathered death. Humans to a much lesser degree.

Allies: Headhunters, grimbor and hytril. The tezcac fear them but try not to harm them because they are friends of the sacred grimbor. They fight only to defend themselves against killer rogues who attack them.

Physical Appearance: Avians are human-sized beings who resemble a cross between a man and hawk. Grey-green feathers with off-white highlights cover the majority of their bodies. They have a powerful humanoid chest and long legs which end in taloned feet. Their arms are attached to the wings at the midpoint of each. There is a taloned hand on each arm. **Size:** 4.5 to 6 feet (1.4 to 1.8 m) with a 10 to 15 foot (3 to 4.6 m) wingspan.

Weight: 160 to 250 pounds (72 to 113 kg)

Notes: Avians cannot wear humanoid armor because of their wings. Most flocks use a variety of simple weapons. Bolas, clubs, javelins, spears, and thrown rocks are the most common. Remember, their talons are the equal to any sword. Avians can carry small items and light weapons in their hands during flight, but must be extremely careful with how they use them as to avoid erratic and reckless flight and damage to the wings.

Cat Men

A solitary race of feline humanoid predators who dwell in the depths of the jungle. Any creature that moves beneath the jungle canopy is considered its prey. They lead simple lives as hunter-gatherers, preferring to remain secluded from other humanoid creatures. They are good people who offer aid to people in need and protect those in danger. Once the person can fend for themselves, the feline will end its hospitality and move on. Villages that have been visited by other humanoids are relocated after their visitors leave; they prefer to live in a location hidden from prying strangers.

Cat men are self-appointed guardians of the jungle, especially regarding the jungle cats. Intruders in the territory of cat men are followed and observed. If at any time the intruder shows disrespect to the jungle and the creatures within, the cat men will attack. Should the intruder elude the felines, they are relentlessly tracked until they are located and their vengeance is extracted.

The traits exhibited by the elusive cat men have led to the creation of the Cat Lord myth by other jungle natives. It is believed that a being



known as the Cat Lord stalks intruders in the guise of a jungle cat. When the being attacks, it changes into a cat-like humanoid and mutilates its victims. Anyone who sees the Cat Lord and lives is considered an extremely fortunate individual, perhaps even blessed. The cat men are also sometimes mistaken for werebeasts.

Alignment: Any, but usually selfish or good.

Attributes: Roll the indicated number of 6-sided dice for each attribute: I.Q. 3D6, M.E. 3D6, M.A. 2D6, P.S. 3D6, P.P. 4D6+6, P.E. 3D6, P.B. 3D6, Spd. 4D6

Hit Points: Standard plus 15 point bonus (NPC: P.E.+15), A.R.: 4

Horror Factor: 12, due to the Cat Lord myth rather than just the creature's appearance.

O.C.C.: Available equivalent O.C.C.s include tezcat warrior, tezcat shaman, shaman, healer, beastmaster, ranger, witch hunter (rare), warlock (rare), mind mage, thief, assassin, and nomadic tribesman.

P.P.E.: 3D6

Natural Abilities: Nightvision 120 feet (37 m), keen hearing and vision, track by smell 45%, prowling 80%, swim 60%, climb 66%, can leap 12 feet (3.6 m) high or lengthwise and always land on their feet.

Attacks Per Melee: Three or per O.C.C.; bite 2D4 damage, retractable claws 1D6+2 damage or by weapon.

Bonuses: +1 on initiative, +2 strike, +4 parry and dodge, +2 to save vs poison and disease.

Magic: Standard by O.C.C.

Psionics: Standard

Average Life Span: 100 years

Habitat: Yin-Sloth Jungles and the Northern Jungle Freelands.

Languages: A system of grunts, growls and purrs are the components of their natural language, but they can learn to speak any language in a husky, growling voice.

Enemies: Ratlings and Ration.

Allies: Jungle cats and krel; indifferent to most others.

Physical Appearance: The cat men are short humanoid cats completely covered by short, black fur. They have clawed hands and eerie green eyes which glow in any light. The creatures are elusive and will not allow themselves to be watched for very long.

Size: 3 to 4 feet (1.8 to 2.4 m)

Weight: 40 to 100 pounds (18-45 kg)

Notes: Cat men generally lead a peaceful existence but see themselves as the guardians of the jungle. Any interlopers engaged in acts of evil, slavery, or destruction in their territory will be killed. When they enter combat the cat men will don leather armor and arm themselves with knives and iron staves.

Corpse Creature

Corpse creatures are the bane of thieves, bandits and grave robbers. The monsters stalk ruins, catacombs, graveyards, the temples of death cults, bogs, and battlefields in search of prey. A frequent tactic is to lay on a battlefield, in a tomb, at the edge of a bog, or in the middle of a road and pretend to be dead. The monster will often have a few reasonably valuable weapons and a gold locket or other piece of jewelry to attract would-be thieves. When the grave-robber bends over to take the items, the corpse creature grabs him by the throat and strangles him! While one may feel that one less thief in the world is a good thing, these creatures are indiscriminate and they kill those who come to help the wounded, grave diggers, adventurers, women and children.

Their reason for killing is also a mystery since the creature does not consume its victims or gather any kind of loot. The creature seems to be sadistic and simply likes to kill. Victims are usually slain through the slow process of strangulation, but the monsters also engage in torture and other methods of murder.

There is no lore concerning these evil creatures and their origin is unknown. It is commonly believed that the corpse creature is some sort of *undead*, although there is much debate on the subject. All that is known is that there is no apparent, biological life in the body and the beast has no biological needs. It is not magically animated or possessed by a supernatural entity.

Alignment: Diabolic

Attributes: Roll the number of 6-sided dice as indicated: I.Q. 2D6, M.E. 1D6, M.A. 1D6, P.S. 5D6, P.P. 3D6, P.E. supernatural, P.B. 1D6, Spd. 2D6.

Hit Points: 6D6+24

Natural A.R.: 10

O.C.C.: None; a murdering, undead monster.

Horror Factor: There is no horror factor when initially viewing the body, but when the corpse gets up and attacks it has a rating of 16!

P.P.E.: 6D6

Natural Abilities: Sensitive hearing and smell — can detect any movement within 20 feet (6.1 m) of itself, even when blinded, and attack with deadly accuracy, can smell blood up to a mile (1.6 km) away and follow the scent to its point of origin. The monster can tell the difference between the blood scent of animals, humans and other humanoids. It can also play dead 100%, nightvision 30 feet (9.1 m), is immune to psionics and any weapons except silver, holy or magic!

Attacks Per Melee: Two, but typically use a double-handed, clutch/throttle strangle hold that inflicts 3D6+6 damage for each melee round the opponent remains in its grasp. After the first melee, the creature inflicts the 3D6+6 damage plus an additional 1D6 damage by shaking his victim and banging his head or entire body into the ground or a wall like a rag doll.

Bonuses: 44 to strike, +1 to parry and dodge, impervious to normal weapons, poison and all psionic attacks.

Magic: None

Psionics: None

Average Life Span: Unknown

Habitat: The Yin-Sloth Jungles, Land of the South Winds, and parts of the Baalgro Wastelands and Old Kingdom.

Languages: All the corpse creature does is chuckle with a horrible, rasping laugh, and say one or two words like "bad," "hurt," "die," "dead soon," "can't run," "can't hide," "get you", and "bye bye," in several different tongues, including goblin, ogre, elf, dwarf and southern human.

Enemies: Any living creature, particularly humanoids.

Allies: Indifferent to most, including demons and other undead. Occasionally associate with other corpse creatures, witches and necromancers.

Physical Appearance: Looks exactly like a human corpse in the early stages of decay. Even when the beast is active, the eyes remain sunken and horribly blank.

Size: 5 to 7 feet (1.5 to 2.1 m)

Weight: 100 to 250 pounds (45 to 113 kg)

Notes: A corpse creature will move around to areas where they are most likely to find prey. Favorite locations include graveyards, crypts, ruins, bogs and recent battlefields. They are solitary hunters but can be encountered in groups of two or three.





Dogre

When ogres or trolls are encountered in the Yin-Sloth Jungle they may be accompanied by a creature similar in appearance. Often- times these giants go unnoticed because they look so similar. However, when this creature suddenly flies into a frenzy, lashing out at friend and foe alike, they will realize that they have encountered a dogre. One might think of dogres as a race of berserker ogres. The creatures were once a tribe of regular ogres who have been altered by magic gone awry. They are considered to be a distinctive race because they cannot mate with humans or other ogres. Although some point to the Battle of Gods for the origin of this monster race, it is much more likely that they are the product of the legendary Elf-Dwarf wars and arcane magic.

All dogres are emotionally unstable, dull-witted, and incredibly aggressive, with hair-trigger tempers. They'll fight about anything, with anybody, at any time, for any reason. Dogres are cruel to weaker creatures and seem to have a complete inability to show love or kindness. The dogres have earned the nickname, "Berserk Ogres" because of the insane berserk fury they fly into whenever they are frustrated, angered or wounded.

Natives of the Giant's Run mountains, some dogres have joined with the nimro giants, while others are found with bands of ogres and trolls, whose leadership the creatures readily accept. The nimro have recruited them to serve as expendable shock troops in their coming war with the Titans. Keeping the creatures from killing each other in the meantime has become a problem. The only solution has been to keep the dogres busy at hard labor, so that they are too exhausted to look for trouble and go straight to bed after dinner. The Nimro have begun to march entire dogre companies back and forth between Nimtek-shar and Nimeret.

Alignment: Any, but usually anarchist or evil.

Attributes: Roll the indicated number of 6-sided dice for attributes: I.Q. 1D6+1, M.E. 1D6, M.A. 1D6, P.S. 5D6, P.P. 4D6, P.E. 5D6, P.B. 2D6, Spd. 3D6

Hit Points: Standard (NPC: P.E.+30), A.R.: 4

O.C.C.: Mercenary, soldier, long bowman, tezcac-style jungle warrior, nomadic tribesman or peasant.

Horror Factor: 12 due to reputation; P.P.E.: 1D6.

Natural Abilities: Nightvision 60 feet (18.3 m) and powerfully built.

Bloodlust: Dogres quickly give in to anger and frustration which results in a murderous frenzy of hand to hand combat. This frenzy also occurs when they have lost half of their hit points or have killed an opponent. The frenzy is uncontrollable, making everything that moves a target for destruction, friend or foe. The frenzy continues until a 10 foot (3 m) radius has been cleared around each dogre and there are no obvious threats within view. Once the frenzy is over the dogre is emotionally and physically drained and functions at half speed and combat ability for 15 minutes (or until the next frenzy, whichever comes first).

During the berserk frenzy, the monsters have the following bonuses: +4 to strike, +10 to damage, +8 to save vs horror factor, ignores the effects of fatigue and pain, and gets an additional two attacks per melee round!

Penalties: -3 on initiative and -4 to parry and usually refuse to dodge. All they want to do is lash out, fight and kill without much thought about self defense or awareness of what's going on around them. This leaves the brutes open to surprise attacks, attacks from behind, and even getting surrounded by an entire army or charging a dragon because it was next in line. Of course during a frenzy they don't know when to stop and will fight against impossible odds, even to the death.

Attacks Per Melee: Three or by O.C.C. (+2 during a frenzy); claws inflict 2D6 damage +P.S. bonus, fangs/bite inflict 2D4 damage, or by weapon.

Bonuses: +1 strike and +1 parry.

Magic: None

Psionics: None

Habitat: The jungles and mountains of Yin-Sloth and the Baalgor Wastelands, but could survive most environments.

Languages: Speaks troll and ogre at 88%

Enemies: Humans, elves, dwarves, gnomes, tezcac, headhunters, faerie folk and most other smaller or weaker humanoids.

Allies: Ogres, trolls, gigantes, nimro and the occasional other giant or intelligent monster.

Physical Appearance: Dogres look like powerfully built ogres, although somewhat taller. Short hair covers their bodies, and the hair on their heads is usually worn as a long, shaggy mane. They have large yellow, canine teeth, bloodshot eyes and their body is usually covered in scars. These brutes are even more unkempt and filthy than trolls and ogres.

Size: 8 to 10 feet (2.4 to 3.0 m)

Weight: 250 to 500 pounds (113 to 225 kg)

Average Life Span: 28 years! A dogre who reaches the age of 40 is considered ancient (and dangerous)

Birth Rate: A dogre female can give birth to one or two young every seven months. Young reach full maturity by age 10. However, their aggressiveness and frenzy keeps the mortality rate high and their numbers low.

Notes: The dogres are stupid, stubborn and difficult to reason with (impossible during a frenzy). They might accept bribes in the way of booze, exotic food and weapons, but will always obey the commands of their ogre, troll or nimro leaders. The sick, weak or those foolish enough to patronize the beasts will be attacked and beaten.

Dogres love to fight or engage in all types of physical challenges. They also like to gamble although they aren't very good at it and don't like to lose. Normally a dogre will fight with any weapon available. If

none are at hand, they will punch, bite, kick and wrestle their foe into submission. They will wear any armor that fits. Admon, the chief advisor to the Nimro king, has created a suit of plate mail covered with 3 inch (8 cm) long spikes. It is known as Dogreer Spiked Armor, and has an A.R. of 17 and 160 S.D.C. It will only be worn when they are about to enter a major battle. During such battles, the dogres will batter opponents with their spiked bodies, causing the following damage (P.S. bonus applies):

Headbutt — 2D4

Punch/Elbow/Kick — 2D6

Ram/Body Block — 5D6 (counts as two attacks/actions)

Running charge — 1D6×10 (counts as three melee attacks)



Dragonmen

Dragonmen are a race of fierce looking humanoids native to the Baalgor Wastelands. They are demonic in appearance, with numerous horns protruding from their spines, and have long talons. The horns and talons are natural defenses which have evolved for the dragonmen to survive in their hostile homeland. Humanoid races widely believe the creatures to be brutal fiends because of their hideous countenance. According to popular beliefs, the dragonmen are the mutant children spawned by a human or ogre and a great homed dragon. Of course, this is impossible, but the legend still persists, especially among the unintelligent or uneducated dogres, goblins, ores, peasant farmers and nomads.

The Dragonmen were labelled deadly menaces and were systematically enslaved or destroyed. They are extremely rare and have become valuable commodities at slave markets. More often than not, a captured dragonman is destined for gladiatorial combat. Just for their fierce appearance these creatures have become favorites in the arena. The lucky ones, who have proven their loyalty, are sometimes kept as bodyguards. If cared for and fed well the creatures become grudgingly loyal to their masters.

There are very few Dragonmen who still live in the Baalgor Wastelands. They wander in small, loving family clans feeding on the sparse vegetation. They lead a primitive, animal lifestyle with no use for technology.

Despite their monstrous appearance, dragonmen are peaceful and will try to avoid conflict. They have a high regard for life and only want to be left alone. If necessary they will defend themselves, and when they are provoked they can be incredibly ruthless and savage.

Alignment: Any, but tend to be selfish

Attributes: Roll the following number of 6-sided or 4-sided dice as indicated: I.Q. 2D6+2, M.E. 2D6, M.A. 1D6, P.S. 4D6, P.P. 3D6, P.E. 5D6, P.B. 2D4, Spd. 4D6

Hit Points: P.E.+60

Natural A.R.: 13; their body is covered in a skin of tough, thick fine scales.

O.C.C.: Mercenary, gladiator, soldier, thief, healer, shaman and nomadic tribesman.

Horror Factor: 11, P.P.E.: 4D6

Natural Abilities: Perfect nightvision (500 ft/152 m), poor day vision (100 ft/30.5 m), see the invisible, resistant to fire and heat (half damage), impervious to disease, and breathe flame!

Attacks Per Melee: Three or by O.C.C.; talons inflict 3D6 damage, head butt with horns 2D6, power-head butt with horns 3D6, running charge/ram with horns 5D6 (counts as two melee attacks), bite 1D6 or once per melee fire breath (4D6 damage, 15 foot/4.6 m range).

Bonuses: +1 on initiative, +1 strike, +2 to parry and dodge, +6 damage, +2 save vs spell magic, and +3 to save vs horror factor. All are in addition to attribute bonuses.

Magic: By O.C.C.

Psionics: None

Average Life Span: 150 years

Languages: Most speak goblin, ogre, elf, western human and southern human dialects at 80% proficiency. None read or write.

Enemies: None, per se

Allies: None, per se

Physical Appearance: Dragonmen are short, bulky humanoids who are slightly simian in appearance. They are covered by thick, scaly, grey to grey-green colored skin that feels like cured leather. A ridge of dark grey horns starts above their eyes and ends halfway down their backs. Their arms are overly long, extending below their knees, and end in sharp, green talons. The teeth are pointed but not as fang-like as dogres or trolls.

Size: 4 to 5 and a half feet (1.2 to 1.7 m) tall

Weight: 200 to 300 pounds (90 to 135 kg)

Notes: Dragonmen are omnivorous like humans, but most are primarily vegetarians, eating fruit, nuts, roots and bark. They are a primitive nomadic people who tend to use simple clubs and rocks as weapons and tools. However, they will keep any metal items they find, especially tools and weapons. Despite their natural measures of protection, i.e. horns, fangs, talons and flaming breath, the Dragonmen are not aggressive creatures and are extremely affectionate and loving among their own kind.

Fire Sprite

Fire sprites are a race of deadly, evil entities who are rarely encountered anywhere in the world except Mount Nimro and the Great Fire Bog in the Yin-Sloth jungles. The strange creature has two physical forms. One is a ghost, the other is that of living fire. As a ghost, the sprite is capable of flying and speaking, but has no apparent physical form. It appears as a semi-transparent mist with vague humanoid shape to it. As a "fire" sprite, the creature stands about a foot tall (0.3 m) and looks like a tiny female sprite or pixie completely made of fire. The sprite is at its most dangerous in its fire form.

The twisted creature loves to play pranks and cause vandalism through arson. Their pranks range from the annoying to the deadly. One of their favorites is to fly in front of horses and other animals to startle them and make them rear back and run away. This is especially amusing if the animal has a rider that is bucked and thrown to the ground. They also like to start stampedes of horses and cattle by starting a fire or darting around to frighten the animals. They get a big kick in seeing people frantically run out of the way of stampeding animals. Fire sprites never tire of this prank. They also like to give people a hot foot, sting their buttocks, fuel flame torches and campfires, set hair on fire, set glasses of alcohol on fire, toss hot coals or burning embers at people, extinguish torches and campfires, extinguish smoking pipes and cigars, create foul smells, and so on.

The little monsters are called fire "sprites," but they are not actually a member of the faerie race. They get the name because they are tiny, magical and mischievous like faeries and sprites. Some believe the creatures are the ghosts of evil fire warlocks or slain fire elementals seeking revenge against all humanoids. Others believe they are demonic fire spirits who dwell in a fiery realm beneath the earth with gargoyles and other demons. Some folk believe that fire serves as a link between the two spiritual or elemental planes and that anytime fire is used by man, there is a risk that fire sprites will step through the flames. Others believe they arrived along with the insectoids and sand serpents through a dimensional Rift eons ago.

Alignment: Anarchist, miscreant or diabolic.

Attributes (physical stats applicable only to the physical fire sprite form. None as a ghost): Roll the following number of 6-sided dice as indicated: I.Q. 1D6+7, M.E. 2D6, M.A. 1D6, P.S. 1D6, P.P. 2D6, P.E. not applicable, P.B. 1D6+10, Spd. running 8, flight as a fire sprite: 40 mph (64 kmph), flight as ghost 60 mph (96 kmph).

Hit Points: 4D6+6 as fire sprite, but reducing these points to zero or below only turns it back into its ghost form. To kill the ghostly sprite, only magic is effective, but it's hard to catch or slay a ghost.

O.C.C.: None, an elemental being.

Horror Factor: 10 in either form. **P.P.E.:** 4D6x10

Natural Abilities in Ghost form: Nightvision 600 feet (183 m), prowls 65%, and can sense fire within a two mile (3.2 km) radius. As a semi-transparent wisp the entity is intangible, weightless, and impervious to all weapons, including magic weapons, but is vulnerable to magic spells and circles. It can fly at great speeds or hover silently in place. Note: It cannot cast any magic, affect fire in any way, touch or harm humans while in its ghost form.

Natural Abilities in the fire sprite form: Nightvision 60 feet (18.3 m), normal day vision, flight, chameleon with fire (i.e. cannot be seen or detected when standing in fire), impervious to fire and heat, impervious to poison and disease as well as normal weapons. Also see magic powers and vulnerabilities.

In order to become a fire sprite, the ghostly entity must find a flame at least the size of a candle. It flies into the flame and comes out as a being of living fire — a fire sprite. As the fire sprite, it can hop, dance, fly and attack people with its touch or via elemental fire magic. The fire sprite transformation is possible only *once* per 24 hour period, so if its fiery form is destroyed, the ghost will flee and cannot become an elemental being of fire until 24 hours later.

Vulnerabilities: The fire sprite can be harmed by water, holy weapons, magic weapons, spells and other types of magic. Cold based spells do double damage. Water spilled on it will only destroy the physical fire form, not the little ghostly entity. A glass or mug of water splashed on the fire sprite will inflict 2D4 damage, a glass of holy water 2D6 damage, a bucket of water 6D6 damage and rain will destroy its fiery form in two melee rounds. This is one reason the little monster prefers to live in deserts and dry areas like the Baalgor Wastelands, except there aren't as many people or animals to "play" with in desert regions. They try to stay away from rivers, lakes and other bodies of water.



Attacks Per Melee: Two melee actions (no attacks) as a ghost. Two attacks per melee as a fire sprite by using elemental magic or its flaming touch (does 2D4 damage).

Bonuses: +2 to strike, +4 to dodge, +2 to save vs magic of all kind, and +3 to damage. There is a 50% chance of igniting combustible material if the little fiend is really trying to hurt somebody or start a fire.

Natural Magic: All 1-3 level fire warlock spells at 6th level proficiency.

Psionics: None

Average Life Span: Unknown

Habitat: Primarily in the Yin-Sloth Jungles, The Great Fire Bog, and Baalgor Wastelands.

Language: Faerie, goblin and fire elemental.

Enemies: None, per se.

Allies: Other evil creatures who like to cause mischief, suffering and chaos.

Physical Appearance: As an entity, the fire sprite looks like a tiny ghost, about eight inches (20 cm) long/tall, white and semi-transparent with a vaguely humanoid shape. In its physical fiery form, the creature appears as a tiny female humanoid with a body composed entirely of flames. Their mouth is a small black hole and their eyes are black with red flecks.

Size: One foot in fire form (0.3 m)

Weight: None

Krog

The Yin-Sloth Jungles are dominated by the tezcat and other indigenous tribes. The swamps are the undisputed territory of the lizard men and the fierce **krog**. An aggressive race of reptilian humanoids, the krog are mistakenly called frog men by most outsiders because of their frog-like appearance.

The culture of the Krog is very primitive and steeped in mythology. Their society has never developed due to constant civil wars between the many tribes. They relentlessly defend their territory against all odds. They are masters of concealment and ambush, defeating their enemies through hit and run tactics.

The consequences for invading territory inhabited by these creatures is terrible. All interlopers are attacked on sight, captured and brought back to the krog village. Prisoners are given a choice between a slow, painful death or participation in the Krog civil wars as warrior-slaves.

The people live in small family clans, several of which make up a tribe. They live in scattered villages of crude dwellings made from wood and mud. Although they are intelligent, the krog have never developed advanced technology. Their weapons are made from stone, wood and bone; metal is only present if stolen from interlopers. The krog have adapted completely to their swamp environment and would perish if away from water for more than a week.

Alignment: Any selfish or evil

Attributes: Roll the following number of 6-sided dice as indicated: I.Q. 2D6+1, M.E. 2D6+1, M.A. 2D6, P.S., 4D6, P.P. 4D6, P.E. 3D6, Spd. 2D6

Hit Points: Standard (NPC P.E.+20) **Natural A.R.:** 7

O.C.C.: Soldier, mercenary, ranger, nomadic tribesman, shaman, healer, mind mage (very rare) or warlock (earth or water only; also fairly rare).

Horror Factor: 8, P.P.E.: 4D6

Natural Abilities: Swimming 95%, climb/scale walls 65%, prowl 65%, hold breath underwater for 30 minutes.

Attacks Per Melee: Two; talons do 1D8 or 2D4, or by weapon.

Bonuses: +1 on initiative, +2 damage, +2 save vs poison, +6 to save vs toxic vapors/gases, and +2 to save vs poison and disease.

Magic: Standard **Psionics:** Standard

Average Life Span: 35 years

Habitat: Swampy and bog regions of the Yin-Sloth Jungle.

Languages: Krog, but most also speak lizard man and goblin at 80% proficiency.

Enemies: Other Krog clans, lizard men and invaders.

Allies: None, per se.

Physical Appearance: The Krog have a stooped, bulky, humanoid frame with frog-like features. Atop their shoulders rests an oversized head with big, frog-like eyes. They are carnivores with rows of sharp teeth lining their mouths. Their skin is a dull greenish-brown color with darker streaks of green and black which provide natural camouflage. Their hands and feet are webbed, ending in short, razor-sharp claws. Although they resemble frogs, they are actually aquatic reptiles.

Size: 4 to 5 feet (1.2 to 1.5 m) **Weight:** 160 to 200 pounds (72 to 90 kg)

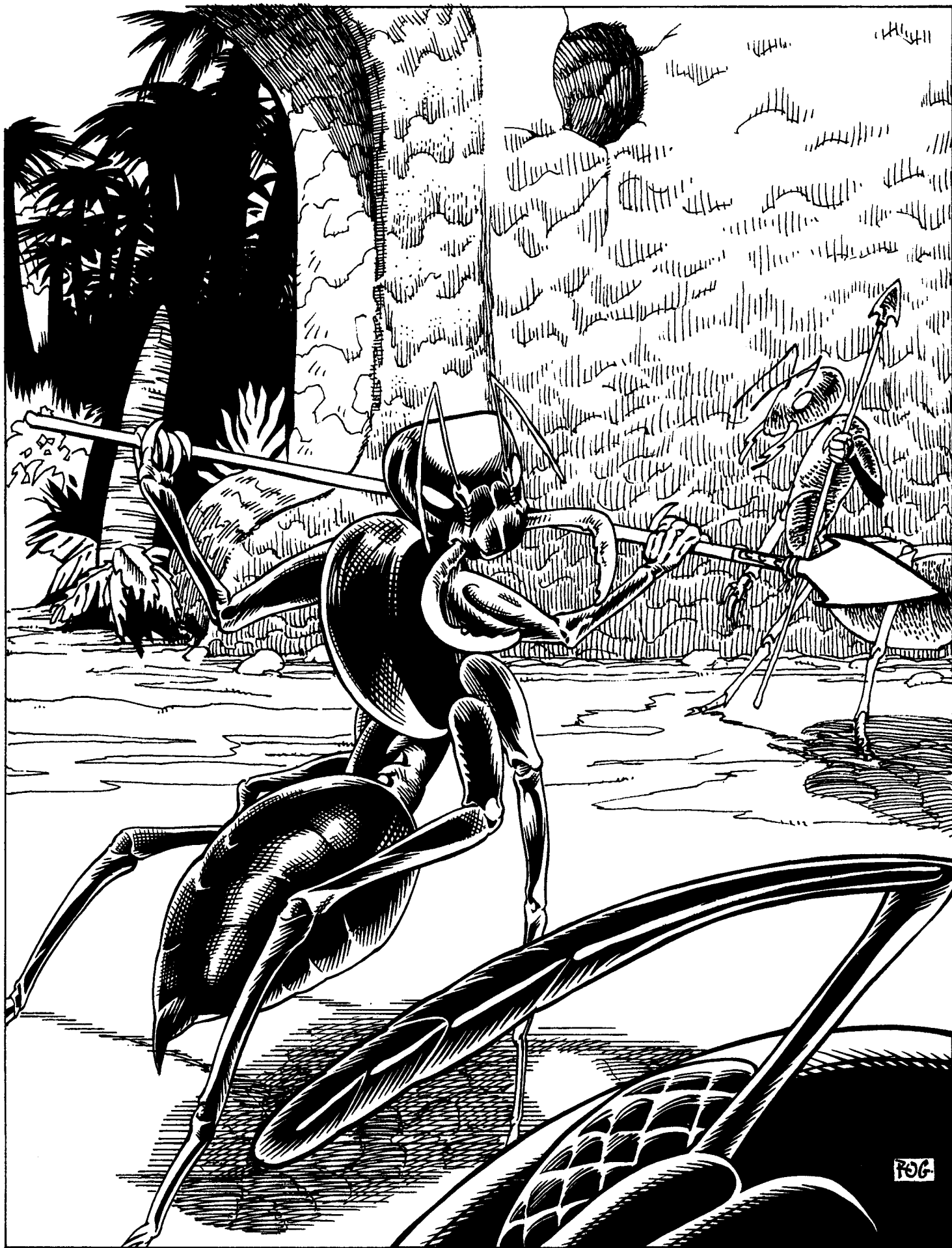
Notes: The Krog surround their homes with a variety of traps to protect their territory. The most frequently used traps are punji stakes and pits.

The krog love metal weapons but lack the technology to make them. Furthermore, their swampy habitat tends to cause rust and quick deterioration of metal. As a result, metal weapons are rare and coveted. Krog are usually armed with stone or bone knives and sharpened sticks/spears. Weapons are coated with a lethal black sludge made by boiling poisonous mushrooms. The poison causes 4D6 damage per strike/melee of contact unless a save vs lethal poison is successful (no damage if saved). The sludge also affects the nervous system, reducing the strike, parry and dodge of its victims by -2 (no penalties if save is successful). The krog frequently snap off the tips of their spears after



impaling an opponent, leaving the poisonous tip embedded in their enemies. When this is done, the poison continues to do 4D6 damage each melee for 1D4 melees.

The Krog wear simple loincloths held in place by a hemp belt. Advanced tribes copied the armor of intruders using wooden and bamboo splints. The armor covers the body except for the head. The krog armor has an A.R. of 10 and has 40 S.D.C.



Fyr-kree Insectoids

The Great Fire Bog is an alien landscape created by the opening of a dimensional portal eons ago. Scores of creatures poured through the dimensional gateway at the bidding of their gods, only to become stranded on the Palladium World. Many perished, others, like the insectoids have survived. A large number of "Ant Men" tumbled into Palladium through the gateway. Those who survived eventually found the Great Fire Bog and established a colony there. They are content living under the desert sand and have made no move to expand.

These alien creatures live in a society much like the ants they resemble. It is a highly structured, collective whose only goal is to build a colony and survive. Each Insectoid fills the role of worker, warrior or craftsman. Workers steadily construct and repair the stone dwellings of the hive. Craftsmen make the tools and weapons that are used by the rest of the tribe. Warriors hunt for food and protect the hive. They also guard the subterranean lair of the queen and her larvae.

Anyone who passes through Insectoid territory will be ignored unless they interfere with the hive or are perceived to be a danger. If an intruder disrupts workers, molests one of the ants, or damages the hive, they will be attacked by 2D6 warriors. These vicious fighters will not relent until the **intruder(s)** is dead or flees. They are extremely territorial, but seem to have no intention of leaving the bog area. They are also tolerant of other life forms and have been known to accept humanoid creatures into the hive. After staying for a few weeks and pitching in a helping hand, the creatures seem to accept the non-insectoid as a member of the colony. As long as the character is willing to pull his own weight and works to benefit the colony, he or she is welcome to stay. Deadbeats are thrown out: The unusual acceptance of other species may be the result of the insectoids having suffered from sterility and disease which keeps the hive's birthrate and the colony's numbers to about one-tenth normal.

Alignment: Principled or aberrant.

Attributes: Roll the following 6-sided dice as indicated: I.Q. 2D6+4, M.E. 3D6+4, M.A. 3D6+4, P.S. 3D6+12, P.P. 2D6+10, P.E. 3D6+12, P.B. 1D6, Spd. 3D6+12

Hit Points: P.E.+1D6x10

Natural A.R.: 18,104x100 S.D.C.

O.C.C.: An alien race. Workers dig, build, construct and have skills that reflect their work at a human level. Craftsmen make tools, weapons, rope, baskets, boxes and other essentials. The warriors are basically equal to the human O.C.C.s of soldier and ranger.

Horror Factor: 12

Natural Abilities: Never-ending endurance (10 times that of a human), needs little sleep (three hours per day), excellent diggers 95%, excellent climbers 95%, fair swimmers 40%, have keen hearing, good vision, and are impervious to fire and heat, even magic fire does only half damage.

Attacks Per Melee: Three; maw 2D6 or by weapon

Bonus: +1 strike, +6 damage

Magic: None, P.P.E.: 1D6

Psionics: None

Average Life Span: 15 years. Young reach full maturity in one year.

Habitat: The Great Fire Bog, although a few tiny groups (2D4 members) can be found exploring the mountains, Baalgor Wastelands, and the Land of the South Winds.

Languages: Unique; sent at an ultrasonic frequency that humans and most humanoids can't hear. Their antennae, keen hearing and the frequency allow them to communicate at a range of half a mile (0.8 km), almost like having a built-in radio.

Enemies: Sand serpents and other monstrous predators, but not very many.

Allies: None, per se.

Physical Appearance: Insectoids are giant black ants whose front section is held erect. Their front limbs end in hand-like appendages which can be used to grasp weapons and tools.

Size: 6 to 8 feet (1.8 to 2.4 m) tall

Weight: 600-1000 pounds (270-450 kg)

Notes: In combat the insectoids use iron staves or spears. They have no need for armor due to their protective exo-skeletons. The plates of a dead insectoid could be fashioned into a lightweight armor resistant to all fire and with an A.R. 18 and 200 S.D.C.; if the Western Empire or other evil people ever realize this, the ant men may be in serious trouble. There are an estimated 12,000 insectoids living at the colony, with an additional 2D6x100 exploring the jungle and other parts of the world. Approximately 2D4x100 young are born each year.

Grimbor

The grimbor is a large, lumbering, semi-intelligent creature that is at home on the jungle floor among its lush vegetation. Their diet consists of fruit, wild vegetables, roots, birds' eggs, and small animals like birds, lizards, and snakes, all abundant in the rain forest. Compared to humans, they are dull witted and rely on instinct as much as reason. The strength of the grimbor is legendary, but they are not as agile, fast or aggressive as humans or many of the other humanoids of the Palladium world. Slow and ill-suited for dexterous movement or combat, their raw physical strength and endurance is awesome! They can be brutal and devastating combatants when threatened or frightened, killing without even intending to do so.

Gentle giants, they care very much about the well-being of their mates and tribe. Females gather fruit and bear the responsibility for the rearing of the young. Males protect the tribe and hunt. The grimbor is a very social and loyal creature. The whole tribal community mourns when one of its members dies. When the community or individual is threatened, the males will engage the threat with bared fangs and much breast beating. If this fanfare doesn't dissuade a foe, the largest dominant male will attack first, quickly followed by his fellow protectors. This is often their downfall. Unwilling to desert a fallen or captured comrade, the apish brutes stand and fight. Rescue attempts not only fail, but many others are captured and scores are slaughtered. A grimbor rarely turns their back on a fellow grimbor or any friend in need. Another strike against the grimbor is that unless they feel their own life or the safety of the tribe is endangered, they will *never kill*. They are satisfied with chasing an intruder or predator away. Unfortunately, men often return in greater numbers, armed with deadly weapons and magic.

Despite being clumsy and inarticulate, the grimbor are fair primitive craftsmen, using wood and stone as simple tools, weaving vines for rope and twine, and carving wood. Their most famous tool is the fearsome looking "Yumbuto Club." The club is fashioned from wood, with a carved, ridged top used for striking and crushing, and a sharp claw or tooth like appendage at the handle's base for scraping and digging for edible roots and reptiles. The ape-men see the yumbuto club as a tool more than a weapon and it is carried by both males and females. They also use throwing sticks.

The grimbor are an ancient race of giant beastmen once common to the Yin-Sloth Jungles and Floenry Isles. Their numbers have dwindled over the centuries because they have been unable to cope with the supernatural predators that stalk the forest and the new wave of humans plundering the jungle. Humans from the Western Empire and Land of the South Winds not only capture and enslave the grimbor for slave labor, but have hunted them for sport and have sentenced them to death in the gladiatorial arena. Over the last hundred years, at least five million grimbor have perished at the hands of unfeeling humans. Many scholars estimate the current grimbor population to number less than a million worldwide. However, nobody really knows who or what (or how many) of anything lives in the jungle, so there is likely to be two to eight times more grimbor than anybody suspects.

Since they are constantly hunted, captured, tortured and slain by humans, all grimbor have learned to hate humans (elves, dwarves, ogres, and ores also look human to the undiscerning eye of the ape-men).



Some have learned to view all humans/humanoids as their natural enemy and will attack them on sight. Only the tezcac are accepted because they revere the giants and bring them gifts of food and drink, as well as heal their sick or wounded and often fight at their side. This is especially true of the last few decades, as the tezcac realize the jungle giants are being slaughtered by mutual enemies.

Alignment: Any, but usually good or selfish.

Attributes: The number of six-sided dice are designated. I.Q. 1D6+2, M.E. 2D6, M.A. 3D6, P.S. 5D6, P.P. 2D6, P.E. 5D6, P.B. 2D6, Spd. 1D6; the oldest and most powerful males get a P.S. bonus of +6!

Hit Points: Standard (NPC: P.E.+20); A.R.: 6

O.C.C.: None, per se. All males are protectors/hunters and can be considered jungle warriors. The females gather food and care for the young and elderly.

O.C.C. Skills of Note: Most grimbor have the following skills: Sense of direction (+5%), recognize fruit/plants (+12%), fashion tools (+5%) and W.P. Blunt.

Horror Factor: 15, P.P.E.: 2D6

Natural Abilities: Nightvision 40 ft (12.2 m), identify tracks 50% (males only), tracking via scent/smell 60% (males only), identify fruits and plants 90%, and swim 20.

Attacks Per Melee: Two by bite, doing IDS points damage or by hand, doing 1D6 points of damage or by weapon. Also see notes.

Bonuses: +6 to damage (yes, this is in addition to any likely damage bonus from the P.S. attribute), and +1 to parry.

Magic: None

Psionics: None

Average Life Span: 40 years.

Value: None, although slave masters may purchase them for resale for gladiatorial games, paying as much as 1200 gold. Grimbor can not be domesticated.

Habitat: Dense jungles; common to the Yin-Sloth Jungles and the Floenry Isles.

Language: A dialect of goblin.

Enemies: Humans and any humanoids that resemble humans and most of the usual jungle predators.

Allies: The tezcac revere grimbor as demigods (the lost children of the long forgotten monkey god, Melehc). They never harm the creatures and often give them gifts of food. They will also come to their aid, offering medical treatment and defending them from outsiders.

Size: 6 feet (1.8 m) tall walking on their knuckles, 10 feet (3 m) tall standing erect.

Weight: 500 to 650 pounds (225 to 292.5 kg).

Notes: A typical tribe will have 8D6 adults and 2D6 young. The various tribes never fight among themselves and come to each others aid, except most are spread too far apart to be of any real help. Grimbor mate for life, bearing one or two offspring once every six years. Young reach full maturity within eight years. They usually don't worship any gods and have no treasure or magic, although they may keep an occasional shiny or unusual item if it strikes their fancy. Likewise, the grimbor have no use for man's metal forged weapons or armor.

Weapons of the grimbor consist of the *yumbuto club*, which does 1D8 or 2D4 points of damage. *Throwing sticks* do 1D6 points of damage with an effective range of about 100 feet. An occasional stone knife, mallet or rock can also be used, all of which do 1D6 points of damage plus the grimbor's P.S. bonus.

Lizard Men

The lizard men are an aggressive race of semiaquatic humanoids. They are extremely principled in alignment and behavior, but will allow nothing to stop their steady colonization of the various waterways. Lizard men build cities consisting of buildings raised on poles directly over the water. In days past, these cities contained up to 30,000 people, but as these prolific creatures increase in number, smaller villages of 1,000 to 4,000 members are appearing along the smaller tributaries, shallow waters and even the occasional swamp.

In spite of their aggressive colonization, most lizard men will not attack anyone without a reason. They are content to let land dwellers live in peace, so long as they are left alone. Even boat travelers will not be bothered unless they antagonize or threaten the lizard men. If even a single lizard man is injured, the entire community will be mobilized to war. Slavers, bandits and aggressors of all kind are struck down without mercy.

The lizard men who inhabit the smaller jungle rivers and swamps are more aggressive and less tolerant of others. This is due to the constant conflicts with the tezcac tribes who consider lizard men to be rivals and enemies. This has led to bloody wars and innumerable skirmishes. Both races have suffered terrible losses, but the conflict continues (because of the relentless tezcac warriors).

Sadly, the lizard men are probably destined to extinction, despite their current vast numbers. The only place where they have been able to prosper is the Yin-Sloth Jungles, mainly because it is a vast wilderness devoid of humans and other races. However, the jungle is becoming increasingly attractive as a target for colonization by forces from outside the jungle. The primary human invaders are likely to be the ruthless Western Empire, followed by the Land of the South Winds. Both have a strong navy and will want control of the rivers in order to colonize the jungle. The rivers represent transportation and power. To control the rivers they will need to "clear" it of hostile natives (i.e. lizard men), and the Western Empire has shown little compassion for non-human races. However, mass colonization is a long ways away and the lizard men won't be easily vanquished. They will remain a major force along the jungle rivers for generations to come. Still, with the return of conquering humans, armed with more advanced weaponry and magic, the days of the lizard man kingdoms seem to be numbered.

Alignments: Any, but most are principled good or selfish.

Attributes: The number of six-sided dice rolled is as designated: I.Q. 3D6, M.E. 2D6, M.A. 3D6, P.S. 3D6, P.P. 3D6, P.E. 3D6, P.B. 3D6, Spd 3D6 running and climbing, twice as fast swimming.

Hit Points: Standard (NPCs: P.E.+12 or by level)

Natural S.D.C. Armor Rating: 9, fine scaly skin.

O.C.C.s: Any, but the majority are soldiers, rangers, and jungle/lizard man warrior.

Horror Factor: 13 when attacking in a swarm of warriors or in an angry frenzy.

P.P.E.: 2D6

Natural Abilities: Breathe underwater (indefinitely), natural polarized vision, and swim 90%.

Combat: A minimum of two attacks per melee or by O.C.C., hand to hand training and level of experience.

Bonuses: +1 on initiative and +3 to save vs poison/drugs. +1 to strike and parry underwater, +2 to dodge underwater.

Magic: By O.C.C. only.

Psionics: Standard

Skills of Note: Most speak elf and goblin at 98%.

R.C.C. & Skills: The average, non-skilled Palladium lizard man is basically a hunter, provider, and defender of his people. The following are the skills of a **Palladium Lizard Man Warrior**. Skills: Fishing (+20%), dance (+5%), play musical instrument (+5%, particularly fond of wind and percussion instruments), basic math (+5%), climb (+10%), sail boats (+10%), boat building (+15%), carpentry (+15%), hunting, track animals (+5%), skin & prepare animal



hides, preserve food (+5%), sense of direction (+10%), wilderness survival (+10%), hand to hand is equal to that of a soldier or mercenary. The character can also select six secondary skills at level one, and two more at levels four, eight and twelve.

Average Life Span: 50 years

Habitat: Rivers, streams, swamps and lakes of the Yin-Sloth Jungles.

Enemies: None per se. Some of the more landlocked tribes wage war against the tezcac and are very aggressive and intolerant of others.

Allies: Occasionally, were-panthers, avians and cat men.

Size: Four and a half to five and a half feet (1.37 to 1.6 m) tall.

Weight: 80 to 150 pounds (36 to 67.5 kg)

Physical Appearance: Tailed, lizard-like humanoids. They have soft, greenish scales and bright green or blue eyes.

Notes: Lizard men prefer large swords, ball and chains, spears or short bows. Although superb carpenters, they are not knowledgeable in making metal weapons and items, nor especially well versed in high technology (some more than others), so they will gladly trade canoes, woodwork, jewelry, food, services and other valuables for high quality weapons, armor, and other items of interest.

Eggs are laid in nests of mud and sticks underwater, hatching within five months. A single female lays 4D6 eggs, but only 10% survive. Their principal diet consists of aquatic creatures like fish, frogs, snails, alligators, oysters, and others.

Ratton

Ages ago, Kirgi the Deceiver created the Ratling race to be his loyal servants. They were excellent followers and exhibited artful deceitfulness and cunning that made their god proud. Then, during a great battle, his ratling army was crushed effortlessly by his opponent. Kirgi realized that his worshippers lacked the strength and endurance of fighters and that sometimes trickery and subterfuge were not enough to win a battle.

The rat god introduced a new race of deadly and treacherous fighters he called the rations. These beastmen are larger and stronger than the ratlings. They are a violent, uncouth people who love fighting, but prefer to maim rather than kill. They also enjoy torturing their enemies. Rattons lack the cleverness and subtlety of their cousins so they rely on speed, brute force and aggression. They are a completely separate race from the ratlings and cannot successfully breed with them.

Since their introduction to the Palladium World, the Ratton have carved their place in Ratling society as warriors and laborers. They provide the muscle necessary for combat while remaining subservient to their more intelligent and manipulative cousins. Over the last few generations, some of the rations have come to resent the ratlings and the current power structure. They are tired of being second-class citizens and desire more equality. If the rations should ever find a strong leader, there could be civil unrest. However, most are perfectly satisfied with their lot in life and respect and obey their railing superiors.

Alignment: Any, but most are selfish or evil.

Attributes: Roll the following 6-sided dice as indicated: I.Q. 2D6, M.E. 2D6, M.A. 2D6, P.S. 4D6, P.P. 4D6, P.E. 4D6, P.B. 2D6, Spd. 4D6.

Hit Points: Standard (NPC: P.E.+20)

Natural A.R.: 6

O.C.C.: Any men of arms (except knight and paladin) or Priest of Kirgi.

Horror Factor: 9; **P.P.E.:** 2D6

Natural Abilities: Nightvision 120 feet (37 m), swimming 60%, track by smell 65%, and poisonous bile. Their jaws salivate a salty, non-lethal poison that causes 1D6 damage if no saving throw is made and adds a 5% chance of the bites getting infected/diseased.

Attacks Per Melee: 3; claws 2D6, bite 1D6 or by weapon

Magic: None

Psionics: None

Average Life Span: 35 years

Habitat: Subterranean cities, tunnels, sewers and ruins.

Languages: Western human, dwarven, goblin and secret rations battle tongue, all at 88%.

Enemies: Everyone other than fellow rations and railings. Occasionally associate with other evil monsters to lead them.



Allies: Ratlings

Physical Appearance: Ration are large and muscular rat-like humanoids with grey fur and long tails. Their greasy fur grows thick and shaggy. Generally speaking, they are more animal-like in appearance than their humanoid cousins.

Size: 5 to 7 feet (1.5 to 2.1 m)

Weight: 300 to 500 pounds (135 to 225 kg)

Notes: Ration will be found wherever ratlings are found. They serve as warriors, guards and heavy laborers. They prefer heavy types of armor and large to giant-sized weapons. Their favorites include pole arms, battle axes and large swords. There is approximately one ration for every six ratlings.

Sand Serpent

When the Great Fire Bog was created, numerous alien life forms appeared with it. The deadly sand serpent is one such hideous creature. It lives as a deadly predator who preys on humanoids. As a species, it is virtually unknown because they are only found in the Great Fire Bog and parts of the Baalgor Wastelands. Furthermore, very few people survive an encounter with sand serpents, and even fewer still have killed one in battle and been able to make drawings or take notes.

Sand Serpents are primordial hunters. They have no society and often stalk prey as solitary hunters or in small groups of two or three (a rarity). They usually only gather with their own kind to mate and then go their separate ways. Sand Serpents are asexual so each individual is capable of reproduction. The young are imbedded in a humanoid corpse which is buried beneath the sands to allow the tiny Sand Serpent to mature. The infant feeds on the corpse until it is ready to emerge as a fledgling hunter. The monster reaches full maturity within one year.

These monsters are ruled by instinct and the lust to kill, occasionally, even members of its own race. Sand Serpents hide themselves in

the desert sands or loose earth, waiting to ambush their prey. A single serpent will attack a group with as many as ten people, targeting the one who seems to be the weakest, smallest or nearest. If it can, the sand serpent will carry his victim off into the night or into its burrow where it can finish him off and then feed. Otherwise, the monster will strike, reap havoc and flee, hiding in the sand. It will return to strike again and again until it succeeds in getting its prey. The monster may also slash and kill horses and other animals just for spite and then disappear into the sand.

Technology has no meaning to these primordial hunters. They don't use weapons, tools or magic. In fact, many will simply discard or bury such unwanted trinkets. They live like animals, living day to day and meal to meal. When prey is not available the creatures can eat animals or carrion, however they can live without food or water for up to three weeks. Necessary fluids are gained from the prey they devour.

Alignment: Anarchist, miscreant or diabolic only.

Attributes: Roll the number of 6-sided dice indicated: I.Q. 2D6, M.E. 3D6, M.A. 1D6, P.S. 4D6, P.P. 3D6, P.E. 3D6, P.B. 1D6, Spd. 2D6

Hit Points: P.E.440

Natural Armor: A.R. 10

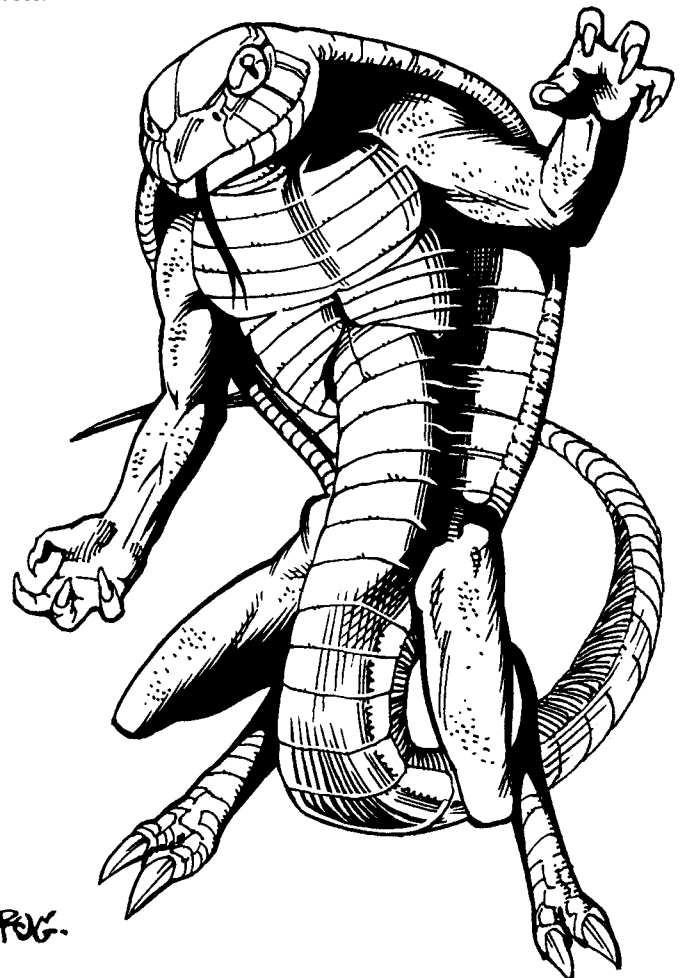
O.C.C.: Not applicable, a predatory hunter driven by instinct.

Horror Factor: 13

Natural Abilities: Track by smell 70%, dig 85% (leaving no trace in sand or soft earth), can hear a footfall through 10 feet (3 m) of sand or for 30 feet (9.1 m) above the ground (i.e. impossible to sneak up on them), no respiratory system (doesn't breathe), has minimal need to drink liquids — can store enough food and water to last three weeks without eating or drinking. Loves the heat and fire does half damage.

Attacks Per Melee: Three; talons do 3D4, bite does 1D6 plus poison (an additional 1D6 unless a save vs poison is made).

Bonuses: +1 on initiative, +2 strike, +2 parry, 44 dodge, +3 damage and +2 on all saving throws; all are in addition to possible attribute bonuses.



Magic: None

Natural Psionics: Each of them has the powers of presence sense, resist cold, resist thirst, resist fatigue, resist fire, sense magic, bio-regeneration, death trance, levitate, mind block, nightvision, sense traps, and negate poison equal to a 3rd level mind mage.

I.S.P.: M.A. x10 + 10 I.S.P.

Average Life Span: 15 to 20 years

Habitat: Fire Bogs; particularly the Great Fire Bog.

Languages: Understands goblin at 70% but speaks it at only 40%.

Enemies: Everyone

Allies: None

Physical Appearance: As their name implies, sand serpents are large snake-like humanoids with the head of a cobra, complete with hood, and wide shoulders. Their scaly skin is mottled with patches of light and dark brown. Long, vicious talons sprout from the ends of their hands and feet, and fangs from their mouths.

Size: 6 to 7 feet (1.8 to 2.1m)

Weight: 270 to 330 pounds (122 to 149 kg)

Notes: Sand Serpents originate in another, unknown dimension.



Trapper's Mates

Trapper's Mates are small humanoid creatures who enjoy tormenting other beings. Very little is known about them. They get their name because they use traps and are frequently seen in pairs.

Trapper's Mates frequently travel in large packs or gangs of 12 to 48 members. This is done for mutual protection. If a person sees only one or two, he can bet there are a half dozen or more nearby. The little monsters are cunning, creative and very clever. They seem to manage to elude death and capture without fail. They won't attack if they are outnumbered or overpowered. Instead, they will wait for the right moment before springing into action. Thus, if one of their own is captured, the

others will follow and wait until they can arrange his escape. Once their companion is free, they will seek revenge. Perhaps not right away, but sooner or later. They like to scheme almost as much as they enjoy killing and torture.

They will travel in search of victims, taking up residence in ruins, dungeons or caves, preferably near a village, town or city.

When a place has been selected, they immediately begin construction of an underground tunnel network. Subterranean tunnels are cut through the earth and small holes cut out of floors and walls of existing buildings for easy entrance and exit, like humanoid rats. The Trapper's Mates will make their lairs inside the tunnel network which are safe from most forms of conventional attack.

When the lair is finished, the pests go in search of people to victimize. They will use traps, such as snares, trip wires, pits, punji sticks, rig the floors or ceiling to collapse, and use steel jaw traps, like those used by fur trappers. These will be strategically scattered throughout a selected area, designed to capture a specific subject. Many traps are often operated manually to avoid random incidents or to provide a greater sense of satisfaction.

Trapper's Mates usually try to capture their enemies alive and subject them to torture rather than outright murder. These tiny maniacs are masters of psychological warfare, as well as physical torture and love to drive their victims insane. They will toy with their captives for weeks at a time, allowing them to escape, then recapturing them and tormenting them some more. Once the person has lost his will to live, is driven insane, or is no longer fun, they are released or killed.

An enemy can be a person they didn't like for any reason, somebody who interfered with one of their schemes (deliberately or unintentionally), or just somebody who happened to be at the wrong place at the wrong time. They also have a desire for an audience to impress and amuse with their special talents and cleverness, so the fiends sometimes work with assassins, death cults, evil men of magic and supernatural forces of evil.

Trapper's Mates are omnivorous scavengers but prefer the consumption of carrion; human and goblin flesh is their favorite. They show no remorse for their evil deeds. Strangely enough, they live in small, loving communities with a great deal of loyalty to one another. They never fight or squabble amongst themselves.

Alignment: Anarchist, miscreant or diabolic, anything else is an anomaly. This character is not recommended as a player character, but intended as a non-player character villain. Any little bugger who deserts his family clan to go off adventuring (especially with humans or goblins) is considered a low-life traitor!

Attributes: Roll the number of 6-sided dice indicated: I.Q. 3D6; M.E. 2D6+7, M.A. 2D6, P.S. 2D6+1, P.P. 4D6, P.E. 3D6, P.B. 2D6, Spd. 2D6+2

Hit Points: P.E. +12 and 1D6 per level of experience.

Natural Armor: A.R. 8

O.C.C.: Natural trappers and assassins.

O.C.C. Equivalent Skills: Most trapper's mates have the following skills: Hand to hand: assassin, identify tracks (+5%), locate secret compartments and passages (+6%), mining (+20%), carpentry (+12%), pick locks, concealment (+5%), palming (+5%), prowl, scale walls (+5%), trap and skin small and large animals (including humans; +10%), recognize poison (+10%), W.P. blunt and a W.P. of choice (something appropriate for their small size). They can also select five secondary skills at level two, and two additional at levels four, eight and 12. They use the same experience table as assassins.

Horror Factor: 4 as a lone individual, 13 as a pack or when their victim is incapacitated and at their mercy!

P.P.E.: 3D6

Natural Abilities: Nightvision 200 feet (61 m), also see skills.

Attacks Per Melee: 2; by weapon

Bonuses: +2 initiative, +2 damage, +1 to strike, and +3 parry/dodge

Magic: None

Pskmks: None

Average Life Span: 60 years

Habitat: Can be found almost anywhere in the Palladium World, but are most common in the Western Empire, Baalgor Wastelands, the Timiro Kingdom, and Land of the South Winds.

Languages: Goblin dialect and at least one common human language at 90%.

Enemies: Everyone, but goblins and humans in particular (good eating), with ores and kobolds running a close second.

Allies: They are indifferent towards ogres and most giant races. They occasionally associate with assassins and evildoers of all races. They

get along well with the demonic lasae, bogies, and evil faerie folk.

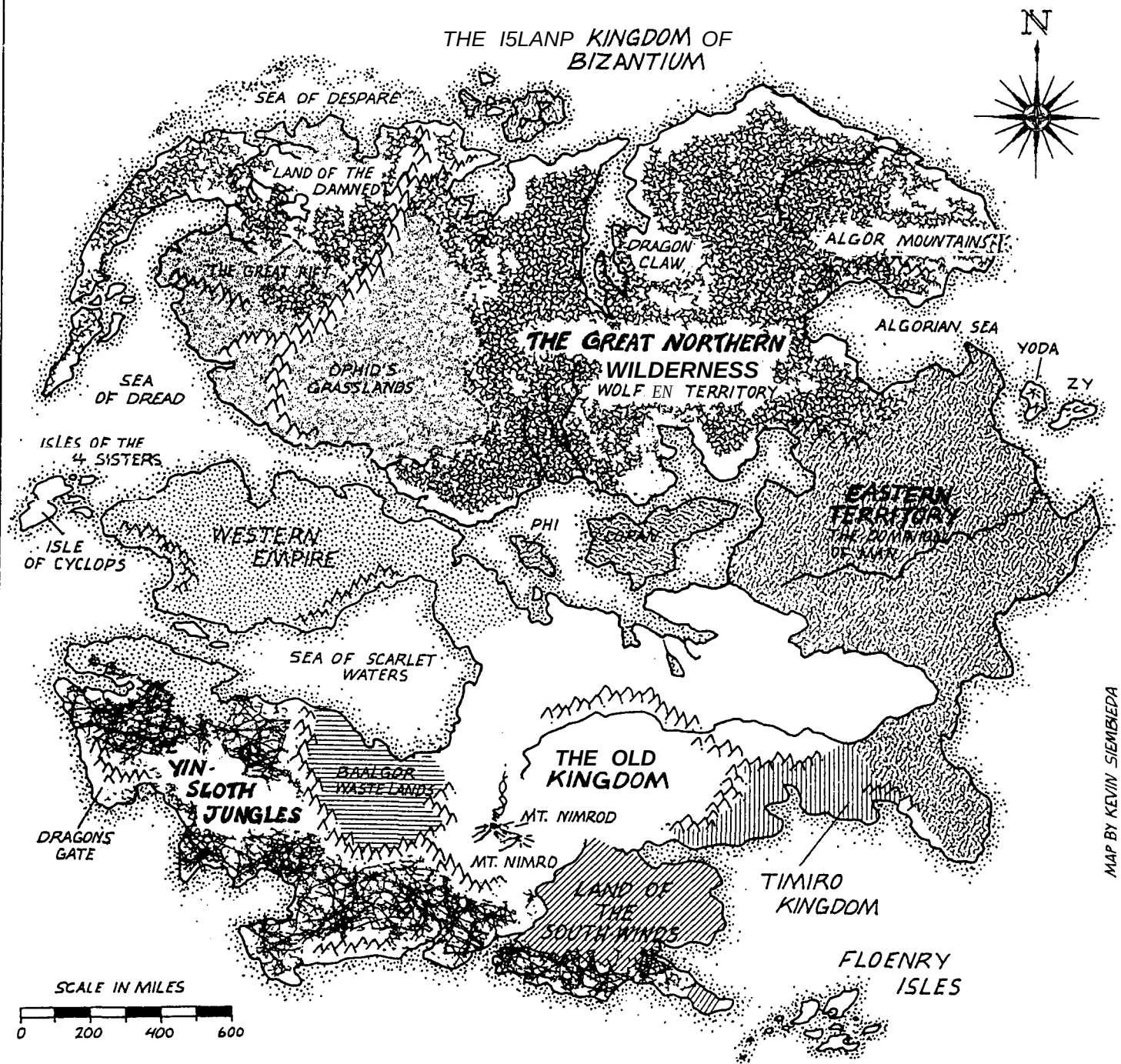
Physical Appearance: The trapper's mates are short, stocky humanoids with coarse, dark grey skin. They have no body hair and their round, bald heads have a pointed nose and ears. In the darkness, their eyes glow green like those of a cat.

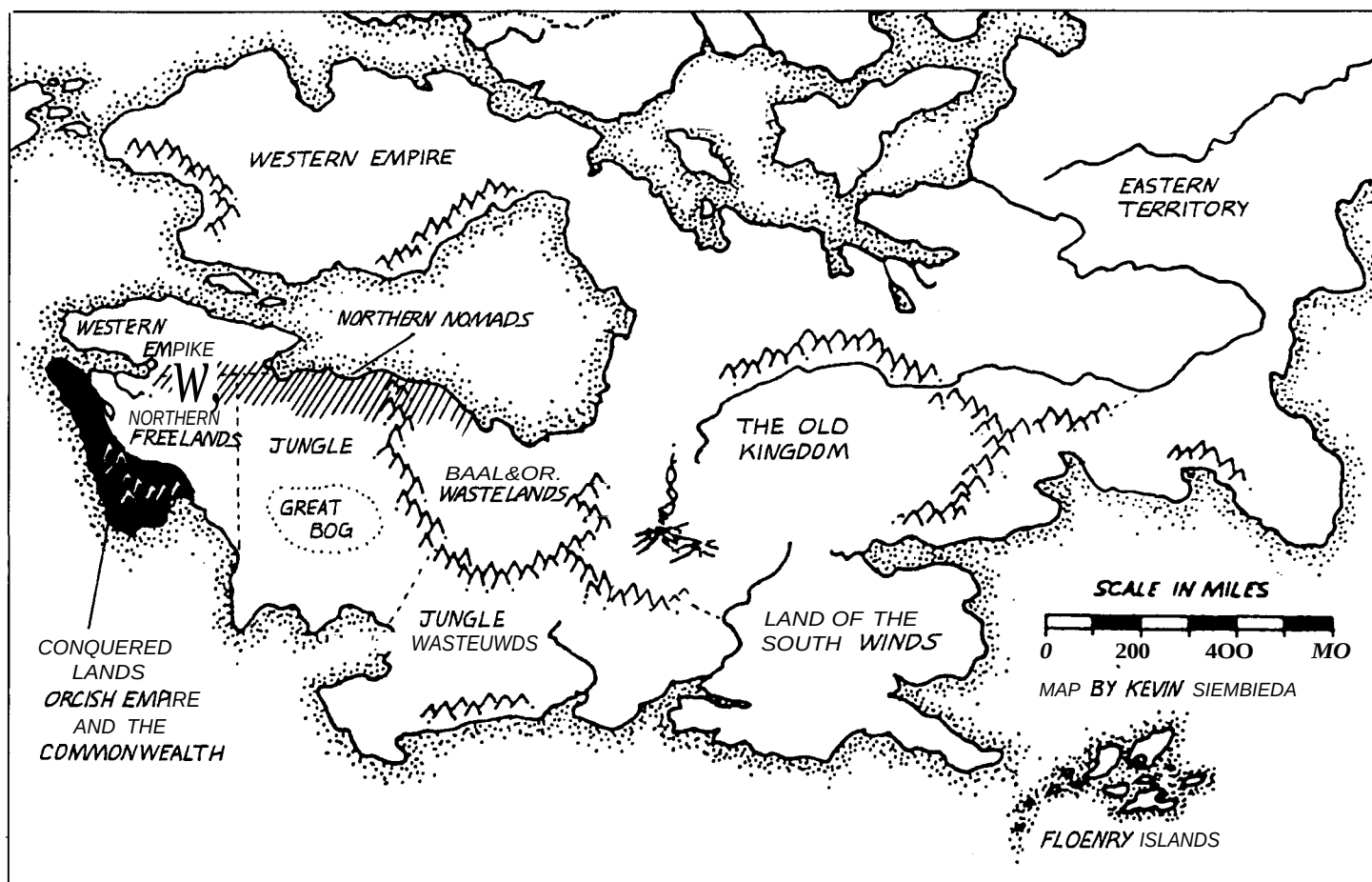
Size: One to two feet (0.3 to 0.6 m) tall.

Weight: 25 to 50 pounds (11 to 22.6 kg)

Notes: Trapper's Mates prefer light armor types, especially studded and hard leather. Favorite weapons include daggers, short swords, small bows and arrows (1D4 to 1D6 damage), slings and bolas. They are vicious, dirty fighters who will use every trick in the book.

Map of the known luorld





Key Places in the Yin-Sloth Jungles

By Pat Nowak & Kevin Siembieda

Note: The following pages offer additional places and world information, as well as several specific adventures and villains. As always, the Game Master is free to make any additions, modifications or departures from this printed material to best serve his/her player group and campaign.

The Conquered Lands

The Conquered Lands are located on the northern tip of the Yin-Sloth jungles, south of the Dragon's Gate Mountains. This land was once virgin jungle. The only visible signs of man were ancient ruins along the coast. However, in the last few centuries the situation has changed radically as thousands of northerners have migrated to this land. They come primarily from the Baalgor Wastelands, the Old Kingdom and Timiro. They have built new cities on top of the ruins of the old and claimed control over all the jungle south of the Dragon's Gate Mountains (despite this "claim" much of the jungle remains undeveloped and unconquered wilderness).

The land is hospitable. The climate is moderate and graced with gentle ocean breezes and the rich soil is excellent for fanning. Forests of bamboo are plentiful. Furthermore, the coastal cities provide relatively

quick and easy accessibility by ship to the other cities and even other kingdoms such as the Western Empire, Timiro and the Land of the South Winds.

The only dangers are represented by the occasional pool of quicksand or patch of fire sand. The indigenous natives were the least hostile of the entire Yin-Sloth. About half have become farmers and city folk. The other half disappeared into the depths of the jungle. Less than 6000 were killed and under 20,000 enslaved in the conquest of this region. There are still some pockets of resistance, but troublemakers are quickly subdued, and pushed back into the jungle.

Two nations exist in the land although neither can claim dominance. The two powers are the **Orcish Empire** and the **Commonwealth of the Yin-Sloth Kingdoms**. Each is composed of several cities and conquered lands. The two cultures both depend on logging and fanning as their main industries. Both are strong military forces who aggressively defend their cities and borders. There are no creatures in the Conquered Lands who can match either of these fighting forces. There is growing friction between the two powers and small scale conflicts break out regularly, usually the result of an ambush or a border dispute. Few last more than a week and bloodshed has been minimal.

The Conquered Lands: Population & Statistics

Terrain & Climate: The conquered lands are covered of jungle with scattered fanning and logging communities, and villages. The largest cities are found along the coast. The vegetation is thick with a large amount of bamboo and fern-like undergrowth. Occasional pools of quicksand and patches of fire sand dot the jungles but they are comparatively rare in these parts. Much of the jungle remains a wilderness filled with dangerous predators, monsters and hostile jungle people.

The temperatures are very comfortable, with warm "winter" months and a slightly cooler summer. The temperatures range from 70 to 90 degrees Fahrenheit (21 to 32 degrees Celsius). The annual rainfall is quite high, with an average between 80 and 120 inches (2.0 to 3.0 m) evenly dispersed throughout the year. Humidity is about 40% along the coast but raises to 60% to 90% as one travels deeper into the rain forest. The hospitable climate is the result of the ocean winds and the moderating effects of the mountains.

Monster Population of Note: The monsters that are found in the jungle are small, annoying creatures, including acid lizards, chimera, fire worms, hoppers, nippers, rock crawlers, tomb worms, and snakes and lizards of every variety imaginable. Insects are not the problem that they are in the rest of the jungle and mosquitoes are virtually non-existent.

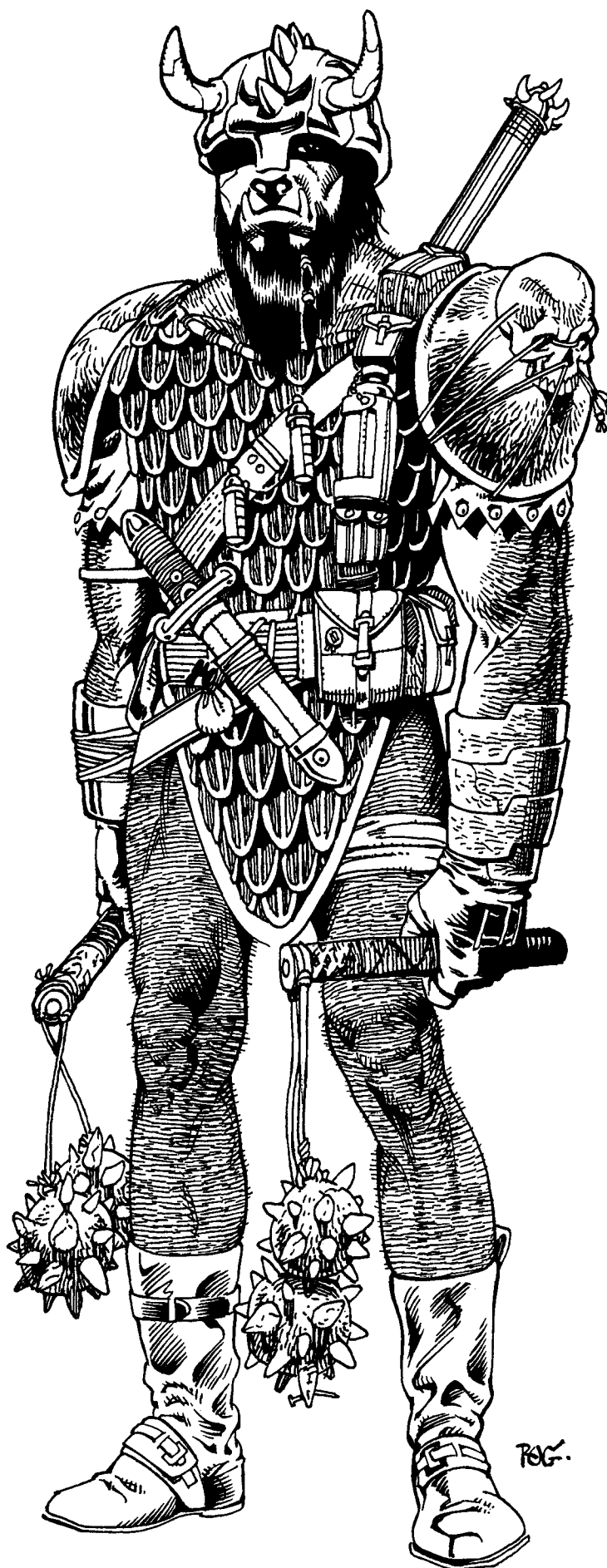
Estimated Faerie Population: The prettier faerie folk are a rarity in the jungles. Their population in the conquered lands is almost non-existent, with the exception of the spriggan and the occasional group of sprites, faeries and bogies. They inhabit the mountains and forests around them. Spriggans can be encountered building stone bridges, circles, and megaliths in the mountains.

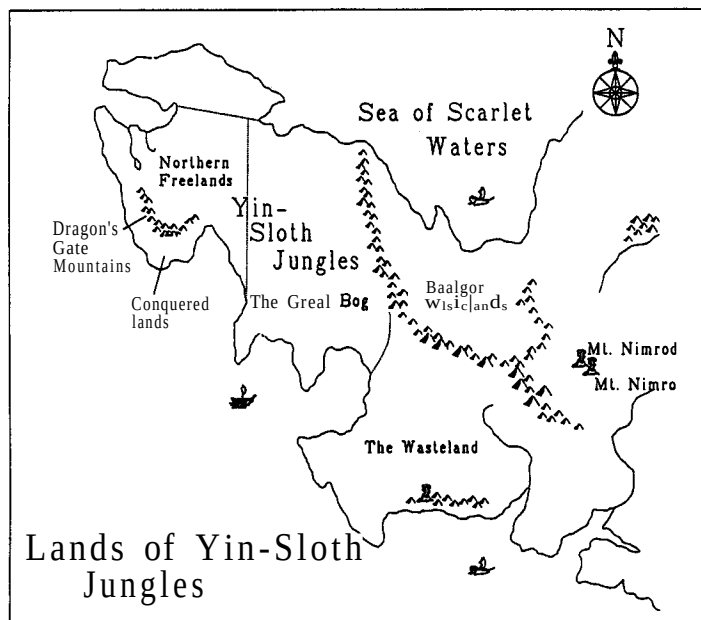
Indigenous People: The number of jungle people living in the Conquered Lands has dwindled since the development of the two nations. Most of those who once lived in the jungle have moved away to other areas, been slain, or enslaved. An occasional tribe of tezcat, or lizard men can be found in small communities deep in the jungle. These tribes have learned to stay away from both humans and ores to avoid the fate of slavery. The only other species found in these jungles are the occasional clan of cat men who live in hidden villages that are relocated regularly. Cat men hate slavery and will slay any slavers who pass through their territory.

The Orcish Empire

The Orcish Empire is the youngest nation on Palladium, its barely a century old. Their roots can be traced back to the Western Empire, when thousands of refugees fled the human empires to find safety in the Yin-Sloth jungles. The humans of the Western Empire made a practice of taking slaves. Raiding parties were sent to the northern tip of the jungle (currently part of the Empire), the Baalgor wastelands and the Old Kingdom to capture nonhumans for slave labor and gladiatorial contests. Ores quickly became the slaves of choice because of their size, strength, endurance and low intelligence (making them easy to control and dominate). Other races were also enslaved, but the ores represented the largest work force.

A tribe of ogres who lived along the northern jungle coast were led by a great war chief named Doragon. He amassed a surprisingly organized army of ogres, ores, goblins and kobolds to fight the Western Empire. For a while they did surprisingly well, but eventually the Empire sent army after army to crush the insurgents (and to save face. No army of dumb ores and ogres could be allowed to win even the tiniest victory against the mighty Western Empire). Faced with impossible odds, the huge inhuman army fled along the west coast and into the jungle. The Empire allowed them to flee the area and publicized the monsters defeat without a single human casualty and claimed the land as their own (this northernmost part of the jungle is the only area controlled by a major human kingdom).





The ogres led their predominantly ore army into the jungle and stopped just beyond the Dragon's Gate mountains. Doragon was able to turn the inhuman anarchists into productive citizens of a fledgling empire. The ores had to first deal with the jungle natives before building their kingdom. After a short series of battles the natives were defeated, and enslaved. With the slaves as a labor force they cleared parts of the jungle for sprawling farming communities and established a number of villages and cities, many of which rest on the ruins of the ancient Kawan cities. The goblins and hob-goblins proved too chaotic to remain in the society without destroying the establishment. Doragon gave them a place of their own, an ancient city in ruins deep in the jungle. This kept them happy.

In the early stages they established unorganized groups and city-states, but with time, the ogres and ores have created a thriving kingdom they call the Orcish Empire.

The leader of the Orcish Empire is of course an emperor, specifically a descendant of the great ogre chieftain, Doragon. The remainder of the government consists of administrative, legislative and judicial branches, as well as a strong military responsible for defense. The descendants of the ogre tribes serve the ores as hereditary advisors. These men and women enjoy a position of great respect although most have little real authority.

Every male citizen must serve as a soldier in the orcish legions and remain a member of the militia for life. Each male is first and foremost a warrior who prides himself on his fighting prowess. The women are the lore-masters and tend to serve as the healers, priests, artists, engineers, chefs, and scholars. The manual labor force is composed entirely of jungle slaves directed by the women and guarded by the men.

Foreign Relations

The Orcish Empire has only come to the attention of the rest of the world for about 30 years. It was first discovered by sailors from the Land of the South Winds and shortly thereafter by the Western Empire. Most human kingdoms look at this kingdom with fear and suspicion. Many arrogantly believe the non-humans are incapable of building and sustaining a civilization and predict that the Orcish Empire, or "Monster Empire" as most humans call it, will not survive another 20 years (of course most don't realize it has already existed for 100 years). No human, elf or dwarf kingdom will acknowledge the kingdom or have anything to do with them. The only exceptions are pirates and bandits.

The Western Empire considers the Orcish Empire an abomination, and is considering the possibility of an invasion by sea. However, this is an unpopular proposal. Most believe the "Monster Empire" will col-

lapse on its own. Besides, except for the limited support of pirates, this "Empire" keeps to itself and is presumably composed largely of stupid ores, brutish ogres and primitive jungle barbarians; hardly a danger to such powers as Timiro or the Western Empire. **Note:** None of the human kingdoms patronize any place in the Orcish Empire. This land of monsters is avoided by all but the bravest or foolish of adventurers. Most humans in the world don't even know it exists.

Military

Each orcish soldier takes their role as a warrior very seriously. Every city has its own legion of soldiers, named after the city, in addition to the Emperor's Legion. The soldiers serve in their home city although the Emperor's men are scattered throughout the Empire.

The Orcish Legionnaires: The legionnaire is an elite foot soldier with great fighting skills. They have been trained to fight together as an extremely effective force. They are trained to fight both conventional battles and guerilla conflicts.

Each legionnaire is outfitted with a suit of chain mail, large iron shield, two javelins, a sword or battle axe and a dagger. Pole arms are dispersed to the strongest throughout the units for defense against cavalry and giants. Units of archers are given short swords, long bows or cross bows and a supply of arrows. Officers are given a half-suit of plate armor and their choice of weapons (about a third have magic weapons).

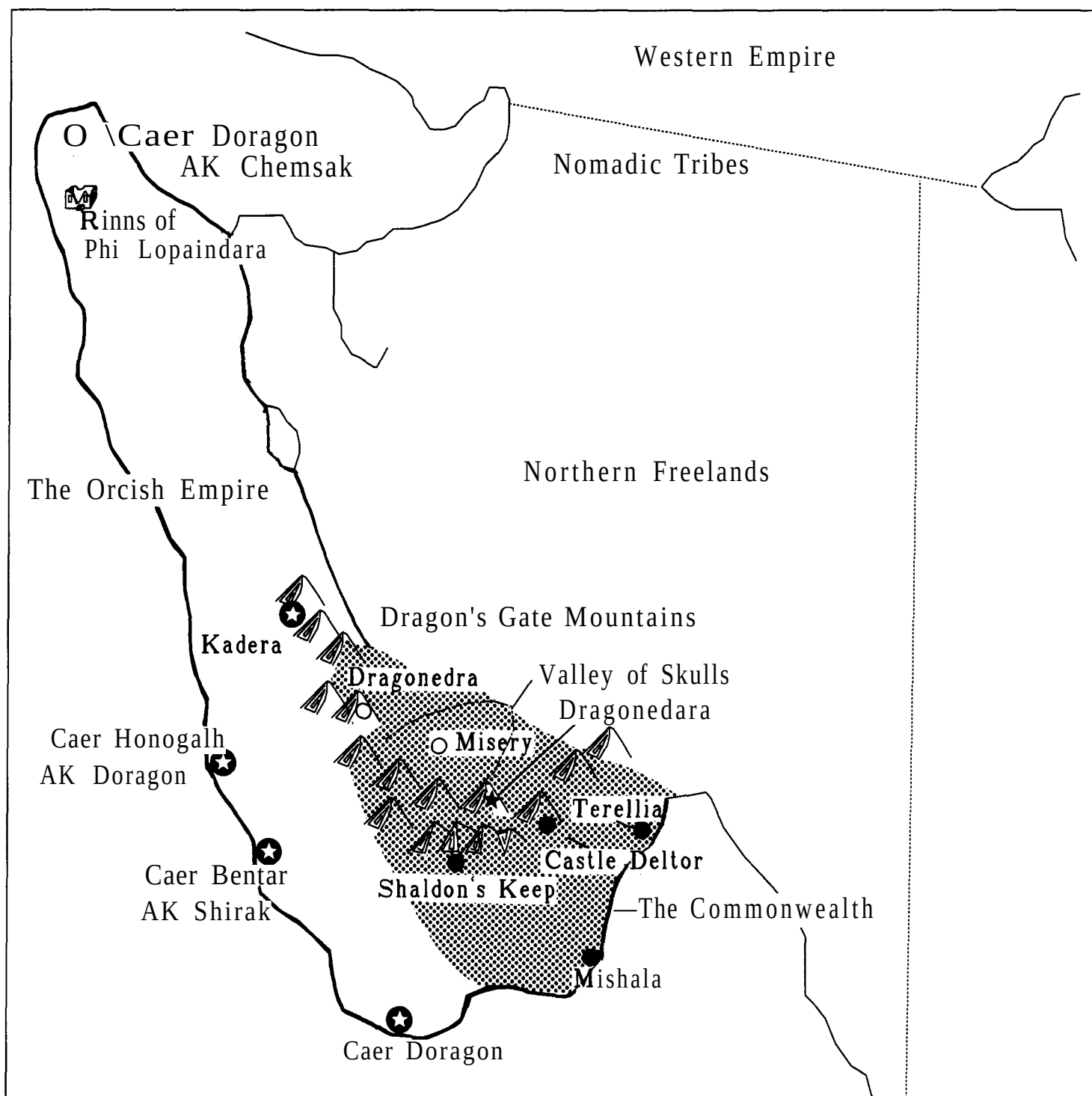
The Shadow-Walkers: The Shadow-Walkers are a secret unit composed of elite warriors. They have been trained in concealment and ambushing, to conduct guerilla warfare against their enemies and to conduct reconnaissance. The Shadow-Walkers secretly cross the borders into the Western Empire, Freelands and other places to destroy strategic targets and/or to gather information.

The Shadow-Walkers have no standard equipment. Instead they are given the weapons and supplies deemed necessary to accomplish their mission. If any other equipment is needed, they will have to furnish it for themselves. Armor also varies from mission to mission although most Shadow-Walkers wear studded leather or chain mail. The identifying markings of the unit are the long green capes worn by all of these warriors to blend into the jungle.

The Orcish Navy: The Orcish Empire has established a small navy to protect their vast coastline. The ships are small, designed for coastal runs, not deep sea voyages. The personnel of the Navy are divided into two groups, sailors and the marines. Sailors have the primary concern of operating the ship. Protection of the ship and assaults on enemy vessels, are jobs handled by the marines. They are equipped with chain mail, cutlasses and a handful of javelins. Enemy crews will first be showered with javelins before the marines storm the deck with cutlasses. **Note:** The ores have very little sailing or sea combat experience. Few are more than 2nd or 3rd level sailors. They are no match for any of the other navies in the world.

The Auxiliaries: Non-humans of all kind are generally accepted into the Empire. Ores, ogres, goblins, trolls and giants are the most common, and most readily accepted. Others tend to be viewed as second-class citizens, or with suspicion. These races form the auxiliary combat force. These troops are skirmishers who fight alongside the Orcish legion, although they are less organized and poorly equipped. Auxiliary units are expected to provide their own arms while the ore army provides food and basic supplies.

The kobolds of the Dragon's Gate mountains are also allies of the Orcish Empire. They have developed their own legion, stationed in Kadera. In case of an invasion they will fight alongside the ores. The kobold legion is an efficient fighting force supplied by their own kingdom. Each soldier is given weapons and armor of superior, kobold quality. Standard equipment includes a full suit of chain mail, warhammer and two weapons of choice.



Magic

The mystic arts are rarely practiced among ores. Most practitioners of magic within the Orcish Empire will be ogres, trolls and others. Sorcerers are feared and respected by the populace. The awesome power which these individuals can wield has caused the military great discomfort. On occasion, a general will have magicians secretly assassinated.

The ruling hierarchy also fears the influence that wizards might have on their Empire. In fact, a full quarter of the ogres in the government have learned magic to keep themselves safe, and to hold onto the reins of power. All men of magic must swear allegiance to the Emperor. Those who refuse to pledge this oath are hunted by the dreaded Shadow-Walkers and executed. Any acts of magic directed against the Emperor or the Empire is a crime against the state, punishable by expulsion from the kingdom or death. Only the most trusted and/or power-

ful rise to great prominence and enjoy political power. Outsiders are seldom entrusted with such a position.

Laws

The Orcish legal system is extremely simplistic. All the citizens must live according to a code of honor. This code separates acceptable actions from crimes. Murder, attempted murder, rape, theft, arson, assault and destruction of property are all considered crimes. The slaying of another person in self-defense, or in a duel, is not.

When a trial is required, the superior officer of the accused party acts as the arbitrator. This man listens to evidence presented by the defendant and other witnesses. The officer is then required to make a ruling on the innocence or guilt of the person charged.

Once the ruling has been established, the punishment is decided by the victim or their family and tempered by the officer/arbitrator/judge. The officer is also responsible for carrying out the sentence. For example: A soldier found guilty of killing another soldier and looting the body is condemned by the family to dig his own grave and be buried alive. The officer decides if the punishment fits the crime and then orders his or her subordinates to enforce the sentence.

Cowardice is an extremely heinous crime in Orcish society. The accused is given an impartial trial by their superior officer. If convicted, the sentence is decided by the other members of the guilty party's unit. The officer must rule once again to decide if the punishment is too severe. After the sentence has been announced, punishment is carried out.

Religions and Gods of the Orcish Empire

- The Church of Dragonwright
- The Church of the Seven Waters
- The Cult of Yin-Sloth the Terrible
- The Sect of the Spider God
- The Southern Religion of Sloth
- Lopnel The Red God (warrior)
- Kirgi the Rat God
- Pith The Snake God

Currency

The Orcish Empire has coined their own money. The Kobolds of the Dragon's Gate mountains mine the gold and mint the coins. The size and image depicted on the coins represents its value. The Emperor is shown on one side of the coin, while the other side features the likenesses of various weapons. These weapons denote the value of each coin. Values are as follows:

PictureWorth

- Dagger — 1 gold
- Short Sword — 5 gold
- Broadsword — 10 gold
- Axe — 50 gold
- Lance — 100 gold

Cities of Note in the Orcish Empire

Caer Doragon Ak Chemsak

Doragon and his army stopped and settled at the ruins of an ancient stone city. The ogre chieftain feared that the humans would follow and attack so he ordered his men to use the stone blocks to construct fortifications. They built an enormous fortification that would later become the first, and most powerful city of the fledgling empire.

The city, Caer Doragon Ak Chemsak, forms the defensive front between the human and orcish empires. It will also be the staging area for any assault the ores may prepare against the Western Empire or northern invaders. It is the strongest of all the orcish cities, capable of surviving bombardment from the sea as well as a ground assault. Thick, stone walls encircle most of the city. The defensive walls are dotted by towers and bastions and the buildings are squat and bunker-like. The majority of the Emperor's Legion can be found within the walls, in addition to the city's own army. Even a legion of the infamous Shadow-Walkers are stationed at Caer Doragon Ak Chemsak.

Approximately 100,000 ores live within the granite walls of this fortress. Almost all of the population are soldiers, with farmers and villages located off to the north and east. Much of the city is a huge, enclosed, military training center. Here warriors, young and old, train for war, and perfect their combat skills. The city lacks the social niceties that are found in others around the continent. The most popular entertainment enjoyed at this location is gladiatorial combat and games of

sport, daring and strength, (much like the Olympic games). In daily contests, orcish soldiers fight, sometimes to the death, against fellow soldiers, humanoid slaves and jungle monsters.

The secondary industry of the city, with soldiering being the first, is ship building. Along the coast, just outside the city, are numerous sheds and yards where the vessels of the orcish navy are constructed. Caer Doragon Ak Chemsak is the home of this tiny fleet. The ships are stationed along the coast to defend against invasion from the sea. In addition to the shipyards, there is a huge logging operation. The lumber is shipped to other cities and traded for food, alcohol, and other supplies.

Notes on Caer Doragon Ak Chemsak

1. The official languages of the city are Goblin and Ogre. Many can understand and speak one or more other languages, but they are never spoken within city limits.

2. The population of the city is approximately 100,000 people. Ores compose the overwhelming majority representing about 60%, while 20% are ogres, 6% giants, 2% trolls, 4% goblin and 8% others. This does not include the slave population of tezcats, humans, nomads and others; approximately 20,000 in all.

3. Only ores, ogres, trolls, goblins, hob-goblins, wolven, giants and humans are allowed in the city. Elves, dwarves, gnomes, lizard men, krog, grimbor, faerie folk and most jungle people are not allowed, and are in danger of being imprisoned, added to the slave population, or of becoming food stock. Visitors are tolerated only so long as they adhere to the rules of the society. As soon as they exhibit signs of anarchy, treachery or dissension, they are banished from the city and may be subjected to a beating, torture, fines or imprisonment first. Few humans are allowed to remain in any of the ore cities and they can never expect any preferential treatment.

The Ruins of Phi Lopandara

It is believed that the islanders who inhabit Phi and Lopan once established a joint colony on the mainland. The people expanded their island kingdom in order to exploit the resources along the jungle coast. The Phi Lopandara colony has since collapsed into barely habitable ruins. The few remaining examples of architecture strongly connect the city with the two islands. There are, however, no records that can be used to identify the colony. Phi and Lopan confirm that several exploratory operations have been conducted in the jungles over the centuries, but they have no records to confirm the establishment of an actual city or colony. There is evidence of fire, and many of the buildings are smashed, suggesting the possibilities of magic used against it like artillery (fire balls, lightning, etc.), but whether this bombardment is what destroyed the city, or whether it occurred long after the original inhabitants had deserted it (or perished) is unknown.

The jungle people considered the land to be taboo and avoided it. The arrival of Doragon's army changed all that. The ores used some of the stone and materials to build Caer Doragon Ak Chemsak. Shortly thereafter, they gave the ruins to their goblin allies as a place they could build and govern as they desired. The group of goblins, hob-goblins and trolls who moved into the ruins have turned it into a chaotic haven. Today over 40,000 goblins, 11,000 hob-goblins and 1,200 trolls live in the squalor of these ruins. The goblins have created a vast underground network of tunnels and crude chambers shared with their hob-goblin cousins. The trolls and about 15% of the goblin population, live on the surface in shabby bamboo huts. The most important members live in stone buildings rebuilt from the ruins. There is an open-air arena, a large meeting/dance hall and six other, comparatively large, public stone structures, along with about a hundred stone houses. This place is in a constant state of total anarchy and is even avoided by most ores and ogres.

Kadera The Kobold City

A thousand kobolds were part of Doragon's ore legions. They followed their allies into the jungles and founded a settlement in the Dragon's Gate mountains. A scout discovered an ancient mine shaft carved into the side of the mountain. The tunnel led to a vast cavern that contained a large pool of water fed by a mountain waterfall. The scout climbed the rock walls to find the source and discovered a huge series of caverns, suitable for habitation. The kobolds left the ores to build their new kingdom, but have remained steadfast allies.

Shortly after the construction of the kobold city had begun, they found a cavern occupied by a dragon and its treasure hoard. The giant reptile was dying from horrible wounds it had received in a battle with another dragon. The kobold priests healed the creature and nobody touched its treasure. This charity won the monster's undying gratitude and loyalty. The beast has since adopted the kobold people and lives among them. In fact, it serves as their protector and would, if necessary, sacrifice itself to protect them. With the aid of the dragon, the city was built in a few short decades.

The underground kingdom holds 36,000 kobolds, a few dozen troglodytes and 12,000 slaves (half are unallied goblins, the rest are ratlings, rations and humans). They have found the mountain to be rich in silver, nickel, copper and iron ore, which they mine. The people hammer out the metal into armor, weapons and tools of the finest quality. These items are sold or traded to their orcish allies for the huge amounts of grain required to sustain the kobold population, as well as wood, bamboo, cattle and other animals. The alliance between the kobolds and the Orcish Empire is as strong as ever. Both empires will rush to the other's aid.

Despite their great friendship, no orcs, ogres or other big people are allowed into the subterranean kobold kingdom. Only kobolds and the occasional dwarf, troglodyte or goblin are allowed to enter. All others are forced from the inner mountain tunnels or slain. For the purpose of trade and public relations, there is a small kobold surface town occupied by about 500 kobolds, 1000 ores and a few hundred others. Even here there are few visitors other than merchant caravans, nomads and wanderers. A fine armory and stable is located in this town as well as a cozy inn. Although the kobolds will sell a handful of weapons to humans, adventurers and other traditional enemies (elves, gnomes, etc.), the prices are usually 50% to 100% higher than average and they NEVER sell in large quantities. Furthermore, they won't sell anything to characters from the Western Empire at any price, and visitors from that despised kingdom are treated with extreme prejudice.

Caer Honogath Ak Doragon

A major ore city

Caer Honogath Ak Doragon is the undisputed cultural center of the Orcish Empire. The city was built on ancient ruins in a protected coastal inlet. Doragon had the city constructed to serve as a port from which he could supply his jungle and mountain expeditions. While the ogre chieftain pushed south past the Dragon's Gate Mountains, he required a secure link to the first city which was, then, the only source for provisions. It was named after the ogre emperor's most trusted companion, an ogre named Honogath. While Doragon pushed farther into unexplored territory he left his friend to govern the city.

Under the watchful eye of Honogath, the city prospered. He had to ensure that docks were built, agricultural fields cleared, and that they acquired livestock and cattle. He also supervised the construction of residences and defenses. Once these concerns were properly looked after, he turned his attention to the details of building a culture. As a man of magic and an amateur scholar, Honogath had more diverse interests

than his ogre brethren. As a patron of the arts, poetry, literature, theater, music and dance, Honogath built institutions where these things could flourish.

Today, the city is the cultural center of the Orcish Empire, and attracts entertainers and artists throughout the kingdom. There is a duality to the city, however. While it embraces art it also thrives on war and conquest. The exterior of the city has a thick wall studded with catapults and sentries. The legionnaires are become ruthless and often vicious fighters due to their undeserved reputation of being cowardly artists or sissies. These ores have learned to prove their courage through might and savagery.

Notes on Caer Honogath Ak Doragon

1. The official languages of the city are Goblin and Ogre. Many can understand and speak one or more other languages, but they are never spoken within city limits.

2. The population of the city numbers over 85,000 people. Ores compose the overwhelming majority, a full 80%! 10% are ogres, 2% trolls, 2% goblin and 6% others. This does not include the slave population of tezcats, humans, nomads and others; approximately 30,000 in all.

3. Only ores, ogres, trolls, goblins, hob-goblins, wolven, giants and humans are allowed in the city. Elves, dwarves, gnomes, lizard men, krog, grimbors, faerie folk and most jungle people are not allowed, and are in danger of being imprisoned, added to the slave population, or of becoming food stock. Visitors are tolerated only so long as they adhere to the rules of the society. As soon as they exhibit signs of anarchy, treachery or dissension, they are banished from the city and may be subjected to a beating, torture, fines or imprisonment. Few humans are allowed to remain in any of the ore cities and they can never expect any preferential treatment.

4. Violence, especially by non-citizens, is not tolerated. The Orcish Empire is a structured society where outbreaks of serious brawling and lawlessness are quickly crushed by the city guard. The proper place for such shenanigans is a challenge or duel in the arena. Those found guilty of violent crimes will be subject to the orcish justice system.

5. The official religion of the city is the worship of the Jungle Pantheon. The favored deities are Yin-Sloth the Terrible and Lopnel the Red God.

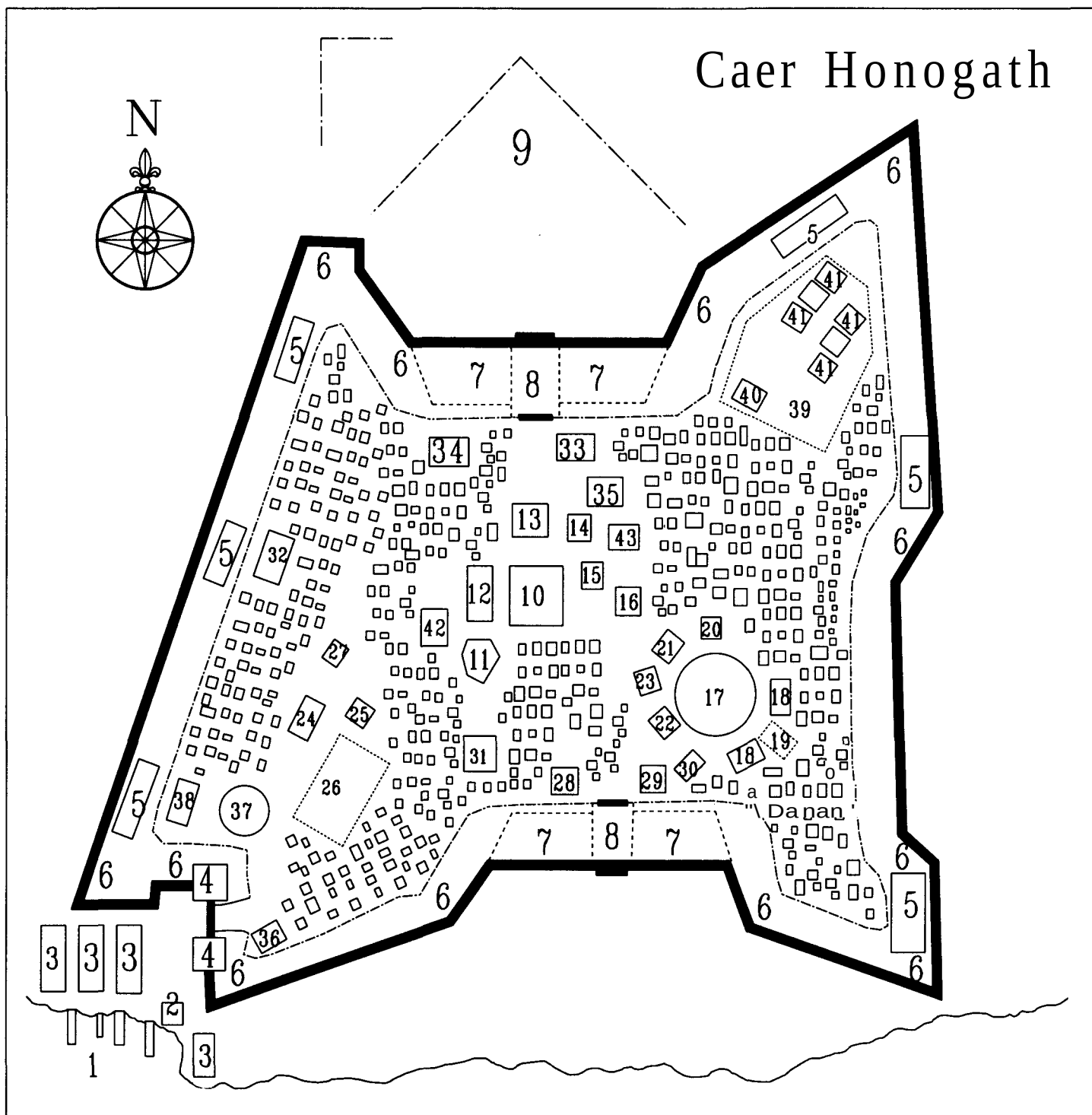
City Highlights:

1. The Docks: Vessels arriving at the city come to the docks to unload and load cargo. Orcish soldiers patrol the huge wooden piers, searching vessels and guarding the sailors unloading goods. The docks have been soaked with pitch periodically to make the wood highly flammable. In case of an assault from the sea, a single flaming ball shot from one of the catapults will burn the piers and impair enemy landings and plundering.

2. Port Authority: The shipping of Caer Honogath Ak Doragon is organized from this small warehouse. Members of the Royal Navy monitor both the exports and imports of the city. In addition, the sailors search vessels for contraband items and issue docking permits. To dock a vessel for a day costs 30 gold for citizens of the Empire, and 200 gold for foreigners. The officers of the Navy are above bribes, they will not allow any items to be smuggled into the city regardless of the amount offered them.

3. Warehouses: Several huge warehouses and many more small ones are found along the coast and near the docks. They house goods for export and import.

4. Gate House: Huge doors of thick iron, bar intruders from the city. An entire platoon of fifty legionnaires is stationed at the entrance, checking everyone who enters the city. Two towers frame the gate, both of which hold scores of archers prepared to fire swarms of arrows at invaders or bandits.



5. Army Barracks: While on duty, legionnaires are stationed in huge stone structures that are studded with arrow slits. These buildings are designed to serve as small forts themselves, just in case the wall is breached. One hundred soldiers can be housed in each building, which also contains enough food and fresh water for the defenders to last two months!

6. Catapult Emplacements: Large siege weapons capable of hurling rocks several hundred yards are stationed in clusters along the walls. Orcish engineers are able to place their shots with great accuracy due to hours of extensive practice (+3 to strike).

7. Underground Barracks: Similar to the above-ground barracks, there are orcish soldiers quartered beneath the turf. A pair of barracks flank each of the main entrance tunnels. The walls connect with the tunnels and have numerous arrow holes cut in them. During an assault, the legionnaires in the underground barracks can decimate invaders as they

run a gauntlet of arrows. One hundred soldiers can be housed in the barracks with enough food and water to last two months. These barracks were built with the assistance of their goblin and kobold allies.

8. Entrance Tunnels: 100 yards/meters lengths of tunnels that lead to the city.

9. Field Works: Walls of thick timbers have been built atop huge mounds of earth outside the gate. These structures, called field works, are used to engage enemy soldiers before they can reach the gates. Legionnaires can bottle up the enemy before they know what hit them. While invaders are held in check, catapults and archers atop the city walls can assault them with arrows, spears, magic and boulders.

10. Governor's Keep: This huge building in the center of the city hosts the ruling body of Caer Honogath Ak Doragon. The governor's quarters, council chambers, several courtrooms and guard stations are also found within the keep. The building can be sealed in the case of an

assault and is easily defended. The soldiers stationed within have extensive training in fighting off large attack forces from the defensive barriers of the keep.

11. Music Amphitheater: Several nights during the week, concerts are held in this huge building. A large stage is positioned at the front of the amphitheater where musicians, singers/bards, storytellers, and similar performers present their work. Rows of benches rise from the stage to the exits at the back of the theater. The acoustics in the building are amazing.

12. Museum of History and Culture: The short history of the Orcish Empire and the development of its culture are compelling stories that are displayed in a huge building built of solid marble. Numerous exhibits on varying aspects are contained within, along with artists' renditions of key historical figures.

13. Museum of Art: Works of art, including paintings, sculptures, pottery and other items. Most are made by ogres, ores, or allied races, but some are ancient relics unearthed during the construction of the city. Of these, most are Kawan and date back more than 70,000 years! This is the only museum in the world with such an extensive collection of ancient human artifacts (not that the ores or anybody else in the world realize this).

14. Library: Books on every topic imaginable have been collected and preserved under the granite roof of this imposing structure. The head librarian is a former campaigner who roams through the halls like a drill instructor, ensuring that the interior remains quiet and the books are not mistreated. The tomes cannot leave the building, but people are free to copy portions from the many texts. Although there are at least a thousand books, three-quarters of the library remains empty.

15. Theater: Plays, concerts and comedians all preform inside the small city theater. So far, there is a small but loyal audience who flock to the tiny building to watch its productions. Entertainers put on shows anywhere from one to six nights a week. Tickets cost five gold a seat for most performances.

16. The College of Magic & The Magic-Users' Guild: Students of the mystic arts can be found in this imposing three story structure. Very few ores decide upon a career in magic, so most are ogres, trolls and other allied non-humans. All of the practitioners of sorcery in the city have sworn an oath of loyalty to the Emperor and their names are recorded on a list kept by the guild master. Spells, common components and lesser magic items are traded by the wizards of the college. Visitors are viewed with suspicion and must meet with the approval of the guild master to be allowed within the facility. Trade for rare herbs and magic components are welcomed from visitors.

17. The Hono-Doragon Arena: Blood sports are held in this huge, grand, circular park, four times a week. Tickets for seats are frequently sold out weeks in advance and can cost up to 50 gold. The ores flock to these grand contests and fights, this being the largest entertainment industry in the city. Captured slaves, trained gladiators, and Orcish heroes clash in the center of the arena with demons, monsters and ferocious animals, to the crowd's delight. Races and military exercises are also performed here.

The other days of the week, the arena is used for amateur fights, wrestling, duels, and feats of daring or combat skill such as spear throwing, dwarf tossing, and so on. It is just as packed as the big productions, but the admission fee is only three to five gold, and there are scores of events lasting three to eight hours long. Like a three ring circus, amateur/challenge night often has three or four events happening at the same time.

18. Gladiator Pens: Two large pens contain the slaves used in the gladiator spectacles. One of the pens has been split into separated stalls to hold the monsters used in fights. The other has a large courtyard and a number of cells where the humanoid warrior slaves are kept. Squads of legionnaires patrol the exterior of the pens in endless vigilance to ensure that no slaves or monsters escape or revolt.

19. Training Center: Humanoid slaves are trained as gladiators in this enclosed courtyard. It is here that the slaves are trained in hand to hand combat, and receive weapons instruction. Training is carried out under the watchful eye of an entire platoon of fifty ore legionnaires. The instructors are either slavers/bounty hunters or ex-gladiators who have been granted retirement by the governor. Note that about 40% of the gladiators are free citizens who simply enjoy blood sports.

20. The Sharpened Spear Tavern: Is a favorite and is always crowded and noisy; especially on the nights of gladiator matches. Prices are fair, averaging two to five gold per drink. A huge troll, an ex-gladiator named Claymore, and his eight muscular henchmen (four trolls and four ores) provide security in the tavern, ensuring that nobody (other than humans and other non-citizens) get seriously hurt in drunken brawls. Duels and the use of magic are strictly prohibited. A speedy troglodyte runner fetches the soldiers if a wizard gets into the action with magic.

21. Polished Mail Tavern: Another local favorite on fight nights. The clientele is composed mainly of the higher ranking officers of the legion. Prices are higher, five to ten gold a drink, but the atmosphere is more relaxed, safe and the tavern is rarely filled to capacity.

22. The Ogre's Share Eatery: An ex-army cook runs this establishment, known for its fine quality meals and heaping portions. The restaurant is extremely popular among ogres, trolls, and giants. Prices are reasonable and the selection of meat is vast (including human and select humanoids, as well as animals).

23. One-Eyed Ore Tavern: A run-down dump of a tavern that caters to the rough and tumble ores and goblins in the city. Fights break out constantly, but rarely escalate beyond fisticuffs; duels are taken out back. Drinks are strong but cheap; two to three gold a mug. Choices are limited to a watered down moonshine that is said to taste like mare's sweat or moonshine that tastes like battery acid. The gut burning acid drink is the most popular (3 gold per mug).

24. Military Headquarters: The top military brass meet in this building to confirm missions, compare notes, brief and debrief. All of the legion's actions are planned carefully by the officer corps active in this large building.

25. Officers' College: Most of the city's military officers learn the basics of command at this facility. Classes in strategy, tactics and discipline are ingrained in its students by ogre instructors. Many excellent officers have come from this school.

26. Training Center: A huge, fenced in courtyard is the site for the training of new recruits. It is here that ores learn the basics of military life, including discipline, hand to hand combat and weapons training. Marching, drills and shouting can be heard from this area all day long.

27. The Stockade: This tavern is the official bar of the officers' corps. All enlisted soldiers, except the policing force, are barred from entering the building. The interior is furnished with luxurious trappings to reflect the status of the clientele. Drinks cost six gold each, but are of good to excellent quality.

28. Foaming Brew: A tavern that caters to the seafaring visitors to Caer Honogath Ak Doragon. Drinks are good quality and reasonably priced at four to six gold each. Salty bread and biscuits are also served and a bowl of hot chili (four gold) with. The tavern has an undeserved reputation as a quiet place so most city residents avoid coming here.

29. Guest House: Offers four stories of rooms to sailors, and other visitors to the city. The inn is fairly clean and orderly, with low prices; a mere 20 gold per room. The common room serves meals twice a day, the food is alright, but not great; costs only six gold a plate.

30. Stables: Domesticated animals of different species, mainly horses and dogs, are sold and lodged at this building. The animals offered for sale are usually healthy and well trained.

31. Royal Armory/Equipment Store: Weapons and armor are issued to soldiers from this building. The armory will also repair damaged armor and sharpen dull weapons. The services are free to residents of the city's military legion. Outsiders are put at the end of the work list

and will find prices unreasonably high, a full 30% to 60% higher than average prices (especially to humans).

32. Brothel: An unsavory business which has not yet caught the attention of the governor. It has sprung up near the barracks at the end of town. Soldiers frequent this establishment, often skipping their duty to do so. It will not be long before this business is discovered and closed down. Until then, it is a good place for thieves and enemies to spy, and listen for words from loose lips.

33. The Sleeping Dragon Inn: Located near the city gates, this inn offers visitors luxurious quarters. They even tolerate humans and elves with a reasonable amount of civility. Rooms cost anywhere from 75 to 100 gold each, but are well worth the price. The cost of staying each day includes two meals, breakfast and supper. The meals are served in the common dining room and are of excellent quality. A variety of wines, beers and moonshine are also served at prices ranging from four to seven gold each. There is a 60% chance of there being a vacancy at any given time.

34. Smithy/Stable: This huge building houses both a large forge area and some animal pens. Orcish smiths labor over the red-hot fires to pound out weapons and other items. Horses are also shod and stabled in this building. The cost for stabling an animal is typically around 20 gold a night.

35. The Citizens' Store: A general store run by the government of the city. It sells items to citizens at 50% below the average cost. Non-residents have to pay 25% above the average price for the same items.

36. The Stiff Mattress Inn: A small, cozy inn is stationed near the piers. The prices are high to dissuade rowdy sailors from staying at the inn. Rooms cost 80 gold but it includes the price of drinks and meals. The small inn is a favorite among ship's officers.

37. The Screaming Ore Arena: This is a small, privately owned arena that sells admission to dog and cock fights, wrestling, boxing, grudge matches, duels, tests of strength, and similar events. It is open six nights a week. The average ticket is 5 gold and the establishment also sells watered down beer and moonshine for one and three gold pieces respectively. It is a rowdy place filled with cheering and bellowing drunks. Sometimes the crowd gets so wild that the spectators jump into the arena to join the fight! It can hold about 1400 ores comfortably, but manages to cram in roughly twice that number — nobody seems to notice once the fights begin and the liquor is flowing.

38. Slave Pen: The gladiators and challengers/contestants of the Screaming Ore Arena practice and wait in this area. A score of legionnaires guard the area to ensure that the slaves don't escape, and quiet things if they get out of hand.

39. Slave Pens: Predominately slaves captured from the jungle are held here and then sold at auctions three times a week. The most common slaves are lizard men, tezcats, ratlings, non-allied ores, and goblins, but they occasionally offer elves, human adventurers, nomads, grimbor, avians, cat men, and others. Beings such as minotaurs, sand serpents, dogres, adrams, and giants are usually sold to the arena. They also offer a selection of exotic animals, including gryphons and elephants.

40. Guard House: One hundred orcish legionnaires are stationed in this building. The guards are jumpy and in a constant state of readiness to stop slave revolts, attacks or riots. They are all experienced soldiers of 3rd to 8th level.

41. Slave Houses: Large stables used to separate and contain the many slaves in the compound.

42. Church of the Southern Religion of Sloth.

43. Church of the Snake God: The congregation of this faith is small, composed mainly of members of the mages' guild.

44. Church of the Red God: The Red God is popular among career soldiers and mercenaries.

Caer Bentar Ak Shirak

A major city in the Orcish Empire

After the establishment of Caer Honogath Ak Doragon, the great ogre war chief led his expedition further south, along the coast. A short time after departing the city they came upon another site of coastal ruins located in a fertile area. These remnants of an ancient civilization were different than the others and only a few bits of stone remained to mark its existence. Doragon commented on the peaceful beauty of this unusual stretch of land. Instead of forest and bamboo, the ruins were surrounded by a pastoral grassland that spanned for miles. In the distance the jungle stopped and stretched to the mountains, but here was grass and wild flowers; a nice change from the wilds of the rain forest. That first night at camp, the aging war chief died quietly in his sleep of natural causes. His son, Bentar, became the new Emperor and declared that his father would be buried in the land that had brought him a moment of peace. He also vowed that on this site he would build the capital city of the Orcish Empire as final tribute to his father.

Under Emperor Bentar's direction, the ores constructed the city of Caer Bentar Ak Shirak. The buildings were constructed with artistry and great pains were taken to give the city an aesthetically pleasing look. As the capital of the empire, materials of the highest quality were imported with little regard for expense. Riches were brought to the city from around the empire, and the world. Kobold architects helped build the central courtyard, and a huge palace of polished marble. However, several years after the death of Bentar, the capital was moved further south.

The orcish city of Caer Bentar Ak Shirak is stationed in the middle of the Empire, surrounded by fertile plains and farmland. It is most vulnerable from the sea and is protected by naval vessels and soldiers stationed at its port. Caer Bentar Ak Shirak is important because it produces the majority of the food for the Empire. Crops are harvested in the fields, and cattle raised in the plains. They are then brought to the city and distributed by land and sea throughout the empire. The city also has a flourishing fishing trade. It is also the home to the burial shrines of Emperor Doragon and Emperor Bentar.

Notes on Caer Bentar Ak Shirak

1. The official languages of the city are Goblin and Ogre. Most of the populace speak both but few can speak other languages.

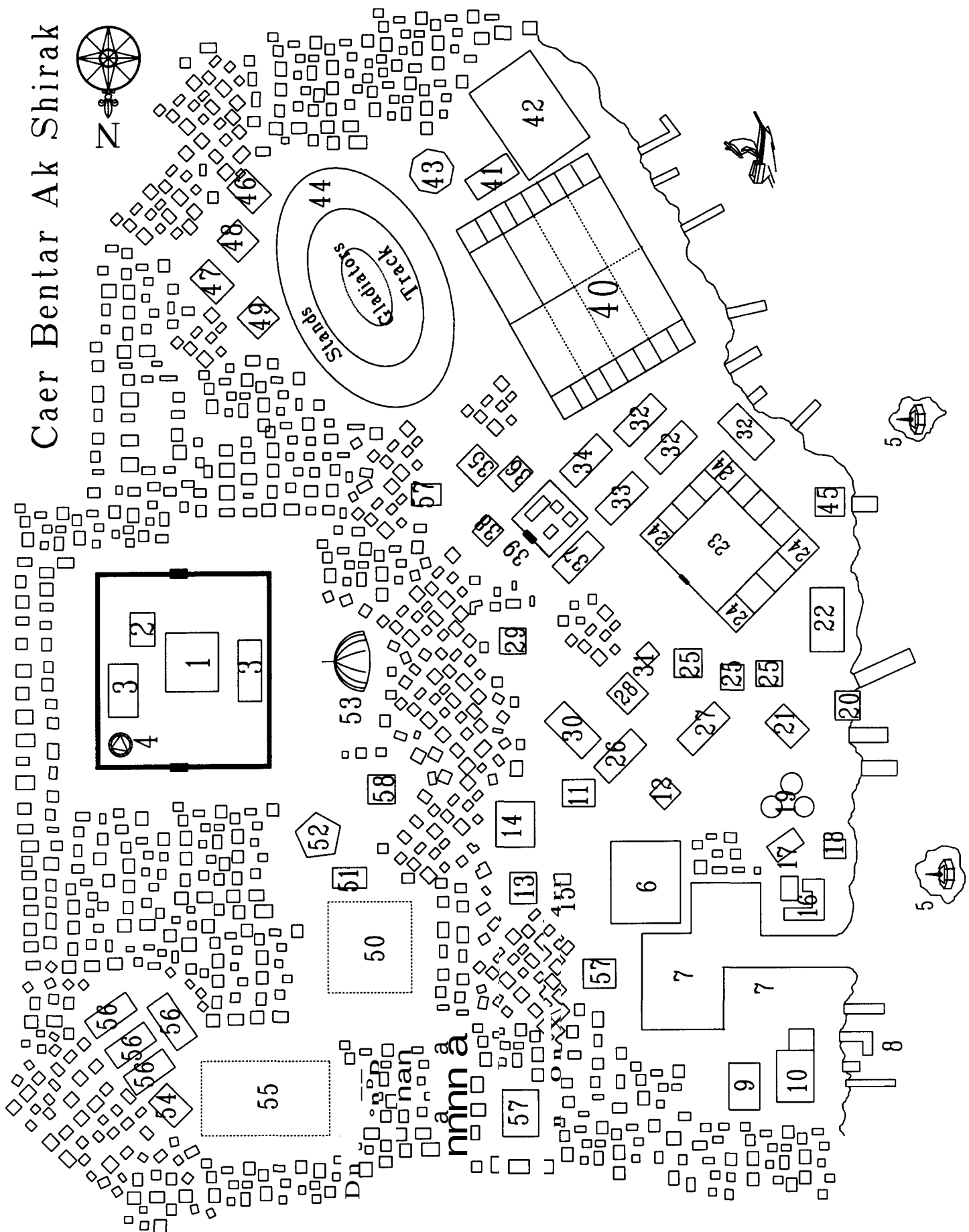
2. Over 75,000 people reside in Caer Bentar Ak Shirak with another 25,000 living in farms and villages all around it. The majority of the residents (80%) are ores along with humans (2%), ogres (12%) and other races (6%). This does not include the slave population of tezcats, humans, nomads and others; approximately 15,000 in all.

3. Only ores, ogres, trolls, goblins, hob-goblins, wolfen, giants and humans are allowed in the city. Elves, dwarves, gnomes, lizard men, krog, grimbor, faerie folk and most jungle people are not allowed. Such visitor are in danger of being imprisoned, added to the slave population, or of becoming food stock. Visitors are tolerated only so long as they adhere to the rules of the society. As soon as they exhibit signs of anarchy, treachery or dissension, they are banished from the city and may be subjected to a beating, torture, fines or imprisonment first. Few humans are allowed to remain in any of the ore cities and they can never expect any preferential treatment.

4. Violence, especially by non-citizens, is kept to a minimum. The Orcish Empire is a structured society where outbreaks of serious brawling and lawlessness are usually crushed by the city guard. The proper place for such shenanigans is a challenge or duel in the arena. Those found guilty of violent crimes will be subject to the orcish justice system.

5. The official religion of the city is the worship of the Jungle Pantheon. The favored deities are Yin-Sloth the Terrible and Lopnel the Red God.

Caer Bentar Ak Shirak



6. This port city is a haven for pirates! Primarily those who plunder the ships of the Western Empire and/or are vessels with crews of non-humans. Pirate ships are allowed to dock in the harbor, sell and trade their ill-gotten booty, and enjoy the virtues of the city (mainly visiting taverns, gambling halls and arenas). Note: The Western Empire considers this port and the Orcish Empire an abomination, but has refrained from launching an attack. They currently have spies disguised as pirates gathering information about the city. No ships from the Western Empire, Timiro or the Land of the South Winds patronize this or any place in the Orcish Empire.

City Highlights:

1. Palace: Stationed in the center of the city is the royal palace. It is surrounded by a stone wall and a lavish courtyard and gardens. At the center of the courtyard is the monument/shrine/tomb of Emperor Doragon. It is a large block crypt upon which stands a 20 foot (6 m) tall marble statue of the Emperor raising a defiant fist to the Western Empire (the figure faces the direction of the Empire). Kobold artisans created a dynamic and life-like rendition of this great hero. To this day, the legendary ogre who brought unity to the ores and created the orcish Empire is revered as a demigod. Fresh flowers and mementoes are left at the monument daily by those who come to pay their respects.

A large number of soldiers guard the compound and the palace grounds. The governor of the city lives in the palace with his family and the governing council. Special meetings, parties and events are also held at this location.

2. Royal Bath House: Set aside for the pleasure of the ruling body are several hot baths. There are also private changing rooms and an exercise area. Guards keep the public away from the area as it is reserved for the governor, members of his council and visiting dignitaries.

3. The Barracks of the Palace Guard: Twin defensive bunkers with arrow slits and thick iron doors house one hundred soldiers within each. There are weapons and enough food, to last for three months. The soldiers of the barracks are responsible for guarding the palace grounds, tombs of the Emperors and assist in city defenses.

4. Shrine of Bentar: Consecrated to Yin-Sloth the terrible, this temple is the resting place of Doragon's son, Bentar. The remains of the former war chief are entombed beneath the rock of the sacred building.

5. The Sea Castles: Small keeps are positioned in the harbor on small islands and rock outcroppings. Each of the keeps are designed to hold fifty troops. Archers and catapult engineers are stationed in each.

6. Navy Barracks: A huge building is set aside for the sailors of the Imperial Navy. Sailors stationed at the city are quartered here. The structure can hold 500 sailors/marines at a time, but there are usually only 200 at any given moment.

The area is off limits to members of the army due to a fierce rivalry between these two military divisions. Brawls between the army and navy are a regular event, and can get very ugly. Despite each other's claim to be the better fighting group, both are pretty evenly matched.

7. Shipyard of the Royal Navy: This massive facility is used for both the construction and repair of ocean vessels, particularly for the Imperial Navy. At any given time there is a 70% chance that a ship will be in dry dock for repairs or under construction.

8. Royal Navy Docks: Several docks have been set aside for use by the Imperial Navy. Any other ships that try to dock at these stone piers are turned away or will be attacked by members of the orcish navy.

9. Lumber Warehouse: Vast amounts of boards, and sheets of lumber are stored within this large structure. The lumber is collected for use in the construction of buildings, furniture and boats. Lumber will also be sold to the public for a low price, 50% lower than the average value at most other places.

10. Mill/Workshop: Hardwood timber cut from the jungle is dragged back to this shop to be sawed and smoothed into boards. Over a hundred ores and slaves work at the mill. Another team of fifty ores and

ogres cut down the timber in the jungle. Cleared areas are often used for farming or raising cattle.

11. Ocean View Inn: A large inn that offers luxury rooms for ships' captains and officers. It is located near the navy barracks and away from the rowdy section of the docks where most sailors go to drink and brawl. Rooms are filled with rich trappings and cost 60 to 100 gold a night. A typical meal costs 10 to 20 gold and drinks go for around five gold each.

12. Bow-Legged Boatswain: This establishment offers its patrons fine wine, beer, rum and other liquor for three to eight gold a drink. The tavern is an upbeat establishment frequented by navy sailors and wealthy ships' officers. Fights never break out in this tavern due to the presence of officers and the five ore bouncers (5th level soldier). The head of security is a brawny ore (P.S. 24, 6th level warrior) named Gaf, who uses a large club to pummel trouble-makers into submission.

13. The Hefty Javelin: Only marines are welcome in this rough and tumble tavern. Any non-marines who enter the bar will find themselves ridiculed, challenged, thrown into the street, and beaten while they lie on the cobbles. Whenever soldiers are looking for trouble with marines, they come here. Fights are common but seldom escalate to the point of using weapons. The bartender, an ex-marine sergeant named Cable, serves drinks for two gold each.

14. Emperor's Arcade: Sailors, pirates and residents can try their hand at games of chance, dice, dart and knife throwing and other games. The establishment has a large bar that serves drinks at a mere two gold a glass. The house will cover bets up to 100 gold. Security is provided by a platoon of active-duty legionnaires who are quick to grab drunks and other troublemakers and give them the toss. Cheating is frowned upon by the establishment and the ruling government. People caught in the act are roughly escorted to the door. Those who argue or resist are taken to prison where they are forced to remain for a fortnight (14 days).

15. Liquor/Tobacco: A wizened old ore sells alcohol at six to 30 gold a bottle from this small stand. The old codger also sells snuff, opium and tobacco for chewing and smoking.

16. Church of the Seven Waters.

17. Ore Warehouse: Stacks of ingots imported from Caer Honogath Ak Doragon are piled high in the spacious interior of this building.

18. Smithy: All of the metal goods required in the city are pounded out by two score of highly skilled laborers in this shop. The smiths forge tools, weapons, armor and other simple items. Residents and members of the navy can purchase items for one-tenth the normal price. Visitors will have to buy metal goods at the average cost. The quality is good to excellent. Four jotán giants run the place with three kobolds, the rest of the staff are ores.

19. Grain Warehouse: Grain ready for export to the rest of the empire is stored in three silo-shaped buildings. A lot more is stored at the many individual farms throughout the countryside.

20. Sea Inn: A favorite of visitors and farmers, because the inn overlooks the ocean. In fact the back half of the structure hangs over the edge of the coast, supported by wooden stilts. The rooms are fairly clean and cost 10 gold for a small room (holds two) or 25 gold for a large room (holds four comfortably) per day. Food and drinks are not served at this establishment.

21. Linen Warehouse: Bolts of all types of wool, silk and cotton fabrics are stored within this wooden structure. The cloth is sold to merchants, tailors and the public. Prices vary depending on the type of fabric purchased, most are reasonable.

22. Meat Locker: Portions of animal corpses fill this structure, butchered and waiting for sale. The meat is shipped to other cities in the empire and to stores within the city. Residents can obtain their meat right from the 'locker if they so desire.

23. Cattle Stockyards: A huge pen holds cattle and livestock destined for export or slaughter.

24. Animal Sheds: Individual animal stalls line the outside of the animal stockyards. These are usually reserved for special deliveries, horses, sheep and other animals. A typical stall is 20x20 feet (6x6 m) and can usually accommodate as many as six horses comfortably or several dozen sheep, goats, pigs and other small animals.

25. Slaughterhouses: Hundreds of animals are butchered daily in this cluster of shops before being shipped to the Meat Locker or sold to individuals or shops. Prices are reasonable, and the meat is always fresh.

26. The Wheatfield Inn: Tiny, cramped rooms can be rented from this large, ramshackle building for the small amount of 5 gold a day. Each room is barely a closet with a simple cot and a basin of water. Most rooms are lice ridden and uncomfortable. The floors and walls are smeared with dirt and the entire building smells of sweat and urine. Pirates, the poor, humans, elves and other unsavory visitors stay at this facility. Despite its poor condition, there is only a 20% chance that there is a vacancy.

27. The Tezcat Jungle Tavern: Is a popular saloon that offers strong moonshine, rum and a variety of drinks flavored with jungle herbs. It is a favorite of sailors and locals alike and offers singing, dancing, arm wrestling, dart and knife throwing, and a weekly cock fight. Drinks cost one to four gold each. The crowd that frequents this place are usually loud and boisterous but well behaved. Serious fights are a rarity.

28. Lornin's Arcade: An orcish thief who escaped a death sentence in the Western Empire runs this establishment. The house offers patrons a hearty meat stew for two gold a plate and watered-down drinks for one gold a glass. The large, two story establishment also offers numerous games of chance. The house has no limits for bets, matching whatever players put on the table. Only an incredible amount of money would be turned away (Lornin has limited, though wealthy resources).

Security is ensured by a nasty looking, 8th level ogre mercenary fighter who fights with paired claymores. The ogre is known only as Blade. He enjoys his job and loves to fight. A pair of trolls, a 5th level wizard, and a dozen muscle-bound ores complete the official security. Lornin employs a score of thieves, all fourth and fifth level, to work the crowd, stealing purses from "outsiders" and encouraging other patrons to make foolish bets. The thieves also keep an eye open for trouble. **Note:** Lornin is actually an 8th level, changeling thief with major psionics (Powers of note: detect psionics, see aura, sense good or evil, sense magic, hypnotic suggestion, bio-regeneration, levitate, mind block, teleport object, and turn invisible; I.S.P. 61).

29. The Rowdy Drunk Tavern: A small business that offers giant-sized mugs of moonshine and rum at five gold each and home-brewed ale at three gold a mug. This is a favorite place of ogres and trolls. There is a large dart board in the bar for the patrons to use in games of knife and axe throwing. A league has been established with games held weekly.

30. The Hayloft: Is a large inn with numerous rooms for rent. Depending on the size and quality, a room can cost 20 to 60 gold per day. The rooms are clean and vandalism, rough-housing, drunkenness and stealing are not tolerated.

31. Forgotten Troubles Tavern: An aging orcish woman runs this tavern. It is a favorite of city residents and laborers. Sailors and pirates are barred from entering its clean interior. Drinks cost two to six gold each, but patrons don't mind paying that price due to the relaxing atmosphere.

32. Warehouse

33. The Global Warehouse Outlet: Materials from all around the world are collected and stored in this warehouse (most are acquired from pirates and bandits). Three times a week, the owner opens the doors to the public, selling clothing, fabrics, rugs, tapestries, spices, tobacco, snuff, alcohol, and other odds and ends for 25% below average prices. The types of items available from week to week changes dramatically. Weapons and magic items are not sold or purchased. The owners purchase items at 20% their average market value.

34. Imports Warehouse: The facility is owned by the same merchants who run Goods of Wonder. The warehouse is filled with riches collected from the pirates and other raiders. Gems, jewelry, crystal, books, fine wine, brandy, weapons, armor, adventuring equipment, occasional magic items and other valuable items are stored in the warehouse. A greater Earth elemental, summoned by the owners, guards the property from thieves. Once a week, the owners open the doors to the public, selling the more common items for 20% below average prices. The types of items available from week to week change slightly, but usually include the items listed above. Truly valuable jewelry, weapons and magic are sold at a high price at the Goods of Wonder store (#35).

35. Goods of Wonder: A 6th level ogre wizard and a 7th level human earth warlock from the Commonwealth of the Yin-Sloth Kingdoms run this import business. They sell goods of great value for high prices, always at least 40% above average. They sell jewelry, gems, books, herbs, poisons, magic components, magic potions and magic weapons and other items. **Note:** The availability of magic items changes constantly and truly rare items, such as crystal balls and flying carpets are never available. Game Masters should control what may and may not be available.

36. Goldsmith: A human smith from the Eastern Territory carefully gilds weapons, armor and jewelry. The smith works only by contract for specific individuals. The smith charges high rates, usually double to triple the cost of the item being decorated plus materials. The officer corps of the city frequents this shop, hiring the smith to decorate their weapons and armor.

37. Fabric/Clothes Store: A family of tailors mend and make clothing of good quality at fair prices. They also purchase and sell used clothing and bolts of material.

38. Jeweler: An old kobold cast out from the Old Kingdom mountains runs this small store with his human friend. The pair buy jewelry for 40% of the market value and sell it for 50% above the average retail price. Although they do not have many customers, they make enough profit to stay in business. They also offer a growing pawnbroker service (pirates and sailors are their main customers).

39. The Human Compound: The families of the few dozen human merchants and residents live together in this walled community to keep themselves protected from hostile ores, goblins and other monster races who hate humans. Legionnaires rarely patrol this area of the city and the humans are left to their own fate. The government has granted these humans the right to bring in human guards to protect their shops and homes, but they must be careful not to use excessive violence and not provoke conflicts. As a result, there are 24 mercenary fighters, averaging 4th level, who patrol the area around the compound. Humans are second-class citizens. Few ever gain any stature in the community. Most are refugees, castaways, retired pirates and adventurers who ended up in the Orcish Empire. Most work as laborers or farmers.

40. Slave Pens: A huge series of pens have been constructed near the edge of town. The pens have been separated into areas for monsters, animals and humanoids. Slaves and monsters are sold to Cyclops slavers who, in turn, sell them to the various gladiatorial arenas and to mid-dlemen who sell them to the Western Empire.

41. Keeper Quarters: Forty legionnaires are quartered in this stone building to keep watch on the pens and the gladiatorial arena. The troops are trained to combat both humanoids and monsters. An additional forty troops, separated into patrols of five, walk the perimeter of the Slave Pens and arena at all hours.

42. Gladiator Training Grounds: Several gladiators and non-human soldiers conduct training for humanoid slaves in this open-air, arena style building. Slaves and gladiators are taught hand to hand combat and weapon proficiencies for combat in the arena. Experienced gladiators also practice in this building for upcoming fights. There is a small area of bleacher seats that can accommodate about 200 spectators at no cost; first come, first serve seating.

43. The Emperor's Pit: A tiny arena, built to only hold 50 spectators and a squad of guards. The structure was constructed for Emperor Bentar, so that he could watch gladiatorial combat at any time he desired. Today, the pit is used as a training ground for arena combatants and rented for private gladiatorial games, boxing, duels, animal fights, and parties. 500 to 1000 gold an hour.

44. The Grand Arena: This is the largest arena in the Conquered Lands. The huge structure was designed to hold both chariot races, horse races and gladiator fights. In fact, both sports can be held at the same time. The chariot/race track surrounds the fighter's pit but is often filled with seats during races. Races take place four times a day, three times a week. Blood sports take place the other four days, featuring matches between humanoids and animals. Cost of attendance is 10 gold, and events typically last two or three hours (the actual horse race lasts only a few minutes and chariot races are about 15 minutes long, but full of action).

45. Private Boat Repair/Carpenter: A small carpentry shop operated by a retired ore legionnaire repairs boats for a small fee. The carpenter gets most of his business when the royal shipyard is in use.

46. Alcohol Store: A crafty ore sells bottles of liquor for ten gold each from this stand. For an additional 50 gold the ore will have one of his associates sneak the bottle into the arena during a show.

47. The Pretty Pig: A menu of pork and beer is offered to its patrons at fair prices. Service is good and the quality of food is fair. The restaurant is usually pretty empty except before and after events at the arena; then it's packed.

48. The Raging Gladiator: An incredibly popular tavern filled with gladiator paraphernalia, including a history of the arena and the fighters who made it great. The tavern is filled to capacity on nights after the games and races take place. The people revere the tavern as one would a museum and, as a result, serious fights never break out. Drinks cost one to five gold each.

49. Cracked Flagon Ale Hall: Although filthy inside, it is a popular tavern that sells strong home brews for one and two gold each. Brawls are frequent since the owner does not bother to pay for any security. A patrol of legionnaires are always on hand, nearby, to break up fights.

50. Training Center of the Army: A huge, fenced-in courtyard is the site for the training of new recruits. It is here that ore soldiers learn the basics of military life, discipline, hand to hand combat and weapons training. All day long, marching and shouting can be heard from this area.

51. Officer's Headquarters: The top military brass meet in this building to discuss and plan missions, city defense and other concerns.

52. Temple of the Red God: There are a dozen priests at this location.

53. Temple of the Jungle Pantheon: This a large church with a 10th level high priest, a dozen mid-level priests, a dozen low level priests and acolytes (dedicated assistants).

54. Farmer's Co-Op: An exclusive inn and tavern that serves rich brew and hearty beer to farmers visiting the city. Drinks cost a mere gold piece a glass. Rooms cost 10 to 20 gold a night and the inn has ample space out back for animals to be kept.

55. Royal Livestock Pens: Cattle and animals sold to the government by independent farmers are held in this area.

56. Royal Grain Warehouses: Grain brought to the city is stored in this warehouse. Wagons transport foodstuffs across the city as well as export it to other places in the Empire.

57. Royal Armory/Equipment Store: Weapons and armor are issued to soldiers from this building. The armory will also repair damaged armor and sharpen dull weapons. The services are free to soldiers of the Empire, while residents of the city pay full price and visitors pay a full 30% higher than average.

58. The Quiet Corner Tavern: Caters to the city residents who just want a quiet place to relax and meet with friends. The interior is always

scrubbed clean and rowdy behavior is kept to a minimum. Drinks cost one to four gold each.

Caer Doragon

A major city in the Orcish Empire

The expeditions of the Orcish Empire continued on after the construction of Caer Bentar Ak Shirak. The ogre advisors strongly influenced the new Emperor to continue to expand the orcish holdings. A final expedition was sent out to capture more territory while Emperor Bentar remained in his capital to supervise its development. Several months later, the expedition discovered the human kingdom of Mishala.

Emperor Bentar decided to build another great city to mark the border of the Orcish Empire. The emperor decided to make the new city a showcase for the mighty Empire and to intimidate the human kingdom. Rich materials were imported as the city rose to near architectural perfection. Along with a palace, other great buildings were constructed, including a library and several colleges. Consulates for the ores' allies were constructed around a huge forum building intended to house the governing body of the empire.

The citizens of the Empire demanded that the elaborate city be named after their great leader, Emperor Doragon. Bentar proudly agreed and named the city Caer Doragon. It is smaller than the other cities and is primarily a military and agricultural town. It does have a large trading port through which goods are imported and exported, and a large navy has been planned to be established for the last 20 years, but has never come to fruition. The capital was moved to Caer Doragon because of its lavish palace and grand buildings, troops and superior fortifications (another reason to have a full fledged navy too).

Notes on Caer Doragon

1. The official languages of the city are Goblin and Ogre, but many can speak the Southern and Western human tongues or Elven.

2. Caer Doragon boasts a population of 93,000 residents. Most are ores (82%), with ogres (6%), goblins (4%), giants (4%) and others (4%). This does not include a small slave population of tezcats and humans; less than 10,000 in all.

3. The same as other cities as regard to visitors. Only ores, ogres, trolls, goblins, hob-goblins, wolfen, giants and humans are allowed in the city. Elves, dwarves, gnomes and faerie folk will only be present in the city as slaves, prisoners or food. Non-human races are tolerated only so long as they adhere to the rules of the society. As soon as they exhibit signs of anarchy, however, they are banished from the city. Few humans are allowed to remain in the city, and they can never expect any preferential treatment.

4. Foolish violence is not tolerated under this military command post. Security is a major concern for these people. Those found guilty of violent crimes will be subject to the orcish justice system.

5. The official religion of the city is the worship of the Jungle Pantheon.

6. This port city is also a haven for pirates! Primarily those who plunder the ships of the Western Empire and/or are vessels with crews of non-humans. Pirate ships are allowed to dock in the harbor, sell and trade their ill-gotten booty, and enjoy the virtues of the city (mainly visiting taverns, gambling halls and arenas).

City Highlights:

1. Imperial Palace: The largest single structure in the city is the palace of the emperor. Huge slabs of marble and beautiful, tapering columns form the exterior of the building. There are three ballrooms, a lavish throne room, and over a hundred other rooms that fill the interior

Caer Doragon



of the building; all of them are for the use of the emperor alone. The palace is a marvel of beauty and architecture that is the symbolic heart of the Empire.

2. The Grand Hall: This large forum is only slightly less impressive than the palace itself. Its large rooms are divided into two areas, the homes of the ogre ruling elite and an rooms for the Empires advisors. There is also a grand council chamber where the ruling body of the Empire meets to discuss the administration of the nation.

3. The Administration Building: The work place of the many bureaucrats who run the nation.

4. Cyclops Consulate: The Orcish Empire has an alliance with the cyclops. This deal includes a non-aggression pact and trade agreement (including the military acquisition of lightning bolt javelins and arrows). The cyclops are greatly respected by the people of the Orcish

Empire and the one-eyed giants recognize the importance of the Empire and attempt to keep their "little cousins" happy. There are typically 4D6 cyclops and their guests staying at the consulate.

5. Nimro Consulate: Although the ores have not yet reached an agreement or alliances with the various Nimro giant tribes, they try to keep relations good, especially with those from Nimeret. Representatives from Nimeret have been sent by their leader to secure an alliance with the ores at all costs. The king realizes the potential threat an angry Orcish Empire represents should a war ever erupt between them or against the cyclops who are the ores' allies. As of yet there have been no agreements as the cyclops have advised against it.

6. Royal Academy: Is the most prestigious officer training school in the Empire. Most military officers dream that their children will one day be able to attend the academy. Training is very strict and only the best

need apply for positions. The building is off limits to all civilians and those ranking below sergeant.

7. Royal Churches of Yin Sloth: Three huge churches with living quarters for priests and acolytes. A bishop (12th level), two high priests (9th level each), a dozen mid-level priests (1D4+3 level) and a score of novices (all first level) live at these locations.

8. Imperial Legion Barracks: A huge barracks has been erected near the palace where a number of elite troops are stationed. These members of the Emperor's Legion have the task of protecting the Emperor from any harm. The two story building is large enough to house 250 troops with all their weapons, armor and food for several weeks. The doors are made of thick timbers. Arrow slots line the outer walls.

9. Library: Open to the public, the library gives the populace an opportunity to page through great works of literature. There are books on many subjects piled on tables and shelves. However, the predominantly illiterate population usually comes to look at the Hall of Tapestries and to listen to the bards and scholars who work at the facility. They love listening to these storytellers, and look at the murals, paintings and tapestries that tell/show the history of the kingdom and its heroes in picture form. Books are not allowed to leave the building, but people are allowed to make copies and take notes.

10. Imperial College: A place of learning that teaches literacy, language, literature, art, history, science, politics, philosophy and the arts of medicine/herbology. Unlike other colleges, which are dedicated to magic or military strategy, the Imperial College is devoted primarily to the pursuit of knowledge. The brightest students throughout the empire are gathered together to become the learned men of their generation. It is a great honor to be selected for an education at this college.

11. Museum: The Museum of Caer Doragon is a large, three story building packed with sculptures, paintings, weapons, scrolls and information about the first Emperor who founded the Orcish Empire, Lord Doragon. There are also exhibits on such subjects as weapons, great battles, history, culture and science. Just like at the library, there are bards and storytellers.

12. College of Magic: Dedicated to the study of the mystic arts is the College of Magic. Only the pupils of the greatest ability, or trusted members of nobility are accepted. All types of magic are studied, but only diabolists, summoners, and wizards are considered true mages. The head of the Order of Magic is an ogre named Fire-Farl (11th level wizard). He is responsible for keeping order, coordinating all studies and issuing diplomas. Humans and elves are NOT allowed. He keeps the list of all mages (and students) who have sworn allegiance to the Emperor and have their names recorded on the authorized list of Empire Mages. If anyone practices magic without authorization, it is the responsibility of the guild members (and sometimes priests and the elite guard) to find and destroy them!

13. The Great Arena: Although somewhat smaller than the arena at Caer Bentar Ak Shirak, the gladiator amphitheater of the city is a large and spectacular building. Blood sports are held twice a week, with daily races, contests, challenges and duels. Matches often pit humanoid gladiators against each other or as teams against monsters and wild animals. Most of the gladiators are slaves captured from the jungle and trained, although some are willing participants. Admission ranges from 20 to 50 gold for visitors but half for those in military service to the Empire (prices are kept low to keep morale high). Twice a year, a circus sets up with clowns, jugglers, acrobats, high-wire acts, tumblers, magicians and animal acts.

14. Alchemists' Shop: Magic paraphernalia and mystic services (mainly healings, appraisals, lore and advice) of all kind are offered by members of the Mages' Guild. Items for sale include fumes, powders, common potions, poisons, herbs, and minor magic items, including the occasional scroll, charm and magic weapon.

Invisible half-plate armor (2) — 4,500 gold each
Leather of Iron (3 suits) — 7,000 gold each
Indestructible Throwing Axe (1) — 22,000 gold

Devil Slayer Bastard Sword (1) — 7,500 gold
Ring of Imperviousness to Fire (2) — 38,000 gold
Amulet of Protection from Psionics (1) — 32,500 gold
Boots of Fleetness (1) — 45,000 gold

Other items are left to the discretion of the G.M. (don't be overly generous or too stingy).

15. Nalfin's Diner: Serves high quality meals for low prices. The average meal costs a mere 8 gold but is worth the cost.

16. Alcohol Stand: Bottles of various types of tonics, wine and moonshine are sold from this stand for a mere five to 10 gold a bottle. The operators, a fat ore and his two children, also offer worthless advice about everything for free. They are also a good source for recent rumors and gossip (only half is even remotely accurate).

17. Fight's End Tavern: Caters to the fight crowd, it is usually the busiest on nights of gladiator combat. The tavern is clean and orderly, serving drinks for one to three gold each. Security is provided by a scarred troll who had a short career in the ring. The troll, Metryus, is a fifth level gladiator with the stalk/capture skill and is armed with a giant short sword (2D6 damage), giant mace (2D6 damage), dagger (1D6 damage) and a gladiator's net. This is another good place to hear rumors.

18. Gladiator's Delight: A bath house that offers customers the pleasure of bathing in hot pools. The cost of visiting the business is 10 gold an hour and includes the use of clean towels and the safekeeping of personal items. Massages are available for 20 gold.

19. The Wine Shop: A wide selection of choice wines and fine liquors are offered to refined customers. The business is well organized and kept fanatically clean. On average, a bottle of alcohol costs 30 gold.

20. Meals of Flight: An elderly, ore ex-legionnaire named Taret serves simple, ready to eat meals from this tiny stand. Patrons pay three gold for a small, filling meal. He is loved by the soldiers and is protected by them. Business is usually slow except at lunch hour, and during gladiator fights at the arena.

21. City Slave Pen: This compound is used to house the city's slave force. Two platoons of legionnaires patrol the area around the clock.

22. Church of the Red God: Popular with fighters.

23. Imperial Tomb: Constructed from huge slabs of black marble it is the tomb for the dead emperors. Only two emperors are laid to rest at the tomb. The first two emperors have memorial tombs at Caer Bentar Ak Shirak. Unknown to the majority of the citizens, a cult of the Snake God, Pith, has taken the tomb as their worship area, perverting the interior.

24. Theater/Concert Hall: This large, circular building hosts musical concerts, jugglers, and stage productions for the enjoyment of the citizens. Tickets for most shows cost one to four gold per seat. There is usually a 20% chance of seats being available.

25. Barracks of the City Legion: The active-duty soldiers of the city legion are housed at four compounds with large, stone barracks. These buildings are individual forts with arrow slits and are sealed by an immense wood and iron door. The compounds are surrounded by a spiked wooden fence with six strategically placed guard/defensive towers. The barracks can house 240 soldiers, their weapons, armor and enough food for several weeks (twice that number can be accommodated during an emergency). A half dozen siege weapons are also stored here and used for the city's defense.

26. Sea Castles: Small keeps are positioned around the harbor. Each of the keeps are designed to hold fifty troops. Archers and catapult engineers are stationed at each.

27. Docks of the Imperial Navy: Several docks have been set aside for use by the Imperial Navy. Any other ships that try to dock at these stone piers will be turned away, impounded or attacked.

28. Imperial Sailor's Barracks: A huge building is set aside for the sailors of the Imperial Navy. The structure can hold five hundred sailors and marines at a time. At any given moment there will not be more than

one to two hundred sailors in the building. The area is off limits to members of the army due to a fierce rivalry. Army troops found in the area will be attacked and beaten by the sailors.

29. Navy Registrar: The administration of the port and the docks are handled from this building. The navy officers in the registrar office are responsible for issuing docking permits and for searching vessels for contraband. Ever diligent, these officers cannot be bribed! A legion of soldiers is at their constant disposal.

30. Landlocked Schooner: A favorite amongst sailors, pirates, and thieves. This tavern is decorated with nets, seashells and other items of an aquatic nature. Drinks are strong and cheap; one to three gold a mug. The place is always packed and brawls are a constant occurrence. Unless the tavern is endangered, the owners, a nimro giant and a troll, do nothing to break up fights.

31. Shipyard of the Royal Navy: Vast in size, this yard has been left clear for the repair and construction of vessels for the Imperial Navy. At any given time there is a 40% chance that a ship will be in dry dock for repairs or under construction.

32. Shipyard Lumber Storage: A band of goblin thieves have dug a network of tunnels under the biggest piles of wood and storage sheds. This is the secret hide-out for the notorious Dock Gang, so named because they usually commit their crimes around the dock area. All 24 thieves are 1D4+1 levels of experience. They are led by a goblin cobbler (7th level).

33. Sails & Warehouse: The interior of this large warehouse is filled with piles of sails of differing sizes and material that can be used for making sails. This facility can also repair sails if the damage is not too extensive. They sell coils of rope, pulleys and other devices used in the spars and rigging of sailing vessels. Prices are fair and reasonable.

34. Shrine of the Seven Waters: A pair of 4th level priests maintain this place of worship, popular among sailors.

35. Fish Warehouse: A warehouse and store room that sells and prepares fish and lobster caught off the coast. Prices are average and the selection is immense.

36. Open Market: A family of ogres owns these stalls which they rent to various vendors for 50 gold a day. The exact number of vendors and the items offered varies every day, but there is anywhere from 12 to 32 stalls selling lots of fresh fish, meats, bread, fruit and vegetables, as well as leather goods, rope, tackle, weapons (only common stock), herbs, spices, tonics/moonshine, and other odds and ends. Some offer services such as fortune-telling, massages (and sexual favors), and "re-sale" services — pawnshop dealers who pay 15% of market value and have a take it or leave it attitude. Some purchases at the market are a great deal, others are a rip-off.

37. The Heavy Haddock Restaurant: An aging, plump widow runs this small but excellent restaurant. Fresh ocean fare prepared with the secret recipes of the owner are the house specialty. Portions are huge (ogre size), service is excellent and meals average around six to eight gold a plate! This place is frequented by soldiers, sailors, pirates and visitors who have a taste for great seafood.

38. Net Repair: A group of crusty, retired fishermen have started this business repairing nets. The old men charge very little, five to ten gold for repairs, depending on the size of the net and the extent of the damage. They do superior work. These old codgers are also terrible gossips who know every rumor about the Imperial Navy, the ship trade, fishing, pirate activity, and any sea monsters within a hundred miles.

39. Fisherman's Catch: A tavern that caters to local fishermen, pirates and sailors. At the end of a hard day the local seafarers gather to hear enthralling tales related by an ancient ore who lives at the tavern. The atmosphere is comfortable and drinks only cost two gold each. The Dock Gang also frequents this place with an eye open for likely targets to mug or rob.

40. Grain Silos

41. The Shark's Tooth Hall: A den of iniquity that offers the favors of ladies of the night (mostly ores, ogres and goblins), cheap booze, drugs, animal fights, games of dice, cards and all kinds of gambling! This is another location stalked by the notorious Dock Gang, and other bandits.

42. Illard's Imports: This store offers a wide variety of items from around Palladium. The owner, a retired ore sailor named Illard, has made contacts during his voyages who supply him with all sorts of items. The imports are not always expensive and rarely magical, but he does acquire unusual, scarce and magic objects from time to time. Examples include weapons from Kadera, coins of the Old Kingdom, jewelry, plate armor from Timiro and the fur, feathers or manes of rare animals.

43. Ricmut's Riches: Catering to the rich of the Orcish Empire, Ricmut offers expensive and rare items. His collection of riches includes china, crystal, gems, fine jewelry, kobold and dwarven weapons and some mundane magical items. Prices are all exceedingly high; at least 30% above the market value.

44. Sea Shanty: An inn and boarding house that caters to the rough and tumble crowd of sailors and pirates who visit the city periodically. They even accept humans and other undesirables. The inn offers a number of small, dim rooms that are rented out at the cost of 15 gold a night. The owner cares little about what goes on in the rooms as long as nothing is broken. Bandits and cutthroats frequent this establishment with little fear of intervention from the owners.

45. The Sinking Pier: A den of iniquity that offers cheap rum, opium, hallucinogens, and ladies of the night. A favorite for thieves, pirates and mercenaries. Drinks are two gold each and other services are cheap and sleazy.

46. The Siren's Call Ale House: An orcish woman by the name of Hesva owns and operates this establishment. The common room is fairly clean and drinks are of decent quality. Every night, a scantily clad Hesva sings and dances, accompanied by her bother who strums a lute. This is a big crowd pleaser! Call girls flirt with patrons and offer their services upstairs. Drinks cost three gold each. Other services range from 30 to 50 gold.

47. Slave Pens: A huge area has been fenced in to confine new slaves captured by patrols in the jungle and around the city. About half of these people are shipped to the Western Empire and through a middle man/broker. There are also pens that hold dangerous animals and monsters. The other half are sold at auction or shipped to other cities in the Orcish Empire (only 10% are used as food stock).

48. The Iron Collar: Is a small pavilion that is used only once a week. From the raised platform, a caller collects bids on slaves that have been captured during the week. It is sometimes rented to traveling performers such as tumblers and bards.

49. The Greedy Giant Casino: The largest casino in town is owned and operated by the local thieves' guild (of which the Dock Gang is not a member). These scoundrels are dressed in fine clothes and appear to be very respectable and polite. The employees are instructed to cheat whenever possible to make sure that the house wins a high percentage of all bets. Workers are loyal because they get a 10% cut of all winnings. The house seldom accepts bets above 10,000 gold for any single round of betting.

Security is tight in the building, armed guards are everywhere. The head of protection at the Casino is an ugly, scarred troll by the name of Kam. Clattering wherever he goes, this brute, a seventh level mere, wanders the casino dressed in full plate (magically weightless) and carries a veritable arsenal of weapons. The rest of security is around 5th level of experience and includes a 4th level, kobold mind mage and a 5th level ogre wizard.

50. Merlfird's Tavern: Fine beverages and snuff at fair prices to the many casino-goers of the city. Merlfird is a short, rotund ore who wears a perpetual grin. The smile is deceiving, for the little ore would slit his own mother's throat for a profit. He has a deal with the Greedy

Giant to get his customers severely intoxicated before they arrive by spiking his drinks with dwarven spirits that are five times as potent as regular brew, and to slip a "Mickey" (mild sedative to dull the senses) into the drinks of high rollers. Drinks cost a meager two to four gold each (the casino pays half the cost for the booze and the entire cost of "special" additives and ingredients).

51. The Empty Bottle: A squalid hole-in-the-wall that services the losers from the Casino, and the dregs of society. Most of the customers don't care about the quality of the drinks, they just want to drink their sorrows away. The owner is more than happy to oblige, selling his watered-down drinks for the small price of one gold each and picking pockets whenever he can. The owner is a slimy, 6th level, ore thief who also offers his services as a fence for stolen goods (he is a member in good standing with the guild).

52. High-Roller Hotel: This is a combination casino and hotel with a much more low-key atmosphere than the loud and flashy, Greedy Giant Casino. The house sponsors high stakes gambling with darts, knife throwing, dice and various card games. Bets typically have a ceiling of 500 gold, but there are special games where any amount can be approved. Drinks are served inside the casino from a large bar and cost only two gold each. Security is provided by the government who stations a platoon of 50 legionnaires to patrol both the inside and outside of the hotel.

53. Big Croft's Armory: Weapons and armor of all kind are bought and sold at this armory, including kobold quality. Purchases are usually 25% above the current market value and as much as 50% for truly high quality items. The armory will also repair damaged armor and sharpen dull weapons. Typical prices are 10% higher than average.

54. Stockyards: The livestock of Caer Doragon are enclosed within this large corral. As food is needed, butchers slaughter the animals in the small shops found nearby.

55. Tanner: An industrious group of ores and goblins make leather

goods from the hides of slaughtered cattle. Items for sale include leather armor, wine skins, saddles and boots at prices of 10% less than normal.

56. Meat Exports: Excess meat and parts from the stockyard are collected and turned into sausages, pressed meats, jerked meat and other foods.

57. Messages & Delivery: A group of retired sailors have started a messenger service. They will deliver verbal messages, letters, scrolls and small parcels throughout the Orcish Empire; this does not include the mountains or the jungle beyond the empire. The number of packages sent to remote outposts may be limited to small packages weighing no more than 30 lbs (13 kg each) and the number of packages may be limited as well. Messages and deliveries to sea ports and major cities and villages rarely have any restrictions of any kind. The business has two medium-sized cargo ships, one corsair (medium cutter) and five lighter boats (single mast cutters), as well as horses, animal drawn carts and wagons and even a flying animal or two. They also have a 4th level wizard on staff who can send a magic pigeon to carry very brief messages. Costs will depend on the destination, travel time, and the number of people and resources necessary to make the delivery. Prices are reasonable and service is good.

58. Smithy: Three-quarters of the metal goods found in the city are pounded out by dozens of highly skilled workmen (ore, kobold and jotans) at this complex of buildings. The smiths forge tools, weapons, armor and other simple items. Residents and members of the army and navy do not have to purchase goods; they are issued to them for free. Visitors will have to buy metal goods from the smithy at the average cost.

59. Jotan Blacksmith: A family of jotan giants and their friend, a cyclops, pound out weapons and armor of exceptional quality for sale on the open market. Prices for these goods are anywhere from 10% below to 20% above market value. The cyclops also has lightning javelins and arrows which he will part with for great sums of money.

The Commonwealth

A.k.a The Commonwealth of the Yin-Sloth Kingdoms

The other nation that developed independently in this region was the Commonwealth of the Yin-Sloth Kingdoms. This country was not formed by a mass migration like the Orcish Empire, but a slow trickle of adventurers, settlers and refugees from other places. Many of the immigrants found their way to the Conquered Lands by strange elves. Others were led to the cities by a kindly old man with dark skin (Sulyott the sage). Still others simply stumbled across the kingdom and settled there.

The people are a diverse group, with members from the Western Empire, Old Kingdom, Timiro Kingdom, and the Land of the South Winds, who have all migrated to the Commonwealth. Their personal stories are just as varied as they are themselves. Violent conquests, political oppression, racism and criminal acts forced most of them from their native homelands. At least 50% were the victims of religious persecution — many were members of death cults or fanatics who worshipped evil gods, including the Old Ones.

The original settlers developed small communities composed of a few hamlets and villages where people could start new lives. These close-knit bands had little connection with the other. Many communities had been formed only to assure their mutual defense against hostile bandits, tribes, and monsters. As the settlements developed, they became independent city-states, each subscribing to a doctrine of isolation from the others. This continued until a single powerful family conquered all of the human communities and bound them together.

The conqueror made most of his conquests through politics and reason. He explained the many benefits of a single nation, especially trade and defense against the Orcish Empire and the many other hostile forces that plagued them. Most leaders could see the wisdom of unity, so there were only a few who resisted and even then bloodshed was minimal. Besides, each community was allowed to retain a great amount of autonomy.

The city-states were consolidated into a single nation named the *Commonwealth of the Yin-Sloth Kingdoms*. Leaders from each of the city-state kingdoms were appointed as members to the central government. Then ballots were cast to elect one prime minister to govern the Commonwealth and coordinate the efforts and defenses of the many smaller kingdoms.

The government has since been shaped by decent men striving to create an idyllic kingdom where people are free to worship any god and follow any belief, provided it is not destructive or detrimental to the welfare of the Commonwealth. Under their guidance, the city-states have grown into small kingdoms united under the Commonwealth. Completely self-sufficient farms and logging villages have been established throughout the territory, and the major cities have even begun to trade with other nations, including the Western Empire, Land of the South Winds and Timiro. The current government maintains control with the support of the majority of the populace.

However, the government is still endangered by the spirit of disharmony, rivalry, greed and corruption, as well as elements secretly struggling to overthrow the current government. Many citizens hate non-humans and want the government to start a war against the Orcish

Empire. These rebels want to expand their territory by conquering the Orcish Empire or claim that in order for the Commonwealth to enjoy stability, the ores must be conquered, even though the Orcish Empire has never taken any military action against the Commonwealth other than the occasional border skirmish. There are also dozens of foul religious cults festering with hate and conspirators who wish to depose their current government for a myriad of reasons. Many worship dark gods and summon demons. Others are anarchists, hatemongers or human supremacists who wish to pass laws that will enslave non-humans and see the Orcish Empire destroyed.

Slavery

The prime minister is a good man who wishes to abolish slavery, he just doesn't have the political backing to rid society of this foul practice. However, he has passed laws to protect the lives of slaves and provide them some basic comforts. They must be well cared for and treated humanely. In fact, most jungle natives, like the tezcat and pygmies, are no longer enslaved, but ores, goblins, and other non-humans are still fair game.

Military

The military of the Commonwealth is extremely unorganized. Each kingdom builds and supports its own army and is responsible for patrolling, defending and keeping the peace in their own territory. Ten percent of each army is assigned to the Army of the Commonwealth for general defense of the borders. In times of war, each of the separate kingdoms are required to use their army as part of a unified fighting force under the leadership of one general. In theory this system should work, but there has never been a need to consolidate the armies. However, there are lots of practical problems with this arrangement. The quality and skill level of each army is dramatically different. Some are volunteers and little more than armed farmers. Others are members of the nobility and make up elite squadrons of knights and cavalry units (but may have little combat experience) and some are professional soldiers who are on duty at all times. Furthermore, these armies have had no combat experience together and many regard each other as friendly rivals. All of this can only contribute to confusion and dissension in the ranks. Thus, one must wonder what would happen if the armies were ever called together. Would all the kingdoms comply? Could the troops work together?

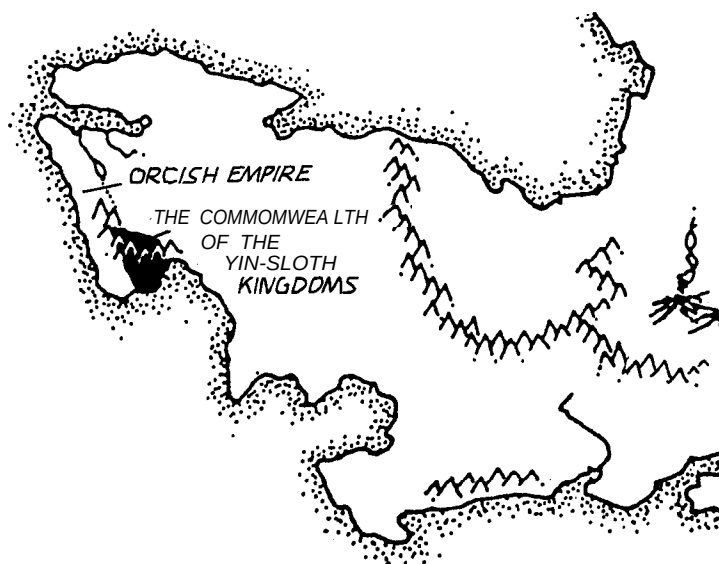
Magic

There are many practitioners of magic in the Commonwealth. A large portion of the original population was composed of men of magic, priests and cultists who fled from persecution. As a result, a strong tradition has been established where magic was accepted and promoted and the people have no fear for magic since it is so commonplace. Should the Commonwealth ever wage a war against the Orcish Empire or need to defend themselves against invaders, the mages alone are likely to win the battle *if* they could work together.

Although society accepts the use of magic, there are laws to regulate these powerful forces. All men of magic are required to join a magic guild or college. These institutions are pledged to defend society against renegades and invaders. They are also forbidden to use their magic to manipulate others. Any misuse of magic is punished severely, with stiff fines, social work, imprisonment, exile and even death, although there are many places where the authorities look the other way.

Laws of Note

The legal system of the Commonwealth is based on that of the Timiro Kingdom (see Palladium RPG Book II). The majority of the citizens are formerly from that kingdom, especially the nobility. The Commonwealth also uses the same calendar as the Timiro Kingdom and the two most common languages are Eastern and Elf. Southern and Goblin are also quite common.



History

1685-1691: The first influx of people came to the jungle from the Timiro Kingdom. Led by elves, the people were forced from their homes by **Wilka's** religious persecutions.

1692-1705: The great sage Sulyott brings the people of Timiro to the ruins of Mishala. He directs the people in rebuilding the city around a mysterious, enclosed commune. Members from the elven and dwarven royalty live together in the secluded complex.

1706-1737: In the Old Kingdom a purge of religious cults begins. The fanatical cultists are forced from the land or face destruction.

1737-1741: A large cult from the Old Kingdom inhabits a set of ruins rebuilt into the city of Terellia. Although the depraved rituals continue the city prospers.

1742-1747: Refugees from the Western Empire follow the example of the ores and build the city of Regalda. Two dukes from Timiro, Shaldon and Deltor, are banished from their homeland. Each man moves his household to the Conquered Lands and establishes their own city-state.

1748-1755: In Mishala the government has become a monarchy lead by the Griffon family. The king decided to unite the cities of the jungle, by force if necessary. The separate city-states are organized into the Commonwealth of the Yin-Sloth Kingdoms.

1756-1766: Reconstruction begins as the Commonwealth is formed. The natives attack the humans as they struggle to rebuild. The Commonwealth wins a series of skirmishes, forcing undesirables beyond the Dragon's Gate Mountains.

1767-present: The Commonwealth continues to expand and prosper. A conflict may be brewing with their non-human neighbors, the Orcish Empire. There is growing friction within the human empire but war has been avoided. The ores have made no acts of aggression and are content with their empire and land.

Religions and Gods

There are many different religions practiced in the Commonwealth. The most popular include good and evil Dragonwright, Yin-Sloth, Pith, Tark, Rurga, Ippotmi, Isis, Ra, Bennu, Set, Anubis, Tolmet, and Utu, as well as various demon lords.

Currency

The Commonwealth has not created their own coins. A mint is currently under consideration at Mishala. The citizens simply use the currency of other nations in the meantime. The majority of coins come from the Western Empire, Timiro and the Old Kingdom.

The City of Mishala

Mishala is the oldest of the Commonwealth city-states and is steeped in legend. It sits on the coastline of the Conquered Lands near the capital of the Orcish Empire, *Caer Doragon*. It was built upon the ruins of an ancient city.

For decades it has been a center of agriculture, but more recently it has become a seaport of increasing significance. The city is the home of the royal Griffon family that rules the Commonwealth of the Yin-Sloth Kingdoms. A Griffon has been prime minister for the last four generations. In the center of the city is the palace, in the midst of a large park. The family is said to have a link with the ancient sage, Sulyott, who occasionally advises the monarchs during his frequent visits to the city.

Notes On the City of Mishala

1. The official language of the city is the Eastern tongue of human-kind. Several other languages are spoken in the city, including goblin, ogre, elf and the southern human tongue.

2. The population of the city is nearly 80,000 people, the majority of whom are human (94%). There are also elves (2%), dwarves (2%) and other non-humans, but very few (2%).

3. Members of all races are allowed in the city although non-humans, besides elves and dwarves, are viewed with suspicion. Violence is not tolerated and lawless individuals are imprisoned or banished from the city.

4. Slavery is illegal at this city. All slaves who enter the city become the property of the state and are released. The government reimburses the owner with a sum of money equal to half the slave's value. The slave is then granted their freedom and welcomed as a resident of Mishala. This has strained relations with other communities in the Commonwealth.

5. The official religion of the city is the true faith of Dragonwright.

6. Pirates are not allowed at this city, although unsavory rogues, bandits and pirates do slip through the lax security.

City Highlights of Note:

1. The Elf-Dwarf Compound: A huge walled complex stands in the center of the city park. As long as Mishala has been around, the complex has always been present and never has anyone been inside. The compound is home to a group of about one hundred elves and dwarves, all from noble or royal families. Sulyott, the great sage, brought the people to the ruins of Mishala so that they could learn to live together in peace. It is the hope of all those involved, that one day the elves and dwarves will restore peace to the Old Kingdom.

2. Tower of Sulyott: An immense tower, standing eight stories high, has been left for the use of the great sage Sulyott. The rooms of the tower are packed with luxurious trappings and rich furnishings. No one is allowed to enter the tower and the building remains empty most of the time.

3. Palace: The royal palace of the Commonwealth stands tall and imposing, although it is not excessively elaborate. It is home to the royal Griffon family and contains all of the legislative offices of the government. Over one hundred guards are stationed in the palace at various posts, with regular patrols around the perimeter.

4. Mausoleum: This a monument to past monarchs of the Commonwealth. This squat building gives citizens a chance to visit deceased rulers. The people have an opportunity to read the history of the Commonwealth as presented on the walls of the mausoleum and the bases of statues of dead kings.

5. The People's Gardens: An expansive park open to the public. It has numerous paths and well manicured flower beds. All citizens are allowed to roam and relax among the flowers and clusters of shade trees.

6. Lumber Warehouse: Stacks of boards and other lumber are piled to the ceiling of the large storage building. The wood is sold both to businesses and the general public.

7. Carpenter & Boat Wright: Fifty trained carpenters, separated into teams of five, offer their services throughout the city. The office will accept jobs of all nature. Prices are fairly high but the quality of the finished job is remarkable.

8. Shipwright Shop: Over a dozen skilled carpenters offer their services to repair and construct ocean-going vessels. These carpenters have made several excellent quality ships but spend most of their time on repair work.

9. The Windy Sail: Huge sheets of canvas are made into sails for ocean-going vessels. The sails made in this shop are sturdy and hold up well against the rigors of ocean travel.

10. Ropes, Spars & Rigging: A selection of ropes, pulleys and the other devices used on sailboats are made, repaired and sold. Prices are fair and the items are of fine caliber.

11. Lighthouse Tavern: Catering to visiting sailors, the Lighthouse Tavern is a beacon in the night, drawing a rough and tumble crowd of mariners. The drinks are good and the price fair, two gold a glass. Security is provided by an enormous 5th level, human, ex-sailor nicknamed "Pin" (P.S. 22). The gruff man does not hesitate to smash troublemakers into submission with an old belaying pin.

12. Food Exports: Supplies of preserved foodstuffs, including grains, canned fruit and vegetables, smoked and salted meats, are stored in these warehouses for their journey to Terellia and other places in and away from the Commonwealth. Several armed guards (all equal to 2nd level soldiers) patrol the exterior of the buildings, keeping thieves at bay. The owner is a soft-hearted gentlemen who arranges for a crate of food to be "misplaced" every day, outside one of the warehouse, for the poor of Mishala.

13. Naval Registrar: All ships wishing to dock at Mishala must first send their first mate to this office. An officer of the navy, with a troop of marines, will follow the mate back to their ship. The officer first checks for any contraband items before issuing a docking permit for a fee of 25 gold per day.

14. Warehouse: Several privately owned warehouses sit empty and waiting for rental. These storage buildings cost 200 to 500 gold a month to rent.

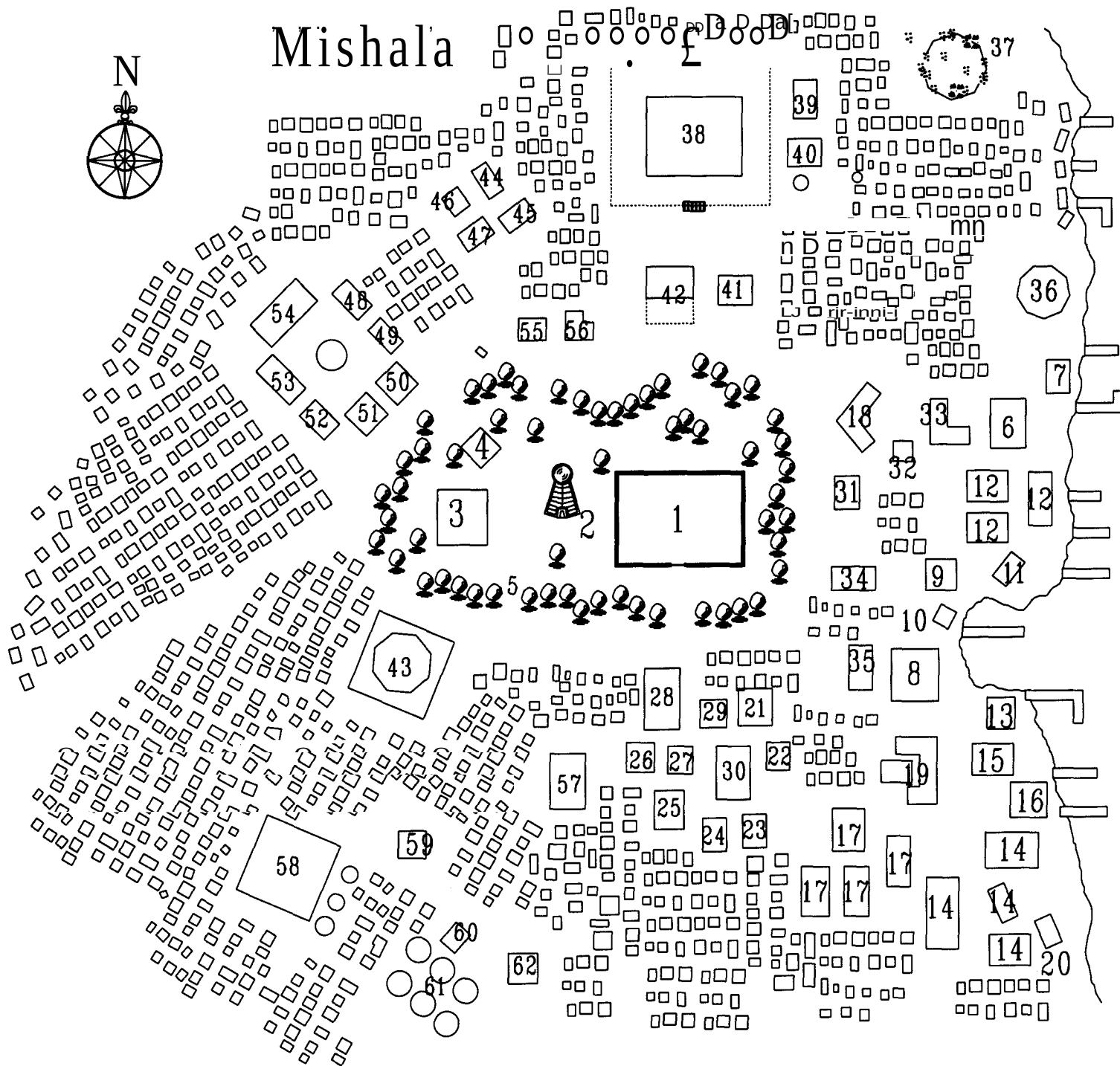
15. Lucky Find Treasures: Patrons are offered a selection of rare items shipped from many kingdoms around the world. Items range from the mundane to the exotic. The shelves are filled with science manuals, books about history and lore, sheet music, china, silverware, crystal, jewelry, liquor, and other things. The more exotic items include a few magic potions, the occasional magic scroll, and trophies from dangerous monsters such as the scales, horns, teeth or claws of sea serpents.

16. Imports Warehouse: Guarded by ten human mercenaries, all 3rd level, is the warehouse for the Lucky Find shop. The rare and wonderful items sold in the shop are stockpiled in this structure.

17. Private Warehouses: A number of buildings have been purchased by the Merchants Guild for storage of imported and exported goods. Each building is guarded by a patrol of five soldiers, all 5th level, and two attack dogs.

18. Salt Breeze Inn: A fairly respectable operation that caters to the more wealthy class of sailor. The building is neat and tidy, with comfortable rooms. The cost of a room is 20 to 50 gold per night. No drinking, brawling or rough-housing is allowed.

19. The White Shark: An inn and casino operated by a wealthy noble from the Timiro Kingdom. The two lower floors offer patrons numerous games of chance, including cards, dice, knife throwing and darts. The house covers bets up to a maximum of 90 gold. Security is provided by a force of 15 trained fighters, fourth level mages, who deal with any cheaters or rowdies swiftly and efficiently.



The tidy but small hotel rooms are available on the third and fourth floors for 30 to 80 gold a night. One room can barely accommodate two guests.

20. Dark Delights: This tavern caters to the seedier crowd of Mishala. It offers strong drinks for two to four gold a glass and more potent drugs and herbal concoctions under the counter. Mercenaries, pirates, thieves and rouges fill the building. Each eager to hire out their special services. Information can also be obtained if the right person is found and the price paid.

21. Comfy Inn: A two story building that is kept meticulously clean and provides visitors with nice rooms at good prices. A typical room costs 30 gold a night. The owner does not tolerate drunkenness or rowdy behavior of any kind. Meals are served in a dining hall for four to ten gold a plate; the price including a glass of wine or juice. Like all of the businesses operated by members of the Merchants' Guild, six

well-armed soldiers, all 4th level of experience, make up a private security force that keeps a careful eye on the inn at all times.

22. Fine Porcelain and Crystal: Two men from the Eastern Territory offer a selection of dinnerware from this store. Prices are reasonable. A pair of 3rd level soldiers stand guard outside the shop.

23. Book Store: A wrinkled, old elf from the Old Kingdom sells books of all kinds from this store. Prices are all high, the cheapest books in the store cost 100 gold. Several armed guards stand at attention outside the building, keeping a close watch on customers. The elf is also an expert on elven history and local lore.

24. Tailor: Repairs and new finery are custom made by this family of tailors. Prices are affordable and the quality is good. Two 3rd level soldiers guard this shop.

25. Gold and Silversmith: The three dwarven smiths and their assistants are expert at engraving, metal plating and the setting of gem-

stones. A vault in the store (500 S.D.C.) holds all of the tools and materials used in the operation, including several ingots of gold and silver, with a total value of 50,000 gold. Six 6th level soldiers guard this shop around the clock.

26. St. Andofel's Brewery Outlet: Offers fine alcohol made at the St. Andofel Brewery for low prices. Flagons of beer cost three gold, a small keg 25 and large keg 90 gold. Kegs that are returned earn the person a five gold credit.

27. Jeweler: A dwarf from the Old Kingdom mountains spends his days in this shop cutting and shaping gemstones. The little businessman has a number of pieces ready for sale, all priced extremely high but of exceptional quality. The jeweler accepts special orders with an advance notice of several weeks. The jeweler often works with the goldsmith several shops down. Gemstones and jewelry are bought by the dwarf at 30% of their market value.

28. The Healing Waters: A private bath house and place of healing that offers clients a steam room and hot baths for six gold per person and a massage for 20. The greedy and selfish owner is a 6th level healer who offers his services for high rates; 100 gold for simple healing, and curing of disease; neutralizing poison or extensive healing will cost 200 to 2000 gold. Only two guards are stationed at this facility, but both are second level water warlocks.

29. Seamstress & Shoemaker: A middle-aged woman who repairs and sewing clothing. Her husband and two sons make and mend shoes and leather goods. The quality is good and prices are fair.

30. Apartments of Merchants: Five stories of luxurious rooms that are leased to fellow merchants visiting from other cities in the Commonwealth. A typical room costs 70 gold a night to fellow guild members and 150 gold for non-members. There are also three conference rooms, two banquet halls and a tavern that serves fine imported wines and brandy. Many of the prosperous local shopkeepers have permanent apartments on the top floor (including those who own numbers 21 to 28 and the heads of the guild). The building is guarded by 20 fourth level soldiers and a 5th level wizard around the clock.

31. Pawn Shop: Several rogues run this small business, buying and selling items of all descriptions. The shelves are stocked with old armor, weapons, liquor, books, jewelry, gems, common magic items and other goods. Prices are fair, usually about 10 to 25% below market value. The owners will buy items for 10-30% of their retail price depending on the condition and current market. Five thieves, all 4th level, operate this establishment. Almost half of the items in the store have been stolen by the owners.

32. Liquor Store: Caters to the customers of the flophouse next door, selling bottles of moonshine and cheap wine for four to ten gold each.

33. Tinia's Flophouse: A surprisingly clean building considering that it rents tiny rooms to vagabonds, pirates and peasants for five gold a night. For an extra 40 gold, female companionship can be arranged by the owner, a brawny ogre woman named Tinia. There is a 50% chance that there will be a vacancy.

34. The Apple Barrel Tavern: Offers patrons a clean, homey environment to meet, play darts and talk. Alcoholic drinks are offered for three gold each, a pitcher of apple juice costs one gold, a typical meal is six gold, plus bags of apples, applesauce, cider by the gallon, pies and pastries can also be purchased.

35. The Lumber Mill Tavern: A saloon near the docks, popular for its stout drinks (cost two gold), gambling and brawls. The building is dilapidated and brawls erupt frequently. The "Mill" is another hang-out for thieves and cutthroats.

36. Church of the Seven Waters and the Four Elements.

37. The Scorched Pens: Sometime in the past, the slave pens were burned to the ground by escaping captives. The government abolished slavery since that time and has decided to leave the ruins as a monument to the dark days of the past. Vagabonds and goblins sometimes hide or sleep among the ruins.

38. Mishala Stables: Horses and other animals can be purchased, sold and stabled here. Ten gold a day is the typical cost of stabling. For an extra 10 gold they will be brushed down and the animal will be fed. The many pens in this huge building also hold the livestock destined for the slaughterhouse.

39. Slaughterhouse: Thirty ore butchers (freed slaves) work in close proximity in this large shop, preparing meat for market. The cuts of meat are sold from a small outlet store that is separated from the slaughterhouse by a thick wall. Prices are cheap, 30% below the average cost, and are available in bulk quantities.

40. Tanners: A shop which employs 40 workers who tan and cure the skins of cattle purchased from the slaughterhouse. Once they have finished preparing the hides, they are sold to various tailors and leather workers.

41. Leather Goods: Leather items, including armor, wineskins, hats, gloves, jackets, boots, belts, bags, pouches, reins, tack, and saddles, are available at fair prices. In the back of the shop a group of thirty women carefully stitch the leather pieces together into fine goods.

42. Livery: Animals of all description are kept in this large building for sale. Prices of all animals are average to high.

43. Church of Dragonwright: A dozen second level priests, two fifth level priests and an eighth level headmaster (priest) try to spread the word of the good Dragonwright. A 6th level undead hunter, named Heath, also frequents this place when he's not searching for monsters to destroy.

44. Shoes of Fleetness: This is a small blacksmith shop owned by an aging elf wizard. Enchanted horseshoes are made and sold at 500 gold a pair. If all four hooves are shod with these magic items, the speed of the horse will be tripled! The place is guarded by a pair of lazy but loyal human guards (6th level each).

45. Wagonwright: Several carpenters assemble wagons, buggies and build wheels and plows. The wagons and wheels are sturdy and are capable of carrying heavy loads. The average sized wagon will sell for 200 to 500 gold.

46. The Sturdy Wagon Smith: A variety of nails, spikes, clamps, tools and other instruments used for carpentry and building are made and sold at this shop. Prices are reasonable.

47. Delivery: A retired equestrian by the name of Manel runs this small business. Messages and packages are delivered in the surrounding area by horsemen. Messages and small packages cost one gold per mile (1.6 km) to deliver. Packages that require a cart to deliver cost triple. There are ten horses, all with magical horseshoes from the elven smith, and a team of pack mules. There is a 40% chance that a horse and rider will be available at any given time.

48. The Anvil: This is an exclusive tavern and guild hall closed to the general populace of Mishala. Only the blacksmiths of the city are allowed. It is here that the smiths agree on standard prices and on the division of business to ensure that all smith have enough work to stay afloat. Drinks of ale, beer, and rum are served to the smiths for two to four gold a mug.

49. Farming Tools: A former farmer turned blacksmith runs this forge. The man turns out tools for farming and carpentry at a steady rate. Tools are of sturdy make and prices are average.

50. Swords and Ploughshares: A pair of human blacksmiths and six ore assistants split their time between the manufacture of fanning implements and weapons. They have a fair selection of both products, all sold at fair prices.

51. The Dwarven Armory: A half dozen dwarven immigrants from the Old Kingdom run this forge. When they first started, the dwarves made both weapons and armor. Most customers have requested that the dwarves stop making armor so that the waiting period for weapons is reduced. The dwarves have complied, since a steady stream of people wait to buy their superior quality weapons. Regular weapons are available at average prices. Dwarven quality weapons cost 25% more than

the average price of such goods. A fire warlock and a half dozen guards protect this establishment.

52. Shirts of Mail: A dozen blacksmiths work together in this small shop, pounding out armor of fine quality. The majority of their products are suits of chain mail, although the odd suit of plate is constructed. Prices are average.

53. The Kobold Smithy: Offers high quality kobold weapons and armor to the public. A group of eight kobolds pound out a steady stream of products for the human consumers. People tired of waiting for dwarven weapons buy the kobolds' wares, which are close in quality. Numerous people are also attracted by the lower prices of the kobold weapons. Prices are average for kobold high quality weapons and armor.

54. The Steel Dragon: Offers giant-sized weapons and armor of high quality. The smiths include two dozen humans and a pair of jotan giants. The Dragon has a constant supply of "inexpensive," low quality weapons and armor waiting for sale. They are priced at 20% below average market value. Superior quality and giant-sized items cost as much as the dwarven wares.

55. General Store: Shelves are filled with foodstuffs and basic items such as rope, bags, clothing, etc. The owner is a thin man in his middle years who is extremely helpful and attentive. Prices are 20% below the average.

56. Fassaw's Restaurant: Offers patrons fine meals of simple fare in a clean atmosphere. The owner, Fassaw, fawns over customers, en-

suring that they are happy with their meals. Food costs four to seven gold a plate and drinks are one gold each.

57. GraPs Store: Graf offers a huge stockpile of foodstuffs, clothes and items such as sacks, rope, alcohol, tobacco, feed, etc. The man is large and imposing, but a down-right friendly fellow. Oftentimes he will invite patrons to sit down for a nip of ale. Prices range from 10-30% below average.

58. Sjt. Andofel's Brewery: A huge business which employs one hundred laborers, mostly peasants and ex-slaves. Several fine beers and ales are distilled in the giant vats at the brewery. They also make an excellent rum. Their wares are exported throughout the kingdoms of the Commonwealth and have even made it into the Orcish Empire and Cyclone. Some of the fine liquor has just recently been shipped to Timiro.

59. Bakery: Caters to those with a sweet-tooth, selling numerous cakes, pies, tarts and other goodies as well as fresh bread and butter at fair prices.

60. Co-op: The latest concept in agriculture has been started by a coalition of farmers and a retired merchant. By storing their excess grain collectively, the farmers who have joined the co-op can keep prices regulated.

61. Grain Storage.

62. The Silo Inn: A cozy place that caters to visiting fanners, offering them a simple, home-like atmosphere for their stay in Mishala. The rooms are all clean and have comfortable furniture. A room costs 15 to 30 gold a night, meals are six gold a plate.

Terellia

The city of Terellia is positioned at the base of the Dragon's Gate mountains near the eastern coast of the Conquered Lands. The city survives from a mix of agriculture, mining and foresting. Terellia also serves as a trade center and the headquarter for the council of the Commonwealth Kingdoms. It is easier for trade between the Commonwealth Kingdoms to go through Terellia than to travel all the way to Mishalah. The advantage of Mishalah is its sea port and ocean trade.

Unlike the majority of the other kingdoms, the original rulers of Terellia have not retained their power. In fact, most of the former residents of the city were wiped out in a battle. The Griffon family was forced to attack the city generations ago in order to get the residents to join the Commonwealth. As a result, a governor, Tamor Griffon, rules this kingdom. There is also a council with members appointed from each kingdom found in the city through which the governments of all the kingdoms work together for the betterment of the Commonwealth.

The history of Terellia is a tragic one that few care to remember. The city-state has been terrorized by several death cults, demonic invaders, insane priests, power hungry leaders and civil unrest. The city was even founded by an evil cult from the Old Kingdom after they were forced from their home of Tri-Ellak. The group included human supremacists and worshipers of Tolmet and evil Dragonwright. An evil cult known as the Tri-Fangs was the most powerful of the lot and helped to build Terellia. This gave them great power and influence over the city government and eventually became its rulers. They were cruel and inhuman leaders who cared little about the people, enslaved non-humans and engaged in human sacrifices, torture and perversion. The citizens were poor and thousands faced starvation and disease. This led to a civil revolt and the Tri-Fang were ousted from the government, although they continued to exist as a powerful religious force. After the Griffon army conquered the city, they purged it of the evil Tri-Fang, slaughtering the cultists and destroying their temples, as well as those of Tolmet and other demonic gods. With the Tri-Fang gone, the people have grown to become more conservative, peaceful, and friendly. Many have converted to the Pantheons of Light, Light and Dark and the "true" faith of Dragonwright. More settlers from the Old Kingdom and Timiro have since immigrated to Terellia, helping it to become a prosperous city.

Notes On Terellia

1. The official languages of the city are the Eastern and Southern tongue of humankind. Several other languages are spoken in the city including Goblin, Troll and the Western tongue.

2. Terellia has a population of 100,000, with humans representing the overwhelming majority. Only about 2% of the populace is composed of non-humans such as elves. This does not include the 33,000 slaves, mostly tezcats, ores and goblins.

3. Slavery is legal and booming in Terellia. Despite the protest of Mishalah and others, the Kingdom of Terellia is absolutely opposed to eliminating slavery or the slave trade. The most common slaves are jungle people like the tezcats, pygmies, lizard men, ores and goblins. Most are used for heavy labor in the logging and mining industries. The dragonmen, grimbor, cat men, avians, ogres, ratlings and others are captured and sold to the Western Empire and other nations or condemned to the gladiatorial arena.

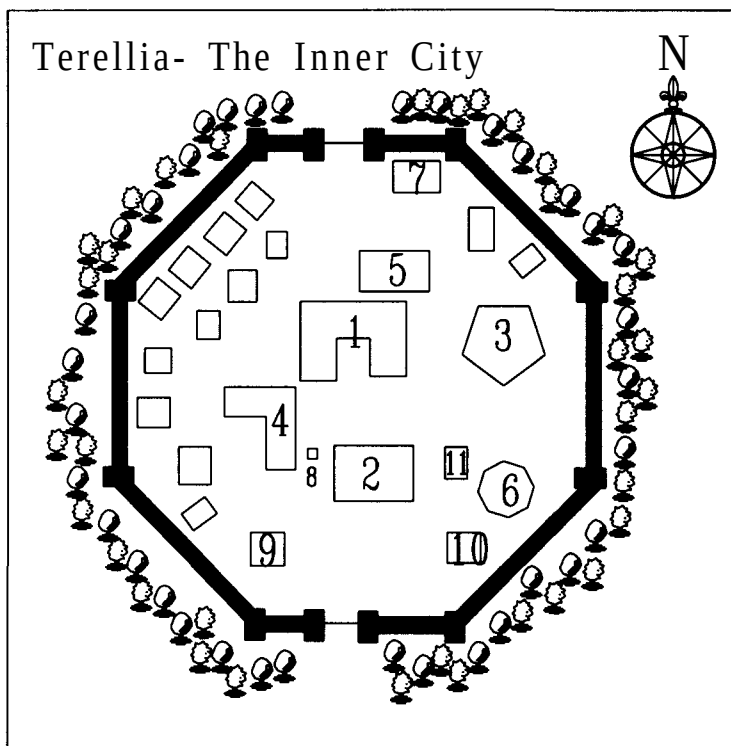
4. Members of all races are allowed in the city although non-humans, besides elves and dwarves, are viewed with great prejudice and suspicion. The government tries to maintain the peace but brawling and civil unrest erupts regularly.

5. The official religion of the city, and much of the Commonwealth, is the true faith of Dragonwright. However, Terellia is infested with strange cults to jungle gods, demons and the undead, as well as evil Dragonwright and a sudden resurgence of the Tri-Fang. Many of these anarchist or evil cults are responsible for the unrest that plagues this city and other communities throughout the Commonwealth.

The Inner City

1. Governor's Manor: The leader of Terellia lives within this huge building of polished stone. Several dozen rooms are found in this sprawling building that are filled with rich trappings. Several areas are set aside as meeting places, ballrooms, and guard posts.

2. Council Changer: A large building made from the same stone sits across the courtyard from the governor's manor. The council of the Kingdoms of the Commonwealth live, work and operate out of this building. The rest of the rooms are filled by the offices, archives and storage space.



3. Museum & College: The center of learning in the Commonwealth is stationed in the city of Terellia. This large building has several floors that are filled with exhibits and classrooms. Items on display cover numerous different topic areas, focusing primarily on history, gods, religions and magic. During the day, students will be seen padding through the building in their black robes. Several guards wander through the halls to keep eyes on important relics and books. Bards and scholars are available to discuss history, lore, sing songs and tell stories.

4. College of Magic: A four story building houses numerous tutors (6th to 10th level) in all the mystic arts. These mages are all key members of the local guild, who teach the most gifted students. The only occupations considered to be true magic are those of diabolist, summoner, wizard and alchemist. There are over 200 students at this facility (most have not yet attained first level status).

5. Barracks: Constructed of sturdy slabs of granite, the barracks houses a hundred royal soldiers. These troops are charged with the defense of the inner city, and more importantly, the governor.

6. Library: The government of Terellia has managed to collect hundreds of books, scrolls and tapestries which are stored in this building. The many texts hold information on a wide variety of topics, including the gods, religions, building, sciences, magic, history and fiction. Only nobles and government officials can take books from the building. Others are left with copying passages and making drawings. There is a comfortable reading section set up in the library and several private rooms that can be rented for two gold an hour.

7. The Thirsty Page Tavern: The tavern is cleaned to perfection and filled with rich furnishings that appeal to the rich bureaucrats who reside in the Inner City. Drinks are expensive, costing four to ten gold a glass, but this keeps the "rabble" out of the building. The tavern is guarded by a scarred human ranger who spends his days sharpening an enormous knife near the door. The ranger, Celvyn, has retired after years of adventuring, he has achieved 6th level of experience and has a keen eye for picking out troublemakers. The tavern is owned and operated by a scholar (9th level) and his diabolist wife (3rd level).

8. Tobacco Stand: A short man named Tolver operates this small business that sells tobacco to the government officials. Smoking domestic tobacco and snuff is sold for one gold an ounce, imported tobacco cost three to ten gold an ounce (28 gm), while the tiny stockpile of chewing tobacco sells for one gold an ounce (28 gm). Tolver also offers

drinks of ale from Mishalah at 5 gold a glass. The stand owner is a wealth of information, for he overhears numerous conversations between government officials over the course of a day. It is said that Tolver knows more about what happens in the Council Chamber than the men inside. He also knows all the recent rumors, especially those regarding affairs, government officials, the slave trade and Mishalah. The information is free with a couple of drinks or the purchase of tobacco. He can be surprisingly tight lipped with people who don't make a purchase.

9. House of Dayn Deltor

10. House of Fredrick Valtos

11. House of Abelard Shaldon

Note: The inner city is surrounded by a beautiful park of tropical trees and flowers known as the Park of the People. Sadly, at night it becomes the home of thieves, muggers, and vagabonds.

The City Proper:

1. Amphitheater: Spectacles and performances ranging from blood sports and circuses to plays and concerts. Seats for all performances cost five to ten gold, although tickets for gladiator matches cost double and sell out quickly. Gladiatorial fights or races are held two nights a weeks.

2. Props House: All of the equipment used in the various shows in the amphitheater are stored in this building.

3. The Pens: This is an enclosed area near the back of the amphitheater. All of the gladiatorial slaves, monsters and animals are locked in stalls at this facility. Slaves are also trained in gladiator combat in the courtyard. There are 50 armed guards, all 1D4+1 level soldiers, who patrol the pens to ensure that no prisoners escape.

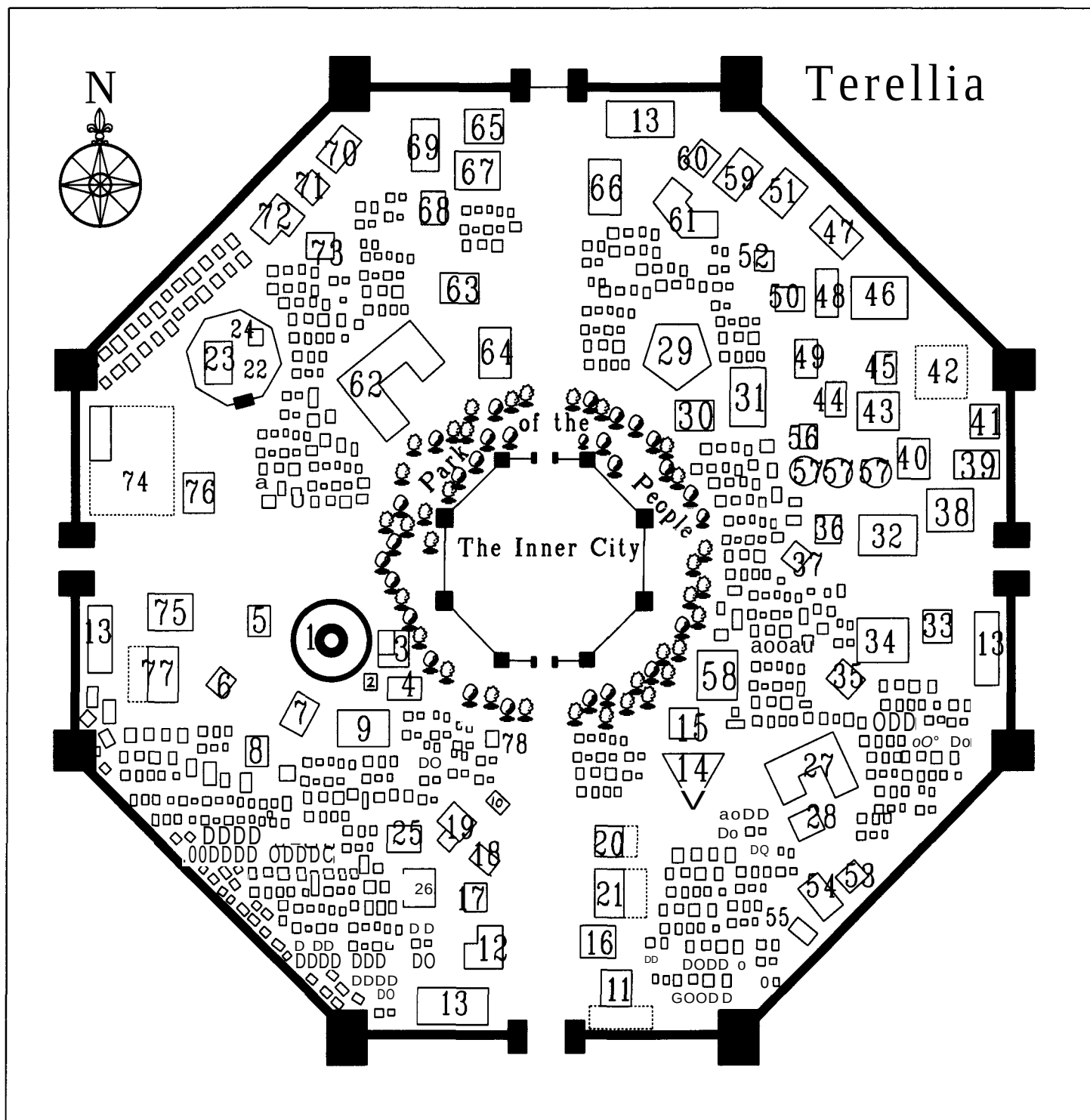
4. Entertainer Dormitory: As part of their contract to work in the amphitheater, all of the actors and the professional gladiators are given rooms in this large building. The rooms are fairly large and are filled with nice furnishings.

5. Edir's Ale House: Is a small establishment that is fairly clean and well kept. The owner, Edir, serves drinks from behind a large counter for two gold a glass. The ale house is usually packed by throngs of drunks who love to sing and fight.

6. The Last Meal Diner: This place offers dancing girls, singers and other entertainment with a remarkably delicious dinner. A meal costs 25 gold a plate to cover the cost of the entertainment, and drinks are additional; range from three to eight gold each. The name of the diner comes from the fact that gladiators are often brought here to eat a fine meal a few hours before a fight, which means it is potentially their last meal! On fight nights, fans pack into the restaurant to see their heroes and to get autographs before the match.

7. The Gryphon's Nest: A somewhat run-down inn that is very popular because it rents rooms for 15 gold a night. Anything goes in this building. There are no rules or security. The owner has found that this policy attracts more patrons, which makes up for any damages. Brawls, robberies and prostitution are commonplace. **8. The Happy Hearth Tavern:** Weapons are not allowed beyond the doorway of this cozy inn. The owner's two oldest sons, both brawny youths, enforce the policy at the doorway (3rd level mages). If they can't get somebody to comply, Uncle Sahratil, a 10th level summoner, sends one or two of his supernatural minions over to assist his nephews. Drinks cost three to six gold each and there is usually quality entertainment (singers, musicians or dancers). Brawls rarely occur and patrons are usually safe from thieves and scoundrels.

9. Gid's Outdoor Arena: Gid is a scarred veteran of the gladiator fights (9th level) who now makes money exhibiting his own blood sports. He and his troll partner (Reevy, who pretends to be his slave; 5th level assassin) have built their own small arena where they conduct strongman contests, boxing matches, wrestling, sword fights and animal fights. The fighting area is nothing more than a pit which connects to a



series of underground cells. The patrons stand or sit on bleachers around the pit where they watch the fights and bet on the outcome. The entire experience costs a mere 5 gold per person and drinks of foul tasting, but potent, moonshine cost only a single gold piece. A hundred people can fit comfortably but twice as many are usually squeezed in.

10. Friendly's Pawn Shop: A seedy little joint that will pawn items for 10% to 20% their market value. The place is run by thieves who also fence stolen goods, paying 5% to 20% for all but the most exotic items. They also smuggle slaves and fugitives out of the city for 500 to 5000 gold depending on how "hot" the character is or how rich he looks.

11. Stable: A gimp-legged man named Deggetz operates this small business, tending to the animals of visitors to the city. Stalls cost 15 gold to rent per day or 80 gold for a week. For the price of five gold, Deggetz will also groom and feed the animal. The man and his staff are honest and care about animals. Tips are welcomed.

12. The Weary Traveller Inn: Standing just inside the city wall, the inn caters to those visitors. A doorman beckons new arrivals to come and experience the splendor and service of the inn. Prices are low at 20 to 40 gold a night and non-humans are welcomed, but service is slow, the food is barely edible, the drinks watered and the rooms are small.

13. Barracks: These large wood and stone buildings house 240 soldiers, and a squad of wizards or warlocks (typically 2nd to 4th level). Off-duty soldiers will be found milling around the buildings.

14. Church of Light and Darkness.

15. Rectory for the Church of Light and Darkness: Six mid-level priests and 12 acolytes live here.

16. The Hard Luck Pawn Shop: This large building is crammed with items of all descriptions, from weapons to books. The owner is a wizened old elf who will purchase items at 30% of their retail value. The old man sells all of the items for 10% below the average cost. People who are obviously in dire need are given an extra 10% to 20% discount unless the item is rare or expensive to make. The old man has a soft spot for desperate souls, especially good-hearted adventurers. He used to be an adventurer himself. Due to his generosity, a group of youths protect the business from scoundrels and thieves by beating them with stout clubs (equal to 4th level peasants or 2nd level mages).

17. The Eager Bottle: Liquor is sold from this wooden stand whose front wall is cut into the shape of a giant bottle. No matter what the order is, all bottles cost 12 gold each and taste almost the same.

18. Jargets' Corner Store: Tobacco, foodstuffs, clothing and basic goods are all sold at this shop. Prices are average and there is a decent selection.

19. Swift Transport: Several teams of wagons, horses and even a pegasus are at the disposal of this business. Messages and packages are transported around the Commonwealth for the cost of 100 gold per delivery.

20. The Temple of Tolmet: This place is rumored to be a death cult that offers human sacrifices to their god. However, the authorities have never been able to prove this and the temple has been accused so often without proof that most accusations are never investigated. **Note:** There are three 6th level priests, seven second level priests and one 8th level high priest and approximately 100 fanatical worshippers who do indeed engage in kidnapping and blood sacrifices. A quarter of their worshippers are assassins who sometimes hire out their services.

21. Stables/Storage: The wagons and livestock of the transport business are kept in this large structure. A group of laborers keep an eye on the animals during the day and night. Prices are fair.

22. Slaver Compound: A walled complex of buildings and pens that contain roughly 1D4x1000 slaves at any given moment. Nearly a hundred armed guards and a half dozen wizards (1D444 level) are stationed at the compound for its safety.

23. Slave Quarters: A six story building that serves as shelter for slaves chained to iron rings set into the floor and walls. The imprisoned humanoids are given nothing more than the basic necessities such as food, water and a blanket.

24. Compound Manager's House: The organization, dispersment and care of the slaves as well as documents for proof of ownership and other paperwork are handled by the compound manager from this building. The head slaver is a cruel human by the name of Ore-Reaver (8th level).

25. Bakery: Cakes, pies, tarts, bread and other goods are sold from this large business. The food is of incredible quality and the prices are fair.

26. Hylner's General Store: The basic needs of the average citizen are all sold from this store. Hylner carries a fine selection of foodstuffs, clothing, tools, rope, chains, tobacco, alcohol, and other supplies. The service is friendly and the prices are average.

27. Church of the Seven Waters: A larger church with many followers.

28. Rectory for the Church of the Seven Waters: The home of a 12th level high priestess, a 9th level priestess/second in charge, six 4th level priestesses and three first level priests.

29. Church of Dragonwright: This is a powerful church with a huge congregation who follow the "true" (good) Dragonwright.

30. Rectory for the Church of Dragonwright: Archbishop Narkmar (14th level), bishop Kalan (9th level), ten 6th level, four 3rd level, and 12 second level priests and 40 acolytes live here.

31. Evangelical College of the True Faith: The priests of Dragonwright have established this small college to educate members of their parish. The institution is dedicated to the teaching of the true faith of Dragonwright, not the perverted, evil cult. There are classes on numerous subjects besides religion, including history, reading and writing, language, farming, and holistic medicine, but the focus is on the history and true practices of the Church. The headmaster is an 8th level priest assisted by other priests and scholars who follow the faith.

32. The Gilded Pot: A large building that offers its patrons games of chance. Games include cards, dice, darts, ring tossing, roulette and others. The house will cover bets up to a maximum of 100 gold. Security is provided by a dozen retired soldiers and a handful of air warlocks, all 5th to 7th level. These men walk around the casino fully armed, watchful for any cheating or outbreaks of violence. Phantom footmen and air elementals are perfect spies and capable of lightning swift action. The top floor offers a number of small rooms for private, high stake games of cards and dice; typical cost is 40 gold an hour. Drinks are free and a hearty meal costs only five gold.

33. Tannery: Several men work in this shop that reeks of burning flesh. The hides of cattle and other animals are cured and turned into every type of leather goods imaginable, from purses to armor. Prices are average and quality is good.

34. Flophouse: Nearly 250 tiny sleeping chambers are packed into the frame of this three story structure. The rooms are dingy, have a cot, pillow and smell, but cost only 8 gold a night and non-humans are welcomed.

35. End of the Road Tavern: A fairly clean establishment whose patrons are always kept under control. The captain of the city guard owns this place and it is rumored that the captain will have rowdy customers imprisoned for weeks for the slightest infraction. Drinks cost one to five gold each.

36. Early Bird Diner: Opening two hours before dawn, until noon. The diner caters to travelers who wish to get an early start in the morning but have no place to eat. Meals are of excellent quality and cost four to ten gold per serving. The owner also has travel rations for sale at a cost of four gold per one day's ration and also sells waterskins filled with water for six gold.

37. Hasty Sale: Numerous items line the shelves of this business in huge piles. Six thieves, all 4th level of experience, run the shop which they also use to fence items stolen by their associates. Most items are bought for 20% to 30% of their market value, but gems, jewelry and magic weapons, which are hard to sell, are bought for a mere 15% of their value.

38. Stables: A large barn near the east gate of Terellia boards animals for 10 gold a day. The animals are given a brushing and meal if their owner throws in another 5 gold daily.

39. Lug the Large, Blacksmith: Lug the Large is the nickname of the merry owner of this smithy. The huge man (P.S. 24) hammers out nails, tools and horseshoes for the other businesses in the area around his shop. If asked to make a weapon Lug will laugh and shake his head, saying that those are beyond his skill.

40. Wagon Wright: Three carpenters work at this shop constructing wagons of all sizes. The majority of these carts are sold to farmers and miners from outside the city. The wagons are sturdy constructions which cost 90 to 150 gold each.

41. Morry the Carpenter: Morry offers his services at a cost of 20 gold a day plus materials. The aging carpenter will repair buildings and furniture or build desired furniture from scratch.

42. Mason Yard: Huge blocks of granite and masonry tools are scattered around this empty lot. When a new building is erected in Terellia, the lot becomes a hotbed of movement as the masons work rapidly to finish structures in the desired time.

43. The Fire Dragon: A half dozen laborers shape glass using the heat of giant forges. Dinnerware, glasses, statues and other items made of glass are sold from the building before noon each day. Prices are average but the items are of extraordinary workmanship.

44. The Clay Shard: Containers, statues, dinnerware and other items of pottery are sold from this shop. The pieces have all been painted carefully before being varnished. Prices for the clay items are fair, usually 20% below the average market price.

45. Crystal of Wonder: Offers a wide selection of crystal goods at fair prices. The owner is a nervous little man who shadows customers through the shop, ensuring that they do not break any of his merchandise. The crystal is a bit pricey, sold for 20% above the listed price, but of high quality. Be warned, the little man is a 4th level mind mage who started a business because of his anxieties.

46. Warehouse: The interior of this structure is filled with numerous crates. All manner of goods are packed and stored here. The building belongs to the owner of Crystal of Wonder, but only a small portion of the building is devoted to the storage of his crystals, so the man rents out the remainder of the space to other businesses. A troop of hired mercenaries, all of third level, guard the warehouse at all times.

47. Warehouse: The owner of the exotic goods store owns this building which he uses to store items from around the world. Eight boogie-men, all fourth level thieves, are hidden in some crates on the first story. These rouges will assault any intruders from behind, hoping to cripple victims. The second floor of the warehouse holds a counterfeiting operation where coins of lead are covered with gold leaf. As of yet, few people know of the operation except for Fredrick Valtos, leader of the Tri-Fangs and owner of the imports store.

48. Exotic Imports: Rare and precious goods from around the world are collected and sold in this building. The owner, Fredrick Valtos, sells items for a great deal more than market value, around 40% above average. The store is nothing more than a front for the spy network of the Tri-Fang cult and his counterfeiting operation.

49. Sparkling Marvels: Gems and crystal at reasonable prices. The owner is also a skilled gem-cutter who will, for a fee, carve gems into specific shapes. The man will purchase gems at 33% of their retail value.

50. Jeweler: Numerous rings, necklaces, bracelets and other pieces of jewelry fill the glass showcases of this shop. The owner, an 8th level Earth warlock, keeps a watchful eye over potential customers. Prices are expensive but are no higher than average. The owner will purchase jewelry at 10% to 20% of its retail value.

51. Firedrake: This tavern is featured in *The Tri-Fangs of Terellia adventure*. It is a popular establishment that is also used as meeting place by Tri-Fang cultists, mercenaries and rogues.

52. Seamstress: A middle-aged woman repairs clothing and makes garments of high quality in this shop. Prices are a little above average, 10%, due to the shortage of customers.

53. Arcade: A wealthy family from the Timiro Kingdom owns this private casino. There are numerous games of chance, although the majority are action-oriented games like darts, knife throwing and ring tossing. The house covers bets to a maximum of 80 gold. There is a large bar in the casino that offers drinks for three gold each. Security is provided by 34 mean-looking characters who stroll around heavily armed. The leader of the goon squad is a scarred ore named Gaart, an 8th level mercenary fighter. The family will hire anyone to its security force who is able to beat one of the members of the current team or go toe to toe with Gaart. This ensures that the toughest people in the casino are working for the house; guards are paid 1000 gold a month.

54. The Three-Legged Lizard: Caters to a rough and tumble crowd who enjoys strong drink. Fights break out often, although they rarely escalate beyond fisticuffs. The "Lizard" is the home of a secret cult who worships Pith the Snake God. Thieves, thugs, and mercenaries also frequent the place. The watered-down drinks in the Three-Legged Lizard cost one or two gold each.

55. Garret: The owner of this house offers the services of a small, makeshift bridge to get out of the city. A large wooden beam is slid across to the wall from the top story window. Customers are handed a rope which has enough slack to drop to the ground outside Terellia. The cost of this service is 30 gold per person (triple for hunted fugitives on the run). Garret is a second level wizard who found the mystic arts too demanding. He associates with thieves and brigands of all kind.

56. Grain Distribution Office: Several government workers are stationed in this office where daily rations of grain are given to the poor. These men keep a list of who has been given food, carefully making sure that no one abuses the system.

57. Grain Storage.

58. Captain of the Guard: The city militia is headquartered in this large building that doubles as the home for the captain of the guard. The basement of the house includes cells and a torture chamber. It is here that rowdy drunks and criminals are kept until trial dates or fines are paid.

59. The Wise Owl Book Store: An old man and his wife, supposedly from the Western Empire, runs this small business which is filled with ancient texts of all kind. Patrons can look through the books at a cost of one gold per hour. The books vary from histories and lore to religious texts (very popular) and fiction. Prices range from a few gold to several hundred, depending on the item.

The old man and his wife are really conniving changelings. He is a 5th level wizard and she is a 7th level shaman/herbalist. They secretly sell herbal teas, healing tonics, poisons, and select magic potions and the occasional magic scroll to members of the thieves' guild, assassins and other unsavory characters who they know are vouched for by someone they know.

60. Alchemy Store: This establishment offers numerous magical items, low level scrolls (seldom more powerful than 4th level), potions, fumes, powders, charms, cyclops lightning arrows, and components for wards and circles. An ancient woman runs the store. She is rumored to be a witch but is really an 11th level wizard. She strikes out, with fireballs or lightning bolts, against thieves and bullies. The old woman will occasionally teach spells. Her partner is a 6th level alchemist.

61. Church of the Four Powers: Worshipers revere elemental forces and beings.

62. The Terellia Dance Hall: A place for dancing, singing and merriment, as well as town meetings.

63. Cross-Eyed Mule: A tavern and boarding house that caters to the common people of Terellia. Food and drinks are cheap and rooms cost only 18 gold a night; humans only! The tavern offers dart games and checkers and is sometimes visited by a minstrel or entertainer.

64. The Sleepy Spriggan Inn: The lounge area of the inn is decorated with numerous pictures and statues of faerie folk. The building is extremely clean and is rumored to be home to a number of the little folk. There are three brownies who live in a hollow beam in the basement of the inn and a pixie who likes to play harmless pranks on rude and obnoxious guests. These faerie folk protect the owners of the inn and perform small chores for rewards of cream and honey. The tidy little rooms of the inn cost 30 gold a night.

65. Miner's Registry: A gruff, retired miner has been appointed by the city council to run this office. The man keeps track of land claims in the mountains and settles disputes among miners. The man is also responsible for setting price guidelines for each type of ore so that no one gets a raw deal.

66. The Famished Dragon: Caters to the average citizens of Terellias selling common but tasty smoked and pickled meats, bread, jams and dairy products in bulk. They also sell milking goats and cows.

67. General Goods: Offers the basic necessities for survival, mainly food and clothing. There are other items found in the store as well as simple tools, furniture, tobacco, alcohol, children's toys and other basic items. There is a wide selection that sells at average prices.

68. The Reflection Guild: A quiet social club for a small and seemingly harmless cult of nature worshipers. In reality they worship a gorgon who lives in a hidden subbasement and perform crimes and evil acts.

69. Armory: A huge selection of weapons and armor of low quality are sold at this store. The owner sells all ordinary weapons and armor at 20% below average. High quality and magic armor are a rarity at this shop. The merchant will also purchase armor for 30% of its retail value for resale. Damaged armor is also purchased, then repaired, but only for 20% of its retail value.

70. Dwarf Weaponsmith: Offers a number of superb weapons at standard prices for dwarf weapons. The smith will also make weapons by special order but it will take him at least a month to finish the order and half the cost must be paid in advance.

71. Mystic armor: A powerful, 11th level, elfen alchemist sells magic armor at 50% higher than the average price. She sells cloaks of armor, leather of iron, weightless and/or noiseless suits of chain mail and splint armor, armor impervious to fire and armor with magically enhanced S.D.C. The alchemist will also make special armor to order but it will take her at least two months to finish the order and three-quarters of the cost must be paid in advance. The cost is two to three times the typical price depending on the complexity of the job. She seldom makes or sells magic weapons or other items. She owns a matching greater rune sword and dagger (both drink souls).

72. Armor store: A half dozen smiths and apprentices work the forge in this large shop. The men pound iron into suits of quality, non-magical armor which they sell for average prices. There is a fair selection but most of the armor is splint, scale and chain mail.

73. Gilded Arms: This establishment adds designs and ornamentation to armor and weapons, including studding them with gems, or engraving them with silver or gold. Two brothers run the shop, one is a smith and the other is a jeweler. Cost are quite reasonable and the quality excellent.

74. Lumber Yard: Lumber is piled high in this large courtyard. Nearly one hundred men are employed at the lumber yard, stacking boards which they cut and smooth from rough-cut timber. The prices for lumber are average and there is a vast selection.

75. Edwin's Eatery: Edwin is a heavy-set, aging man who loves good food. The burly gent carefully prepares meals of large portions which are served with a mug of fine ale. The food is outstanding and costs only 10 gold per serving. Additional drinks and pastries cost two to five gold each.

76. Colorful Carpets: A rug maker from the Western Empire has started this small shop and offers a fine selection of rugs and carpets. Prices are fair and all are good quality.

77. Rapid Transport: Offers the services of several teams of horses and wagons for the transport of goods. The company has an excellent reputation for service and prices are fair. For every day on the road the cost is 200 gold per wagon. If more than five wagons are leased at the same time, the price goes down to 150 gold daily. There are fifteen wagon teams at the disposal of the company.

78. A known Entrance to the Undercity: The undercity is an ancient tunnel network underneath the city, built and abandoned by goblins or kobolds centuries ago. Much of it has collapsed, but many parts still exist. Over the last 40 years, the undercity has been repopulated by various subterranean beings and some areas have even been rebuilt. Nobody really knows exactly how large this so-called undercity really is. It is too dangerous to send troops, or even mages, to investigate. Besides, every time the surface dwellers destroy a section, it is either rebuilt or a new section of tunnels are built to replace it. There at least a dozen secret entrances/exits to this dark underworld. New ones are found regularly and plugged or collapsed via earth magic.

The undercity is used by human and non-human thieves, criminals, monsters and evil cultists. The Undercity is divided into four quarters. Each is dominated by one of the following: Ratlings and rations, goblins

and hob-goblins, boogie-men and monsters, and human criminals and cultists (humans and non-humans working together). Of course, other races and escaped slaves can also be found in the mazes of the Undercity. An estimated 15,000 beings live under Terellia, but that number could be as high as twice that figure. Nobody knows for sure.

Also see the adventure, *The Tri-Fangs of Terellias* for one tiny section of the Undercity used by an evil cult.



Regalda

The great ore and ogre exodus led by Doragon raised a great controversy about the inhumane practices of slavery and the slaughter of non-humans by the Western Empire. One group in particular was extremely vocal, though not militant. The Emperor finally got tired of these dissidents and had his army find them, throw them out of their homes with only the possessions on their backs and escort them by ship to the Yin-Sloth Jungles, near the Dragon's Gate Mountains. They were told that if they loved the ores and ogres so much they should join them. Ten thousand people were dumped on the beaches without food, weapons or resources. Half died from exposure and disease before a small group of avians took pity on the people and managed to lead them to a small farming village of elves in the mountains.

The elves helped the people learn to survive and build themselves a new home. These refugees swore to honor and respect all life, and to build a city far away from the hate and corruption of the Western Empire and other intolerant societies. At Regalda, all races and creeds would be welcome and all citizens would be free. The people of the Orkish Empire have a grudging respect for the humans of Regalda and would come to their aid if they were ever attacked. The ores have even established some minor trade with them and can't believe that they are actually treated as equals.

Despite the mutual understanding formed with the ores, Regalda has joined the Commonwealth in hopes of spreading their beliefs and way of life. This is a bold and dangerous move, for most people in the Corn-

monwealth see ores, ogres and avians as evil monsters to be exterminated or enslaved, not embraced as friends and allies. The people of Regalda are self sufficient and engage in fanning, raising sheep and goats (ideal in the mountain pastures), and some logging and mining. They have searched the labyrinthine caverns of the Dragon's Gate mountains and have found scattered deposits of iron and copper. They have recently struck an incredibly rich deposit of silver, but keep the find a secret to prevent envious kingdoms from considering invading them. The Regaldans have become skilled miners and metal workers, but refuse to make weapons for either the Orcish Empire or their fellow humans. The kingdom of Regalda is a potentially strong and wealthy young kingdom.

Notes On Regalda

1. The official languages of the city are the Human Western and Goblin language, although many speak Elf, Ogre and some Southern tongue of humankind.

2. The population is roughly 23,000; 70% are humans, 15% are ores, 5% tezcet, 2% ogre, 2% goblin, 2% elf and 4% other. They are also friendly with a tribe of 500 avians who live in the higher elevations.

3. Slavery and gladiatorial games are illegal!

4. Members of all races welcomed.

5. The official religion is the Pantheon of the Gods of Dark and Light (Isis, Ra, Set, etc.).

6. Most of the houses and buildings are modest and cozy. It has a sprawling village appearance.

Towns & Villages

There are also scores of rural communities with clusters of villages and towns scattered throughout the Commonwealth. Most are farmers, sheepherders or cattle ranchers. These places usually have one or two boarding houses, taverns, dance halls, livery stables and a handful of shops available to visitors. Most towns will also have several temples, a magic guild and/or a healer.

The Tri-Fangs of Terellia

"With the first three, the new order arose,
After the last three then, shall it end."

From the Chronicle of Tri-Ellak

The Tri-Fangs were an ancient, but short-lived group of human supremacists originating in the Old Kingdom. The members were also followers of the perverse cult of Evil Dragonwright. The city of Tri-Ellak was built by the cultists who dominated the region. The Tri-Fang enjoyed a 30 year reign of terror before inhuman marauders attacked the city and decimated them. The handful of survivors wandered the world until finally settling in the Yin-Sloth Jungle.

Near the Dragon's Gate Mountains is the Conquered Lands where the cultists built the city of Terellia over the ruins of others. The group held the city for a brief time before they were attacked and destroyed by the Griffons in an effort to unite the human kingdoms into The Confederacy. With all of the fanatic cult leaders slain, the leadership of Terellia was turned over to governors appointed by Mishala. currently, the governor of this prosperous city is Tamor Griffon.

The cult was soon forgotten and has remained inactive for many years. Recently, a scholar named Frederick Valtos stumbled upon the history of the Tri-Fang cult. After reading the history, the young nobleman was filled with a sense of purpose and idealism. Never before in his life had Valtos made a difference. He had lived an easy life as the son of a wealthy merchant. Until now, he had no direction or focus in his life, but the cult of the Tri-Fang somehow fueled his imagination. Under his misguided leadership the cult has been reborn. He has gathered people disillusioned with the leadership of the city and works toward overthrowing them.

Frederick Valtos is the supreme leader of the cult, although the rule of the cult is shared with two other noblemen, forming a triumvirate of power. Both are representatives of other kingdoms subject to the Griffon's rule and who wish to be rid of them. The three leaders are Frederick Valtos, Dayn Deltor and Abelard Shaldon. Each has become a rabid idealist believing firmly in human supremacy. The three young men actively recruit members for their cult and organize them into three person cells. Two lower level cells are directed by members of each higher cell, keeping the triumvirate motif. Though dedicated to human supremacy, the group has a large number of non-humans. These members are accepted because they are subordinate to their human leaders and have proved themselves completely loyal.

The cult has a primary goal: to overthrow the Griffon family and seize rule of the Commonwealth. When this is accomplished, they plan to destroy the Orcish Empire and take absolute control of the Conquered Lands. They dream of building an empire based on human supremacy and the enslavement (and/or destruction) of all non-humans. Valtos is the commander and chief, Dayn acts as the warlord, overseeing the battles initiated by Valtos, and Abelard is responsible for gathering information and keeping the cult a secret. With a small army of spies, thieves and assassins, Abelard has kept the Tri-Fang cult a secret by means of intimidation, abduction and assassination.

The cult hierarchy that follows includes the number of people in each position. The "barons" and "knights" make up the bulk of the total membership. Like most cults, the Tri-Fangs actually have very few members, but all are fanatics:

Lords: Three; Valtos, Dayn and Abelard

Dukes: 9

Barons: 27

Knights: 81

Total Number of Cultists: 120

Tri-Fang Adventure

As the player characters wander through the jungle near the city of Terellia, they will hear the sounds of battle in the distance. Arriving on the scene, they'll find themselves standing on a small rise overlooking a battlefield. Below them, several hundred men clash in the distance. One group wears gold gryphon on blue armor, indicating the royal army. The opposing force is made up of armored warriors who lack any official uniform. Presumably they are mercenaries or bandits. On another rise across the battlefield is a knight in gleaming plate mail. He sits atop a huge black horse and holds a black banner with a green, three-headed serpent emblazoned on it.

Directly beneath the characters, a royal knight lies on the ground clutching an arrow that has pierced his armor dangerously near his heart. Two soldiers valiantly defend the knight against five inhuman enemies — this is not a fair fight and the attackers clearly have murder in their hearts. As the characters watch (and before they can take any action), one of the defenders is slain by two of the attackers. If they run to assist the remaining soldier and knight, their attackers will engage them, but will quickly retreat if the adventurer group has superior numbers or seems to possess mystical resources. The knight will collapse from exhaustion and blood loss (has three hit points left and is losing those as he continues to bleed). His last defending soldier is close to exhaustion himself. Both will gladly accept the aid of any who offer it.



The Five Attackers

Mercenary Troll

Alignment: Miscreant

Attributes of Note: P.S. 21, P.P. 17, P.E. 19, Spd. 9

Hit Points: 37, but down to about 20.

Armor: Plate mail: A.R. 17, S.D.C. 110 (damaged)

Weapons: Paired flamberges, 3D6 damage each; has W.P. paired weapons and bonuses of +2 strike and parry.

Level of Experience: 4th level mercenary fighter.

Combat Abilities: Two attacks per melee, +3 to strike, +5 to parry and dodge, and +8 to damage.

Damage: By weapon or claws 2D6 and bite 2D6.

Note: The character has a tattoo of a three-headed snake on his chest; visible only if the armor is removed.

Mercenary Ogre

Alignment: Diabolic

Attributes of Note: P.S. 19, P.P. 13, P.E. 19, Spd. 10

Hit Points: 32

Armor: Splint mail: A.R. 16, S.D.C. 82

Weapons: Battle Axe, 3D6 damage; W.P. bonus of +2 to strike.

Level of Experience: 4th level mercenary fighter.

Combat Abilities: Two attacks per melee, +2 parry/dodge, +6 damage,

Damage: By weapon or claws IDS or bite/fangs 1D6.

Note: The character has a tattoo of a three-headed snake on his chest; visible only if the armor is removed.

Mercenary Hobgoblin

Alignment: Miscreant

Attributes of Note: P.S. 15, P.P. 13, P.E. 11, Spd. 9

Hit Points: 15

Armor: Hard leather: A.R. 10, S.D.C. 30

Weapons: Mace IDS; W.P. bonus is +1 to strike, plus W.P. small shield with a +1 to parry bonus.

Level of Experience: 1st level mercenary fighter.

Combat Abilities: One attack per melee and +1 damage.

Damage: By weapon only.

Mercenary Human

Alignment: Aberrant

Attributes of Note: P.S. 8, P.P. 3, P.E. 9, Spd. 12

Hit Points: 14

Armor: Padding: A.R. 8, S.D.C. 5 (damaged)

Weapons: Bastard Sword 1D8+2 damage; W.P. bonus +1 strike/parry

Level of Experience: 2nd level mercenary fighter.

Combat Abilities: One attack per melee, +2 to parry and dodge, and +1 to damage.

Damage: By weapon only.

Note: One sleeve of the armor is torn off to reveal a tattoo of a green three-headed snake on his forearm.

Mercenary Goblin

Alignment: Diabolic

Attributes of Note: P.S. 10, P.P. 15, P.E. 9, Spd. 22

Hit Points: 17

Armor: Double mail: A.R. 14, S.D.C. 55

Weapons: Goupillion Flail 3D6 damage; W.P. bonus +1 strike

Level of Experience: 3rd level thief.

Combat Abilities: Two attacks per melee, +2 parry and dodge, +1 damage.

Damage: By weapon only.

G.M. Notes:

1. A typical fallen soldier has leather or chain armor probably damaged badly from combat, a common weapon and a small shield. Some have 1D6 gold on their person as well; nothing else. Most warriors do not enter into a battle with their possessions or a lot of gold in their pockets. Only characters of an anarchist or evil alignment will loot the bodies of the dead.

2. Despite the loss of 126 mercenaries and a handful of Tri-Fang Knights, the battle is a success. The royal troops have been weakened and the impending battle for the city of Terellia should fall in their favor. Dayn Deltor planned the battle. Deltor directed the mercenary troops from atop his black horse on the rise.

3. If the player characters did not save the knight and soldier, the five attackers run away shouting, "Victory is ours. May the serpent triumph!" These brutes will have nothing to do with strangers and will attack any who bar their way or try to follow them. They player characters are free to continue on their travels. The nearest city is Terellia.

The Good Guys

Sir Derrick of Terellia

Alignment: Principled

Attributes: I.Q. 15, M.E. 13, M.A. 7, P.S. 13, P.P. 23, P.E. 13, P.B. 8, Spd. 12

Hit Points: 43, but is down to 3.

Armor: Plate: A.R. 17, S.D.C. 90 (battle damaged)

Weapons: Dwarven long sword 1D8+4 damage with a W.P. bonus of +3 to strike and +4 parry, and +5 to parry with shield.

Level of Experience: 7th level knight

Combat Abilities: Three attacks per melee, +3 strike, +7 parry and dodge, +3 damage, and critical strike 18-20.

Damage: By weapon or kick attack 1D6.

Sgt. Luke Perrin

Alignment: Scrupulous

Attributes: I.Q. 13, M.E. 17, M.A. 18, P.S. 19, P.P. 12, P.E. 14, P.B. 11, Spd. 12

Hit Points: 31

Armor: Plate and mail: A.R. 15, S.D.C. 60 (battle damaged)

Weapons: Quality battle axe 2D6+4 damage and mace 2D4 damage, W.P. bonuses: +3 to strike, +2 to parry, +4 to parry with small shield.

Level of Experience: 6th level soldier

Combat Abilities: Three attacks per melee, and +3 parry and dodge, +3 damage.

Damage: By weapon or kick attack 1D6.

After the Battle

By the time the characters have finished their skirmish, the battle is over. The enemy standard bearer has vanished and the royal soldiers are victorious, although the battle was close and could have swung the other way very easily. In the distance, the soldiers begin to clean their weapons, gather their wounded and clear the field of battle.

If the knight is given medical attention, he will recover enough to walk and speak. Both will thank the player characters for their assistance and introduce themselves. The knight is Sir Derrick. The soldier is Sergeant Luke Perrin. One or the other will explain that they are members of the royal troops of Terellia sent out to engage a group of unknown invaders who threatened the city. The two offer to escort the heroes to Terellia where they must return to give a report. They will offer to help the heroes find good lodgings at a decent price and may express an interest in knowing if they'd like to hire on with the army as mercenaries under their command. They are grateful and pushy. They understand if the group is not interested.

Information available from the NPCs:

- Various news and rumors in the area.
- Some basic information about the city.
- They both suggest staying at the *Fire Drake Inn* where they can rent accommodations.
- An observation about the three-headed serpent. Both recognize it as the old symbol of the Tri-Fang cult, but insist the cult has been eradicated from the city. They speculate that these brigands must be a new band of monsters from outside the city.
- The city is not far.

The knight and soldier leave the group's company upon reaching the city. They have reports to make and need to rest. They may leave information about where they can get in touch, but more likely they part with a handshake and another thank you.

Arriving at Terellia

The moment the characters pass through the gates of Terellia, they'll see numerous parchment fliers which read "Adventurers needed, inquire at **Fire Drake or Edwin's Eatery**." Dozens have been posted around the entrance and along street corners; some have maps of their locations. There are many places the group can find food and lodgings.

The Fire Drake Inn is built of granite blocks, with large, glass windows although they are all shuttered. The interior is very cozy. There is a solid wooden bar, oaken furniture and a floor paneled with Cyprus. A quartz fireplace is positioned against one wall, with a large pile of logs next to it. Tapestries line the walls and a musician strums a lute from his stool near the fireplace. The inn is nearly empty, few of the many tables occupied. As the player characters enter, an enormous human with a bastard sword belted at his waist approaches. He demands to see the characters' money to ensure that they can afford to stay at "his" fancy inn. Unless they can produce 30 gold each, the characters are asked to leave the inn.

This rude and muscle bound fellow is not actually the owner, but the bouncer. Once he has let them pass, the characters are greeted by the more amicable innkeeper. He is a skinny man, standing 6 feet, 5 inches (2.0 m), with black hair and balding. He is meticulously clean and wears expensive, black clothing. The innkeeper apologizes for the bouncer, explaining that the man is hired to keep beggars, freeloaders and bandits from troubling his patrons. Despite the rich appearance, prices are fairly reasonable at the Fire Drake; drinks cost three to six gold and rooms, which accommodate four people, are thirty to fifty gold. Note: If either the sergeant or the knight escort the group to the inn, they avoid the bouncer, the cost of a room is reduced by 25% and their service is superior.

The Proposition

Wherever the group ends up, at some point early on, a well-built human patron, dressed in fine silks, calls the characters to his table. At his waist is a short sword. He cracks a bowl of roasted chestnuts with the jeweled hilt of a dagger. Next to the bowl sits a stack of the fliers like the ones posted near the gate. The man pours each character a glass of wine from a large bottle. He introduces himself as *Mardok*, and asks if the characters are adventurers for hire.

He explains that valuable items were accidentally placed in a tomb carved into the face of a mountain. The two items are a book, the *Chronicle of Tri-Ellak* and a *scepter of dragon's bone*. Mardok produces a deed to the tomb, insisting that the player characters would not be stealing, only returning misplaced valuables. The man also gives the characters a description of each item, detailed enough to identify the pieces on sight.

Wages for the job include an advance of 100 gold with 5000 gold to be paid to each character upon the safe return of the items. He will haggle over the price, but will not raise it above 200 gold in advance and 8000 gold upon retrieval of the objects. Mardok will also provide the

group with a mountain guide named **Kittrick** to lead them to the tomb. The guide will be waiting for the characters outside the gate on the following morning.

G.M. Note: 1. The group may find itself surprisingly answering yes even if they have some reservations about the tempting job. Mardok will use hypnotic suggestion to get the characters to accept his proposition. Checking into Mardok's background will show that he is a respectable noble with a considerable fortune at his disposal. He has a reputation for being spoiled and arrogant, but pays his debts. Few people know that he is secretly a Tri-Fang Duke; his statistics are listed under area 5. of the Undercity description.

2. See the city description for things to do and places to shop before they leave.

3. The Game Master is free to use other measures to lure the group to take the assignment. One alternative might be the knight or sergeant asking them to retrieve the items (for various reasons). Of course, payment will be tiny by comparison, 100 gold for the entire group in advance for supplies and 500 gold each upon completion of the assignment.

The Catacombs of Dragonwright

Kittrick an elderly human ranger who stands five feet, eight inches tall (1.7 m), waits outside the gates the next morning as promised. The man is laconic and says very little to the characters throughout the journey. Most of his answers are expressions like, "Yep," "Uh-uh," "maybe so, maybe not," "don't know," "don't care," and so on. The ranger is actually Mardok in disguise, in order to keep an eye on the group. For three hours they walk through the jungle until a clearing is reached. Here they find a cobblestone path that leads to the tomb's entrance. The ranger informs the characters that he will wait for them in the clearing and will prepare a campsite while he waits. If asked why he doesn't accompany them, he chuckles and says, "These old bones ain't up to the task, son."

The path cuts through 400 yards/meters of jungle before ending at the base of a cliff. The tomb entrance is blocked by a pair of rusted double doors bolted to the rock wall. In front of the doors there is a clearing with a stone pool of water. Four statues stand at each of the points of the compass, north, east, south, and west. All of the four statues are covered with moss and thick jungle vines. Shrouded beneath the thick coats of jungle vegetation are the gods of Dragonwright. The south statue is Styphon the Black. Under it is a nest of rock crawlers; two adults and three young. These horrible little creatures will attack if they are disturbed.

The ten foot (3 m) diameter pool is filled with murky water, thick with algae although patches of limestone are visible. A pair of large snapping turtles have made the pool their home. They will attack if it is disturbed.

Snapping Turtles

Size: 23 inches (58 cm) **Weight:** 13 pounds (5.9 kg)

Attributes: Speed: 2 on land or 8 in the water.

Hit Points: 6

Natural Armor: A.R. 7

Natural Abilities: Swim 85%

Combat Abilities: One attack per melee, +1 strike and +2 damage

Damage: Bite 1D6

The thick coating of algae slime conceals a copper amulet, green with age, on which the Tri-Fang symbol has been engraved. A message has been carved on the bottom of the pool in the Eastern language, it reads: "Consecrated by Dragonwright, this is the last home of Tri-El-lak's martyrs."

Rock Crawlers

Alignment: Anarchist

Attributes: Spd. 12

Hit Points: 18

Natural Armor: A.R. 14

Natural Abilities: Sense movement and odor via its probing feelers with 90% accuracy within a 120 foot (36.6 m) radius; climb/scale walls 90%, prowl 72%, and swim 50%

Combat Abilities: Two attacks per melee, +1 to strike, and +2 to dodge.

Damage: Bite IDS

Note: The young have half these numbers in all areas.

The rusted, bronze doors are tightly sealed. There is no apparent keyhole. One door has the bas-relief of the Tri-Fang symbol identical to the amulet in the pool. If the amulet is found by some miracle it can be used to unlock the doors. Otherwise, brute force is needed to kick in the doors. They will open a crack after 50 S.D.C. has been inflicted against them (a battering ram is the best tool). Once opened a crack, a combined P.S. of 40 is required to open them wide enough to gain entrance.

The Catacombs

G.M. Note: Whenever there is combat, shouting or any other loud noise, it is likely that the NPC vampire, Matrix, will be awakened. Bashing the door open will definitely alert the creature to intruders. Matrix will arrive on the scene shortly after the group has entered the catacombs to pitch his bargain with them. For more information about this benevolent vampire, see the description for room 26.

1. The rusted doors open to reveal a large, dark hallway. The passage is 30 feet (9.1 m) wide, 70 feet (21.3 m) in length and with a 10 foot (3.0 m) ceiling. Twin rows of pillars run down the length of the hallway, spaced ten feet (3.0 m) from the walls. This leaves a space of 10 feet (3.0 m) between the twin rows of pillars.

Directly in front of the doors there is a pile of fist sized stones. Hidden among the stones is a battered, metal scroll case. However, unless a player character(s) decides to conduct a thorough search of the debris, there is only a slight chance for any character to notice it. **The scroll reads as follows:**

"If you intend to remain in yon Catacombs it will behoove ye to close hither doors for the sake of humanity. Yon tombs are home to vile evil beyond comprehension. The symbols of righteousness around these doors are all that protect the world. For no amount of money should you sell your soul to remove hither symbols.

"Be warned, a vile minion of evil lurks close at hand. If you read this the denizens of yon catacombs will seek to slay ye. If you stay close to said doors ye shall have protection from all but the stones and insults thrown by your foes. These same foes will be harmed not, except from weapons of wood or silver.

"When you have read this return it to its case for the next visitors."

Beside the door is a burlap sack containing a dozen rotting, wooden stakes and a mallet.

Within a couple of minutes, a man cloaked in a hooded black robe steps out from behind a pillar. The man calls to the characters, asking them to follow him. If they don't respond he will call to them again, more urgently this time. The man is a vampire and he will use his mesmerism on the nearest character(s) if necessary. If any group member looks for the scroll or begins to draw their weapons, the robed man begins to throw fist-sized stones at that person. The stones cause 1D4 damage each. If the group seems to a powerful or unwilling to join him, he will disappear in a cloud of mist. The other inhabitants of the catacombs are used to these outbursts and are not likely to investigate, with the exception of Matrix.

G.M. Note: If the characters follow the hooded figure, he will lead them to area two. Once in that room he offers to show the characters to

Tellak's hidden treasure chamber, but first they must remove the holy symbols from the door. The vampire will summon the others and attack the characters as soon as they have removed the symbols. The monsters are held inside the catacombs because there is no way to the surface, not even a crevice that they can mist through, and the symbols are magically enchanted to keep them at bay and from passing through even an opened door.



The Average Vampire

Alignment: Diabolic

Hit Points: 48, but regenerates.

Natural Armor: A.R. 12

Natural Abilities: See Palladium RPG page 179, or for excruciating details about vampires see **Rifts Vampire Kingdoms**.

Combat Abilities: Three attacks per melee, +2 to strike, +3 to parry and dodge, +6 damage, 44 saving throws, and is immune to poison and impervious to normal weapons.

Damage: Claw attacks inflict 1D5 or 2D4 damage, bites 1D6 (sucking blood does 1D6 damage too), or by weapon.

2. The hallway ends in a huge, open room that measures 70 feet by 80 feet (21.3 by 24.4 m), with a ceiling of 25 feet (7.6 m). The passage opens onto a large platform that is raised ten feet (3.0 m) over the floor. Twin stairwells wind to the floor below from either side of the platform. In the alcove of each set of winding stairs is an iron statue of a three-headed snake, recognizable as a demonic tri-fang, Worm of Taut. On the floor below the center of the platform, a third huge statue of a tri-fang stands with the maws open to attack.

In triangle formation, in the center of the room, stand three other statues. Each faces a pair of double doors on the opposite wall.

The west statue is of a man dressed in clerical robes decorated with symbols of the gods of Dragonwright. The *likeness* of the dragon bone scepter is held slightly aloft in one hand. The west wall is painted in a

huge mural of men fighting in a large battle. Etched on the bronze surface of the unlocked doors is the person, Zargosh, Priest of Darkness.

The north statue is of a man dressed in robes decorated with authentic mystic symbols. These clearly identify the figure as a man of magic, either a diabolist or summoner. The man holds a *stone replica* of the Chronicle of Tri-Ellak. A message has been recently carved on the surface of the open book in runes, it reads: "Look for me elsewhere, for I do not lay entombed within." A huge mural of the man commanding twisted, demonic figures is painted upon the north wall. The bronze doors have been etched with the history of Dystri the Depraved, a twisted Summoner, although it is not very interesting.

The south statue is a giant human wearing plate mail and armed with a huge sword. The south wall has a huge painting of the man single-handedly fighting an inhuman horde. The personal history of Tellak, an ancient great knight of the Timiro Kingdom, is etched upon the surface of the bronze doors.

3A. small, dark passage is concealed behind the bronze doors to the west. At the end of the small hallway stands a statue of Zargosh identical to the one in the main hall. There are unlocked, bronze doors to either side of the statue.

3B. The double doors to the south open to a dark passage ending in a second statue of Tellak the warrior. Two bronze doors lead from the passage, both unlocked, to the east and west of the statue.

3C. By opening the doors to the north the characters reveal a small, dark passage that ends in a statue of Dystri the Depraved. Two unlocked doors, one on either side of the figure, lead from the hallway.

4. This is a fairly large room although it is irregular in shape. Both exits from the hallway of Zargosh (3-A) connect to this chamber. The doors open to 20 by 20 foot (6.1 to 6.1 m) areas that are connected by a 10 by 10 foot (3.0 to 3.0 m) passage. There are two similar passages, ending in open arches, to either side of the west wall. In the middle of the same wall there is an elaborate carving of the gods of Dragonwright. There are kneelers in front of the carving on which a black robed figure prays. The figure, an insane vampire (with average stats, see above), attacks the characters as soon as they enter the room.

A row of pegs have been driven into the north wall, on which hang black robes. Beside the hanging robes, near the northeast corner, an unlocked, bronze door that has been bolted to the wall.

5. The room is a neatly arranged dormitory that holds nothing of value. It appears that someone currently sleeps on the bed, shrouded beneath the covers. After inspection, the person is revealed to be the corpse of a vampire, a stake driven through its heart. Clutched in the dead vampire's left hand is a partially crushed sheet of parchment. The dark ink on the page reads:

"Unable to live with the evil that I have become I have been forced to take my own life, Baldor."

6. The unlocked wooden door of this room opens to a simple bedroom. The skeletal remains of an unknown cultist rest atop the small bed. The floor seems unstable. It will collapse if five hundred pounds (225 kg) are brought into the room. When the trap is sprung, all of the room's contents will drop over six hundred feet (183 m) before landing in a pit of lava. Anyone who falls into the pit will be killed, both by the fall and the immense heat.

7. At a first glance the room seems to be empty. A further inspection reveals that all of the furniture has been bolted to the ceiling. A woman sleeps on the bed which is suspended from the ceiling. She is an average vampire who will attack the characters if they make any noise and wake her. In the top drawer of the night table there is a small, locked jewelry box. The contents of the box are worth about 1650 gold.

8. This room was once a dormitory but all of the furniture has been removed. In the four corners of the room stand Iron Maidens, hideous torture devices. The devices each contain the corpse of an alien creature. Each of the creatures are mutations of human and animal specimens. There is a snake hybrid, two rat-like humanoids and an ex-

tremely horrific spider mutation. The weird creatures are all very dead and harmless.

9. This room measures 30 by 30 feet (9.1 by 9.1 m) and is larger than the others in the area. There are few furnishings, just two large stone tables, a wooden counter and a large shelf. A staked vampire is strapped to one of the large stone tables. A second man, dressed in bloodstained white robes, stands over the corpse, systematically dissecting it. All the while the man murmurs to himself.

The live man dissecting the vampire is insane. He thinks of himself as a surgeon. The dissection is for medical purposes, although the fiend will eat the corpse when finished. The insane doctor will greet the characters with a frenzied madness. He will want to examine any wounds and acts like he wants to help. The mad-man ignores any questions about himself, the catacombs or vampires, other than stating that vampires are dangerous, disease ridden monsters. All he talks about is disease and surgery. In fact, he will try to usher one or more of the player characters to a table for surgery. When he/they resist, the insane *vampire* surgeon will attack them. Statistically, the surgeon is an average vampire with an additional 12 hit points. The stupid thing will fight to the death and pursue the group if they flee the room. All the while screaming about disease and how they need surgery. He fights with tooth, claw and a pair of silver plated scalpels (1D4 damage each).

The shelves in the room are covered with supplies that were once of medical and alchemical value, but have rotted into garbage. There are also scores of humanoid internal organs, eyeballs and other gross body parts preserved inside glass and clay jars. They have no value.

10. The irregular prayer room (area 4.) connects to this room by two open arches. This large chamber houses a temple of Dragonwright, statues of the four gods are located in the corners. An open pit gapes in the center of the room. Vapor rises from the lava which half fills the hole. There is a giant stone altar attached to the west wall while stone benches line the north and south walls.

Two vampires were arguing in the room before the characters arrived. Hearing the approach of the group, the pair quickly hid behind the statues on the west wall. The famished vampires will attack the adventurers as soon as the opportunity presents itself. Both are average vampires.

There is a secret door on the surface of the altar. A portion of the stone slides away when something has been thrown into the pit. The open door reveals a small flight of descending stairs.

11. When a visitor begins to walk down the secret stairway from the temple, he will detect the presence of a strange being. A shimmering blue figure of a man dressed in robes descends the stairs towards a pair of silver double doors. The being will continue down the stairs and pass through the doors, completely ignoring the characters. If they address him, he will turn and attack.

Cultist Ghost

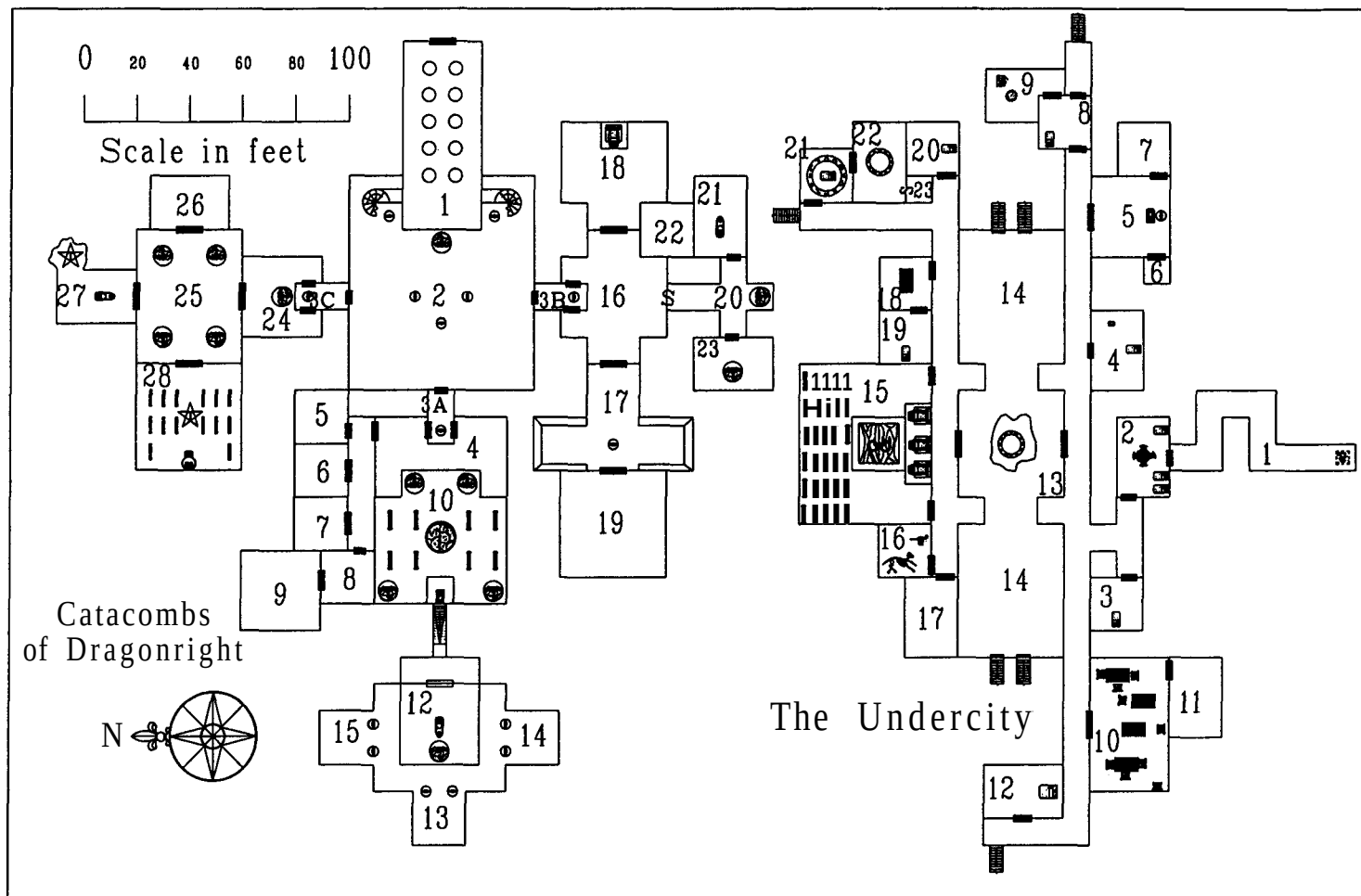
Alignment: Miscreant

Natural Armor: A.R. 17

Natural Abilities: Limited telepathy, turn invisible, see the invisible, limited telekinesis (30 pounds/13.6 kg), nightvision 90 feet (27.4 m), fly 20, intangible (can go through solid objects), possession, and is impervious to all normal attacks.

Note: The ghost cannot be slain, not by magic nor by any weapons. The being will continue to fight with the characters until they leave the stairway. Once they have done this it will break off the attack and continue through the doorway. Once he is gone, they are free to return and investigate the area.

12. The silver doors open to a large crypt. A colossal statue of Zandragal, one of the Dragonwright gods, fills up a quarter of the west side of the room. The wide open maw of the beast faces a stone sarcophagus in the middle of the room. The interior of the room is uncomfortably warm, heat radiating from the walls.



The granite slab atop the crypt has been engraved with the personal history of Zargosh. The stone is pitted and scorched in places. As soon as the lid has been removed, a giant stone slab drops in front of the doors, sealing the room. The inside of the coffin is a pit which drops into darkness 20 feet (6.1 m) below. Faint hissing can be heard from the bottom of the pit. The bottom of the pit is filled with all manner of venomous serpents. There are at least eight of the deadly reptiles who attack the characters if they jump down.

Anaconda Snakes (8)

Attributes: Speed 3 on land; 11 in water

Hit Points: 3D4

Natural Armor: A.R. 7

Natural Abilities: Prowl 80%, climb 40%, and swim 50%

Combat Abilities: One attack per melee, +1 to strike and +2 damage.

Damage: Bite 1D4 or constriction for 3D6.

A few moments after the room has been sealed, the sound of metallic, grinding gears fills the room and boiling lava beings to spew from the open maw of Zandragal. The room quickly begins to fill with lava as a steady stream pours from the dragon's mouth. The only way for the characters to survive is to enter the sarcophagus/pit while replacing the coffin lid, leaving just enough room to allow them to carefully descend into the pit. The last person will have to pull the lid over to seal the opening. The entire room will fill with lava in 15 minutes. If the lid is not replaced, boiling lava will fill the room and begin to pour into the pit, and kill everyone inside.

As the chamber above fills with lava, it gets heavier. Fortunately, this chamber is held up by metal and chain supports above it. As they weaken, the room slowly begins to press down on the walls of the pit. Finally, these walls begin to crack and split apart, revealing a large, open area with three chambers branching off. The contents of each of the smaller rooms can be seen through the open entrances. To either side of each entrance is a pillar with an *iron cobra guardian* coiled around it. These golem-like creatures will attack anyone attempting to enter the chambers beyond (rooms 13.-15.). The Cobra Guardians were designed to keep people in the pit long enough for the room to drop down and crush them.

Cobra Golem Guardian

Attributes: I.Q. 8, P.S. 21, P.P. 22, Spd. 15

Hit Points: 42

Natural Armor: A.R. 17

Combat Abilities: Two attacks per melee, +4 to strike, parry and dodge; +6 to damage.

Damage: Tail slap does 2D6 damage or its bite does 1D8 plus poison.

A failed save vs lethal poison causes an additional 3D6 damage. A save means no damage from poison.

The creatures can also jump on and coil around their victim. This attack pins the opponent, with little hope of freedom. For every point of P.S. above 15, the character has a 10% chance of breaking free from the snake's grip. Or the snake can be uncoiled when a combined P.S. of 25 or greater is used to free a trapped individual from its coils.

13. Entombed within the twenty by thirty foot (9.1 m) confines of this chamber are the remains of Zargosh, Priest of Darkness. The room is protected by a pair of Guardian Cobras who will try to prevent characters from entering. In the center of the room rests a stone sarcophagus that holds the skeletal remains of the evil cleric. *Although* the corpse is dressed in moth-eaten garments identical to those on the statue in area 2 the dragon-bone scepter is not in the crypt.

14. This chamber contains a large carpet and a few sacks on top of it. The rug is actually a flying carpet, and each of the sacks are enchanted bags. The contents of the bags are invisible until emptied. There are two bags with a holding capacity of 30 pounds (13.5 kg), each of which holds 1500 in gold. The third bag has a capacity of 5 pounds (2.3 kg) and contains an emerald worth 5000 gold and a Quill of Literacy!

15. The final chamber contains a plate armor and a mace. The armor is magically weightless and the mace is a thunder mace (add 2D6 damage). The magical items are listed in the Alchemist section of the Palladium RPG. Only after all three chambers have been searched will the characters hear a voice. "Your bravery is great. Go back and return the way you came." The characters will find that they can climb the now cool lava up to the room with the false coffin. The doorway that was covered by the stone slab is now open.

16. The many trophies that Tellak captured in his lifetime line the walls of this room. Lining the walls of the room are the many trophies of Tellak. The mementos include captured enemy standards, severed heads (now skeletons) and the weapons of his foes. No artifacts or items of value are contained inside the room. The weapons are corroded and made worthless by rust and the other items have rotted or been eaten by decayed.

There are two sets of bronze double doors that lead from the room. The doors are bolted to the east and the west walls. A secret door in the center of the south wall leads to the crypt of Tellak.

17. The double doors from the trophy room open to this large hallway. The hall is 20 feet (6.1 m) wide and 40 feet (12.2 m) in length, ending in bronze double doors. Mounted on the polished walls of the hall are suits of armor and shields, Tellak's own suit of plate mail is strapped to a statue in the middle of the hallway. On both sides of the armored statue are alcoves whose walls are covered with wooden cabinets. Weapons hang in the cabinets on the other side of the glass panes. The pieces form a collection that includes most types of known weapons. None are magical or of superior quality. They are simply included to represent a particular type or style of weapon. Any weapons stolen from the cabinets can be sold for half the price listed in the Palladium RPG book.

18. Bronze double doors connect the trophy chamber to a large, audience chamber. The room is filled with more than a hundred statues of miniature human warriors. Opposite the door, a raised stone dais sits against the wall. A throne of carved marble rests on the platform. The throne is occupied by a skeletal corpse with a stake lodged in its chest where the heart is located. An open circle of protection against undead prevents the many vampires in the catacombs from reaching the dais. A silver amulet is hidden beneath the corpse. It is engraved with a single word, "Nameless."

19. Unlocked, bronze double doors open to this expansive square room with sides of 40 feet (12.2 m) in length. The room is a training area that holds all the necessary equipment to train a warrior. A lone vampire practices his weapons skills in the room. As soon as the characters enter the room, the creature attacks them, without warning. The vampire believes himself to be a regular human, a warrior, and the guardian of the Catacombs.

Since the Guardian does not believe he is a vampire, he cannot use their special abilities. The natural armor rating and bio-regeneration apply but the other abilities, especially the metamorphosis powers and mesmerism cannot be used.

The Guardian

Alignment: Miscreant

Hit Points: 56

Natural Armor: A.R. 12

Weapons: Flamberge 3D6 with bonuses of +2 to strike, +3 to parry and +1 to throw.

Combat Abilities: Four attacks per melee, +4 to strike, +5 to parry and dodge, +10 damage, +4 saving throws (immune to poison and most normal weapons).

Damage: By weapon or claws 1D8 or bite 1D6.

20. The secret door from the trophy chamber opens to reveal a hallway. At the end of the passage there is a black marble statue of Tellak sitting astride a giant mare. Two small passages behind the statue each ending in a closed bronze door, branch off from the original corridor.

21. This room is the crypt of Tellak. The unlocked bronze door opens to the empty room that contains only a stone sarcophagus. The decomposing remains of the knight are held within the stone box. The body is infested with *green mold*; see the **Palladium RPG**, page 234. The mold will react to anyone touching the corpse. A jeweled neck piece rests around Tellak's neck, easily worth 10,000 gold, although a character must touch the mold covered body to retrieve it. When the slab is removed from the sarcophagus, a secret door on the north wall grinds open.

22. This room is Tellak's secret treasure vault, filled with great riches. Unfortunately, valuable tapestries, banners and scrolls have rotted away and books of magic and history have crumbled into dust. However, there are six dozen ivory scroll containers worth 50 gold each, and an enormous, locked iron box that holds 9000 gold pieces. There are also three solid silver urns worth 250 gold each. A small wooden box that holds a sword handle has been concealed beneath the urns. When gripped, a flaming blade extends from the handle creating a fiery long sword that causes 4D6 damage per strike.

Treasure Guardians

Tellak's two shield bearers underwent mummification in order to serve as the treasure's guardian's. One wields the *scepter of dragon's bone* as a mace (does 2D4 damage). The mummies attack the characters as soon as a secret door slides open, fighting until they are slain or the intruders leave. The monsters never leave the treasure vault.

Alignment: Diabolic

Attributes: I.Q. 3, M.E. 14, M.A. 13, P.S. 19, P.P. 9, P.E. 12, P.B. 10, Spd. 8

Hit Points: 35

Natural Armor: A.R. 12 and wears a suit of plate and mail (A.R. 15, S.D.C. 100) and wields a small bronze shield covered in green mold.

Natural Abilities: Nightvision 90 feet (27.4 m), prowl 40%, I.Q. low, Speed 8, and normal weapons do no damage.

Weapons: Holy claymore that does 2D6 damage, restores IDS hit points to wielder 3 times daily; W.P. bonuses of +2 to strike, +3 to parry and +1 to throw.

Combat Abilities: Two attacks per melee, +10 to damage, +3 to parry and dodge, and +2 to all saving throws.

Damage: By weapons or by hand doing IDS or 2D4 damage.

23. The statue of a horse stands in the middle of this large room. There is not furniture, just a silver plaque set into the floor. The inscription on the plaque reads, "Lightening, the bravest and best steed ever." The body of the horse has been entombed under the marble tile floor.

24. The two doors from the hallway both open to this room of polished black stone. Thousands of wards and mystic symbols have been carved into the walls, floor and even the ceiling of the room, but none are activated. The large, decorative statue of a Tri-Fang is also present in the room. A bronze door is located in the center of the north wall.

25. This huge chamber measures 40 feet by 50 feet (12.2 by 15.2 m) and has four double doors leading from its confines. Around the center of the room four gigantic statues of demonic figures have been placed. They are not statues, but gargoyles who spring to life and attack anyone who enters the room. The creatures will stop at nothing short of death in order to protect the room.

Gargoyles (4)

Alignment: Miscreant

Hit Points: 38

Natural Armor: A.R. 14

Natural Abilities: Speed on ground 10, fly (40 mph/64 kmph), I.Q. 8, P.S. 23, P.P. 15, P.E. 20, nightvision: 220 feet (67.1 m), exceptional hearing, bio regeneration IDS

Combat Abilities: Four attacks per melee, +2 strike, +4 parry/dodge, +8 damage,

Damage: Claws or tail strike do 2D6 damage, bite 2D8, or by weapon.

26. Matrix. If he hasn't already made an appearance, the battle with the gargoyles will cause Matrix to approach the group. The attractive human male is dressed in expensive although worn clothing. He readily admits that he is a vampire trapped within the catacombs, but he assures the characters that they are in no danger. The vampire will not attack the characters although he will defend himself aggressively.

He lives in a cozy study connected to the room guarded by the gargoyles. Matrix makes sure that his visitors are comfortable before pouring each of them a glass of fine white wine; he is not offended if they refuse to drink. The vampire pours himself a tall glass of blood taken from a bottle from a pantry. Matrix savors the thick liquid, finishing his glass before addressing the characters.

The vampire explains that a powerful priest of light and a group of warriors imprisoned the vampires in the catacombs. Many have been driven insane by their centuries of imprisonment and intense hunger; they cannot die from starvation. Matrix assures the characters that he is quite sane and has no ill will toward them. He offers his services as a guide in exchange for his freedom. If the characters agree he recommends that the other vampires should not be allowed to escape from the catacombs, for the safety of the people nearby, and will assist in their extermination!

If the group refuses the offer, Matrix will ask for their reasons engaging them in a debate. If he cannot convince them to help him, he will just sigh and ask them to leave his home. If attacked he will turn into mist and slip away. G.M. Note: If his services are refused, Matrix may appear from time to time after the group has fought a monster or avoided a trap and repeat his offer, noting that he could have helped them against or warned them about the thing they just fought. This is especially true if he encountered them at the beginning of the adventure.

Matrix the Vampire

Alignment: Aberrant

Hit Points: 64

Natural Armor: A.R. 12

Level of Experience: 5th level wizard

Magic Abilities: Two spell attacks per melee, +2 spell strength, +1 save vs. spell magic, 8 spells daily

Combat Abilities: Three attacks per melee, +2 to strike, +3 to parry and dodge, +6 damage, +4 saving throws, immune to poison and impervious to most normal weapons.

Damage: By weapon, claws IDS, bite 1D6, Vampire abilities or magic.

27. The walls, floor and ceiling of this room are covered by polished marble slabs. In the center of the room rests an open, empty sarcophagus, although it is otherwise vacant. A cavern-like alcove has been created in the corner by the apparent melting of stone. A circle of Teleportation has been carved into the floor of the alcove.

28. Bronze double doors open to a large, dusty library. The musty-smelling chamber contains row upon row of ancient volumes stacked on wooden bookshelves. Most will crumble into dust the moment they are touched. Others have been turned into piles of mold. A podium has been pushed against the west wall, atop which is a bookstand. The stand holds an open book, the *Chronicle of Tri-Ellak*. In order to reach the book the characters have to walk along a dusty corridor formed by two bookshelves.

Concealed beneath the dust is a power circle, a Dimensional Rift. The circle cannot be skirted to reach the book. Once a character steps inside the mystic circle, they are teleported to an empty, broken-down gladiatorial arena. Across the sandy floor of the arena is another circle that will return the **character(s)** right in front of the book. Unfortunately, the arena circle is guarded by an evil Magot who fights to the death.

Magot (demon)

Alignment: Diabolic

Hit Points: 53

Natural Armor: A.R. 14

Natural Abilities: I.Q. 7, Spd. 24, nightvision 120 feet (36.6 m), see the invisible, turn into mist, impervious to fire, dimensional teleport 25%, knows all languages, and bio-regeneration (2D6)

Combat Abilities: Three attacks, +8 to damage, +3 to saving throws, eye beams which petrify victims roll for strike as normal, for 20 minutes unless a save is made (12 or higher)

Damage: Stomp does 3D6 damage, its hideous bite does 6D6!

Scattered around the floor of the arena are the remains of past victims. Items of value include 100 gold scattered around the sandy ground, an oncin pick, voulge, a flail, six short swords and a blue-grey rune dagger that has all of the common characteristics of a lesser rune weapon. The dagger causes 4D6 on a successful strike and is indestructible. If the character(s) defeats or escapes the Magot and enters the other circle, he (they) will reappear in front of the podium in the library.

Once they have the book, they can leave the catacombs. Whether they encounter any vampires on the way out (there shouldn't be more than another half dozen) is left to the Game Master.



Meeting Kittrick

The characters are greeted by the waiting Kittrick when they emerge from the Catacombs of Dragonwright. The ranger leads them to a camp that consists of two tents and an excellent meal warming over the coals of a fire. The group sleeps in the clearing overnight before setting out for the city in the morning.

Kittrick leads them back to the city. They arrive at the city without incident. The ranger says he will escort them to the Fire Drake and they can wait inside while he goes to find Mardok. As the characters walk through the streets of Terellia, they notice that the streets are deserted, except for small patrols of well-armed men. The constant muttering and nervous actions of the men makes it obvious that they are afraid. The guide, Kittrick will not give the characters a chance to question these groups. When they try, he says that Mardok cannot be kept waiting and steers them towards the inn.

More people are in the Fire Drake common room than during the characters' last visit. The majority of the patrons are armed men who speak in low tones and drink heavily. If the players ask them any questions the men will not even bother to answer.

After only a few minutes, Mardok enters the tavern, greeting the characters warmly. He'll offer to buy each of them a meal and a drink, but he gets straight to business, and asks to see the two items (he has the money he promised if the characters request to see it). Mardok will want to inspect the two items before he pays them. He will scrutinize the two objects for several minutes. When he is sure that they are authentic, he cheerfully pays the characters the reward they agreed upon. He will linger long enough for the characters to count the money, but once both parties are satisfied with the transaction, Mardok leaves with his treasures. He doesn't care about their encounters at the tomb or any other treasures they may have acquired. If they are mentioned, he tells them to keep them as a bonus.

Trouble at Terellia

More Adventure

A moment after Mardok has left, Sir Derrick (or Sgt. Pen-in from the first encounter) enters the building, notices the characters and sits at their table. He will ask the characters what they have done since arriving in Terellia, but will seem distracted and ask them to repeat things several times. If asked what's wrong, he explains that an unknown menace has besieged the city. For the past several days, scores of residents have been killed and their bodies stolen. The army is unable to find the criminals, Lord Griffon has offered a reward for any information that leads to the capture of the fiends responsible.

Derrick mentions that the attacks take place mainly at night. He again offers to hire the characters as mercenaries noting that their skills and courage would be a welcome addition. Of course he will accept any help they may offer and understand if they refuse his request, but his disappointment will show. **Note:** If the player characters agree to help, move on to the next adventure.

If the players decide not to help, the Game Master can draw them in by making one or more a victim of the mysterious attacks. Otherwise, they can go about their business until the attack against the city.

Patrolling the Streets

The characters and Derrick wander the streets for several nights without result. They may encounter some drunks and foil a robbery, but other than ordinary crime, they don't uncover a thing. **G.M. Note:** This might be an opportunity to introduce other sub-plots and mini-adventures of your own. Sir Derrick and/or Sgt. Perrin may accompany them as NPCs.

Finally, something happens that gives them a lead. They can hear the murmuring of voices arguing. The words of the muttered conversation are unintelligible from the distance. As they approach, the words are interrupted by a loud thud and swearing in goblin. When the group edges closer they see two small beings, boogie-men, standing beside a bloody body. As the players watch, a second body is pushed from the open, second story window of a house. A third creature, also a boogie-man skillfully climbs through the window and descends rapidly to the ground.

After finishing its descent, the being brandishes a blood-stained crowbar and gets ready to bash open the head of each body **Note:** At least one victim may still be alive. If our heroes act quickly, they may save a life.

If our heroes continue to watch, the three creatures make sure their victims are dead, and drag the bodies away down the shadowy alley. If attacked, the boogie-men will scatter, racing away down the alley and hiding. If the characters just watch, the creatures drag the bodies to a

small house near the pens of the gladiatorial arena. The boogie-men knock on the front door and are admitted by a burly, human male. Likewise, any captured creature will confess and implicate the arena in this dark deed.

Sir Derrick will suggest that they quietly investigate, eavesdropping on the conversation before attacking. He moves to an open window. Peeking in, group can see the room and overhear the conversation. A second human male sits behind a table, speaking with the burly man and the three boogie-men. The man throws the creatures a pair of leather pouches that hold coins. The characters hear the following:

"... that's for the two bodies. There's another 100 gold if you open the gate of the slave compound. We have men waiting to attack the compound, but first, you have to open the gate."

The tiny thieves accept the job, although they try to negotiate their wages.

Action Option One: If our heroes attack (the NPCs encourage this action and may do so whether or not they group follows along), they will have to capture the two humans and the three boogie-men, all of whom make a run for it, scattering in different directions. They fight only long enough to make an escape or defend themselves and then try to run away. Capture of at least one of the culprits, if not all of them, should be relatively easy. Once the conflict is finished, the player characters will have a chance to investigate the interior of the house and interrogate their captives. The house is pretty empty, holding only some chairs and simple furnishings. Old blood stains cover the floor, although it is apparent that there was a half-hearted effort to clean up the mess. Fresh blood has pooled on the floor near a tattered, throw mat. A cedar chest sits beneath the window. It contains 50 leather pouches, each holding 10 gold pieces. G.M. Note: In fact, it is possible that three or four other boogie-men arrive with a body or two while the player characters are present.

A wooden trap door is easily found hidden beneath the mat. The door opens to reveal a shaft that drops to **The Undercity**. Sir Derrick or Sgt. Perrin must go warn the army about the impending attack on the slave compound. If both are present the other will stay. The one that leaves promises to return to help them explore the tunnels below (he may bring help and could serve as the cavalry coming to save the day if the characters get into serious trouble).

The interrogation of the prisoners provides little information. All the boogie-men do is whimper and plead for their lives. They don't honestly seem to know much. All they admit to is being paid to kill people; that was enough incentive for the little monsters. They never thought to ask why. They do mention the cult of the Tri-Fang or that they are up to something big.

The humans are fanatic cult members who will die before they say a word about the cult. Both have the tattoo of a green tri-fang serpent on their arms. The apparent ring leader will smirk and say something like, "Do what you want to me. It's too late for you to stop us. Soon you will meet your god. And I will see you in hell."

Action Option Two: If the group continues to watch the house, the tiny assassins leave, enter the street, and scurry towards the slave compound. They will climb over the wall and unlock the gate before rushing back to the house for their payment. The two men lock the door behind the little fiends. They notice the opened window, shut and lock it and draw the blinds. Their voices are now muffled. If the group attacks now, they will find the house empty. The men have escaped down to the Undercity. A search will reveal the trap door but the scoundrels will be long gone.

Human Warrior

Alignment: Miscreant

Attributes: I.Q. 7, M.E. 5, M.A. 8, P.S. 16, P.P. 14, P.E. 15, P.B. 9, Spd. 12

Hit Points: 27

Armor: Chain mail: A.R. 13, S.D.C. 44

Weapons: Bastard sword 1D8+2 with a W.P. bonus of +2 to strike and parry. A small shield with a bonus of +1 to strike/throw and +3 to parry.

Level of Experience: 4th level mercenary fighter.

Combat Abilities: Two attacks per melee, +2 parry and dodge, and +3 damage.

Damage: By weapon only.

Human Leader

Alignment: Diabolic

Attributes: I.Q. 12, M.E. 12, M.A. 11, P.S. 12, P.P. 14, P.E. 13, P.B. 12, Spd. 9

Hit Points: 28

Armor: Hard leather: A.R. 10, S.D.C. 30

Weapons: Short sword that inflicts 1D6 damage with a W.P. bonus of +2 to strike and parry.

Level of Experience: 5th level thief

Combat Abilities: Two attacks per melee, +2 to parry and dodge, critical strike from behind.

Damage: By weapon or kick attack 1D6 damage or by hand to hand.

Typical Boogie-Man

Alignment: Miscreant

Attributes: I.Q. 3, M.E. 6, M.A. 3, P.S. 12, P.P. 12, P.E. 9, P.B. 6, Spd. 15

Hit Points: 21

Armor: None

Natural Abilities: Nightvision 90 feet (27.4 m), prowl 77%, scale walls 80%

Weapons: Knives and clubs; 1D6 damage.

Combat Abilities: 2 attacks per melee, +2 dodge, +4 to save vs all poisons.

Damage: Claws 1D4 or bite 1D6 or by weapon.

Note: See Monsters & Animals for full details about these three foot tall, one-eyed thieves and cutthroats.

The Undercity

The Undercity is a subterranean city built among the ancient ruins of the previous cities that once stood at this location. It is a haven for the likes of boogie-men, ratlings, goblins and other subterranean races, as well as bandits and the cultists.

Note: The player group should be enticed to go down into the Undercity, if not to investigate, to help any prisoners being held below. The NPC soldier or knight will go down whether the group joins him or not. Furthermore, they may hear the cries of a human child shouting for help; boogie-men are infamous for stealing children. The Undercity seems to be deserted when the player characters arrive. The residents are actually gathered in a single meeting room and will not hear the invaders unless they are incredibly noisy. Thus, the players are able to wander through the twisting passages, searching the various rooms at their leisure with only a few encounters. Eventually, they will be discovered, captured by mercenaries and brought before the ruling council of the Tri-Fang.

1. The open shaft drops for 20 feet (6 m). The polished stone floor beneath it is covered with blood stains. The subterranean passage is an eight foot (2.4 m) high and eight foot (2.4 m) wide hallway that has been carved from the bedrock. It twists and turns north, towards the inner city, and ends at an iron door. Flickering torches set in sconces along the wall illuminate the hallway.

Three humanoids stand in the dim light at the bottom of the shaft, inspecting a bodies which have recently been deposited. The largest is a muscular ogre who holds a trident and net. This warrior will attack the characters immediately. The other two creatures are goblins. They will grab the corpses and begin to drag them to an open door at the end of



the hallway. It will take the goblins six melees to reach the open door with the corpses (a third that time if they drop them and run). If they are engaged in combat, the goblins will run. They wear no armor and carry only daggers. The fleeing creatures will bolt the door, wake the guards, and rush to warn the Tri-Fang council at the meeting.

Ogre

Alignment: Anarchist

Attributes: I.Q. 11, M.E. 19, M.A. 4, P.S. 15, P.P. 14, P.E. 22, P.B. 8, Spd. 18

Hit Points: 42

Armor: Chain mail: A.R. 13, S.D.C. 44

Weapons: Military fork that does 2D8. W.P. bonus +3 to strike and parry/throw, and net (1D4 damage per whip or roll of 18-20 disarms). The net wielder has a W.P. bonus of +3 to strike, +2 to parry and +2 to strike when thrown.

Level of Experience: 6th level soldier.

Combat Abilities: Three attacks per melee, +3 to parry and dodge, +3 damage, +2 save vs psionics/insanity, 44 to save vs magic.

Damage: By weapons or by claws 1D6 or bite IDS.

Goblins

Alignment: Miscreant

Attributes: I.Q. 6, all others average.

Hit Points: 15 each

Armor: None

Weapons: Dagger 1D6; W.P. bonus of +1 to strike or throw.

Level of Experience: 2nd level thieves.

Combat Abilities: Two attacks per melee and +2 to parry and dodge.

Damage: By weapon only.

2. The iron door at the end of the hallway is usually shut and bolted with a thick wooden bar. The door is open to allow the goblins to drag their burdens into the adjoining room. If even one of the goblins manages to get to this room, he will alert the guards, but they will not have time to bolt the door. One of the guards will rush to engage the enemy, the other will try to shut and bolt the door. If the door is locked, it will take 400 S.D.C. of damage before it finally gives. There is no other entrance to the Undercity at this junction.

The guard room beyond the door is 20 by 30 feet (6.1 by 9.1 m) and has been carved from the stone. A small table has been placed in the center, surrounded by three chairs. Greasy playing cards and ceramic plates piled with chicken bones decorate the surface of the table. There are three beds arranged along the walls of the room. **Note:** Two of these will be occupied by sleeping guards if they haven't been alerted by one of the goblins.

A blue, leather-bound book is hidden beneath one of the beds. "Tome of Flight" is inscribed on the cover over the engraved image of an eagle. The book is filled with sketches of different bird species, each with a brief description, its habitat and feeding habits. Poems are also included in the book. The last six pages are basically scrolls with the spell of Fly as an Eagle. All are equal to a 5th level spell (one disappears each time the spell is activated). The wizard, Grehukin, lost the book to one of the guards in a high stakes poker game.

A second door leads out of the room. The wooden door is closed but not locked.

Note: Neither the guards nor the other three characters will reveal much information unless they honestly believe they will be killed. If that is the case, the goblins and the ore will spill their guts. They will tell our heroes that the cult of the Tri-Fang are formulating the plans on taking over the city and are beginning to implement their plan even as they speak. They'll claim it's too late to stop it and that the characters should flee the city while they have the chance. The fiends don't know when the siege will take place but they know it will be soon, within the next 24 hours. They may also report the names of the three cult leaders and then beg for their lives. They don't know anything else. The ogre and/or the human guard, if still alive, will try to kill any of their companions who begins to confess.

Ore Guard

Alignment: Anarchist

Attributes: I.Q. 7, M.E. 12, M.A. 15, P.S. 17, P.P. 14, P.E. 10, P.B. 6, Spd. 18

Hit Points: 25

Armor: Scale mail: A.R. 16, S.D.C. 82

Weapons: Spear IDS W.P. bonus +2 strike/parry

Level of Experience: 4th level mercenary fighter.

Combat Abilities: Two attacks per melee, +2 to parry and dodge, +4 and damage.

Damage: By weapon or kick attack 1D6, or hand to hand.

Human Guard

Alignment: Miscreant

Attributes: I.Q. 9, M.E. 10, M.A. 20, P.S. 15, P.P. 11, P.E. 8, P.B. 20, Spd. 14

Hit Points: 26

Armor: Double mail, A.R. 14, S.D.C. 55

Weapons: Paired longs words 1D8+2; W.P. bonus +2 to strike, +3 to parry, and +1 to throw.

Level of Experience: 5th level knight of the Tri-Fang cult.

Combat Abilities: Three attacks per melee round, +3 to parry and dodge, +3 damage, 60% chance to trust/intimidate, and 50% chance to charm/impress. He'll try to lie and misdirect the characters.

Damage: By weapon or kick attack 1D6 or hand to hand.

3. The wooden door opens to reveal a room that measures 20 by 20 feet (6.1 by 6.1 m). The chamber has sparse furnishings; a simple bed,

end table, chair and chest of drawers. A Tri-Fang Duke, Leptrik the assassin (10th level), is quartered in this small room, but he is not present.

A pile of clothing rests on the end of the unmade bed. The table is bare except for a thin book bound with black leather. The pages in the book are filled with sketches of people's faces, the victims of the assassin. Folded clothing fills the chest of drawers in addition to a small, locked box among the clothes. A magical dagger and 100 gold pieces are inside the box. The dagger will return to its owner when commanded to do so in the Wolfen tongue. Leptrik knows that the blade is magical but has yet to figure out what it can do.

4. One of the mysterious Tri-Fang Dukes, Akryn, lives in this room. The 20 by 30 foot (6.1 to 9.1 m) chamber contains little in the way of furniture, just a bed and wooden trunk filled with clothing. A large, canvas mural is hung on one of the walls, depicting a forest scene. Hunting trophies of severed heads, antlers, horns, teeth, claws and bones are everywhere. The room is currently unoccupied.

5. Iron double doors seal the entrance to this 30 by 30 foot (9.1 by 9.1 m) room. The surface of the doors have been etched with depictions of the gods of Dragonwright. The interior of the room is dim but its function as chapel for the Tri-Fang cult is obvious. A large statue of Styphon the Black stands before the altar at the front of the room. Two doors exit from the chapel on the east and west walls. An altar is located between the doors, near the wall. There is nothing of value here other than a several dozen unlit unused candles.

6. The west door opens to a small, 10 by 10 foot (3.0 by 3.0 m), storage area. Wooden pegs have been driven into the wall, on which 13 black robes have been hung. A locked cabinet holds six bronze candle holders (worth 20 gold each), a box of incense, four dozen candles and a bronze religious symbol of evil Dragonwright.

7. The east room is 20 by 20 feet (6.1 by 6.1 m) and contains one chair, one candle, and a pile of blankets. Newryck, the Priest of Darkness, lives in this Spartan-like abode. The evil cleric is at the big meeting with everybody else.

8. The quarters of the wizard, Grehukin, doubles as a guardhouse for the hidden stairwell that rises to the basement of *Frederick Valtos'* house. There are two doorways on the wall across the 20 by 20 foot (6.1 by 6.1 m) room. There is a small bed, an easy chair, small table and a trunk of clothing. The southeast door opens to the staircase, the other door opens to the wizard's laboratory. Both rooms are unoccupied.

9. Grehukin's laboratory has a locked, wooden cabinet and a 16 foot (4.0 m) long, stone workbench. An Enchanted Cauldron, filled with blood, rests in the center of the room. The spirit has remained within the metal pot and bestows the gift of foresight on those who drink a cup of the blood.

Several items sit atop the surface of the workbench, including a bowl of water, a broken pen, a bottle of ink, a sheet of paper covered in spilled ink, a silver broadsword and five vials. Each vial contains a different colored liquid. They are a potion of healing, truth serum, turn into mist and sense traps. The fifth vile contains the dreaded black jelly (see page 15 of *Monsters and Animals*).

Held within the cabinet are four wooden stakes, a small mallet, a silver crucifix, the symbol of **Dragonwright/Tri-Fang**, a crude clay statue of a dragon (inside the statue are two diamonds worth 2000 gold each), 24 empty vials, several mixing bowls, six large glass jars (empty), two large jars filled with animal blood, a set of four scalpels, 50 sheets of paper, two bottles of sepia ink, four crow quill pens, and seven scrolls. Each scroll is written by a tenth level wizard. One has the spell travel through stone, two others are fly as the eagle, the other four scrolls/spells should be determined by the Game Master. Grehukin's pet acid lizard guards the cabinets and attacks the moment the cabinet is touched. It hides on top of the cabinet and strikes without warning.

Acid Lizard

Size: 17 inches (43 cm)

Hit Points: 10

Natural Armor: A.R. 7

Natural Abilities: +3 to strike, 44 to dodge, speed 15, acid attack does 2D6 damage; the acid will continue to do 1D6 damage per melee until washed off with water. One attack per melee.

10. Double doors open to a spacious chamber. The floor of the room has been covered with thick, plush carpet. Comfortable chairs and intricately engraved furniture from the Timiro Kingdom fill the room. It is used by all of the cult's Dukes as a lounge area to relax, eat, talk and play games. The rich trappings of this room more than makes up for the Spartan confines of their individual chambers.

11. A large kitchen is attached to the rest area. It is equipped with the necessary items for cooking meals for 30 or more people. Seven female kitchen slaves are kept chained in this room. They will be frightened by intruders and beg for mercy. If the characters show kindness and try to release them, the women will decline the offer and warn them to get out before they are discovered. They will tell them that the meeting will end soon and that the cult members and their mercenaries will soon return to gloat and prepare for battle. They don't know how many cultists or troops are located in this section of the Undercity, but estimate at least fifty, maybe a hundred. They also know that a thousand mercenaries wait to attack outside the city and that the attack will occur within the next 48 hours.

12. The troll knight, Axus, is quartered within this 20 by 30 foot (6.1 by 9.1 m) chamber. It smells of leather and steel. The only furnishing are a giant bed and a small table. The north and south walls are covered by weapons, mounted on wooden pegs. Most are a collection of human and giant-sized swords, plus a spear, giant pole-arm and a pair of shields. A locked chest is beneath the bed. It contains a troll-sized half-suit of plate armor. It is magical (noiseless and has 150 S.D.C.) and glows brightly in the dim room. A staircase in the passage beyond the troll's room leads upwards to the house of *Dayn Deltor*.

13. Thick double doors open to this large, 60 by 60 feet (18.3x18.3), chamber. A pair of identical double doors are centered on the wall opposite the entrance (20 ft/6.1 m wide corridors lead from the room to the east and west). A large, roughly circular piece of stone with a diameter of 20 feet (6 m), rests in the center of the room. A magical circle has been inscribed on the flat surface of the rock slab. The Summoner, Kewtorl, sits inside the boundaries of the circle, working his dark magic!

The confines of the room are packed with 200 corpses, all of whom are standing! Each has been animated via the power of the circle. Another hundred or two lay on the floor, but every few seconds, another stands and joins the ranks of the undead army. All obey the commands of the summoner.

30 living individuals are standing around the stone, conversing among themselves, one of whom is the merchant Mardok. Half the group in the room is the hierarchy of the Tri-Fang cult, the three Lords and eight of the Dukes. Eight are boogie-men and the others are mercenary hirelings. They demand that the intruders surrender or die. If the player characters run or attack, the cultists launch their own attack and pursue them. They will try to capture at least some of the characters for interrogation, but will use deadly force if they have to. The characters' appearance will force the cultists to make their move sooner than they had planned, which may help save the city. **Note #1:** See the NPC section for specific character information. **Note #2:** See number 15 if the characters surrender or are captured.

14. Two chambers connect to the room which holds the magical circle. Each of these rooms is packed with more of the animated undead. Stone staircases ascend towards the surface of the inner city from the back walls of each of these rooms. There is a total of 300 animated dead held in the three chambers, all of whom are just waiting for the command to attack!

15. Two wooden doors open to the Tri-Fang audience hall from the main passageway. Numerous torches, held by sconces on the wall, illuminate the huge confines of this 50 by 60 foot (15.2 by 18.3 m) room.

Another 40 cultist and fighters are present, along with 12 nervous boogie-men.

The ceiling of the audience chamber rises to 20 feet (6.1 m), twice as tall as the rest of the Undercity. Three marble thrones sit at the front of the room, atop a raised platform. There is an open area directly before the platform, behind which wooden benches stretch to the back wall. The room has the capacity to seat 130 people, large enough to hold all of the Tri-Fangs. The floor of the area in front of the thrones can be made to slide open via a simple mechanism on the center throne to reveal a pit 10 feet (3 m) in diameter and 20 feet (6 m) deep.

If the player characters are captured, they are brought to this room. The cultists take their seats while the characters are forced to stand in the open area. Valtos, Dayn and Abelard climb the steps to the platform and sit on the thrones. Dayn stops before sitting down, throwing the characters' weapons at their feet. Valtos, seated in the middle, addresses the players:

"I suppose that by now, you have realized that you stand in the secret lair of the Tri-Fangs. You have, in fact, worked for our benefit in the recent past. We are grateful for the return of these precious items," he states raising the bone scepter and book recovered from the vampire prison.

"You are no doubt wondering what exactly is happening in this city. I will share our plans with you, since your illustrious adventuring careers are at an end. This scepter allows me to control the rock platform which will magically hover through the air. There are command words required to do this, these words are found in the chronicle. The magical circle inscribed on the floating rock will allow Kewtorl to command our legion of animated dead so we can raze this city. Not even the fine soldiers of Terellia can stop a thousand dead men supported by 300 mercenaries outside the city walls. Once Terellia is nothing more than ashes we march on Mishala.

"We were planning to attack tomorrow, but there is no point to waiting now. All of this would not have been possible without your help, a pity since you now have to killed. I regret having to do this, but as they say, all good things must end, right?"

Once his speech is over, Valtos hits a stud on the arm of his throne that opens the pit. The characters, still with many of their weapons tumble 20 feet (6.1 m) into the pit below. Sand fills the interior of the pit, which begins to shift as three beings emerge from inside the pile. The stone trap door closes above with a grinding sound. Three sand serpents crawl through the sand and relentlessly attack.

Sand Serpents

Alignment: Diabolic

Attributes: I.Q. 6, M.E. 9, M.A. 15, P.S. 12, P.P. 9, P.E. 9, P.B. 3, Spd. 6

Hit Points: 2D6+30

Natural Armor: A.R. 10

Natural Abilities: Track by smell 70%, dig 85% (leaving no trace), can hear a footfall through 10 feet (3.0 m) of sand, or for 30 feet (9.1 m) above the ground (i.e. impossible to sneak up on them), no respiratory system (don't breathe), and have no need to drink liquids.

Psionic Abilities: All psionic abilities from levels 1-5 at 3rd level proficiency. I.S.P.: 75

Combat Abilities: Three attacks per melee, +2 to strike, +4 to parry and dodge, +3 damage, +2 saving throws

Damage: Psionic or talons (3D4 damage) or bite (1D6 damage).

If the characters survive the battle they will be trapped inside the pit unless they can somehow open the floor; magic is their best bet. The covering has 130 S.D.C. points. **G.M. Note:** Another way free our heroes is to have Sir Derrick or the sergeant arrive within the hour with reinforcements. He is also accompanied by a 6th level priest who can perform some healing on those who need of it. Unfortunately, the cultist and their legion of animated dead are gone!

16. The wooden door to this chamber is locked. It has a red Tri-Fang painted on the surface. The door opens to a 20 by 20 foot (6.1 by 6.1 m) chamber that is littered with bones. A very large, vicious tri-fang serpent lives inside the room. Without a second thought the monster attacks. **G.M. Note:** If the attack has already begun on the city, the Tri-Fang will not be in this room.

Tri-Fang

Size: 16 feet (4.9 m) long, 525 pounds (236 kg)

Hit Points: 75, A.R.: 8

Attacks Per Melee: Three: bites do 2D6 damage each, plus spits acid (once per melee) doing 4D6 damage the first melee and an additional 1D6 points each subsequent melee until washed or wiped off.

Tri-fangs always aim for the head and eyes.

Bonuses: +2 to strike and +3 to dodge.

17. A faint smell of rotting flesh emanates from this room. Four strange, obviously undead, creatures stand behind the wooden door of the room. These creatures, Yema, stand perfectly still ignoring anyone who enters. They only attack if commanded to do so. **G.M. Note:** If the assault on the city has begun, only one Yema will be left in the room. Saddles and bridles for these undead creatures hang from wooden pegs on the wall. The Yema respond to the verbal command of anyone who addresses them.

Yema

Resembles an zombie pterodactyl.

Alignment: Unknown

Attributes: I.Q. 6, M.E. 9, M.A. 6, P.S. 9, P.P. 12, P.E. not applicable, P.B. 3, Spd. 4 running or 70 mph (112 kmph) flying

Hit Points: 70

Natural Abilities: Fly 70 mph/112 kmph (+2 dodge in flight), bio-regeneration (1D6 hit points per melee). Impervious to poison and magic toxins. Normal weapons do no damage, only magic and silver.

Natural Armor: A.R. 13

Magic Abilities: Warlock spells of air and fire; levels 1 and 2 at 4th level proficiency

Combat Abilities: Two attacks per melee, +3 to strike, +2 to parry and dodge, and is +4 on all saving throws!

Damage: Claws do 3D6 damage and the bite does IDS or 2D4 damage.

Note: See Monsters & Animals, pg. 100, for complete details.

18. This 20 by 20 foot (6.1 by 6.1 m) room is locked from inside; the wooden door has 50 S.D.C. but the lock breaks after two kicks or battering. Once the door has been opened, it reveals a sitting room furnished with a thick carpet, several comfortable chairs and a mural of two fire elementals locked in combat. A door has been hinged in the northwest corner that leads to a second chamber.

19. The bedroom is nothing like the sitting room to which it is attached. This room is dull and sparse. There is a small bed pushed against one wall and a dresser set against another. Clothing fills the drawers of the dresser, there is nothing of value. A black, leather book has been stuffed between the mattresses of the bed. The book contains elven poetry and a list of the names of ALL the Tri-Fang cultists, singed by Mardok.

20. This 20 by 20 foot (6.1 by 6.1 m) chamber is the home of the Tri-Fang Duke, Three Fingers. The room resembles a small warehouse filled with numerous items, all taken illegally. They include small casks of alcohol, incense, silverware, boxes of jewelry, and other items of value (all of it is worth a total of 30,000 gold, but will fill ten large sacks). The only area that is not cluttered with junk is the thief's bunk.

21. A circle has been carved into the floor of this 20 by 20 foot (6.1 by 6.1 m) room. It is a closed circle of "protection from good." In order to pass through it, one must make a successful save vs circle magic. The furniture in the room includes a bed, a couch, two chairs and a trunk. The trunk contains neatly folded clothing in addition to a horn from a

Gargoyle. A wooden door in the southeast corner leads to further chambers.

The summoner's chamber also has a secret stairwell that leads up to the home of Abelard Shaldon.

22. **The second of KewtorFs chambers** is an empty, 20 by 30 foot (6.1 by 9.1 m) room. A circle of demon summoning has been carved into the floor. A secret door connects this room to a smaller, connected chamber.

23. **A 10 by 10 foot (3.0 by 3.0 m) room** is concealed behind the summoning chamber. This room is empty except for a circle of teleportation on the floor. This circle is linked to another, hidden deep in a cavern at the Dragon's Gate Mountains.



The Battle for Terellia

The Battle for Terellia starts shortly after Valtos finishes his speech to the player characters.

The human mercenaries will start trouble outside the city walls in an attempt to draw the army away from the city. This will happen unless the player characters (or one of their NPC associates) have been able to tell them what they have discovered in the Undercity. If a warning can be given, even as the battle just begins, the troops will be better prepared and will not leave the city gates.

The undead legion and various cultists will rise from the undercity at two separate locations. The giant platform will rise from under the street, pushing through the earth and into the night sky. Hundreds of animated dead climb out of the opening, killing anyone they encounter. However, if the player characters' actions have forced the cultist to attack sooner than planned, then there are approximately 600 animated dead, not the thousand they had planned to use.

The worst fighting takes place at the Governor's Manor where the city's defenders barricade themselves. The animated dead gather around the manor in preparation for their final assault.

When the characters arrive, the Tri-Fangs are in negotiations with the city's leaders. The governor pleads that the citizens be allowed to leave the city. Far above the manor, a rock slab floats in the air, escorted by Akryn, Three Fingers and Axus, who each ride a Yema. The freak, animated dead are more than a match for the city's defenders. The result of the battle is a foregone conclusion as long as the animated dead are in control. As the undead hordes batter through the defenses the only hope is for the characters to remove Kewtorl from the rock slab.

G.M. Note: If the adventurer group manages to kill the summoner, the dead fall back to lifeless corpses. If he was slain when first encountered, the plan to take the city is foiled. The 300 mercenaries and hundred or so cultists would have only a slim chance for success if they pressed an attack without their army of animated dead.

Kewtorl is oblivious to anything in the air around him. He must concentrate on mentally directing the corpses and is unable to defend himself. When his concentration is broken, the animated dead freeze in place. The summoner regains control of his dead minions as soon as he can resume his focus. As long as he is kept distracted, the animated dead are less effective. If he is slain the magic is broken and the army of dead men fall to the ground. Should this happen, the remaining Tri-Fang cultists will flee and can be hunted down at a later time. Of course, the three on the flying yema and others will do everything they can to defend Kewtorl. Valtos or whoever holds the scepter controls the flying stone.

The Aftermath

The Tri-Fang adventure can continue after the battle for the city, with a little work on the Game Master's part. There should be scores of cultist to track down, perhaps even some of the leaders have survived. Some will take refuge in the Undercity, others will try to flee the area. There is also the matter of the 300 mercenaries outside the city. Although most will leave when the battle is obviously lost, some will linger as bandits and others may remain under the employ of some cultists.

Note: The Undercity is a maze of subterranean tunnels, chambers and ancient ruins that stretch under most of the city. The section used by the cultists is only one tiny area. The boogie-men and goblins will flee to those other areas. Furthermore, all kinds of adventure can take place in the Undercity. Perhaps other evil forces decide to attack or plunder parts of the surface city while its defenders are tired and the city is in a state of confusion. Maybe the giant stone slab or the unleashing of the powerful necromantic magic awoke some ancient menace or magic, and so on. Run with the possibilities.

Non-Player Villains

Frederick Valtos

Alignment: Miscreant

Attributes: I.Q. 19, M.E. 12, M.A. 14, P.S. 10, P.P. 9, P.E. 13, P.B. 12, Spd.6

Hit Points: 48

Armor: Soft leather: A.R. 9, S.D.C. 20

Weapons: Short sword 1D6, with W.P. bonuses of +3 strike/parry, +2 throw.

Level of Experience: 8th level noble

Combat Abilities: One attack per melee

Damage: By weapon only.

Dayn Deltor

Alignment: Aberrant

Attributes: I.Q. 12, M.E. 8, M.A. 10, P.S. 17, P.P. 13, P.E. 11, P.B. 14, Spd.9

Hit Points: 29

Armor: Plate mail: A.R. 17, S.D.C. 160

Weapons: Long sword 1D8+2, W.P. bonuses +3 strike/parry, +1 throw large shield, W.P. bonuses +2 strike, +5 parry, +1 throw

Level of Experience: 6th level knight

Combat Abilities: Three attacks per melee, +3 parry/dodge, +5 damage.

Damage: By weapon or kick attack 1D6 or hand to hand.

Abelard Shaldon

Alignment: Diabolic

Attributes: I.Q. 17, M.E. 14, M.A. 10, **P.S. 9, P.P. 13**, P.E. 14, P.B. 15, Spd. 12

Hit Points: 29

Armor: A half suit of double mail: A.R. 10, S.D.C. 28

Weapons: Falchion IDS, with W.P. bonuses of +2 to strike, parry and throw.

Level of Experience: 5th level merchant

Combat Abilities: Two attacks per melee, +3 to parry/dodge, +2 to damage.

Damage: By weapon only.

Mardok (Changeling Mind Mage)

Alignment: Miscreant

Attributes: I.Q. 16, M.E. 20, M.A. 16, P.S. 23, P.P. 13, **P.E. 9, P.B. 9**, Spd. 7

Hit Points: 61

Natural Abilities: Shape change

Armor: Studded leather: AR 12, S.D.C. 38

Weapons: Dwarven short sword 1D6+4 damage, with W.P. bonuses of +4 to strike and +3 to parry and throw. Rune staff, see magic below.

Level of Experience: 9th level mind mage

Psionic Abilities: All powers from levels 1-9, two psionic attacks per melee, +6 save vs psionic attack, +6 save vs insanity, +1 save vs spell magic/circles/wards, recognize illusions 69%.

Magic via Rune Staff: Standard abilities plus can cast four earth elemental spells at 6th level proficiency. The spells are wall of stone, animate object, sand storm and travel through stone. One spell attack per melee.

Combat Abilities: Three physical attacks per melee or two psionic and one physical. Non-men of arms hand to hand: +3 to parry and dodge, +2 damage, kick attack and critical strike from behind

Damage: By weapon, magic, or psionics!

Leptrik the Assassin

Alignment: Diabolic

Attributes: I.Q. 11, M.E. 10, M.A. 9, **P.S. 19, P.P. 16**, P.E. 14, **P.B. 11**, Spd. 10

Hit Points: 50

Armor: Studded leather: A.R. 12, S.D.C. 38

Weapons: bastard sword 1D8+2 damage, W.P. bonuses 44 strike, +5 parry, +2 throw; daggers (4) 1D6, W.P. bonuses +4 strike, +3 parry, +5 throw

Level of Experience: level 10 Assassin

Combat Abilities: Four attacks per melee, +3 strike, +1 parry/dodge, +2 damage, Death blow on natural 20, Stun 18-20, Critical strike 17-20, Critical strike from behind (x3)

Damage: Kick attack 1D6 or by weapon or hand to hand.

Kewtorl the Summoner

Alignment: Diabolic

Attributes: I.Q. 11, M.E. 15, M.A. 12, P.S. 10, **P.P. 13**, P.E. 12, P.B. 10, Spd. 10

Hit Points: 48

Armor: Studded leather: A.R. 12, S.D.C. 38

Weapons: Four daggers, W.P. bonuses: +3 to strike, +2 to parry, and +4 to strike when thrown.

Level of Experience: 7th level summoner.

Magic Abilities: Recognize magic items 40%, +2 save vs wards, +2 circle strength, +1 save vs spell magic/circles, recognize enchantment 48%

Combat Abilities: Two attacks per melee, +1 to strike, +2 parry and dodge, +2 damage, and critical strike from behind.

Damage: By weapon, magic or kick attack.

Grehukin, Elf

Alignment: Anarchist

Attributes: I.Q. 15, M.E. 11, M.A. 9, P.S. 8, P.P. 16, P.E. 12, P.B. 22, Spd. 8.

Hit Points: 48

Armor: Hard leather: A.R. 10, S.D.C. 30

Weapons: Iron Staff 1D8+2, W.P. bonuses +4 strike, +3 parry, +2 throw

Level of Experience: 10th level wizard

Magic Abilities: 2 spell attacks per melee, +3 spell strength, cast 15 spells daily, recognize enchantment 80%, recognize magic items 60%, +1 save vs. wards/circles, +2 save vs spell magic

Combat Abilities: 3 attacks per melee, +1 strike, +4 parry/dodge, +3 damage, Critical strike from behind, 60% chance to charm/impress

Damage: Kick attack 1D6.

Axis The Troll

Alignment: Miscreant

Attributes: I.Q. 12, M.E. 10, **M.A. 7, P.S. 19**, P.P. 14, P.E. 14, **P.B. 8**, Spd. 7

Hit Points: 43

Armor: Splint mail: A.R. 16, S.D.C. 82

Weapons: Giant-sized kobold claymore 3D6+3 damage, W.P. bonuses 44 strike, 45 parry, 41 throw

Level of Experience: 9th level knight

Combat Abilities: Four attacks per melee, 43 parry/dodge, 48 damage, Critical strike 18-20

Damage: By weapons or claws 2D6, bite 2D6 or kick 1D6

Akryn

Alignment: Anarchist

Attributes: I.Q. 10, M.E. 11, M.A. 14, **P.S. 8, P.P. 13**, P.E. 10, P.B. 13, Spd. 12

Hit Points: 42

Armor: Chain mail: A.R. 13, S.D.C. 44

Weapons: Sabre 1D6 damage, W.P. bonuses: 44 strike, 43 parry, +3 throw; Longbow, 24 arrows 2D6 damage, W.P. bonus of 45 strike.

Level of Experience: 10th level long bowman

Combat Abilities: 3 attacks per melee, 43 parry/dodge, 44 damage, Critical strike 18-20 with bow only

Damage: Kick attack 1D6 or hand to hand.

Newryck, Dwarf

Alignment: Aberrant

Attributes: I.Q. 20, M.E. 12, **M.A. 7, P.S. 14**, P.P. 16, P.E. 15, **P.B. 7**, Spd. 4

Hit Points: 33

Armor: Double mail, A.R. 14, S.D.C. 55

Weapons: Kobold war hammer 1D8+2, W.P. bonuses 43 strike 42 parry/throw

Level of Experience: 7th level priest of darkness

Clerical Abilities: See priest of Darkness, pages 143-144 in the Palladium RPG, 2 spell attacks per melee, 41 spell strength, casts 10 spells daily, sense evil 40%, 42 save vs spell magic, 41 save vs circles/wards

Combat Abilities: 3 attacks per melee, 41 strike, 43 parry/dodge, 42 damage, Critical strike from behind (x3)

Damage: By weapon, magic or kick attack 1D6

Three Fingers

Alignment: Diabolic

Attributes: I.Q. 10, M.E. 11, M.A. 16, P.S. 19, P.P. 10, P.E. 10, P.B. 13, Spd. 14

Hit Points: 43

Armor: Studded leather: A.R. 12, S.D.C. 38

Weapons: Daggers (8) 1D6 damage, W.P. bonuses +3 strike, +2 parry, +4 throw

Level of Experience: 8th level thief.

Combat Abilities: Three attacks per melee, +2 parry/dodge, +2 damage, Critical strike 19-20, Critical strike from behind (x3)

Damage: By weapon or kick attack 1D6 or hand to hand.

Typical Mercenary Fighter

Alignment: Miscreant

Attributes: P.S. 17, P.P. 12, Spd. 12, all others average.

Hit Points: 20+1D6

Armor: Chain mail: A.R. 13, S.D.C. 44

Weapons: Bastard sword, short sword and mace or spear.

Average Level of Experience: 1D4+1 mercenary fighters.

Average Race: 65% human, 20% Ore, 10% goblin, 5% other.

Combat Abilities: Two attacks per melee, +2 parry and dodge, and +3 damage.

Damage: By weapon only.

Typical Boogie-Man

Alignment: Miscreant

Attributes: I.Q. 3, M.E. 6, M.A. 3, Spd. 14, all others average.

Hit Points: 4D6

Armor: None

Natural Abilities: Nightvision 90 feet (27.4 m), prowl 77%, scale walls 80%

Weapons: Knives and clubs; 1D6 damage.

Animated Dead

Attributes: P.S. 10, Spd. 6

Hit Points: 28

Combat Abilities: 1 attack per melee

Damage: hands doing 1D6

Combat Abilities: Two attacks per melee, +2 dodge, +4 to save vs all poisons.

Damage: By weapon or claws 1D4 or bite 1D6 damage.

Note: See Monsters & Animals, pg. 16, for full details.

Castle Deltor

Not far from Terellia is Castle Deltor, a small kingdom situated in the foothills of the Dragon's Gate mountains. A deposed Baron from the Timiro Kingdom built the castle after fleeing religious persecution in his homeland. Baron Deltor and his entire household faced financial ruin and imprisonment for their belief in and support of the "True" Church of Dragonwright. Rather than being punished unjustly, the nobleman packed up his belongings and left. He had heard about Mishala, Terellia and a budding new kingdom of humans in the mountains of the southwestern Yin-Sloth Jungle and came to build himself a new life there.

Baron Deltor constructed a keep, patterned after his home in the Timiro Kingdom, in a tiny village. Huge walls of stone blocks, cut from the mountainside, were erected around the central keep. A large number of immigrants chose to settle around Castle Deltor as they surged into the area. Among them were a large number of dwarves. It has been the dwarves cooperation and expertise in mining and metal works that has helped make Castle Deltor into a fledgling kingdom. Baron Deltor's charm and sophistication in the areas of diplomacy and politics gave them a position in the Commonwealth of the Yin-Sloth Kingdoms.

Baron Marcus Deltor joined the Commonwealth with very little persuasion. He quickly recognized the benefits of such an alliance. He happily signed the trade and defense agreements and has offered many

sound suggestions. Deltor's instincts have served him well. Both the Commonwealth and his own kingdom have flourish under the current agreement. In addition to farming and raising livestock, the self-sufficient community now has a much larger market for its silver and iron ore production, headed by the dwarves. With the growth of Mishala as a seaport and the Commonwealth beginning to be recognized by the older kingdoms in the north, the future for Castle Deltor seems bright. They have built up a much larger defensive army, and have secured trade throughout the Commonwealth. In addition, it had its first shipment of metal works was sold to the Timiro Kingdom via Mishala, and the population has grown to 30,000 citizens, with another two or three thousand people in loosely allied villages all around the kingdom.

Prime Minister Griffon has recognized Castle Deltor as a vital kingdom of the Commonwealth and has appointed King Deltor's oldest son, Dayn, to sit on the Council of Advisors in the city of Terellia. The people have proudly agreed to keep the name of their city "Castle Deltor" as tribute to the man who founded it.

Notes On Castle Deltor

1. The official languages of the kingdom are Human Eastern, Southern and Dwarven, although many speak Elf, Goblin, Ogre and others.

2. The population is roughly 30,000; 76% are humans, 16% are dwarves, 2% tezcat, 2% ores and 4% others. No slaves.

3. Slavery and gladiatorial games are not illegal, but they are not practiced in this community. King Deltor supports the abolishment of slavery throughout the Commonwealth.

4. Members of most races are welcomed, although the so-called monster races are viewed with great reservation and suspicion. Likewise, there is a certain amount of animosity toward the tezcats.

5. The official religion is the "True" Dragonwright (the good church) but there are also followers of the Pantheon of the Gods of Dark and Light, Ippotomi, Tark and others.

6. Most of the houses and buildings are modest and cozy, spreading out in a circle from the central keep that is Castle Deltor.

7. Sheepherding, farming, mining and metal works are its primary industries.

Shaldon's Keep

GM Note: This adventure has been created for characters of a moderate experience level. It is suggested that a group of no less than four members undertake this adventure. The characters' party should include at least one man of magic, and all characters should be from second to third level of experience.

Shaldon's Keep is the residence of the Knight Bedevier Shaldon formerly of the Timiro Kingdom. The fortress overlooks the fairly prosperous farming village of Dunkirk. This was a small but thriving kingdom up until several months ago. Then, the evil dragon Crazy Krechik began a campaign to destroy the kingdom, although the plan was so subtle that no one knows of his involvement. Only a group of brave adventurers can unravel the source of the mysterious assault and stop the destruction of the keep.

Krechik is a true anarchist, desiring nothing from life except to create unrest. Several of Krechik's powerful dragon enemies forced him from their city, Dragonedra, because of his past exploits. Krechik was forced into a life of wandering from place to place in search of excitement. Eventually he hatched a devious plan to drive the citizens of Shaldon's Keep insane. Taking a huge, magical crystal to the Valley of Skulls, Krechik infused it with a number of spirits. These ghosts have the power to drive anyone close to them insane. The dragon gave the cursed crystal, which he dubbed the Madstone, to the dreaded Eviscerator to guard in his dungeon beneath the keep.

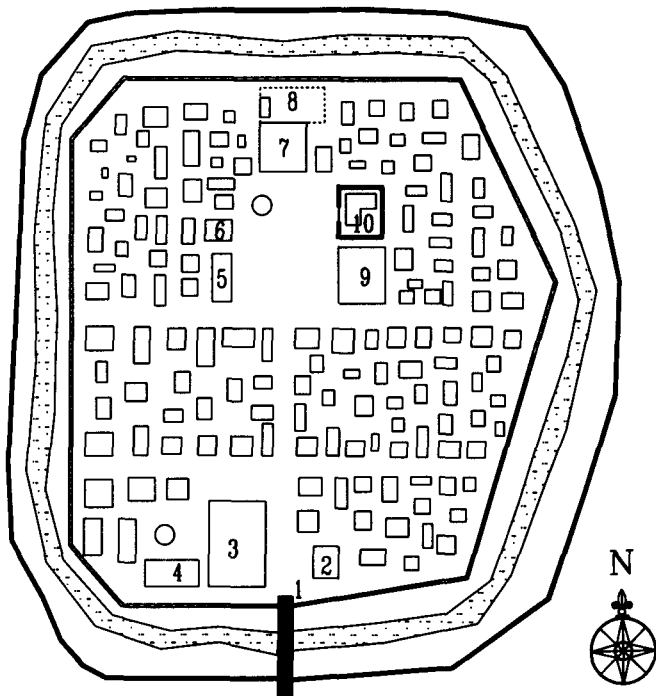
The power of the magical gem has succeeded in influencing the entire kingdom. Even the people in the nearby village are suffering from the effects of the Madstone. Anyone in the village must roll a save versus insanity daily, or develop a random insanity. Those in the keep must make a check every three hours, failure results in immediate insanity. In the dungeon beneath the keep the crystal is incredibly powerful, forcing all characters to make a saving throw every five minutes. The Madstone will give people multiple insanities, one for every failed roll to a maximum of four. Strangely enough, the gem will restore sanity to any person who is already deranged.

Encounter One

When the characters come near Shaldon's Keep they will hear a man shouting for help somewhere in the distant jungle. After following the sound for several minutes they will reach an old well where a man is trapped deep within. If freed from his predicament the man will thank the characters and introduce himself as Gregory the Wood Carver. The man will explain that he fell into the well while he was being chased from the village of Dunkirk by hideously evil creatures.

Gregory will continue to explain that there is something seriously wrong in the village and that brave adventurers should be found to investigate. After having said this the man rummages through his pack for several moments. He will produce a small statuette for each character, in their own likenesses! Before disappearing he warns the player characters to keep the statues close to them at all times.

GM Note: Gregory is obviously no wood carver but the great sage Sulyott in disguise. The statues he gives to the characters are enchanted, each bestows a +4 bonus to save vs. insanity to its owner. The statue will also prevent the characters from developing any permanent insanities that result from the Madstone.



The Village of Dunkirk

The village of Dunkirk is a community populated mainly by rugged farmers. The people whose fields are close by live within the village boundaries. Farmers who live further from the town will come to Dunkirk in order to purchase supplies. The people are independent and happy living simple lives. They are fun loving and will pack the village inn almost every night in their tireless revelry.

The people changed abruptly when the effects of the Madstone descended upon them. They heard of many strange events in the keep and now the villagers fear to go anywhere near it. They will become nerv-

ous and agitated if player characters are too persistent in asking questions. Everyone in town is edgy and paranoid. No one will have anything to do with strangers, that is no one except the merchant, Burick. Some of the people have gone completely insane, they can be seen running around the village unrestrained. Despite their fear the people will warn the characters to stay away from the distant fortress.

Defenses of Note: The village can only be approached by two directions due to the mountains nearby. Despite this, the town has impressive defenses prepared in case of an attack. A wall of 4 foot (1.2 m) stakes surrounds the village. The stakes have all been smeared with tar. The defenders will light the wall with a flaming arrow to deter attackers. A fifteen foot (4.5m) wide ditch ten feet (3.0 m) in depth has been dug behind the first fence. The sides are angled, leaving a ten foot (3.0 m) wide stretch at the bottom. The ditch is filled with 3 feet (0.9 m) of water which conceals numerous rows of sharpened stakes.

On the side of the ditch nearest the village, a wooden palisade has been erected. The fence measures 10 feet (3.0 m) in height. There are numerous arrow slits cut into the wall to allow defenders to fire upon attackers. There is a single entrance to the village, an old bridge of wooden planks resting atop stone supports. The bridge has been rigged so that the planks will collapse into a spike-filled pit beneath. The stone supports will remain standing although these are spaced too far apart for anyone to use them to cross the ditch.

1. Four mercenaries guard the entrance to the town at all times. These men and eight others were hired by Bedevier Shaldon to defend the village in case of an assault. Forces from the keep would rush to aid in the defense of the village in any attack. The townspeople have provided their mercenary protectors with a small house near the edge of the village (building 2.). The trigger mechanism that collapses the bridge is located at the guard post. There are also four sacks of Demon Fire which will cause 6D6 damage if poured upon someone and lit. The sacks are meant to be used upon enemies who have fallen into the ditch when the bridge collapses. Visitors need not pay a toll to enter the village although any weapons larger than a short sword are confiscated for the safety of the villagers. These weapons will be returned to the characters when they leave Dunkirk.

Average Human Mercenary

Alignment: Unprincipled

Attributes: I.Q. 9, M.E. 9, M.A. 7, P.S. 12, P.P. 12, P.E. 14, P.B. 9, Spd. 11

Hit Points: 26

Armor: Double mail; full suit, A.R. 14, S.D.C. 55 and small iron shields.

Weapons: Volgues 4D6 damage, 2 daggers 1D6 damage, dwarven bastard swords 1D8+5 damage and crossbows with a quiver of 10 bolts for each IDS damage.

Level of Experience: 3rd level Mercenary

Combat Abilities: 2 attacks per melee, +3 parry/dodge, +1 damage

Damage: By weapon or hand to hand.

2. The home of the mercenaries is a securely constructed, two-story building with a strong wooden door. The windows have all been fitted with sturdy shutters that are latched from the inside. Twelve men live inside the building. The mercenaries split into three watches which guard the gate for eight hours daily. Pay is low. It's just enough to cover the cost of living and some minor perks. The mercenaries, however, have taken the job for its security and low risk rather than for the money.

3. Just inside the gate rests the single story village inn. This building has been constructed of heavy timbers and the interior is quite hospitable. Besides tables and chairs the inn is furnished with a long, polished wood bar and stone fireplace. The meals served in the inn are mainly woodland fare, roast venison, rabbit stew and the like. Prices are low, just 80% of those listed in the Palladium RPG. The owner will allow people to bunk in the hayloft of the barn for 10 gold a night, rather than renting a room. The price for boarding an animal is also 10 gold and this includes food for the beast.

4. An aging barn stands behind the inn. The dilapidated structure is used by all of the villagers, at no cost. Patrons can board their animals here for 10 gold per day. The price includes meals for the animal. The barn holds several horses and a pair of milking cows.

5. A man named Burick runs the only store in town. Once a merchant in the Timiro Kingdom, the man has just recently moved to Dunkirk. Items for sale include dry goods and some minor alchemical items, like healing potions, although these are extremely expensive. Prices are 10% more than those listed in the RPG. The merchant resides in one of the nicest homes in town (building 6).

6. The house of the village merchant is lavish when compared to those of his fellow villagers. Burick has imported all of his high quality furniture from the Timiro Kingdom. A large, stone safe rests in the corner of the bedroom, it is protected by a pair of acid lizards. All of Burick's life savings is contained within the safe (1500 gold).

7. The largest house in town is home to the village headman. Although bigger than the average village house, it is no more opulent than any of the other peasant dwellings. The only unique feature of the house is the yard behind. There are a number of wooden pens in the yard which hold 5 wolves that guard the property. The headman is trying to tame the beasts to serve as guards for Dunkirk.

8. Next to the wooden dog pens, the headman's wife has dug her own garden. All manner of vegetables are planted in the garden including tomatoes, corn, potatoes, and beans.

9. The most prosperous business in town is housed by this stone building, the only one in Dunkirk. This is the workshop of a dwarven blacksmith who makes tools to sell to the local farmers and miners. The prices of these tools are 75% of those listed in the RPG. The dwarf makes weapons occasionally to stay in practice. He has a collection of daggers, swords and axes. The smith is also more than capable of repairing any damaged armor or weapon.

10. The dwarf lives in a large home that is decorated extravagantly. All of the furnishings are imported and very expensive. The dwarf is paranoid about theft, hoarding all of his wealth. To protect his valuables, the smith has purchased a domesticated Tusker who viciously defends the property.

Mephisto the Tusker

Alignment: Miscreant

Attributes: Consistent as with those of animals with a high I.Q. and Spd.20

Hit Points: 48

Armor: Natural A.R. 6

Natural Abilities: Nightvision 30 feet (9.1 m), climb 40%, swim 40%, leap up to 6 ft (1.8 m) long and high, track by smell 48%.

Weapons: None

Level of Experience: None

Combat Abilities: 3 attacks per melee, +2 strike/parry/dodge, +3 damage for both claws and bite.

Damage: Claws IDS damage or bite for 2D12 damage.

Shaldon's Keep

The keep is a squat, ugly building constructed from solid blocks of granite. Except for the twin towers that rise behind the entrance, the fortress is a single story. The gatehouse is positioned slightly lower than the rest of the building. The perimeter of the fort is protected by a 30 foot (9.1 m) tall wooden palisade. Battlements stretch along the insides of the wall with small towers at the four corners. The gate through the palisade is open and the battlements are empty.

The gatehouse is likewise deserted, no guards are visible inside or out. The iron portcullis is strangely half open. As the residents went crazy the population of the keep plummeted rapidly. Many of the inhabitants were slain by others who became violent as well as insane.

1. The Guardhouse: The guardhouse is the entrance to the keep but is also designed for defense. Across from the portcullis is a steep ramp which leads to a set of iron-bound, wooden doors. The passage is wide enough to admit horses and there is evidence that steeds have passed through recently. To the left of the entrance is a winch that is bolted to the floor. This device can be used to raise and lower the portcullis.

To either side of the half open portal are several tables with scattered chairs. The wooden surface of each table is covered by piles of playing cards and dice. A group of five dead soldiers, with their throats cut, sit at one table clutching bloody cards. Piles of coins rest on the table beside each of the corpses, there is a total of 68 gold.

A voice comes from a smaller table across the room. The corpse of a soldier sits with a throwing axe imbedded in its head. A large pile of gold coins, a total of about 148 gold, rests in front of the corpse beside a small pile of playing cards. Across from the corpse sits a man in brightly colored clothing with a lute strapped to his back. Before the characters have a chance to say anything, the man whips out a knife, pins the hand of the body to the table and begins to scream hysterically.

"You're cheating again! Keep your damn hands on the table!"

Whether or not the player characters make their presence known, the man notices their arrival motioning for them to join him at the table. In a friendly voice he will say.

"I wouldn't join that table (indicating the one with the corpses), it's a real cutthroat game of poker if you know what I mean. You can join our game if you like."

The man is Alder, an obviously insane minstrel who believes that the corpse is actually playing the card game. Alder will gladly deal the players into the game if they so desire. Questions outside of the game are merely shrugged off. The minstrel only wants to play cards. If the player characters try to leave the room, Alder works himself into a frenzy and attacks with his knife.

Alder, Minstrel

Alignment: Anarchist

Attributes: I.Q. 16, M.E. 14, M.A. 10, P.S. 12, **P.P. 8, P.E. 15, P.B. 9**, Spd. 10

Hit Points: 32

Armor: Cloth A.R. 5, S.D.C. 6

Weapons: Knife 1D6; W.P. bonuses +2 strike/throw, +1 parry

Level of Experience: 4th level bard

Combat Abilities: 2 attacks per melee, +1 parry, +2 dodge/damage

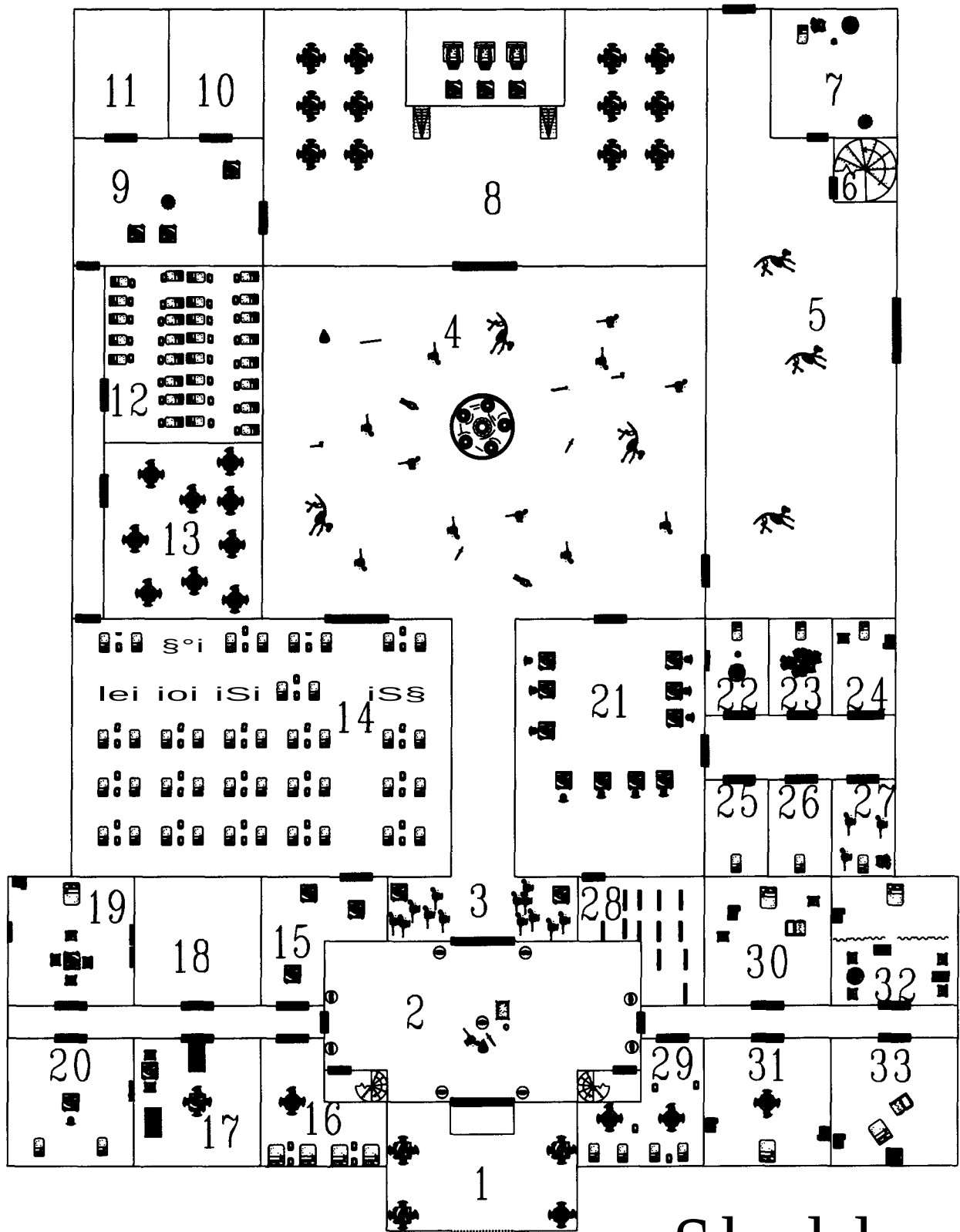
Damage: By weapon or by hand.

2. Main Hall: The thick wooden doors in the guardhouse lead to a vaulted chamber that measures 50 feet by 100 feet (15.2 by 30.5 m) with a ceiling that is 20 feet (6.1 m) high. Like the rest of the keep, the walls are made from granite blocks although the floor is paved with polished marble. Numerous tapestries decorate the walls, including the Griffon's royal banner and that of the Shaldon family. Save for a large wooden table in the northwest corner, the room is devoid of any furniture. Decorative suits of plate armor flank the many doors that lead from the main hall.

Opposite the entrance, centered in the north wall, is a set of double doors. Doors have also been centered in the east and west walls. To either side of the entrance there are doors that lead to the twin towers. A winch is bolted to the ground to the left of the entrance to raise and lower a second iron portcullis that hangs over the double doors.

There is an overpowering odor of rotting flesh in the main hall. Attached to a stone pedestal in the center of the room is a man encased in concrete from the waist down! The unconscious man is Michael, the son of Bedevier Shaldon, who can be roused with little effort. Michael suffers from dehydration and hunger, not drinking or eating for five days. If it is night, or the room is dark, the young man will scream at the top of the lungs. He suffers from an irrational fear of the dark, a neurosis that developed several weeks ago.

Several items lie on the blood stained floor at the foot of the living

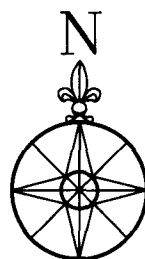


Shaldon's Keep

0 20 40 60 80 100



Scale in feet



statue. The decapitated body of Atrimus, the court wizard, covered by bloodsoaked grey robes, lies on the marble floor. The head lies nearby. A shield, helmet and a blood-splattered sword all rest on the floor next to the body. Several feet away (about a meter) there is a sack of concrete powder beside a bucket of solidified concrete.



Michael Shaldon

Alignment: Unprincipled

Attributes: I.Q. 14, M.E. 12, M.A. 12, P.S. 13, **P.P.** 11, P.E. 14, P.B. 11, Spd. 13 (movement not possible)

Hit Points: 43

Armor: None

Weapons: None

Level of Experience: 7th level knight

Combat Abilities: 3 attacks per melee, +3 parry/dodge, +3 damage, Critical strike 18-20

Damage: Kick attack 1D6 or by weapon.

If the room is dark when Michael is wakened he will begin to scream. Otherwise he asks for water and food. The young nobleman explains that the wizard magically immobilized him and then covered his body with concrete from the waist down. Michael was holding a sword and shield with which he killed Atrimus when the spell wore off. The youth pleads for the characters to release him from his predicament, although he will begin to scream again when they leave.

If someone tries to open the doors to the twin towers he will find that the west tower is empty. The door to the east tower has been locked from the side of the main hall. Inside the door the body of the keep's accountant/recorder, Terrance, hangs from a makeshift noose. There is a piece of paper on the ground that reads:

"Unable to live in the tower. Due to my sudden fear of heights I was forced to end my life prematurely. I apologize for failing in my duty Lord Shaldon but I could hold out no longer. Your loyal servant forever, Terrance."

3. The double doors from the main hall open to a long hallway. A guard post is situated right behind the doors where intruders were stopped and questioned. There are 20 by 20 foot (6.1 by 6.1 m) alcoves to either side of the 20 foot (6.1 m) wide hallway. These small stations hold a large wooden table, a bronze gong and a weapons rack. Eight dead soldiers wearing uniforms of the keep decompose in the two alcoves. The bodies have been viciously mutilated and dismembered.

4. An eighty foot (24.4 m) long passage runs from the guard post to a huge, open-air courtyard that measures 140 by 110 feet (42.7 by 33.5 m). A large stone fountain sits in the center of the courtyard, flower bushes and potted trees are also scattered throughout. There are four sets of double doors that lead from the courtyard to the insides of the keep. The mutilated bodies of courtiers and soldiers lie on the blood-stained cobbles. The courtyard is the hunting ground of Bedevier Shaldon's only daughter, Isabella.

Isabella Shaldon

Alignment: Anarchist

Attributes: I.Q. 11, M.E. 11, M.A. 13, P.S. 12, P.P. 15, P.E. 11, P.B. 15, Spd. 10

Hit Points: 26

Armor: Plate mail; half suit, A.R. 13, S.D.C. 60

Weapons: Claymore 2D6 damage; W.P. bonus +2 strike/parry

Level of Experience: 3rd level mercenary

Combat Abilities: 2 attacks per melee, +2 parry/dodge, +1 damage

Damage: By weapon or by hand.

The girl is a mindlessly aggressive maniac killing strangers who enter the courtyard. She is a self-taught warrior who has equipped herself with the armor and weapons of her dead brother. Isabella is very dangerous and cannot be reasoned with. The residents of the keep are left alone because they are the only ones she can trust.

The majority of Isabella's time is spent in the courtyard. She will also eat in the open yard. Her food is prepared by the chef. Meals are placed outside the door of the audience chamber. At the end of the day, when she finally tires of patrolling, Isabella retires to her quarters (32).

5. All of the keep's livestock were stabled in this huge room that is 60 feet by 190 feet (18.3 by 57.9 m). Numerous wooden pens separated and enclosed the various animals. The enclosures have collapsed from lack of maintenance. A few animals rest within its shade. The double doors on the east wall that lead to the exterior of the keep have been broken open. As a result, the animals roam outside and graze.

Half a dozen horses also wander around outside the keep grazing. If approached by anyone they will run away. Inside the stable there are several harshly butchered animal corpses decaying in the pens. Two doors lead from the stable area, and yelling can be heard from the door leading to room seven.

6. A thick iron door seals this passage, although a barred window is situated three-quarters of the way up from the floor. A descending stairwell can be seen through the bars, the stairs leading to The Eviscerator's Dungeon. Lying on the floor in front of the door is a large ring of keys and a polished wooden club.

7. The smithy of the keep is attached to the stable area. The 40 by 40 foot (12.2 by 12.2 m) room contains all the tools for blacksmithing in addition to living quarters. The southern portion of the room is dominated by a forge, anvil and many smithing tools. To the north a spartan living area has been set up. This consists of a bed and a locked wooden chest. The chest contains folded clothing, a dwarven short sword (+2 strike, 1D6+3 damage) and 259 gold.

Two men are in the room, standing face to face, shouting at each other. Endrik, a short, bulky man in a leather smith's apron and holding a hammer is doing most of the yelling. The other man, Varryck, is dressed in a suit of chain mail armor and is holding a shield and a spiked mace and chain. Endrik is trying to coerce the other man to enter the stables. Like everyone else in the keep, the pair are insane. Endrik is a sadistic, manic depressive while Varryck has an insane fear of ani-

mals. Currently in a manic state, the smith is trying to get his friend to enter the stables and face his fear.

The smith has suggested that Varryck, the former stable hand, go into the room and kill an animal or two. Endrik is a sadistic maniac who attacks the poor animals when he becomes depressed. It is from this pastime that the suggestion stems. The plan will not work since the pathetic stable hand is not even able to look upon the animals without being overcome by fear. The pair will continue to yell in a heated argument for hours if left alone. Endrik and Varryck will attack the players if their argument is interrupted.

Endrik The Smith

Alignment: Miscreant

Attributes: I.Q. 12, **M.E. 8, M.A. 14**, P.S. 20, P.P. 14, P.E. 11, P.B. 11, Spd. 15

Hit Points: 36

Armor: Leather apron, A.R. 7, S.D.C. 10

Weapons: Blacksmith hammer 1D6 damage; WP bonus +3 strike, +2 parry, +1 throw

Level of Experience: 6th level peasant

Combat Abilities: 2 attacks per melee, +1 parry, +2 dodge, +7 damage, Critical strike from behind.

Damage: Kick attack 1D6 or by weapon.

Varryck

Alignment: Anarchist

Attributes: I.Q. 14, **M.E. 11, M.A. 8, P.S. 11**, P.P. 13, P.E. 15, P.B. 16, Spd. 10

Hit Points: 32

Armor: Chain mail, A.R. 13, S.D.C. 44

Weapons: Spiked mace & chain 2D12; WP bonus +2 strike, +1 parry; shield WP bonus +1 strike/throw, +3 parry

Level of Experience: 4th level peasant

Combat Abilities: 2 attacks per melee, +1 parry, +2 dodge, +2 damage.

Damage: By weapon or by hand.

8. The audience hall of Shaldon's keep lies north of the courtyard (room 4) beyond a pair of thick metal doors. The room is huge, 80 by 140 feet (24.4 by 42.7 m), and serves as the audience hall, entertainment area and dining room. Just inside the door a large area has been left empty for dancing and for entertainers. A second pair of double doors leads from the room in the southwest corner. These connect to the kitchen.

At the north end of the room a large platform has been raised. Atop the platform rests a huge, intricately carved table from the Timiro Kingdom. Behind the table are three thrones, one for Lord Shaldon, his lady and their daughter, Isabella. The dining tables for the other keep residents are set in rows to either side of the 30 by 40 foot (9.1 by 12.2 m) platform. The walls are covered with woven tapestries of heroic scenes. The royal banner hangs over the door and the Shaldon family banner hangs above the thrones.

On the dance floor, the keep's ruler, Bedevier Shaldon, dances with his deceased wife. Bedevier is insane. A compulsive liar who refuses to accept that his wife is dead. He also has a deep, overriding fear of clergy, all of which were to be slain. This was before the soldiers were decimated by Isabella.

Bedevier Shaldon

Alignment: Scrupulous

Attributes: I.Q. 12, M.E. 13, M.A. 10, P.S. 13, P.P. 13, P.E. 13, P.B. 12, Spd. 9

Hit Points: 54

Armor: Plate mail, A.R., 17 S.D.C. 160

Weapons: Flamberge 3D18; W.P. bonuses of +5 strike, +6 parry, +2 throw

Level of Experience: Level 12 Knight

Combat Abilities: 4 attacks per melee, 44 parry/dodge, +5 damage, Stuns 18-20, Critical strike 18-20

Damage: Kick attack 1D6 or by weapon.

9. This cramped, 40 by 60 foot (12.2 by 18.3 m), room contains the keep kitchen. There are three huge ovens for baking, and a fire pit over which meat was roasted on a spit. Pots, pans and other cooking utensils are scattered everywhere. A small cabinet holds the numerous spices used in food preparation.

Several wooden tables are used as counters for food preparation. The majority of these are piled with the remains of past meals. One table, however, is in use by the keep's chef, Kaltos. The chef is busy cutting vegetables and putting the pieces into a large, cast-iron cauldron. Kaltos looks up from his task when the characters arrive, addressing them. After several minutes of conversation he will say:

"Excuse me but would you mind fetching my assistant from the meat locker?" pointing to the meat storeroom (room 10). "He has been in there for some time and I need him to prepare dinner."

Once inside the meat locker it is obvious to the players that the chef is insane. Kaltos has become a vicious cannibal who will attack the characters with his meat cleaver as soon as they turn their backs. His intent is to add the characters to his collection of bodies hanging from the meat hooks.

Kaltos

Alignment: Diabolic

Attributes: I.Q. 6, **M.E. 10, M.A. 13, P.S. 13, P.P. 14, P.E. 11, P.B. 11**, Spd. 12

Hit Points: 28

Armor: None

Weapons: Cleaver 1D6 damage; W.P. bonus of +2 strike/throw, +1 parry

Level of Experience: 4th level Peasant

Combat Abilities: 2 attacks per melee, +1 parry, +2 dodge, +2 damage,

Damage: By weapon or hand to hand.

10. The meat storage room of the keep measures 30 feet by 40 feet (9.1 by 12.2 m). The floor is covered by sawdust that has numerous bloody patches. Iron meat hooks line the walls. Hanging upon several of them are animal carcasses. The remainder of the hooks hold corpses of soldiers from the keep. There is another body, wearing a white apron, this is, of course, the body of the assistant cook, Manfred.

11. Beside the meat locker is another storeroom of identical dimensions, 30 feet by 40 feet (9.1 by 12.2 m). In the storeroom are all of the other foodstuffs of the keep. Two walls are covered by wooden shelves that hold preserved foods, condiments, spices and other supplies. Bags of grain rest against barrels filled with fresh spring water taken from a stream near the mountains.

12. The soldiers of the Shaldon family were housed in three barracks. This 50 foot by 55 foot (15.2 by 16.8 m) room is one of the three. The room contains numerous bunks with wooden trunks resting at the foot of each. The beds are messed up with sheets scattered everywhere. All of the footlockers have been looted, and only the clothing remains. The soldiers were all killed by Kaltos and placed in the deranged cook's meat locker.

13. The banners of the Shaldon and Royal families decorate the walls of this 50 by 55 foot (15.2 by 16.8 m) chamber. There are many tables inside surrounded by chairs on top of which dirty plates and utensils are stacked. At one time the room was the mess hall for the Royal soldiers and Shaldon's troops. Now, the room stands empty except for the occasional scavenging rat that will run at the sight of the characters.

14. The soldiers of the Royal Army were once housed in this huge room. The 120 feet by 80 feet (36.6 by 24.4 m) room holds fifty bunk beds that are all neatly made. Wooden footlockers rest on the floor at the end of each bunk, but they are all empty. There is an empty weapons rack against the north wall. The flags of the Griffon family and the royal army hang limply upon the wall. The room is covered by a layer of dust, it has not been used in several weeks.

15. The L-shaped war room of the keep is sealed by thick wooden doors. Once these doors have been opened several tables and chairs are revealed. The walls are covered by a myriad of banners including that of the Commonwealth, the Royal army, the Griffon family, the Shaldon family and those of other nearby kingdoms. A large, detailed map of the Conquered Lands is mounted on the west wall opposite the table. It was in this room that the military forces made all of their decisions and planning.

16. Across the hall from the war room is the L-shaped chamber that was once the quarters of the Royal army's general staff. The room is neat and tidy although stripped of everything but furniture. The room is dusty and unoccupied.

17. The officers of the Royal Army were given this lavish 40 by 40 foot (12.2 by 12.2 m) room for eating and recreation. A large wood dining table is centered in the room with matching chairs. The room contains a small table around which are several comfortable chairs. An unfinished chess game, that black was winning, rests on the table surface. When the royal army was still in the keep the officers and the advisor, Chadwick, would eat in this room. The room has been thoroughly cleaned although it is unoccupied.

18. Mishala, the capitol of the Commonwealth appointed an advisor to Shaldon's Keep. This 40 by 40 foot (12.2 by 12.2 m) room was the quarters of that advisor, and is decorated appropriately. The room has been divided into several areas by wooden dividers. There is a sitting/eating area with several comfortable chairs set around a table. A chess game sits upon the table. In the past the army commander and advisor would converse during a game of chess. There is a very small kitchen beside the eating area so that the advisor, Chadwick could invite guests to dinner, something that the advisor practiced regularly. The room is extremely neat, there is no dust nor is there rubbish and clothes strewn about.

Behind a thick wooden divider the sleeping area of the advisor is very organized. A bookshelf stands against the wall filled with volumes on Palladium's history, and the personal records and diary of Chadwick. There is also a bed and a dresser in the small area. The top drawers of the dresser contain mundane robes of state. The bottom drawer holds a pouch with 750 gold and a massive carving knife.

The former court advisor, Chadwick, sits alone in the room at the table moving the chess pieces around. This man has developed the most interesting insanity out of all of the inhabitants of the keep. Chadwick has developed multiple personalities. One is never sure which personality they are dealing with. The combination of different personalities is the main reason that the man has survived when so many others died. The various personalities are at odds, and have long debates with each other. In fact, Chadwick can often be found playing chess with his other personalities. When the characters arrive, his real personality takes over. He will prepare an excellent meal and answer all of the characters' questions. In the middle of dinner he will ask to be excused, leaving to the bedroom area. Then he returns with the carving knife, attacking the characters, as the Credius personality takes over.

Chadwick

Alignment: Scrupulous

Attributes: I.Q. 13, M.E. 14, M.A. 11, **P.S. 9, P.P. 14**, P.E. 13, P.B. 10, Spd. 12

Hit Points: 32

Armor: None

Weapons: Carving knife 1D6 damage, +2 strike, +1 parry, +3 throw

Level of Experience: 5th level Scholar

Combat Abilities: 2 attacks per melee, +1 parry, +2 dodge, +2 damage

Damage: Kick attack 1D6

Chadwick is a very interesting person with four different personalities. The original person is an arrogant snob who just barely manages to mask feelings of superiority. There are three additional personalities, all who know each other.

The second persona is named Sir Albert. This was actually the former army commander. The knight had a black and white view of society. He will try to exterminate any evil that he finds. There is a 50% chance of convincing Sir Albert to allow one of the other personalities to take over. The army commander has a scrupulous alignment.

Tyrel is the third personality, an extremely courteous, hospitable individual. Tyrel is fairly uninteresting and may (50% chance) allow other personas to surface. This man has an aberrant alignment.

The final personality is the most dangerous, a diabolic fiend named Credius. This evil tyrant enjoys preying on the unsuspecting and weak, especially women. Credius enjoys to torturing and mutilating his victims with bladed weapons. He gains a +1 bonus to strike with bladed weapons. This character will not allow other personas to surface unless he thinks that doing so will cause mayhem. Otherwise, Credius will not give in unless he is under trauma, shock, coma, near death, hypnosis (50%), telepathic probe (65%) and/or hypnotic suggestion (30%), although he gets a +3 bonus to save vs. psionics when this psionic ability is used.

19. This room is locked away behind a thick, metal door. The quarters of the commander of the Royal army in the keep, Knight Albert of Mishala, were in this chamber. The interior is extremely neat and tidy, like all the other rooms of the Royal army. The 40 by 40 foot (12.2 by 12.2 m) room includes a wooden filing cabinet, table, desk, bed, dresser, footlocker and several sofa chairs.

The bed is sharply made. Inside the dresser, all of the clothes are carefully folded. The footlocker is empty, it used to hold Albert's armor and weapons. The sofa chairs are placed around the table for important conferences. The wooden filing cabinet holds military records, pay lists and troop reports. There are detailed files on training exercises and relations with Shaldon's military. The desk is meticulously clean, the ink wells, paper and other materials are all in the drawers, and the desktop is cleared. A locked drawer contains Albert's diary. The last entry of the journal reads:

"I, Sir Albert of Mishala, have discovered deadly foes lurking on the other side of the Dragon's Gate. These enemies are preparing to fall on the keep. Since the force is not large, I am taking my forces to meet them in glorious battle.

"I pray to the gods that my boys will be enough, since Lord Shaldon refuses to add his own soldiers. He says that I am mad, that no enemies exist. Bedevier was once a great man but has turned coward. I have seen enemy scouts on several occasions. The advisor, Chadwick, remains in the keep to serve in his capacity."

The entry is a month old. The soldiers have not returned to the keep and never will. Sir Albeit was the first to go crazy, he suffered from delusions of grandeur and hallucinations. He lead his soldiers into the Valley of Skulls to fight a non-existent foe. Most of the men perished in the valley fighting against the monsters who reside there. The few who survived wander about completely deranged.

20. The 40 by 40 foot (12.2 by 12.2 m) quarters of two junior officers are locked, behind a thick, wooden door. The room is neat but is covered by a thin layer of dust. Two neatly made beds are separated by a wooden desk that holds numerous writing materials. A small wooden bookshelf holds volumes on military history and strategy. The books are not valuable, although the right buyer will pay about 500 gold for the tomes. At the ends of the beds are two empty footlockers.

21. This huge room was the keep's council chamber where important meetings and trials took place. The great oaken table and chairs have collected a layer of dust in the many days since the room was last used. In the corner of the room is a wooden cubicle, which was the bench of the record keeper. It is also accumulating dust.

22. The quarters of Terrance, the record keeper, are locked behind a stout, wooden door. The 20 by 30 foot (6.1 by 9.1 m) room contains several pieces of furniture, including a bed, dresser, desk and bookshelf. The bed is neatly made, and a pile of folded clothing lies on top. The desk's surface has been cleared. The drawers hold about a

hundred sheets of paper, and numerous quills and ink pots. The bookshelf holds about a dozen tomes, including a book of children's stories written by Terrance. The newest book in the collection is a history of the Shaldon family, a gift from Bedevier.

23. The wooden door to this 20 by 30 foot (6.1 by 9.1 m) room is wide open. The interior is a complete shambles, clothing and bed sheets are thrown everywhere. The huge pile of clothing on the floor makes it difficult to walk through the room of the court minstrel, Alder. Buried in the mess is a small flute and a leather pouch containing 649 gold.

24. Once the wooden door of this bedroom is opened, a strange, pungent odor overpowers the characters. This is the room of the deranged cook Kaltos. The quarters include a comfortable chair, a bed and a dresser. The dresser holds clothing and several pieces of stolen silverware worth 60 gold. Under the mattress of the unmade bed, a bloody carving knife and a small pouch have been hidden. The pouch contains 46 gold pieces and a small gem worth 50 gold.

The odor is the worst under the bed. The floor's stone slabs are uneven and covered with dirt. The stones can be easily removed, revealing the body of a royal soldier still in chain mail. This was Kaltos' first victim whom he partially cannibalized. The chef attempted to hide the body of this victim and since then he has completely forgotten the incident.

25. Soft whimpering can be heard through the locked wooden door of this room. The room behind the door is fairly neat except for the animal excrement that stains the stone floor in places. Curled up on the bed, too weak with hunger to move, is a small hound puppy. The small dog quickly regains his strength after being fed, however. There is a footlocker in the room that holds the clothing of Varryck, the gardener. When the man last left the room several days earlier, he fell victim to insanity. The man has been unable to return to his room since.

26. The door to this small, 20 by 30 foot (6.1 by 9.1 m), room is closed and locked. The assistant chef, Manfred, once lived in this room. There is a large mirror on the wall, a bed and a dresser. The bed is unmade and an open book of erotic poetry lies atop the sheets. There are several dresser drawers that contain Manfred's clothing; the bottom drawer, however, is padlocked.

The bottom drawer is filled with feathers; common, non-magical chicked feathers. No one can explain why Manfred has feather's locked away or whether they were there before insanity struck Shaldon's Keep. A small, locked box is also contained in the drawer. This box holds 340 gold worth of women's jewelry.

27. The interior of this 20 by 30 foot (6.1 by 9.1 m) room is extremely dark. There is a powerful stench of rotting flesh from a number of Lord Shaldon's men who litter the floor. All the corpses are in the early stage of decay. They have all been partially eaten as well. Fragments of smashed and broken furniture are scattered all around the room.

The southeast corner is a nest of sorts, a pile of mattresses, clothing and bed sheets of Atrimus, the former resident. The pile is the resting place of Kilner, a Shadow Beast summoned to the keep by Atrimus. The evil creature has enjoyed his stay so much that he has decided to take up permanent residence. The creature attacks everyone who enters the room. His first target will be any light source.

Note: Statistics vary depending on whether the shadow beast is in darkness or light. The statistics in darkness precede the slash (/) while those in light are listed after:

Kilner

Alignment: Diabolic

Attributes: I.Q. 7/7, M.E. 7/7, M.A. 7/7, P.S. 26/18, P.P. 24/16, P.E. 30/15, Spd. 24/8

Hit Points: 90/45

Natural Abilities: Invisible/visible and prowls 90%/45%

Combat Abilities: 3/2 attacks per melee, +5/+1 strike, +5/+1 parry & dodge, +11/+2 damage.

Damage: Claws 2D4

The pile/nest holds a bright red Cloak of Protection that has a translucent green marble in an interior pocket. The trinket is actually a Marble of Transmutation that turns into a huge emerald worth 20,000 gold.

28. The L-shaped library holds all of the records and books of the keep. Wooden shelves hold hundreds of chronicles of history, legal bills and minutes of council meetings. The room is stuffy, smelling of parchment and filled with dust. The last person to pass through the room was Terrance, who died almost three weeks ago.

29. The personal guards of the Shaldon family lived in this L-shaped room. There are several bunks, footlockers and a pair of tables with chairs in the chamber. The furniture has been destroyed, shattered and strewn about the room. Although the most experienced soldiers in the keep by far, these men were crushed in a huge struggle against the shadow beast, Kilner. After the guards were all dead, the beast dragged them back to his lair.

30. Michael Shaldon lived in this 40 by 40 foot (12.2 by 12.2 m) room. There is little inside; a couple of chairs, a dresser, a bed and open chest. The dresser contains fancy clothing that does not appear to have been worn much. The bed is unmade, and the bed sheets hang to the ground.

The open chest holds Michael's most prized possessions. On the top are a saddle, bridle and other riding accessories. Beneath is a half suit of plate mail, minus the helmet. Next is a weapons belt with a dagger and empty sword scabbard attached. A short bow and a quiver of a dozen arrows rests near the bottom of the chest.

31. Bedevier Shaldon and his wife Katrina lived in the confines of this 40 by 40 foot (12.2 by 12.2 m) room. Several flimsy wooden dividers have been used to create separate, smaller areas in the room. The first is a sitting area complete with sofa chairs, a table and a small marble fireplace. The second area is a small knitting room with a large basket of woolen yarn and a small loom.

The bed quarters is hidden at the back of the room behind the last divider. The area holds a huge, four-poster bed, a large mirror and two dressers. The bed chamber is extremely neat, for Bedevier will not tolerate a mess, and no one dares to enter the room, not even the Shadow Beast, Kilner. All of the keep's inhabitants fear the great Sir Shaldon with good reason.

32. The room of Isabella Shaldon is a lovely one that measures 40 by 40 feet (12.2 by 12.2 m). The room has been separated into two sections by flimsy dividers. A sitting area is just inside the door which includes a number of lovely sofa chairs and a small table on top of which rests a china tea service worth 200 gold. One sofa is covered by oil stains that smell strongly of leather and iron.

The other area is a bed chamber dominated by a magnificent four-poster bed covered with fine pink sheets. There is a changing area with a large mirror, dresser and table. Various grooming utensils rest on the table; they have not been used lately. A jewelry box also sits on the table. It has obviously been rifled through, and there are only a few pieces of decorative jewelry left, worth 65 gold. The dresser drawers are open and the clothes lie in piles on the floor. Most of the jewelry was stolen by Manfred before his death. Isabella is oblivious to the theft, she only uses the room to sleep.

33. The eldest Shaldon boy, Xavier, occupied this 40 by 40 foot (12.2 by 12.2 m) room. Two banners hang on the wall, that of the Shaldon family and Xavier's own standard. The only furniture in the room is a dresser, bed and a large wooden chest.

The bed has been moved away from the wall, revealing an open trap door. A rope, tied to a bedpost, descends into the darkness below. This is actually The Eviscerator's Dungeon. The dresser holds piles of fancy clothing and a crossbow and quiver of a dozen bolts. The wooden chest held armor in the past but this was stolen by Isabella.

The Eviscerator's Dungeon

When imprisonment becomes necessary, criminals are held in the dungeon beneath the keep. The cells are connected to the upper level by a stairwell in the stables. The dungeon was built originally to hold Timothy, the youngest son of Bedevier Shaldon. The crimes of the youngest Shaldon forced the entire family to flee from the Timiro Kingdom. When Bedevier was still a duke in Timiro his son wandered the village streets, killing the residents. Timothy would attack the villagers and remove their bowels. This practice earned him the terrible nickname of The Eviscerator.

Unable to kill his own son, Bedevier moved his entire family from the kingdom in shame. After the keep had been constructed, peasants moved into the area to farm the land. They built the small village of Dunkirk and petitioned Bedevier to be their leader and protector. Lord Shaldon had the dungeon altered, adding several holding cells for any criminals.

The arrival of the Madstone changed everything. The jailer voluntarily locked himself in the dungeon, throwing the keys into the stable. This action ended any chance of escape for the people locked in the cells below. The terrible Madstone can be found in this dungeon.



The Madstone

Krechik, an ancient night stalker dragon, created the madstone after he was forced from Dragonedra. The gem is a basketball-sized, translucent crystal of little value. The diabolical dragon took the magic crystal to the Valley of Skulls where he infused it with spirits from that great battlefield. These ghosts had the power to twist the minds of any who entered the dread valley. Now, the powerful gem has the same effect.

Everyone near the Madstone (within 6 miles/10 km) will slowly become insane. The only exceptions are people already mad, who will find their sanity returned to them. Krechik brought the gem to the keep for its entertainment value. The fiend has disguised himself as a member of the keep in order to watch events unfold as the residents go crazy.

The plan backfired somewhat: one of the ghosts trapped in the crystal is an ancient, good wizard named Legwhix. Although his spirit is permanently fused with the gem, the wizard can still cast his spells. He will use his magic to attack evil creatures or to cast beneficial enchantments on those who ask. The ancient wizard was 13th level when he perished and knows all of the spells from first through tenth level in addition to a spell of Legend, Clone. Legwhix befriended Timothy Shaldon and was convinced to create multiple clones of the young man to provide companionship.

Statistical Data: The madstone will cause or cure insanity unless the character makes a saving throw at a given interval. A failed roll means that the person has developed a random insanity. Multiple insanities are possible, up to a maximum of four. In the dungeon saves must be rolled for every 5 minutes spent in the area. The crystal has an A.R. 12 and 100 S.D.C. though blunt weapons will cause double damage. Legwhix is helpful and courteous but knows that the Madstone is evil and must be destroyed. Thus far he has been unable to convince Timothy to break the cursed gem.

Clone, A Spell of Legend

Range: line of sight

Duration: permanent until destroyed

Saving Throw: none

When it is cast, the spell creates an identical duplicate of the target creature. The duplicate has the same personality, attitudes, and quirks of the target. Attributes are those of the original person but the level of experience is halved. The duplicate becomes its own individual who will change and grow depending on events/experiences that it witnesses. The spell was created eons ago by a powerful mage who wished to have a useful assistant rather than the usual inept ones.

This spell can not be used against supernatural creatures or creatures of magic.

Clones of Shaldon!

The dungeon is crawling with clones of Timothy Shaldon. To save space, the original statistics of Timothy Shaldon and those of the clones are listed below. When a clone appears in the text, they are given a name, "Timothy the ..., " in addition to a list of their insanities. Except for the different mental afflictions, the clones have identical stats.

Timothy Shaldon

Alignment: Unprincipled

Attributes: I.Q. 13, M.E. 13, M.A. 10, P.S. 14, P.P. 12, P.E. 15, P.B. 12, Spd. 8

Hit Points: 42

Armor: None

Weapons: None

Level of Experience: 6th level Knight

Combat Abilities: 3 attacks per melee, +3 parry/dodge, +3 damage

Damage: Kick attack 1D6 or by weapon

Timothy Clones

Alignment: Varies (see descriptions)

Attributes: I.Q. 13, M.E. 13, M.A. 10, P.S. 14, P.P. 12, P.E. 15, P.B. 12, Spd. 8

Hit Points: 21

Armor: None

Weapons: None

Level of Experience: 3rd level knight

Combat Abilities: 2 attacks per melee, +3 damage



Damage: By weapon or hand to hand.

1. At the bottom of the stairs, behind a locked iron door is an octagonal room. This is the guard house, designed to accommodate 6 soldiers and a jailer. There are two tables with chairs for the guards to use to sit and rest, eat or play games of chance. A weapons rack is set against the wall and it still holds a small portion of its original complement of arms. The remaining weapons include some small swords, crossbows and a few polearms. The room is orderly but completely empty. A second locked door is bolted to the wall opposite the first. Beside the door, a wooden peg has been driven into the wall and it appears that it once held a set of keys. A piece of parchment has been attached to the surface of the door. The paper bears a sketch of a young nobleman with several lines written below in the Eastern human tongue:

"This is Timothy Shaldon, the dread Eviscerator. No matter how lucid, do not release this man from the dungeons. This is both for your safety and that of everyone else."

2. The guard chamber exits into a 90 foot (27.4 m) long hallway that measures 10 feet (3.0 m) in width. There are four evenly spaced doors on either side of the hall, with a single door on the end. The doors are all made of iron with a barred window through which the room beyond can be viewed.

The rooms marked (2i to 2iv) on the map are all identical, 20 by 20 foot (6.1 by 6.1 m) cells that contain a cot and excrement bucket. In some cases, noted below, they also hold a prisoner.

The former jailer, Geoffery, has been imprisoned in this cell for his protection against the many clones in the dungeon. The man is a gibbering idiot who suffers from Fear of Animals, Mindless Aggression (non-functioning), and Intimidation of spoken language.

Geoffery

Alignment: Unprincipled

Attributes: I.Q. 9, M.E. 11, M.A. 5, P.S. 16, P.P. 13, P.E. 12, P.B. 10, Spd. 12

Hit Points: 22

Armor: None

Weapons: None

Level of Experience: 4th level soldier

Combat Abilities: 2 attacks per melee, +3 parry/dodge, +3 damage

Damage: By weapon or hand to hand.

Both of the two guards were driven insane by the Madstone. One has been locked in this cell to keep him safe from the clones. The guard suffers from schizophrenia, paranoia, and an intense fear of heights, such that he cannot sleep on the cot.

The second guard is imprisoned in this cell. He suffers from Fear of Undead, Love of Domination, and an Obsession with Cleanliness. Although harmless, he has been locked up for his own protection.

Average Guard

Alignment: Scrupulous

Attributes: I.Q. 9, M.E. 9, M.A. 7, P.S. 14, P.P. 9, P.E. 12, P.B. 9, Spd. 10

Hit Points: 24

Armor: None

Weapons: None

Level of Experience: 4th level soldier

Combat Abilities: 2 attacks per melee, +3 parry/dodge, +2 damage

Damage: By weapon or hand to hand.

A young man, who resembles the sketch on the guard room door, is held in this cell. This is a clone, Timothy the Berserker, who suffers from Homicidal, Mindless Aggression, Schizophrenia, and an Invasion of the Body Snatchers complex. He is the least functioning of the clones and has been locked away for his own safety.

3. At the end of the hall, the iron door is unlocked. A horrible torture chamber can be seen through the window. Terrible machines are placed about the room, each designed to cause great suffering. In the northwest corner lies a stone block and axe, used for executions. To the left of the door stands an iron maiden that contains the rotting body of the former torturer and executioner.

Two clones occupy the room, although both will be oblivious to the presence of the characters. One clone can be seen clearly enough to be recognized. He is torturing another person on the rack. The second person's appearance will only be revealed if the characters enter the torture chamber for a closer look.

The interrogator is Timothy the Torturer, who suffers from extreme paranoia in addition to a deep, overriding fear of women. He is armed with a bastard sword and a dagger, both taken from the guard room. While the players watch, the clone begins screaming at his victim:

"Say it, say it you spineless tombworm. Admit that I am the Eviscerator."

"I am the Eviscerator."

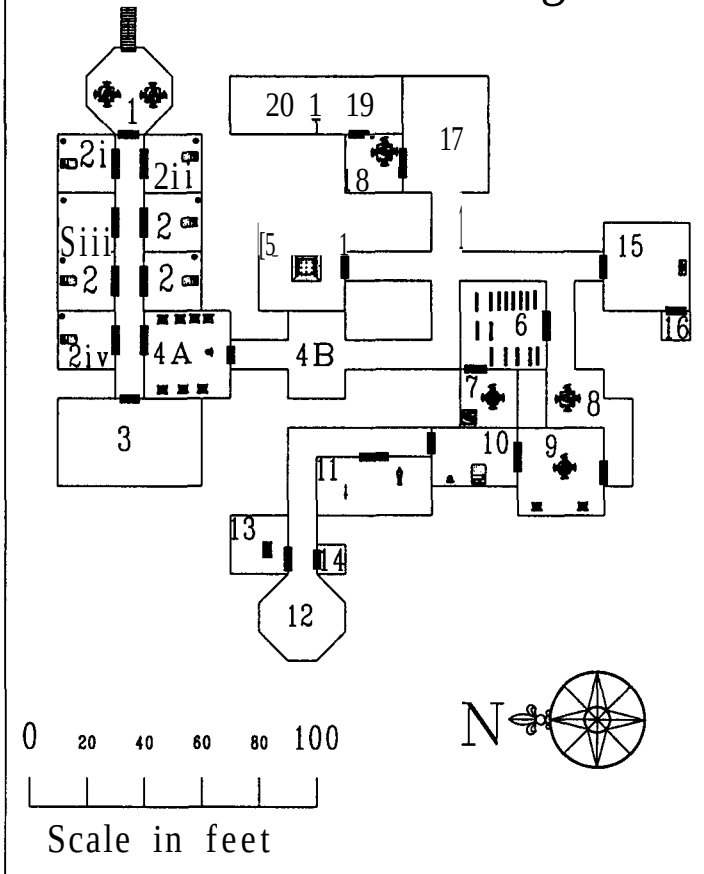
"Why you foul mouthed, lying pile of dragon droppings!" screams the Torturer as he increases the pressure of the rack. The outcome of the situation depends upon the actions of the players.

The man on the rack is Timothy the Insane, a deranged clone who leads a terrible existence. His insanities include hysterical blindness, compulsive lying, fear of success and manic depression.

4A. The Shaldon family designed a pair of rooms for them to visit Timothy. The first is a 30 by 30 foot (9.1 by 9.1 m) chamber that serves as the visiting room. Like a den, the room has a number of comfortable chairs pushed against the wall. In the center of the room stands a wood and iron chair with leather restraints. During the visits, Timothy was secured to the chair by the guards, for the safety of the family.

In this room there are two clones, one in the corner wetting himself while the other is strapped to a chair, screaming. Directly across the room from the entrance there is an open iron door through which come the sounds of a banging gong.

Eviscerator's Dungeon



The clone in the corner is Timothy the Wetter, who suffers from mindless aggression. He is afraid of loud noises which reduce him to his current state. Once the banging stops he brandishes a claymore and chases after his tormentor in a rage.

Timothy the Minstrel Killer is strapped to the chair, screaming curses and threats. He loves to be dominated although music and loud noises cause him to enter a berserk rage. In his frenzied state the clone would kill the musician if he were set free.

4B. The second part of the visiting room is a chamber that measures 20 by 30 feet (6.1 by 9.1 m). There are no furnishings, just a large bronze gong used by the guards to summon Timothy for a visit. When the young man approached, he was led to the sitting room and strapped to the chair. A clone is in the chamber banging on the gong with a mace to torment his brethren. After a time, he picks up a shield and races to room 5, closing and barring the door behind him.

The clone, Timothy the Tormentor, is afraid of heights, the dark and suffers from a strange complex. His affliction has changed the clone into a cruel killer who needs to torment others around him.

5. Before his madness, Timothy Shaldon was a youth of varied interests. One of his passions was music, and the family included a 30 by 30 foot (9.1 by 9.1 m) music room in the dungeon. Timothy the Tormentor resides in this room, sleeping on a makeshift bed of old blankets. He bars the door with a wooden shelf and plays various instruments to torture his brothers. If the characters accompany this deranged man into the room he shows them a spike lined, 10 by 10 foot (3.0 by 3.0 m) pit in the center of the room.

At the bottom of the pit, impaled on the spikes, is the corpse of Xavier Shaldon. Xavier had been secretly visiting his brother through a concealed trap door in his room. The demented Timothy clone introduces his brother then breaks into evil laughter. He drops to the ground, laughing, and accidentally rolls into the pit, falling to his death.

6. The thick wooden door to the room has been locked. A 30 by 30 foot (9.1 by 9.1 m) room lies beyond the door. Obviously a library, the room is dominated by the smell of parchment. Wooden bookshelves cover the floor space. Each is filled with volumes of history, science and fiction. Another wooden door is hung in the northwest corner of the room.

7. Connected to the library is a 20 by 20 foot (6.1 by 6.1 m) study. There is a fireplace where a table and comfortable chairs are positioned. There is a desk near the back of the room atop which sheaves of parchment are stacked beside an open notebook. The book is a work in progress, the biography of a doctor. The parchment sheets have notes on all the doctor's patients who are also all of the dungeon's inhabitants. A small cot has been pushed into a corner under which rests a pile of folded clothes. The study and library house another clone, Timothy the Doctor, although he is not present.

8. The hallway widens into a 20 by 20 foot (6.1 by 6.1 m) chamber before continuing. The chamber is a sitting area consisting of tables, chairs and paintings on the walls. There are two clones speaking together, although one is obviously sedated. The two clones are Timothy the Doctor and Timothy the Depraved. The doctor greets the characters politely, inviting them to dinner. He answers their questions while leading the characters and the clone to area 9.

Timothy the Doctor is insane, believing himself to be a psychiatrist. He is a good person, polite and hospitable with the self-imposed duty of curing the many crazy people in the dungeon. He has a second set of keys to the dungeon, although it lacks the key to the top of the stairs.

Timothy the Depraved is the most dangerous of all the clones. He suffers from functional mindless aggression, paranoia and a dangerous god complex. If released without sedation he will try to kill every creature around him. The clone believes that if he kills every other creature of Palladium, then himself, he will become a god. Timothy the Depraved managed to kill four other clones before he was imprisoned by the doctor.

9. The door to this room is barred from the inside. If the characters are with the doctor he knocks loudly on the wooden surface. The door is opened by the zombie of a dead clone (but not a clone of Timothy.) The doctor explains that the zombie is the manservant, Alfred, of the original Timothy Shaldon. The doctor invites the characters to relax after sending the zombie to find its master. Alfred will attack the characters if they are not accompanied by the doctor.

Alfred

Attributes: I.Q. 4, P.S. 20, Spd. 8

Hit Points: 47

Armor: Natural A.R., 14

Combat Abilities: 2 attacks per melee, +5 damage.

Charms, mesmerism, and hypnotic suggestion type spells/influences have no effect at all. Fire and cold do half damage. Normal weapons do not damage (only silver, holy, and magic weapons can harm him).

Damage: Hands 1D6

The room measures 30 feet by 30 feet (9.1 by 9.1 m). The interior includes a lounging area and a kitchen. The lounge is furnished with sofa chairs and a coffee table on top of which rests a china tea service. A huge, oaken table with matching chairs sits in the center of the room. The kitchen consists of a cupboard of supplies and condiments in addition to a fireplace and a small clay oven.

If the player characters were invited by the doctor, the zombie returns with the original Timothy Shaldon. The young man is extremely happy to finally have some real company. He tells the characters that the madstone has actually cured him of insanity. He explains that his crimes in Timiro were beyond his control. He will gladly speak wit the characters and tell them that all he desires now is to escape from this dungeon. He speaks of the Madstone and his friend, the ghost Legwhix, trapped within. Timothy says that the mage created the clones to provide companionship, although they became insane in a short time. He admits that he has not destroyed the Madstone yet because the magi-

clan's ghost is his only real company. As long as the player characters are polite to him, he will see them as potential new friends and he will lead the players to the magic crystal and help them destroy it.

10. Timothy Shaldon's bedroom connects to the kitchen/lounge. The carpeted chamber holds a small chair, bed and a fireplace. There is a walk-in closet that holds a mirror, grooming items and clothing. Most of the clothes are gone, given to the doctor to distribute to the other clones. A wooden door opposite the entrance to another room.

11. This 20 by 40 foot (6.1 by 12.2 m) room is an exercise area for the young Timothy. There are archery targets, dummies for weapons practice and some wooden gymnastic equipment. The arms and armor used by Timothy are also stored inside the room. He will don his armor (chainmail, full suit), and will carry a thunder hammer (2D4 plus 3D6 damage). The Madstone rests atop a stone block in the center of the room. Player characters must make a saving throw vs insanity for every melee spent in the room. A zombie stands guard just inside the door. If the group attacks the madstone the zombie morphs into the huge form of Krechik. The dragon does not want to see his entertainment end and attacks the characters.

Krechik

Alignment: Diabolic

Size: 9 feet (2.7 m) in height, 35 feet (10.7 m) long and has a 60 foot (18.3 m) wingspan

A.R.: 14

Hit Points: 80

Natural Abilities: Nightvision 200 feet (61.0 m), see the invisible, poor day vision 40 feet (12.2 m), fire and cold resistant (half damage), metamorphosis, fly (40 mph/64 kmph), I.Q. average, prowl 66%, identify tracks 70%, track 83%

Psionics: All Level one abilities, I.S.P. 60 at fourth level proficiency

Magic Knowledge: All spell magic levels 1-3 at fourth level proficiency

Clerical Abilities: Turn 6-36 dead 77%, exorcism 55%, remove curse 21%, healing touch (1-8), resurrection 11%, animate/command dead 6D6 dead 77%, teleport 88%, dimensional teleport 14%.

Combat Abilities: 3 attacks per melee, +3 strike/parry/dodge, +10 damage, +4 on all saving throws.

Damage: Claws 3-18, bite 3-18 or breath, a 6 foot (1.8 m) wide stream of fire with a 30 feet (9.1 m) range doing 4D6.

If the player characters begin to lose the fight badly, Legwhix will involve himself from within the crystal. The ghost casts spells to weaken and hurt the dragon until the fight becomes evenly matched. Timothy, who is sane for now, will also be protected so he can use his weapon on the Madstone. If Krechik goes down to 15 hit points he will metamorph into an insect and flee. He will also leave if the crystal is destroyed. (Crystal has an A.R. of 12. A natural 20 will cleave it in two, or when half of it's S.D.C. are gone).

12. At the end of the hallway there is an observatory, Timothy's favorite room. The chamber is octagon-shaped with barred windows along the east wall. These provide ventilation for the dungeon, but more importantly a view of the outside. The other walls have been painted in a huge mural of the scenes beyond the bars. Before the arrival of the Madstone, Timothy spent the majority of his time in the room, painting and wishing for freedom.

13. A 20 by 20 foot (6.1 by 6.1 m) meditation room was included in the dungeon which is empty save for a thick carpet. The chamber is now the prison cell of the clone Timothy the Depraved. Since this man is the most dangerous of all the crazy individuals, the doctor requested that Timothy Shaldon act as the jailer. Timothy never used this room so he granted the doctor's request.

14. This small, 10 by 10 foot (3.0 by 3.0 m) room is covered with dust. The room contains painting supplies that have not been used since the mural was completed.

15. Bronze double doors etched with the likenesses of the gods of Dragonwright seal this room. Beyond the locked doors is a small chapel with an altar, statues and some benches. The chapel was built and consecrated in case the Eviscerator should choose to pray for his soul. The chapel is used rarely. The keys are in the possession of Doctor Timothy.

16. A tiny, 10 by 10 foot (3.0 by 3.0 m) penance room is attached to the chapel. The most vulnerable clone in the dungeon is housed in the small chamber. The doctor carefully ministers Timothy the Pathetic. The clone suffers from a fear of open spaces (even the chapel), fear of loud noises and intimidation by the spoken word. The man has chosen to imprison himself in the room. The doctor does not try to help the patient, just brings him food and water.

17. From a distance, screams are audible from the room. As the characters approach, a throwing axe flies into the hallway. A clone, Timothy the Jester, rushes into the hall, grabbing the axe. He starts talking to the characters uncontrollably, inviting them to join him in a very fun game. The Jester suffers from functioning, mindless aggression and a twisted sense of humor.

The room was once the dining hall but has been rearranged. The chairs are pushed to the side and the table leans against the eastern wall. A clone is bound to the table by a rope. The Jester is throwing a collection of knives, clubs, darts and throwing axes at the immobile clone. The other man is Timothy the Target, who loves to be dominated, especially in this sadistic game. If the Jester is prevented from throwing his weapons both clones will protest violently. Strangely enough, the Target has lived through several prior sessions of the target practice.

18. A smaller dining room is connected to the large one where the clones play their game. The room contains several chairs, a small table and dirty dishes scattered everywhere. A door is hinged to the northeast wall.

19. The door from the dining room leads to the large, 20 by 30 foot (6.1 by 9.1 m), kitchen. All the utensils needed for food preparation are present in the room, including a fireplace and oven. The meals of the many dungeon residents are prepared in this room. The inhabitants eat in the small dining room unless they are imprisoned. A door is hinged on the north wall from which screams can be heard.

All of the food for the dungeon is stored in the kitchen. There are few supplies left. The dungeon residents are likely to die if the pantry is not restocked. With all the extra people in the dungeon, food is running out quickly.

20. The screams echo inside this 20 by 30 foot (6.1 by 9.1 m) room. It is dark inside the room and it has a dirt floor. The room was included so that Timothy Shaldon could try to grow a garden. The room has become a graveyard where seven bodies have been buried since the violent clones were created. The screaming comes from another clone, Timothy the Normal, who suffers only from an abnormal fear of the dark. He was dragged to the room and buried in soil up to his neck by the Tormentor the night before.

The Aftermath

Once the Madstone has been destroyed, the sanity of the members of Shaldon's Keep will return. The people will have foggy memories of events during their days of insanity. Those in the dungeon below the keep will never be cured of their madness due to the close proximity of the Madstone. The residents of the keep will begin to rebuild although they are forever changed. The advisor, Chadwik, if still alive, will venture to Mishala to petition for help to rebuild the fort. If he is dead, someone else will be chosen for the journey, maybe the player characters.

Bedevier Shaldon will thank the characters for saving the lives of the people in the keep and for protecting Dunkirk. As a result of recent events he has no reward for the characters' help. They are considered heroes for their deeds and offered the protection of the Shaldon family. The Eviscerator will have his mark of shame erased, rejoining his family as Timothy Shaldon. The survivors in the dungeon will remain im-

Dragon's Gate Mountains

The Dragon's Gate mountain chain cuts across the land in the north-eastern area of the jungle. The chain was named for the huge population of dragons who reside in two cities on the mountaintops. The jungles that dominate the lands of Yin-Sloth surround the large mountains. The vegetation extends almost halfway up the rocky slopes in a rugged patch of jungle. The domain of the dragons ranges from the treeline to the craggy mountain heights. The peaks are frigid and desolate, spelling danger for the unprepared and unwary.

The forested slopes teem with animal-life, creatures who roam without fear of captivity. The land is inhospitable and is therefore left alone by the civilized people of the Conquered Lands. Tribes of intelligent life forms also reside in the jungle though none can claim dominion. The only creatures that have control of the mountain range are the dragons. The other residents cower in fear when confronted by these supreme rulers. Although the sight of a dragon's shadow is enough to make these beings cringe, they are not afraid of any other creature whom they encounter.

The mountain slope is a barren, rocky expanse once the treeline is crossed. Few creatures dare to venture this high for fear of the mighty dragons. Only reptiles and insect-like creatures will be found in the heights, scurrying among the rocks, hiding when large beings approach. The slopes are also plagued by hundreds of vicious Rock Crawlers who attack any being they find.

Many species live within the sheltered environment of the mountain. Beneath the ancient rock surface, hundreds of beings live out their lives away from the glow of the sun and the influence of surface dwellers. The under-earth settlements are impressive, usually composed of labyrinth-like cavern systems or cities built in huge, open chambers. Many of the species have small agricultural patches where subterranean vegetation is raised.

Dragon's Gate: Population & Statistics

Terrain & Climate: The dominating terrain feature in the area is, of course, the mountain range. The rugged jungle thrives on the lower slopes, and the plants mix with boulders from past avalanches. Fire sand may be encountered but it is extremely rare.

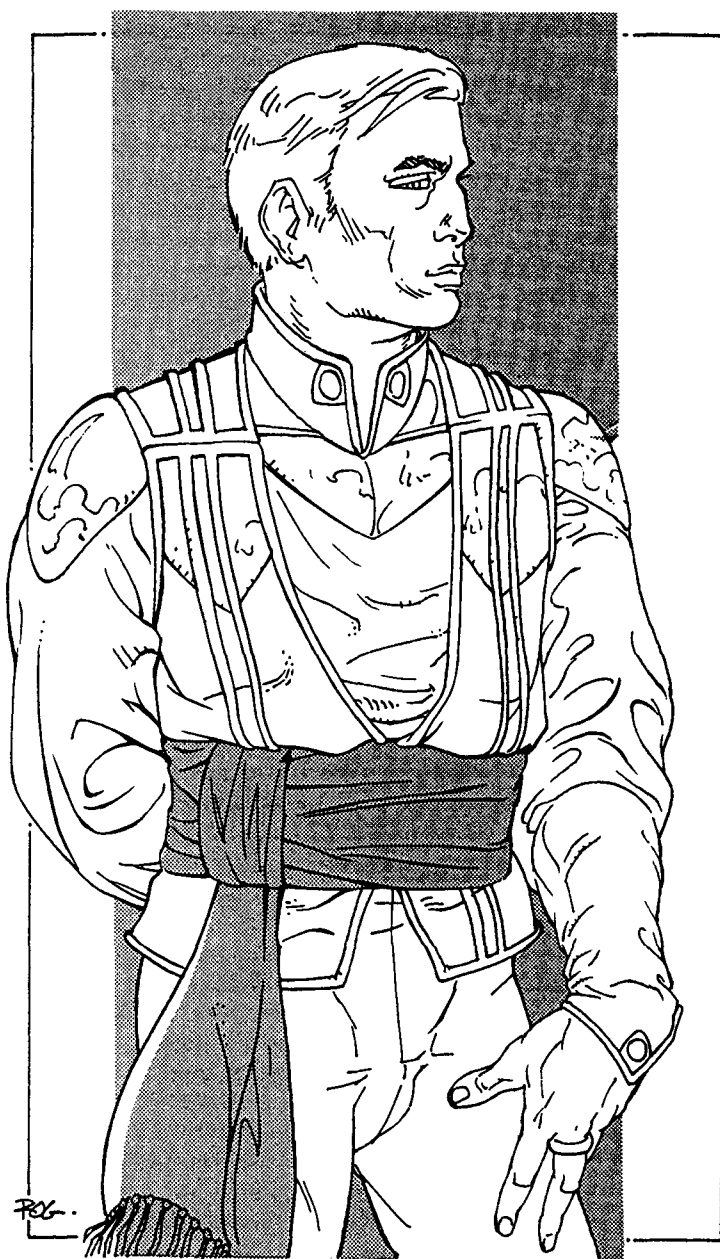
Temperatures in the Dragon's Gates are cooler than those in the jungle due to the altitude. Average temperatures range from 59 to 86 degrees Fahrenheit (15 to 30 degrees Celsius). Annual rainfall hovers around 60 inches (1.5 m), and precipitation falls as snow on the peaks.

Monster Population Of Note: In the area just below the treeline lives a large monster population. The species which can be found include Acid Lizards, Chimera, Hoppers, Melech, Nippers, Rock Crawlers, Tomb Worms and Timrek.

Only monsters that are small enough to hide in the rocks above the treeline live there. Any large creature that roams beyond the protective cover of the trees will be slain by hunting dragons. The monsters found on the higher slopes are usually reptilian or insect-like, common inhabitants include Acid Lizards, Fire Worms, Nippers, Rock Crawlers and Tomb Worms.

Estimated Faerie Population: The jungle around the Dragon's Gate mountains have the highest faerie population in the region. The total population is approximately 350 faeries, most of whom are sprites. The majority of these creatures dwell in the jungle near Dragonedra, the city of good dragons.

Estimated Population of Intelligent Life Forms: Intelligent creatures of many different species live in the mountains. The creatures will be found, almost exclusively, in the jungle. Most of these beings are nomadic hunters who will just be passing through the area. The different species encountered include Adram, Grimbor, Hytril, Human tribesmen, Tezcats, and Werebeasts.



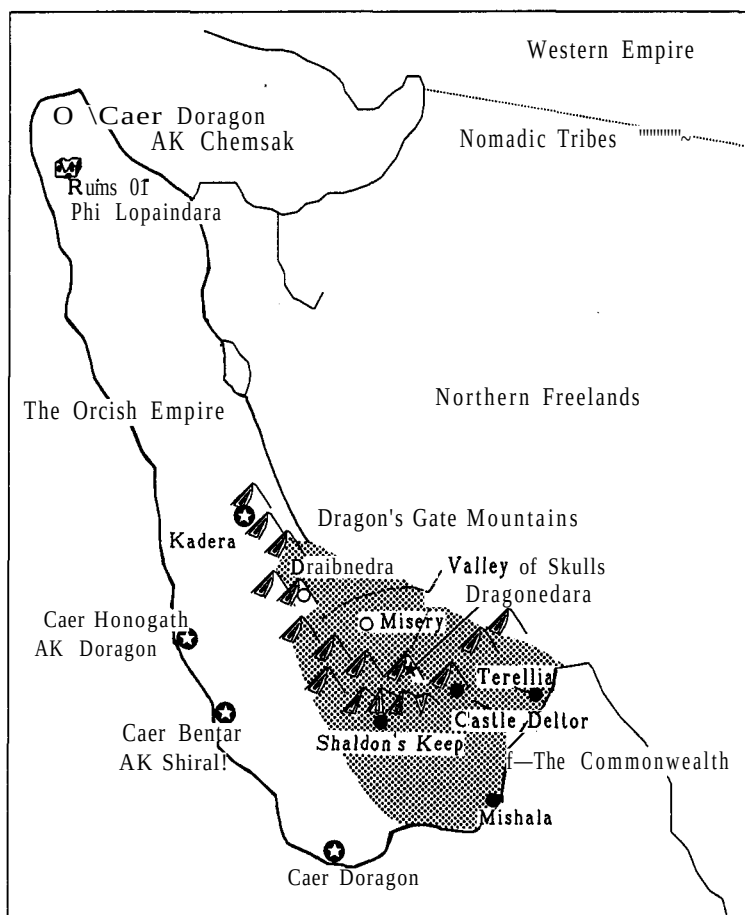
prisoned till the end of their days. The new jailer, Doctor Timothy, will try in vain to cure his patients through tender ministrations for as long as he lives.

Eventually, the keep will be restored. After several years the area around the keep is expanded into an entire city, with the aid of the government. The city will thrive and perhaps one day it will rival the capital of the Commonwealth of Yin-Sloth Kingdoms.

An Alternative Ending

The dragon Krechik may have decided to grab the Mastone and flee instead of staying and fighting. He will likely hide far away for a while and lick his wounds, if any. Perhaps he will find another town where he can use the Madstone to mentally afflict the people and renew one of his favorite pastimes. Or the player characters may be followed by Krechik and mysteriously find themselves going insane as revenge for challenging the dragon and attempting to destroy the crystal.

NOTE: Don't forget the wizard's ghost who was trapped in the crystal. If it was destroyed and he was set free, he may become a powerful ally of the player characters. The other spirits that were also trapped will be thankful and then be on their way.



Additional creatures live in the caverns and passages beneath the mountains' surface. The creatures who inhabit the underground areas are the Avians, Dragonmen, Kobolds, Trappers Mates, and Troglodytes.

Dragonedara

A small town has been constructed at the foot of one of the highest mountains of the Dragon's Gate chain. The settlement is a town with very few shops and businesses. The core buildings are constructed of stone and include a general store, grain silos and a large temple to the gods of Dragonwright. The homes of the villagers that surround it are each little more than a hut or longhouse constructed from jungle materials. At first glance, it is nothing more than a pathetic farming village where the people struggle to grow crops in rocky fields.

There is much more to the town, however, for the majority of the residents are actually dragons. There are a few who are in their natural form while the majority have metamorphosed into humans and elves. These dragons once lived in Dragonedra before the split caused by Styphon the Black. These are the good dragons who wish nothing more from life than to live in harmony with their neighbors. They built the village so that humans and dragons can learn to accept each other, live in peace and mesh the two societies. Nearly 200 hundred dragons live in the village alongside 500 humans. There are very few people who know that the village exists, although the evil dragons know of its location.

Dragonedra

When the battles between the elves and dwarves raged in the Old Kingdom, the dragons escaped from the tyranny of the elves. As a group, they searched for an area where they could find safe haven from any conflict on Palladium. The huge reptiles discovered the Dragon's Gate mountains and befriended the humans nearby. Together, the two groups constructed a giant city for the dragons to inhabit. The dragons lived in harmony with the humans, teaching them about the true gods and magic. Then, Styphon the Black and Zandragal convinced the evil

dragons to corrupt the simple jungle natives. The corruption continued until the Battle of Gods erupted.

A second pair of dragons emerged in the interim to fight for harmony between themselves and the humans. This group, lead by Kormath and Kym-nark-mar, has left the dragon city, leaving behind the worst of villains. In the decades that have passed since that time, the majority of the city has fallen apart. Most of the buildings are bleak, crumbled skeletons, destroyed in the numerous fights between the hateful dragons. The massive walls are still intact, forming a barrier that few dare to cross. It is nearly impossible to scale the 300 foot (91.4 m) walls, and the only gate is guarded by a seven-headed hydra.

There is a single unifying force in the city of evil dragons that keeps Dragonedra from complete destruction, the Temple of Dragonwright. The temple is massive, and is large enough to hold 1000 full-sized dragons! Though the four gods of the pantheon are represented, in statues and altars, it is obvious that the temple is dedicated to Styphon the Black and Zandragal. These two gods share their favors liberally with the dragons of the city, creatures with whom the pair once lived. In the huge temple the evil gods share their instructions with their children; instructions for spreading destruction and chaos throughout Palladium.

A mere quarter of the buildings are in the same condition as the Temple of Dragonwright. These are the manners of the strongest dragons and those with the most influence. Each of these buildings hold huge treasure piles and the dragons themselves. There are a mere 100 dragons who live in the city, although during religious festivals as many as 500 of the giant reptiles journey to Dragonedra to hear the words of Styphon. The only thing that keeps order in the city is fear, fear of the wrath of Styphon should any serious fighting break out.

The Valley of Skulls

At the base of the Dragon's Gate mountains there is a huge valley that is, literally, filled with bones. The skeletons of numerous creatures are piled atop each other in a one foot (0.3 m) deep, grisly river. The largest fight of the Battle of the Gods was fought in this valley. The participants were tricked into fighting here by Zandragal and Kirgi the Deceiver. As the battle raged between the many races involved, the dragons from Dragonedra flew overhead eradicating the armies with their magic and breath weapons.

This area is now a dreaded taboo land for all of the jungle natives. The spirits of thousands of creatures who died on the battlefield roam through the bone piles. In fact, the majority of the combatants' shades did not pass on to the next plane. As ghosts, these soldiers do not physically assault travellers, instead they depict horrid scenes so terrifying that the mind is unable to remain rational. In a matter of minutes, anyone who enters the valley will be driven insane by the images of the





ghosts. One can cover their eyes to avoid the images although they will no longer be able to see.

The valley is not devoid of life. A group of monks have constructed a monastery in the middle of the bonefield. The monks have devoted their lives to bringing peaceful rest to the tormented spirits. The skeletons are separated and then buried, individually, in a graveyard near the commune. The monks bind their eyes with strips of black cloth for their outings into the fields where they retrieve single body skeletons by touch. Over the years, the monks have gradually learned to move quickly through the valley.

This gives them the perfect possible defense. The only sane way to pass through the valley is with the guidance of a monk. The monastery is completely safe due to the protection of the ghosts and the fact that very few dare to venture within sight of the valley. The ghosts are extremely protective of the monks, and will physically combat any who dare to harm the priests. The spirits know that they will find rest only if the monks are allowed to continue in their work. In addition to the monks, a group of Undead-Hunters live in the monastery. The small commune of Misery is one of the few, secret, training centers on Palladium where the Undead-Hunters are trained. There are fifty monks and fifty hunters living in the monastery.

The Northern Freelands

The Northern Freelands is the name given to the huge expanse of jungle north of the Dragon's Gate Mountains by the people of the Commonwealth of the Yin-Sloth Kingdoms and the Orcish Empire. It is primarily unclaimed and unconquered wilderness inhabited by jungle people, tezcats, headhunters, lizard men, grimbor, cat men, krog, dogres and giants. Over the last two centuries, thousands of ogres, ores, goblins, ratlings and humans have migrated into the region, mainly from the Western Empire, Baalgor Wastelands and Old Kingdom. Most are nomads wandering and trading along the lightly forested northern jungle. There are only a handful of tiny towns and only slightly more permanent villages. These nomads and refugees rarely travel into the interior of the rain forest and most have never heard of the Commonwealth or the Orcish Empire far to the south. Only Western Empire slavers and explorers brave the inner jungles.

Northern Freelands: Population & Statistics

Terrain & Climate: The Northern Freelands is a vast, uninterrupted, expanse of jungle north of the Dragon's Gate Mountains. Under the canopy of the trees, huge populations of animals, monsters and intelligent life forms are hidden.

Average temperatures range from 68 to 95 degrees F (20 to 35 C). There is a fair amount of rainfall, anywhere from 30 to 50 inches (76 to 127 cm) annually.

Monster Population of Note: All of the jungle monsters can be found in this area of the Yin-Sloth. The list of creatures includes Acid Lizards, Chimera, Fire Worms, Grimbor, Hoppers, Krel, Melech, Nippers, Rock Crawlers, Tomb Worms, and Timrek. These monsters have no fear of non-native men. The average creature is so aggressive that it will attack groups of these men, especially at night. These monsters number in the tens of thousands.

Estimated Population of Intelligent Life Forms: The Northern Freelands are a haven for intelligent creatures from the Conquered Lands. The creatures found in the area include: Adram, Cat Men, Lionaur, Hytril, Lizard Men, Native Human Tribesmen, Ores, Tezcat, Trapper's Mates and Werebeasts. They also number in the tens of thousands.

Estimated Escaped Slave Population: Only a few thousand slaves have escaped from the Conquered Lands to this jungle.

Spanning from the Dragon's Gate Mountains to the borders of the Western Empire are the Northern Freelands. This portion of jungle serves as a buffer zone between the Western and the Orcish Empires.

The jungles are pristine, untouched by civilization. Only primitive native tribes and reclusive nomads from the north wander through the region. The ferocity of these inhabitants contrasts with the great beauty of the land.

The border nomads have forsaken civilization to live in the jungle. These men and women hunt the fringe, moving between border towns and thick jungle. These people are much like the mountain men of the Great Northern Wilderness. The nomads have developed a bond both with the land and the natives. Both groups will tolerate the other, and never attack without reason.

There are many different humanoid tribes who inhabit the jungle besides the border nomads. These people eke out a meager existence like their ancestors before them. These have been fortunate to escape the influence of modern civilization. The people are free to roam the jungle and live according to their tribal ways. The largest group of natives is the Tezcat, whose fighting prowess and violent tendencies have made them the dominant species. These people and the other native tribes will defend their jungle home fiercely against all interlopers.

A very small portion of the population of this land is made up of escaped slaves. These people have managed to flee from their captors in the Orcish Empire or the Commonwealth of Yin-Sloth Kingdoms. They have survived the journey through the Dragon's Gate Mountains but these people are different than the natives. They lack the degree of expertise in jungle skills that the natives have, but they are also more aggressive. They have been toughened to the point that death is preferable to capture. They are particularly wary of anyone who has metal arms or armour. All such people are looked upon as slavers sent from the Conquered Lands.

The Great Bog

The Great Bog is a huge area that is a combination of jungle, swamp, and bogs located at the center of the Yin-Sloth Jungle. The Great Bog is filled with pools of stagnant water, mosquitoes, disease, choking underbrush, marshlands, and quicksand. In addition to the difficult terrain there are hundreds of cutthroats and monsters looking to prey on the unsuspecting and outsiders. It is a primordial hell and a land of death and anarchy. Rumors suggest that the Great Bog is under the influence of an evil wizard or dragon. Another rumor suggests that it is the sleeping place of the Great Old One Al-vil or Ya-blik, and that the Old One's aura of evil has transformed the land to match its own ugliness (the area is rich in mystic energy).

Lizard men are the dominant species in the area and the most tolerant of "outsiders." They will usually allow outsiders to travel through their lands unmolested, as long as they don't cause trouble or threaten them. They also try to avoid conflicts with the other reptilian humanoids who inhabit this region, the krog. As a general rule, the lizard men stay away from other life forms but aggressively protect their own territory. The lizard men patrol their homelands, keeping the areas free of dangerous monsters and tezcat (their enemy). All hostile creatures within their borders are destroyed or chased away. They live in large tribal villages in the swamps and along waterways. They could become the overlords of the Great Bog, but are content to be left alone and enjoy a simple life.

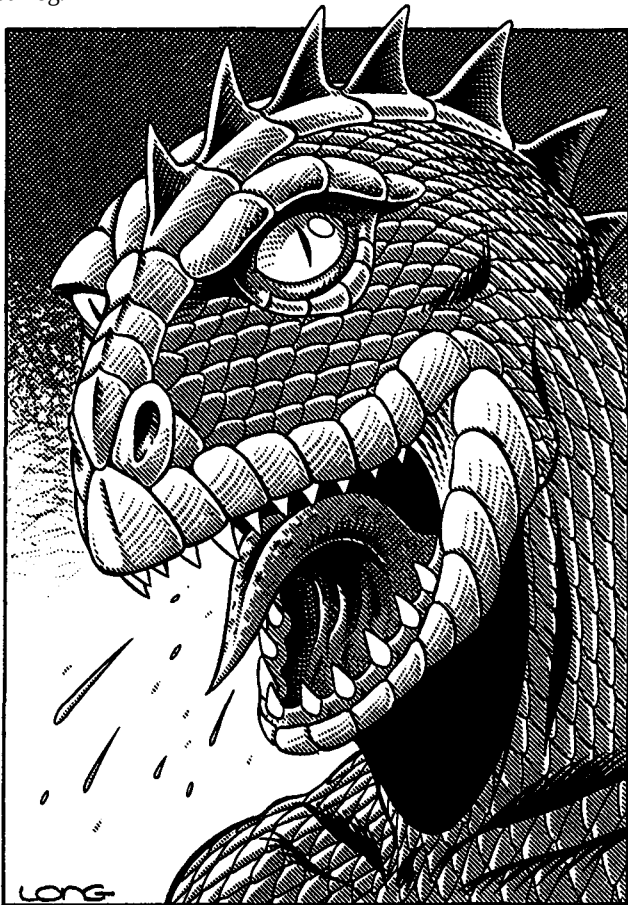
The **krog** are humanoid frogs. They are insanely aggressive and war-like. They love combat to such a degree as to be completely frustrated and useless when not involved in a conflict. In the past, the krog destroyed all their enemies. The unsettling peace caused a civil war that wages to this day. Skirmishes erupt over the most trivial of incidents. All-out-warfare breaks out on a weekly basis. The many splintered and warring tribes are constantly jockeying for a better position and pacts are constantly being made and broken with each other. Its almost funny

except that hundreds of krog and dozens of innocent bystanders get hurt in the crossfire on a daily basis.

A tribe of fearsome **gromek** warriors have also taken up residence in the Great Bog. They wander the desolate wasteland in small, nomadic hunting clans. Most jungle natives fear them and believe the gromek are evil spirits, due to their great size, strength and monstrous features. This gromek tribe enjoy their simple existence in the Bog, although they have not abandoned their warrior ways. They see a threat or challenge in the simplest things and will attack an intelligent life form over the slightest provocation. They will also engage a monster or group just for the thrill of battle or to test their mettle. Once they have bested their victims, most gromek warriors will allow them to live in defeat. Another clan has recently allied themselves with a tribe of krog and constantly instigate them into battle. This unlikely alliance could form a powerhouse force in the Great Bog.

The murderous **kelpie** is among the most loathsome of creatures. The demonic thing murders lizard men, krog and humans alike. These devious monsters do not have a large population, but can be encountered throughout the region. They rarely shift into horse form since they would be immediately suspect in this environment. Instead, they lurk beneath the surfaces of pools and quagmires, waiting to strike at any unsuspecting creature who comes too close to its deadly embrace. The lizard men and most jungle people consider the kelpie a menace and destroy them at every opportunity.

Adventurers who wander through this region will find themselves in an extremely dangerous situation. The land is uncharted and filled with quicksand, bogs and quagmires. Its inhabitants and savage, murderous, monsters like the melech and animal predators also hunt in the Great Bog.



The Great Bog: Population & Statistics

Terrain & Climate: The Great Bog is a vast stretch of desolate swamp. Thousands of species of small plants, bushes, vines and weeds, many of which are lethal, cover the landscape. An overpowering, pungent odor permeates from the ground at some places, caused by gas es-

caping from bubbling quagmires or pools of stagnant water. Numerous patches of quicksand dot the land in addition to occasional patches of fire sand. Millions of tiny insects buzz through the air, most are just annoying but some can cause illness and death.

The air is constantly hot and humid although rainfall is less here than in the rest of the rain forest, about 50 to 80 inches annually (the average rainfall for the rest of the jungle is 80 to 120 inches). The temperature ranges from 86 to 104 degrees Fahrenheit (30 to 40 Q!

Monster Population of Note: Hundreds of monsters infest the bog. These creatures attack anyone who seems vulnerable, but some know no fear and attack even large groups. Living in complete harmony with their environment, the monsters are excellent at camouflage and stalking their prey. Many live near patches of poisonous plants or quicksand or chase victims into the bog or quicksand pools.

The monsters found in this region include: Bogies, pucks, toadstools, kelpies, timrek, chimera, melech, harpies, giant blow worms, nippers, fire worms, tomb worms, tri-fangs, wild dogs, hyena, tigers, panthers, and the occasional land squid, werebeast, and dragonactyl. Not to mention the krog, gromek or lizard men.

Estimated Population of Intelligent Life Forms: The number of different species of sentient beings is limited, just as with monsters. Those creatures who have adapted to the quagmire have large populations.

The intelligent life forms who dwell in the swamps include: gromek, kelpies, krog, lizard men, harpies and evil faerie folk.

The Great Fire Bog

Perhaps the most dangerous area of the Yin-Sloth Jungles is the Great Fire Bog. Jungle people give it a wide berth and call it the "Devil's inferno." The landscape is truly alien. The natural plant life has been destroyed and replaced with unearthly vegetation, flaming geysers, and a desert of sand and shifting dunes.

Legends tell of a huge dimensional Rift torn open during the Battle of Gods. Colors whipped through the sky in a swirling kaleidoscope of flashing lights. At the center of the portal was a black vortex that sucked the forest into its hungry maw. For several days the hole hung above the desolation, spilling forth a multitude of debris and monstrous life forms. The bombardment created the Great Bog and the Fire Bog that exists there over 70,000 years later!

The jungle has never been able to completely reclaim this region, although jungle shamans insist that the Great Bog has steadily shrunk with each passing eon. Nature has melded with alien substances to create a macabre scene of sickly and mutant vegetation. The trees closest to the two great bogs are twisted and sickly. Mixed in with the native plants are deadly alien vegetation with sharp thorns and poisonous fruit. Alien mineral formations are scattered throughout the area.

There are flaming geysers everywhere which spew forth columns of fire and sulfuric stench. These ignite the fire sand, causing devastating fire storms. An unnatural desert with giant sand dunes cover much of the fire bog. Among them are smaller dunes composed of fire sand that are too far away from the pillars of flame to be ignited. Fire bogs boil and seethe with primordial power. Terrible monsters and alien beings such as the sand serpents, Fyr-kree instectoids and trapper's mates live in the inferno that is the Great Fire Bog. Nimro fire giants and others have also moved in, taking comfort in a climate feared and inhospitable to lesser life forms.

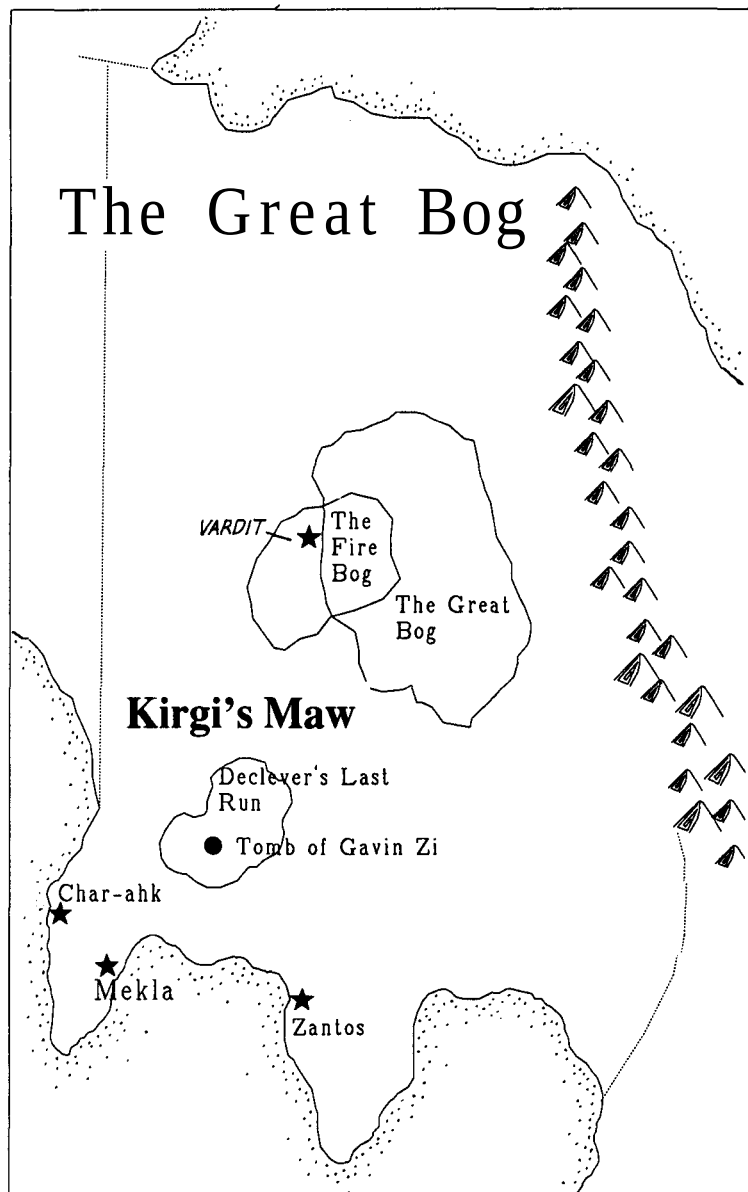
The Fire Bog: Population & Statistics

Terrain & Climate: The area is an alien bog with flaming quagmires, tiny volcanos and fiery geysers. Much of it is desert and parched earth. The rich jungle soil has been covered by sand and fire sand, and although heavy rains fall in this region, they don't seem to have any effect on the Fire Bog and desert.

A bleak, wind swept desert broken by pillars of flames and fire bogs that is hot and dry. Temperatures range from 95 to 110 degrees Fahrenheit (35 to 45 C).

Monster Population of Note: Lesser and greater fire elementals (no earth, water or air elementals), Nimro giants, fire sprites, lassae demons, fire worms, nippers, tomb worms, sand serpents/snake people, insectoids, toadstools, and the occasional ore, goblin, gigantes, melech, tri-fang, gallu demon bull, baal-roq, dragon and animal predator.

Estimated Population of Intelligent Life Forms: The most common intelligent beings are the Fyr-kree insectoids, sand serpents and occasional fire sprite, ore, goblin or demon. The tezcac and most jungle people stay away from this "evil" place. See the monster section for a full description of these two races.



Kirgi's Maw

In an exotic land, Kirgi's Maw is the most bizarre of all the areas. The majority of the jungle is named for Yin-Sloth the Terrible but this region is the property of Kirgi the Deceiver. The name stems from the fact that the coastal shape resembles a rodent with a gaping maw. The name actually comes from the Battle of Gods, for Kirgi and his armies were defeated in this area by the forces of the other gods.

The borders of this land are not formed by physical terrain features. Instead it is a roughly outlined region that spans from the coast to the "Great Bog". If any land can be labelled evil it is Kirgi's Maw. The jungle radiates a menacing evil from its shadows. The bleak nature of the land can be seen and felt from the alien coast through the swampy jungle. New travellers often dismiss the local legends of the area as superstition. When they have completed their journey, however, their convictions have been dramatically changed. For this reason, most mature intelligent life will prefer to skirt the area.

Throughout Kirgi's Maw danger hides behind every tree, bush and rock. Death waits for the foolish, or the unwary who dismissed the warnings. There are poisonous plants, corrupted water and masked pools of quicksand. Even the inhabitants of the area are akin to shadows, keeping to the darkness to stalk their prey. The animals, monsters and sentient beings all have adopted their own strange customs. These many customs are believed to be the result of the influence of the Deceiver, Kirgi.

Kirgi's Maw: Population & Statistics

Terrain & Climate: The least desirable terrain in the jungle is found in Kirgi's Maw. The coastal beaches are covered by black ash/sand with scattered clusters of volcanic rock. The jungle is a dark area which radiates malicious intent. The forest is broken by stretches of marsh, quicksand and even patches of the dreaded Fire Sand.

The ghastly terrain combines with temperatures that range from 77 to 104 degrees F (25 to 40 C), as well as a high humidity. The annual rainfall is negligible, barely 10 inches (25 cm).

Monster Population of Note: The region has very few creatures, probably as a result of the inhospitable conditions. To make up for their small numbers, the existing monsters seem to be smarter than their counterparts in the outer lands. The creatures lurk in the darkness, having developed abnormal stalking abilities. The monsters found in the jungle areas include Acid Lizards, Grimbor, Hoppers, Melech, Nippers, Tomb Worms and Timrek.

The coast has an environment that is much different than the jungle. As a result, it is not inhabited by the same monsters. The coast is home to dimensional travellers who have found the terrain comfortable. These monsters who have settled on the coast include Basilisks, Demon Locusts, Fire Worms and Lasae.

Estimated Population of Intelligent Life Forms: Why some outland region attracts any sentient beings is unknown. Humanoids are found in the harsh terrain with Changelings, Fire Faeries, Humans (natives), Insectoids, Krog, Lizard Men, Ratlings, Ration, Sand Serpents and Tezcac. The different species generally keep to themselves, although there may be short violent conflicts from time to time.

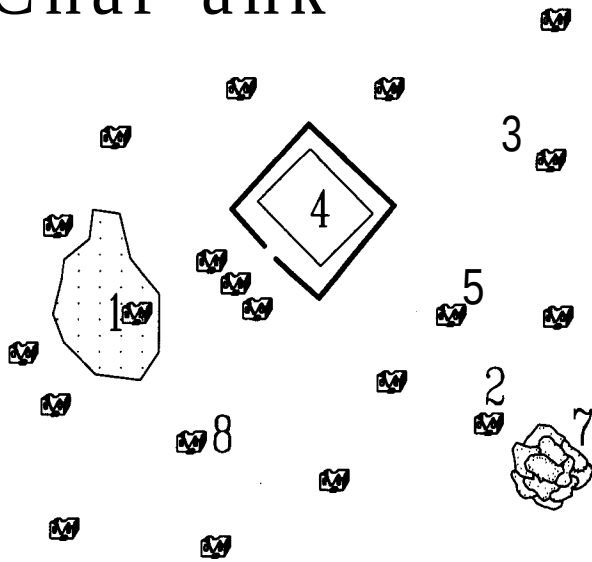
The Ruins of Char-ahk

Char-ahk was one of the many cities scattered throughout the Yin-Sloth by the ancient human civilization. Its construction was mainly of stone with some wood and other materials. In its centuries of neglect, the majority of the buildings have collapsed and been covered by jungle vegetation. Very few of the structures are still intact and they are deserted for the most part.

All of the local tribes avoid the ruins as if they were the plague itself. Totems are scattered around the ruins and the tribesmen will attempt to warn anyone who enters the ancient city. Even the merciless Tezcac will attempt to warn all intelligent life forms from entering the ruins. They will say that after entering they, all lose their very soul to the "Shadow Demons" that inhabit the deserted city.

Upon entering the perimeter, all will immediately sense that they are being watched from the many shadows. Fear and anticipation will build as unidentifiable, fleeing shadows dart from cover to cover. Scampering noises will be heard but the source remain hidden. Beady, glowing eyes will stare from the shadows on close inspection, although the only apparent residents are hundreds of rats.

Char-ahk



The "Shadow Demons" that reside in the ruined city are the Ratlings and Ration. They have arrived just recently and developed an underground lair from which they operate. The main purpose for their presence is to turn up stone blocks for masonry (see the Tomb of Gavin Zi Adventure further on). There are about 20 Ratling and 35 Ration in the ruins. They will stalk any adventurers, giving them a chance to leave before attacking in groups of about five. Note: **G.M.s**, play up the soundss to include scraping and digging noises.

Char-ahk: Highlights of Note:

1. This section of the city is refereed to as "The Thicket" by the Ratling/Ratton residents. Once a rich person's manor it is now a patch of choking underbrush. The remains of the walls of the main house are clearly visible. Hidden in the depths is a small, partially dilapidated gardener's shed. The tracks to it are covered by the tangling bushes. The entrance is concealed by a wooden trap door and a particularly menacing Ration guards the entrance.

2. The building is a shambles, although a portion of the roof is still intact. There are stone chips scattered all around on ihe ground and a path to a rock pile. Close inspection of the pile will reveal a large sack that contains masonry tools like hammers and chisels.

3. The large fountain is cracked and the statue has fallen in. The statue has eroded and is totally unrecognizable. The huge basin is home to a Yin Adder, a particularly large and vicious snake even for its species. The bottom is still layered with some of the ancient coins thrown in for luck.

Yin Adder

Size: 2 feet (0.6 m)

Weight: 1.5 pounds (0.7 kg)

A.R.: 5

Hit Points: 7

Attacks per melee: 2; bite does 1D4 points of damage, venom does 1D4 damage to humans, and causes nausea for 2D4 hours, The venom does 3D6 points of damage to other snakes, lizards, birds, rodents and other small mammals.

Bonuses: +3 strike, +1 dodge

Natural Abilities: Climb 50%, swim 50%, prowl 75%, and contains a substance in its blood that renders it immune to the bites of other venomous snakes (venom does no damage). Will attack and kill any other type of snake that comes near it.

Speed: Land 8, water 5

4. One of the few buildings that is still intact in the entire ruined city is the ancient Armory. This building was the quarters of the militia and the city's military fortress. It seems to be in a state of disrepair but is structurally intact for the most part. A trench has been recently dug around the building and lined with stakes. Through the open drawbridge one can see how the jungle has encroached as the courtyard is choked with plants.

Near the entrance a number of spikes have been shattered and yanked from the ground. Blood has been spilled in numerous places all over the ground and arrows stick into the ground. If anyone approaches, another arrow will strike the turf in front of the person's foot. A voice will yell a warning and depending on the reaction of the person(s) he will invite them into the Armory. This person is a longbowman named Trenton.

The longbowman was once part of an adventurer group that roamed through the Yin-Sloth, surveying the various amazing sights. He was wounded in a skirmish and lost a leg due to infection. The friends with whom he'd adventured left him at the armory after preparing the current defenses and the gardens. They also left him with an extremely loyal hunting dog. He expects their return in a few weeks.

The Armory has all of the necessities that he needs. There are the gardens growing in the courtyard for food, as well as the animals he shoots and the dog retrieves. There is also a plentiful supply of weapons, arrows and equipment in the supply rooms. He will offer his hospitality and be quite nice to his guests, allowing them to stay for a few days. Then he will concoct a reason for them to leave.

Several days before, a group of six Ratlings/Rattons attacked the Armory and he managed to chase them off by firing arrows from the tower. Anyone who has telepathy and suspicions about the man will learn why he stays here. A small golden box is hidden under a floor-board. It has an inscription on it that reads: None may take this sacred relic from the jungle of Yin-Sloth. The lid is sealed by three rubber seals that each contain an embossed star in a circle. His comrades are out searching for a man named Erik, who they believe could safely open the box, since they were afraid. They will return with a wagon to retrieve Trenton even if they fail to find Erik.

5. Next to the ruins of another building is a cluster of stones that has many weeds growing around them. The weeds have grown to a height of several feet (about a meter). Hidden in the tangled mess is a hole that leads to the Ratling/Ratton tunnels.

6. Several hundred feet away (about a hundred meters) from the city is a small glade in the jungle. A large hole has been dug into the ground. This is the escape route from the Ratling/Ratton tunnels. When not in use, it is concealed by camouflage.

7. "The Rock Pile" is as its name implies, merely a huge pile of rocks. Once a huge plaza, it crumbled in on itself and formed a twisted mound of stone. The Ratling/Ratton pull large pieces from the pile, drag them to area 2., and fashion them for use at the Tomb of Gavin Zi. There are obvious signs that some of the stone blocks have recently been moved. The rock pile will most likely be a likely place that ambushes are located due to the fact that archers can see the farthest from this point.

8. A fairly intact structure stands surrounded by many rushes and weeds. The ground around it is very moist and swampy and the ideal home for the creature that dwells there, an Estuarine Crocodile. It is extremely vicious and will attack anything that comes within ten yards of the building.

Estuarine Crocodile

Size: 15 feet (4.6m)

Weight: 1250 pounds (563 kg)

A.R.: 8

Hit Points: 20

Attacks per melee: 2; tail does 1D6 points of damage, bite does 2D4 damage.

Bonuses: +2 strike, +2 damage

Natural Abilities: Swim 89%, prowl (in water) 75%

Speed: Land 4, Water 12



Ratling Tunnels

The Ratling tunnels were constructed by a group sent from the Tomb of Gavin Zi. The single purpose of the Ratling/Ratton presence is merely to gather stone for the reconstruction of the tomb. They are also supposed to stay away from intruders, unless they see them as a clear threat and they can kill them without revealing their identity. There are 56 residents, including 21 Ratlings, 33 Ratton and Kreegar, the leader, and a powerful warlock.

The tunnels are occupied by only a third of the residents while the others transport stone to the temple. This leaves a skeleton crew of Kreegar, 7 other ratlings and 11 ratton. Encounters in the tunnel are either described if unavoidable or as a percentage chance for occupants in each specific room. The GM must keep a careful count of the number of ratling/ratton encountered and slain/subdued so that the limit is not exceeded. In addition, the average statistics are listed below, although the GM may alter the residents as desired.

Average Ratling

Size: 4 to 5.5 feet (1.2 to 1.7 m) tall

Average Alignment: Selfish or evil

Typical O.C.C.: Thief, mercenary or ranger. No magic other than Shaman.

Average Level: 1st, 2nd and 3rd

Attributes: I.Q. 12, M.E. 6, M.A. 9, P.S. 7, P.P. 9, P.E. 9, P.B. 6, Spd. 9

Natural Abilities: Nightvision 40ft, poor day vision (90 feet/27.4 m), scale walls 70%, swim 70%, imitate voices 60%

Language: Elf and goblin

Average Hit Points: 20

Armor: Usually hard leather, A.R., 10 S.D.C. 30

Weapons: Mostly spears, slings, short swords and knives

Average Ratton

Size: 5 to 7 feet (1.5-2.1 m) tall

Average Alignment: Selfish or evil

Typical O.C.C.: Soldier or Mercenary

Average Level: 3rd or 4th

Attributes: I.Q. 6, M.E. 6, M.A. 6, P.S. 15, P.P. 13, P.E. 15, P.B. 6, Spd. 12

Natural Abilities: Nightvision 120 feet (36.6 m), swimming 60%, track by smell 65%, poisonous bite: jaws salivate a salty, non-lethal poison that causes 2D6 damage unless a saving throw is made.

Language: Goblin and dwarven

Average Hit Points: 35

Armor: Average warrior wears chain mail, A.R., 13 S.D.C. 44

Weapons: All giant-sized, usually spears or large swords

1. Each of the rooms marked with this number are identical in contents, the difference lies in where the exit leaves. Each leaves to a numbered location on the Char-ahk map. A leads to 1., B leads to 5. and C leads to the exit marked 6.

A wooden ladder leads from the surface to a small, circular room dug from the earth. A passage leads from the room and an alcove is opposite. Standing in the alcove is a stone Golem that will attack any non-ratling/ratton who enters the small room.

Stone Golem

Attributes: I.Q. 8, P.S. 25, P.P. 20, Spd. 12

S.D.C.: 60

A.R.: 14

Combat Abilities: 2 attacks per melee, +3 parry/dodge, +10 damage, +2 save vs. magic

Damage: 2D6 punch

Psionic mental attacks have no effect. Magic toxins, sleeps, charms, mesmerism, and mental assaults have no effect. Fire and cold have no effect. Mend stone restores 20 S.D.C. to the golem each time it is cast on him.

2. The passage sides are sloped to meet the roof (7 ft.) in a triangular peak. The roof is supported by thick timber cut from the jungle and support timbers are placed every five feet. The corridor leads to a triangular room that serves as a guard chamber. The room has absolutely no furniture and is guarded by a ratton. There is a 50% chance that a second ratton is present. The guard will have some form of missile weapon, usually a crossbow.

3. A passage leads from the guard room to a large chamber. The room has several other passageways leading from it to other rooms. This chamber is filled with many small plants, including shrubs and trees. They are cultivated and tended to by Kreegar, their purpose is to provide fresh, clean air to the surrounding rooms and corridors. There is a 15% chance that someone will be walking through the room, roll a 1D6 for results: 1-3 ratton, 4-5 ratling, and 6 results in two creatures being found roll again for species.

4. The entrance to this room is covered by a blanket attached to the ceiling by a wooden rod and wood spikes. This room is a lair area for the inhabitants. There is a 10% chance that someone will be found using the room at the time. Roll 1D6: 1-2 ratling, 3-4 ratton, 5 two ratling and 6 two ratton. Chances are that the occupant will yell for help before engaging the intruder.

5. The dormitories generally hold five mattresses with blankets lying on the floor. Each dorm will have a bin that contains: Roll percentile four times:

01-10 Kobold dagger 1D6+2 damage

11-20 Small leather pouch, 5D6 gold

21-30 Bottle of decent wine (worth 6 gold)

31-40 1D4 ounces (1D4x28 grams) of dried tobacco

41-50 Jewelry item (worth 6D10 gold)

51-60 Animal/Humanoid Skull

61-70 Hard Leather Armor

71-80 Gilded Short Sword (worth 100 gold)
 81-90 Spell Scroll 6th level strength spell, level 1-4
 91-00 Gem (worth 500 gold)

There is also a 50% chance that 1-3 ratling/ratton will be sleeping in the room.

6. This is the only room that has a hinged wooden door. It is the home of the leader, Kreegar. Kreegar is a loner and rarely leaves his room so that there is an 80% chance of encountering him in the room; on a roll of 81-91 he will be in common areas (7.), or 92-94 a latrine area, or 95-00 that he will be found in a garden area (3.).

The room is a humble area although more lavish than the dormitories of the other residents. There is a small bed, a combination cabinet/bookshelf and a small desk. There are a dozen books on the shelf about science and history, each worth about 100 gold. The locked cabinet holds several bottles of wine and liquor as well as three healing potions. Set upon the desk is a lantern, pens, quills, ink bottles and an open volume that is Kreegar's diary. Hidden under the bed is a small trunk, inside is the warlocks clothing. In a hole under the trunk is a small, locked coffer that contains 20 Elven, Lord Kril coins.

Kreegar, Ratling

Alignment: Aberrant

Attributes: I.Q. 14, M.E. 9, M.A. 11, P.S. 15, P.P. 16, P.E. 12, P.B. 8, Spd. 12

Hit Points: 39

Armor: Cloak of protection, A.R., 12 S.D.C. 50

Weapons: Bastard sword 1D8+2, WP bonuses +3 strike, +4 parry, +1 throw; daggers (2) 1D6 damage, WP bonuses +3 strike, +2 parry, +4 throw

Level of Experience: 8th level Wizard

Magic Abilities: Earth Warlock, 2 spell attacks, +2 spell strength, cast 16 spells daily, recognize enchantment 36%, summon greater elemental 38%, +2 save vs spell magic, +1 save vs circles/wards

Combat Abilities: 2 attacks per melee, +1 strike, +4 parry/dodge, +2 damage, Critical strike from behind

Damage: Kick attack 1-6 or by weapon.

7. Common Room: This room doubles as a supply and eating/recreation room. The furniture in the room includes two tables, each with 8 chairs, a third table with 2 chairs, a storage bin and a shelf. The bin contains a variety of prepared/preserved meats and fish fresh enough to last for several weeks. The shelf is stocked with numerous canned fruits and vegetables.

There is an 80% chance that 1D4+1 ratling/ratton will be found loafing at the tables, eating. Sitting at the small table, playing solitaire with a greasy set of cards, is a large Ratton named Snarl. Snarl is the personal bodyguard of Kreegar and is 100% loyal. He will accompany his charge anywhere.

Snarl, Ratton

Alignment: Miscreant

Attributes: I.Q. 9, M.E. 4, M.A. 7, P.S. 16, P.P. 13, P.E. 20, P.B. 7, Spd. 17

Hit Points: 40

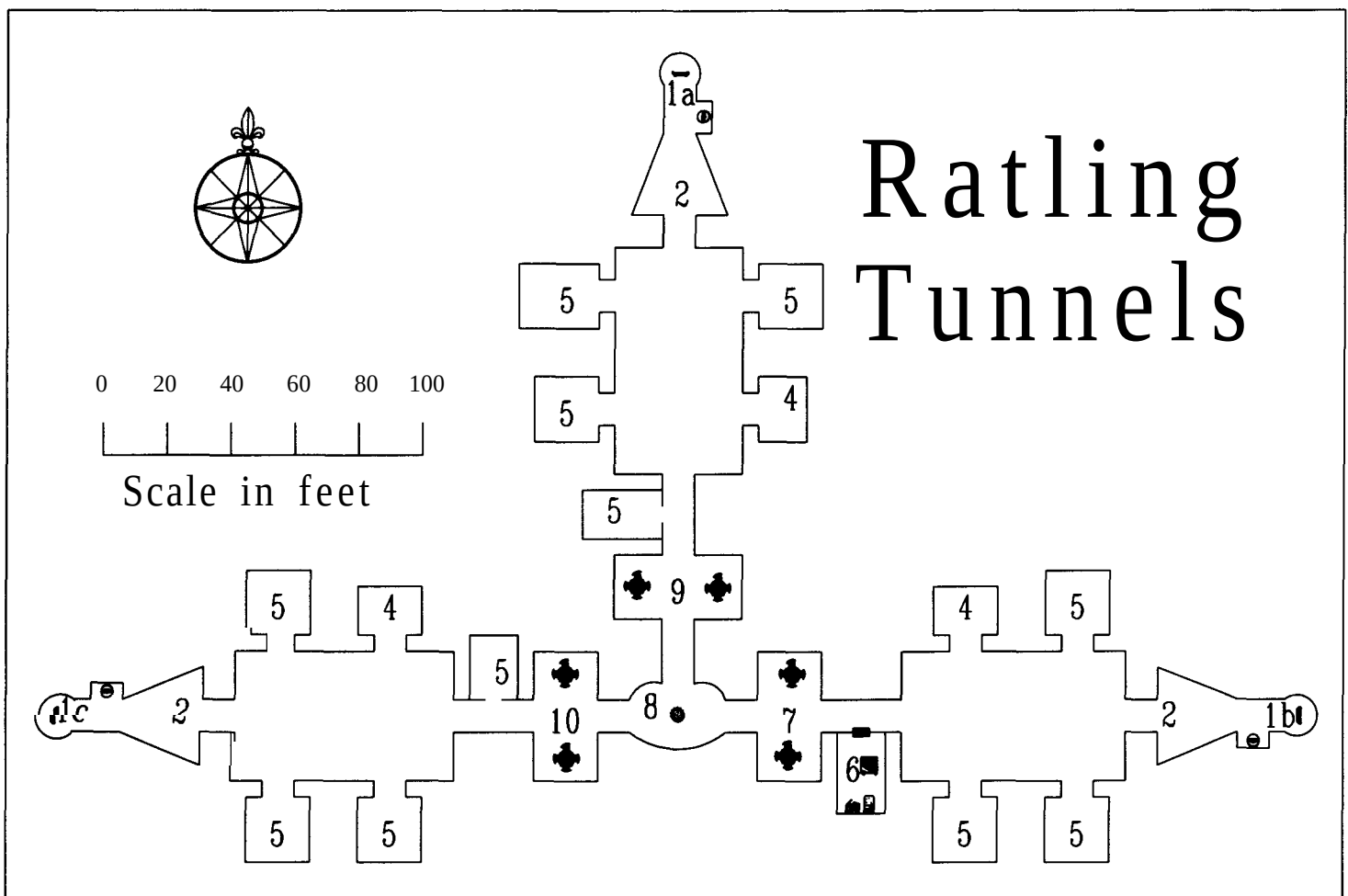
Armor: Plate mail; half suit, A.R., 13 S.D.C. 60

Weapons: Giant-sized flamberge 4D6; WP bonuses +2 strike, +3 parry, +1 throw

Level of Experience: 5th level Soldier

Combat Abilities: 3 attacks per melee, +3 parry/dodge, +3 damage, +3 save vs. magic

Damage: Claws 2-12 or bite 1-8 or by weapon



8. The Kitchen. This room is the kitchen and home of the only female ratling, Katrina. She has a small bed pushed against the southeast wall, a cabinet containing expensive spices is mounted on the wall. A large shelf with various recipe scrolls as well as pots/pans/utensils, and numerous water barrels, line the wall beside the bed. A large fire pit sits in the center of the room and leads to the chimney of an abandoned building above the ground.

Katrina is also a priestess of Kirgi and tends to the sick and wounded of the Ratling Tunnels. She is never found away from the cooking area.

Katrina, Ratling

Alignment: Aberrant

Attributes: I.Q. 17, **M.E. 6**, **M.A. 10**, P.S. 14, P.P. 13, P.E. 12, **P.B. 9**, Spd. 15

Hit Points: 23

Armor: Studded leather, A.R., 12 S.D.C. 38

Weapons: Mace IDS damage; WP bonuses +2 strike, +1 parry; and shield +1 strike/throw, +3 parry

Level of Experience: Level 3 Priest of Darkness

Clerical Abilities: Healing touch (IDS), Remove curse/exorcism 15%, +1 spell strength, +1 save vs circles/wards, +1 save vs spell magic, can cast 4 spells daily

Combat Abilities: 2 attacks per melee, +2 parry/dodge

Damage: Kick attack 1D6 or by weapon or hand to hand

9. This room is another common area. Three tables with 6 chairs each are present in the room. On one end of the room there is a large pile of firewood for the cooking room. A large bin on the opposite wall holds all the bakery products. Hung on the wall above the bin is a wooden dart board with darts. There is a 75% chance that 1D6 ratling/ratron will be playing darts in the room.

10. Common Room. This room holds two tables each with 8 chairs, a third table with 6 chairs, a cage containing 5 chickens, a bin with more preserved meats, and a shelf that holds more canned fruits/vegetables as well as other necessities such as salt, sugar, jam, cooking oil, etc. There is a 60% chance that 1-8 ratlings/ratron are eating at the tables. There is currently a cutthroat game of poker going on with Ace, Club and 1-4 others.

Ace

Alignment: Miscreant

Attributes: I.Q. 9, **M.E. 6**, **M.A. 15**, **P.S. 6**, **P.P. 13**, P.E. 14, **P.B. 9**, Spd. 14

Hit Points: 39

Armor: Hard leather, A.R., 10 S.D.C. 30

Weapons: Short sword 1D6 damage, WP bonus +2 strike, +1 parry/throw; daggers (2) 1D6 damage, WP bonus +1 strike/parry, +2 throw

Level of Experience: 6th Level Thief

Combat Abilities: 3 attacks per melee, +2 parry/dodge, +2 damage, Critical strike from behind

Damage: Kick attack 1D6 or by weapon or hand to hand.

Club

Alignment: Diabolic

Attributes: I.Q. 6, **M.E. 10**, **M.A. 10**, P.S. 17, P.P. 15, P.E. 20, **P.B. 7**, Spd. 14

Hit Points: 36

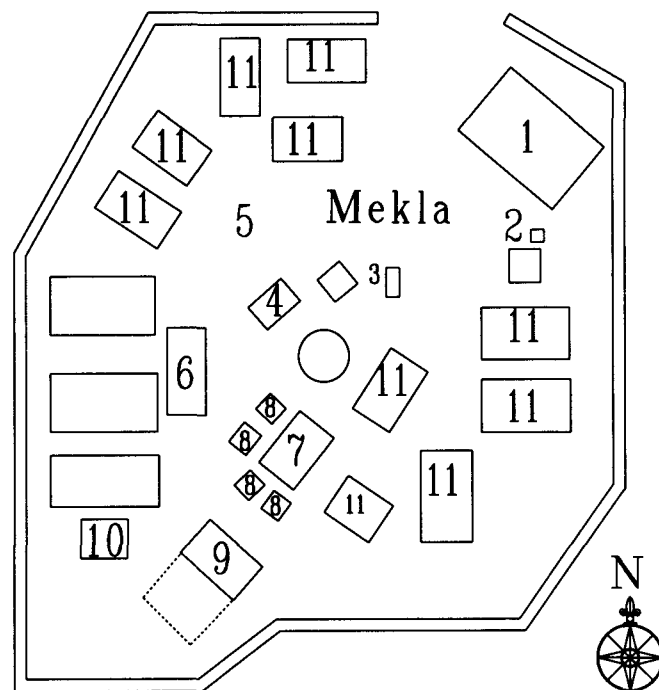
Armor: Double mail, A.R. 14, S.D.C. 55

Weapons: Bastard Sword 2-16+2, WP bonuses +2 strike/parry; and club 1D6 damage, +2 strike/+1 parry

Level of Experience: 4th Level Assassin

Combat Abilities: 2 attacks per melee, +2 damage, Critical strike from behind

Damage: Claws 2D6, bite 1-8 or kick attack 1D6 or by weapon or hand to hand



The City of Mekla

The ruins of Mekla are located on the coast, next to a natural harbor. Nothing remains of the ancient city but ruins, and a large tribe of Tezcat has settled here. These jungle natives have done little to repair the damage of neglect inflicted on the city. Instead, the people built their village of wooden huts inside the ruins. A wall, built from the stones of the ancient buildings, has been piled around the village to a height of 5 feet (1.5m).

Totems are scattered throughout the jungle around the city to denote ownership by the tribe. In addition to the poles, the Tezcat send many patrols through the jungle around their home. These tribesmen are very aggressive and will fight to their deaths in order to protect their village. They are especially protective of the stone temple dedicated to Kirgi, that sits in the middle of their village. All of the people are fanatical worshippers of Kirgi the Deceiver.

During the day the men wander through the jungles hunting for food. The women tend small gardens and livestock pens. Once a week, the Shaman tells the people to set aside their menial tasks. The entire tribe of 300 are called from their wooden huts to march to the Tomb of Gavin Zi. The people walk behind their Shaman, who holds a golden tablet, singing and chanting. They carry baskets filled with offerings of food for their god. The people leave their offerings in the tomb before marching back to their village.

Encounter: A small, linking encounter can be used here by the GM to lead the players to the Tomb of Gavin Zi adventure. At night, outside the boundaries of the village, a pair of Ration can be found. The two creatures speak in low tones as they watch the Tezcat guards walking along the top of the wall. They have a short conversation:

"Why has Dominex sent us here?"

"He's got a little job that needs done."

"Come on Eyesore, let me in on it."

"We're supposed to grab the tablet."

"Then what, kill the shaman?"

"What you think?! Then, back to the tomb."

After having said this, the two assassins begin to quietly dig a hole and tunnel under the wall. They then proceed to a side wall of the temple of Kirgi. Rings on their fingers allow them to levitate to the roof. A small stone structure on the roof has a door that opens to stairs going down to another door that opens to the inside of the temple. The locks they encounter are easy to pick. Once inside the worship area, one of

them levitates and grabs the golden tablet on the altar. A moment later, a horn sounds outside. They know they will not have time to kill the shaman. As they exit onto the roof, they see the ends of ladders and hear the Tezcat cry out in blood anger. They try to levitate away. As they land on the ground an archer kills one of them. The other is wrestled to the ground by a Tezcat, dropping the tablet. The Tezcat is about to kill him when he hears the voice of the shaman. "Wait! I must first know who defiles the sacred temple and the tablet. And I must know why."

What the prisoner said during his interrogation is being talked about by everyone in the village. The villagers will answer any questions the characters have about the Ration. There will also be an elaborate search of the inside of the town to determine if a separate group is still hiding somewhere. Spies have been seen in the village on other occasions. This bit of intrigue has been included to give the characters a bit of motivation. After all, there are other ruins and who knows what they may contain. The Ration may have something that they want or may need.

Zantos

Zantos is a tiny kingdom that stands alone against the dangers of Kirgi's Maw. Built on the ruins of an ancient city, the kingdom's populace is composed of a melting pot of the different native jungle races. Zantos is the one place in the Yin-Sloth where Headhunters, Pygmies, Tezcat and other tribes live together in a peaceful, structured society. The binding factor of the kingdom is organization around a strict legal code with harsh punishments.

The ancient ruins were once the home to a single creature, a titan wanderer by the name of Zantos. As years passed, native tribes encroached on the ruins. Eventually the people begged the giant for his protection. Without a second thought, Zantos offered his services as protector to the jungle natives. During his service as a champion for the tribe, he learned of the dangers of jungle life. He witnessed brutal acts committed by the various tribes on their neighbors, done without any apparent reason.

Enraged, the titan became ruler to the jungle tribes. He was determined to build a peaceful society where the members of each tribe would be assimilated into one nation. Zantos no longer wished to see the beings kill each other over petty differences. The titan had to become a cruel dictator, punishing the least infractions with an iron fist. As soon as he displayed any compassion towards guilty tribesmen, anarchy once again raised its ugly head. So, for the good of the people, the titan was forced to harden his heart.

In the years since the beginning, the population has rebuilt the ancient city into a large town. The people work together towards a common goal of survival for the society. There have been few problems in the kingdom of Zantos, thus far. The humanoid citizens are appointed to jobs by the titan king. They are also required to pay taxes to the collective.

Notes About Zantos

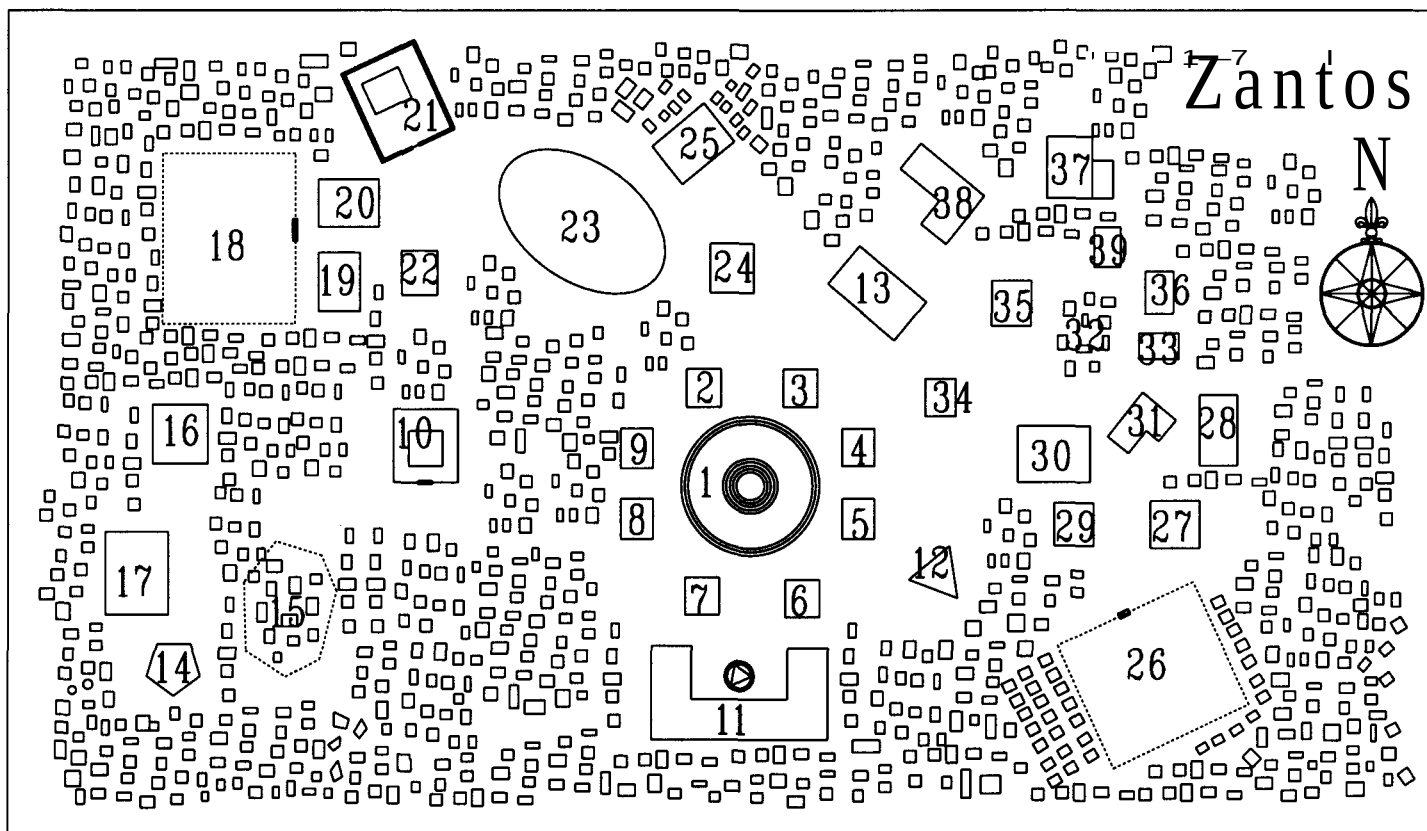
1. All humanoids are welcome in Zantos. They are expected to follow the law, mainly not to jeopardize the safety of their neighbors in any way. Anyone who commits a serious crime against another member of the kingdom is given a trial before the king. Those found guilty have their heads removed.

2. All humanoids qualify for citizenship. After a period of six months of living in Zantos without having broken the law, a person becomes a citizen. As a city resident, one is expected to pay taxes and work at a job appointed by the government.

3. As stated above, violence of any fashion is not tolerated. A police force of 1000 is on patrol, day and night. The vast majority of the permanent population are also members of the city militia and are trained in basic combat.

4. The city of Zantos has a population of nearly 90,000. The breakdown according to race is as follows:

Tezcat:	47%	
Headhunters:	15%	Lizard Men: 6%
Pygmies:	13%	Others: 9%
Nomadic Humans:	10%	



5. The Southern tongue is the official language in Zantos. Despite the numerous species of humanoids, all of whom have their own tongues, the council decided upon a single language to make universal communication possible.

6. Worship of the Jungle Pantheon is the official religion in Zantos. Despite there being several deities in the pantheon, they are grouped into a single church. Services are held daily in the large temple. Each individual is free to choose a patron god, the god whom suits the person the best.

Zantos City Highlights:

1. Palace: Barring only the gladiatorial arena, the palace is the largest structure in Zantos. Huge, stone columns support the roof of this vaulting structure that towers to a height of five stories. The living area inside of the palace is a mere two stories despite the size from the exterior, and this is home to the titan king Zantos. Though it appears luxurious, the chambers of the king are very modest, just enough to suit the giant's needs.

In the center of the huge building there is a large audience chamber. It is in this room that the council sits while in session. The council, composed of the king and eight aldermen, is the ruling body of Zantos, which passes all the laws to which the populace must adhere. Trials of serious crimes, those punishable by death, are also tried before the council and Zantos alone reserves the right to pass sentence. Zantos is a 13th level, titan knight who is never seen without his magical suit of plate mail (A.R., 18, 200 S.D.C., and is weightless) and a giant flam-berge (4D6 damage). The giant has a P.S. 26, P.P. 19 and 84 hit points.

2-10 Alderman Residences: The palace is surrounded by eight identical houses which hold the ruling members of the city council. The houses are two stories tall and are large enough to hold over a dozen residents. Each alderman resides in one of the houses along with a general staff. The interior of each house is filled with lavish furniture and trappings, although they vary from house to house. Aldermen are not elected, instead they are appointed by the titan king. The eight races with the highest populations are allowed to elect one alderman.

The alderman moves into the house along with the members of his staff. Each house is guarded by a score of militia troops loyal to the king. The race present in each house is listed below:

2. Nomadic Human Tribes

3. Pygmies

4. Changelings

5. Ratlings

6. Headhunters

7. Krog

8. Lizard Men

9. Tezcat

10. The Tower: Whenever the name of this four story building is spoken, most of the city's residents cringe in fear. The Tower serves as a prison and its grounds are used as the place for executions for the city of Zantos. There are many cells in the building but only about half are occupied. Most serious offenders are executed or sold to the arena. A large chopping block rests in the courtyard, surrounded by a large blood stain.

The Tower is also used as a fortress by a contingent of the city militia during times of unrest and open warfare. During their work hours, the soldiers operate from the building as both a police force and as guards. Quarters are present in the building, more than enough to house the entire militia force. Despite this fact, only the officers reside within the fortress all the time. The common soldiers only stay during their shift. Members from all of the different humanoid races compose the militia, although the majority are Tezcat and Headhunters.

11. Church of the Jungle Gods: Daily services are held in this building. Nearly a half-dozen priests live in the temple to serve the people. In addition to regular services, there are festivals for each specific deity that are celebrated throughout the year.

12. Temple of Kirgi the Deceiver: With the influx of ratlings to Zantos, a temple was built to honor their god. Very few non-ratlings attend services at the temple during the weekly services.

13. Granary: A squat, bunker-like building with a ground floor and two basements is used to hold the city's excess grain. In all of Zantos, this is the most important building. Without the grain stored in the granary, the natives would have abandoned the city at the first sign of a serious food shortage. A constant supply of food is one of the main reasons that many of the natives immigrate to Zantos.

14. Church of the Elements and the Seven Waters: Two separate faiths are combined in this single building. The worship of the elements, and the religion of Ippotomi have been united in this single temple. Most of the people who frequent this church make their living from the sea as sailors or fishermen.

15. Fish Market: Fresh catch from the nearby ocean is sold from a cluster of stalls in this open square. There are a half dozen booths which can be rented for 5 gold a day. Prices for fish are low, at least 30% below the average. The stalls are owned by the government from whom one must get the permit to use a stall.

16. Ropes & Nets: Made of woven hemp, ropes of all lengths and nets of various sizes are sold from this family business. Most of the customers are the fishermen who try their luck in the bay near Zantos. Due to the small number of customers, the owners have to repair nets as well in order to stay in business.

17. Boat Store/Repair: A human nomad, Kejed, formerly of the Land of the South Winds, operates this large business. The store sells small fishing boats and also repairs damaged vessels. Kejed has a crew of talented carpenters working for him, a dozen lizard men, headhunters and tezcat in all. The prices for boats are fair, ranging from 100 to 300 gold. Repair costs are usually 30% of the value of the craft.

18. Lumber Yard: This huge business employs one hundred lizard men, headhunters, tezcat and pygmies (all 3rd level Nomadic Tribesmen). These workers cut down and haul hardwood jungle trees back to Zantos. Once the lumber has been dragged to the yard, a second team of fifty workers cuts the trees into boards and beams. The business is fairly prosperous, with a constant supply of customers. Sales are usually to the boatwright or to carpenters for the construction of new residences and repair.

19. Ore Brothers Smithy: Five ore brothers own and operate this smith after having escaped slavery in the Timiro Kingdom. In Kirgi's Maw, metal is scarce and the ores are careful not to waste whatever they get. Most of their products are for use in carpentry, like tools, spikes and nails. Hundreds of customers are in line for the weapons that the brothers make, but they sometimes have to wait a month or more until a ship brings in more raw material. The militia and the gladiatorial arena are given priority over the townsfolk.

20. Carpenter: Thirteen lizard men have started this business, hiring themselves out as carpenters. Trained by Kejed in the boat store, the lizard men are very competent in their craft. Jobs they commonly take are building houses, furniture and repairs. Prices are fair.

21. The Quarry: In this walled shop area, a number of tribesmen work at shaping stone blocks for construction. The stone they have on hand is usually gathered by porters from the ruins in Zantos, and is usually enough for the construction of a house size building. When a large, new building such as a temple or rich manor, is called for, the masons are given an advance to hire more porters and stone handlers. Carpenters will also be hired to provide scaffolding and supports. The masons will all be hired to work at the construction site under the direction of the architect, and sometimes the whim of the prospective owner. There are fifteen masons who work at the Quarry, including the headman, a human from the Western Empire named Tyr. As the only masons in Zantos they can charge very high fees, which they usually do.

22. The Rockpile: An exclusive tavern that caters to the masons of the Quarry. The common room is richly furnished and always clean. Drinks are fairly expensive, around 6 or 7 gold each. Troublemakers

will be dealt with quickly, brutally beaten then left on the cobbles outside. The bouncer of the Rockpile is a large troll named Smash, a 6th level mercenary with a P.S. 23 and 47 hit points.

23. Arena: For entertainment in Zantos the arena is the main attraction. Though the tribesmen have been domesticated, they still require an outlet for their aggression and hostility. The arena serves this purpose well. Fights matches are always different, often single combat, sometimes teams and even combat with monsters. Criminals are sold to the arena to serve as gladiators but the majority of combatants are volunteers. The champions of the arena are a team of gladiators named Skull and Fang.

Skull is a 7th level, gladiator headhunter who fights with a handful of javelins. Fang is a 6th level, mercenary Ration who mutilates opponents with a giant claymore, to the delight of the crowd. The two gladiators have never been defeated.

24. The Pit: This is a rowdy tavern that serves the rougher element of the gladiator crowd. Most spectators will come in for drinks both before and after matches. Drinks are extremely cheap, a mere 4 gold apiece. Trag, a 5th level, lizard man ex-gladiator keeps peace in the Pit with a large club which he uses ruthlessly. Trag has a P.S. 19, P.P. 22 and 53 hit points. Trag has been known to sell various weapons under the counter, but only to those he knows and trusts.

25. Gladiator's Rest: Is a three story building that caters to the free gladiators and their fans. The common room is full of patrons all the time, except during gladiator matches. Customers go to the inn in hopes of seeing one of their heros. Gladiators will have all of their meals and drinks bought for them for little more than a handshake and a few words. Prices are fair in the Gladiator's Rest, 6 gold for a room and the drinks are 5 gold apiece. Fights never break out due to the constant presence of gladiators who do not tolerate brawling.

26. Animal Pens: These large, enclosed pens are the property of the government. All of the animals kept within the pens are also owned by the city of Zantos. A pair of headhunter brothers run the stables with the help of twenty other workers (all 4th level Nomadic Tribesmen). The livestock is owned by the government to ensure that the prices for food are identical for each citizen, a fair price that all can afford.

27. Butcher: Meat is sold from this shop by the pound for fair, controlled prices. It is operated by a female headhunter, and the twenty butchers work together in close proximity, slaughtering the animals. The majority of the butchers are headhunters and Tezcats who enjoy their work immensely.

28. The Jungle Refuge: A two story tavern that offers alcohol at low prices to all town residents. Everyone with money can stay on the ground floor and drinks are 5 gold each. Vagrants and troublemakers will be thrown out, literally. The top floor, however, is reserved for the most sophisticated citizens of Zantos. Drinks, food, music and an elite gambling hall are available for their enjoyment. Yorl, a Tezcat shaman, runs the saloon, selling alcohol that he distills himself. The shaman will often mix in strong narcotic substances with his drinks, by request only. Large, well dressed guards are always on duty.

29. The Roasted Monkey: Offers tezcat cuisine at fair prices to the residents of Zantos. There are few non-tezcat customers, for these jungle tribesmen have abnormal tastes in fine cuisine that many find disgusting. The owner of the restaurant is a former explorer, a tezcat named Jekker.

30. Fur Trader: Numerous cheap but useful items are traded in this shop for the fur and skins of jungle animals. A merchant from the Old Kingdom has moved to Zantos to make his fortune by returning to the north with exotic skins. Items for trade include some metal weapons, arrows, leather armor, ropes, clothing, foodstuffs, tobacco, alcohol, candy and other items. The merchant trades items worth a tenth of the amount that he could get for each fur in the north. He makes up the difference by selling exceptional weapons and related items at high prices to anyone, no questions asked.

31. General Goods: A gregarious pygmy owns and operates the store. The man enjoys to barter far more than hunting in the jungle. The goods, other than foodstuffs, are usually at high prices since they must be imported. Camping equipment can be both bought and rented from the store. A deposit is required of strangers.

32. Fruit/Vegetable Stands: A cluster of booths offer a wide variety of fruits, and vegetables. The stands are owned by the government and are rented on a daily basis for 10 gold each.

33. Jungle's Finest: A trio of jungle natives have started this restaurant that features the cuisine of three different cultures. The three owners include a Headhunter, a Lizard Man and a Pygmy, each of whom prepares delicacies of their own cultures. The business has thus far enjoyed a fair degree of success for the low prices and excellent quality meals.

34. Bakery: Fine quality baked goods, including rolls, cakes, bread and other delights are sold from this shop. The prices are fair and the goods are delicious.

35. Weapon Shop: Carefully crafted weapons made of jungle materials are sold from this shop by a skilled, old pygmy. The weapons are not metal, nor are they the quality of the Tezcat but they are much cheaper and the man gets more business. Weapons are a mere 25% the cost of their metal counterparts.

36. Tezcat Weapons: Most of the residents of Zantos are forced to use primitive tools and weapons since metal is scarce. There is, as a result, a large market for finely crafted items. A pair of Tezcat weapon crafters work from this shop, selling high quality tools and weapons of primitive materials. Prices are 50% the cost of the metal counterparts of each weapon type.

37. Tree-Top Inn: The main customers of this small establishment are aspiring citizens. The rooms are usually filled, a mere 10% chance that a room is available. An aging changeling, who lives in his natural form, happily runs the inn, renting his rooms for the small sum of 15 gold daily.

38. Casino: Offers basic games of chance such as darts, knife throwing and dice to native tribesmen. A headhunter who visited Cyclone decided to copy the casino in that town. As of yet, the building has not caught on with mainstream society. Small groups of die-hard regulars continue to come to the business but it is in danger of falling apart. Due to the continual loss of profit, the house cannot afford to cover any bets higher than 30 gold.

39. Seamstress/Fabrics: A woman from the Land of the South Winds sells fabrics and sews fine clothing. Prices are extremely high since the only the clientele of the shop are the rich and elite of Zantos.



Tomb Of Gavin Zi - Adventure

G.M. Note: This adventure has been designed for a group of six to ten player characters of 6th to 9th level of experience. The adventure may need to be punched up for more powerful characters or altered for weaker characters or smaller groups; use your own discretion.

The Battle of the Gods, was fought for the religious dominion over the early humans, and involved most of the major gods for at least a short time. *Kirgi the Deceiver* was one of the major powers who fought during the war. He attempted to win the fight through treachery, making and breaking alliances with the other gods to his advantage. After having been played against each other, the gods turned on the rat god and chased him through the jungle. The Deceiver made his stand in the land known today as **Kirgi's Maw**. Cornered, the Deceiver and his minions were crushed in a titanic battle that some of the gods still talk about today.

At the mercy of the others, Kirgi was spared but severely punished. *Yin-Sloth the Terrible* thought of the punishment to imprison the Rat God's physical form, which continues to suffer to this very day. The tormented deity cannot roam Palladium like his fellow gods until his imprisoned form is released. It can only be freed by a person who does not actually serve the rat god and who is not rodent-like in any way. This means his savior cannot be a ratling, ratton or a cleric of Kirgi.

When the Battle of Gods was finished, the surviving minions of Kirgi, including the warlord *Gavin Zi*, pleaded for permission to construct a building to house and protect their god. The other gods granted the wish, allowing the servants of Kirgi to build a grand pyramid as a safe prison for their god. Gavin Zi, himself, volunteered to be entombed within to *guard* his master throughout the ages. Sometime after it had been constructed, the pyramid was abandoned by its ratling builders who migrated back to the Western Empire.

After centuries of neglect, the structure partially sank due to the expansion of a nearby bog and thick vegetation took root and covered the exposed sides of the pyramid, enveloping it in the jungle. Today it appears as no more than a hill rising from the swampland. It has only recently been rediscovered by a ratling explorer named *Rodentus*, as a historic holy site, **The Tomb of Gavin Zi**.

Brotherhood of Kirgi

Rodentus is a ratling explorer and adventurer who has wandered all over Palladium. Starting from the Western Empire in his youth, he eventually found himself in the Yin-Sloth Jungle. Following local legends, he arrived at Kirgi's Maw to study and explore. While in the area, he happened upon the pyramid by chance, and fell through the jungle floor into a tunnel that led to the Tomb of Gavin Zi. He soon realized that the building was an ancient ratling construction that held an important link to his race's past. He rushed back to the Western Empire to get help in excavating the site. He returned several months later with a large group of his ratling and ratton brothers.

The ratling group intended to study and restore the ancient pyramid under the direction of Rodentus. The ratton served as the labor force and warrior protectors, while the intellectually superior ratlings studied the pyramid. Rodentus instructed a group of his fellow ratlings to occupy the **ruined city of Char-ahk**. The people sent to this outpost were charged with finding building materials and to procure food. His good friend, Kreegar, was entrusted with the leadership of these ratlings to insure their success.

The population around the pyramid has recently become idle, having completed most of the interior restoration of the ancient tomb (levels 1-

3). They deliberately left the exterior covered with grass and vegetation to keep their discovery secret (it looks like a hill). Unknown to them, there are two additional floors beneath them.

Three years have passed and the health of Rodentus is deteriorating from old age and a fungal lung condition. The ratling explorer has descended into senility, though he maintains the respect of his people. Authority slips through his grasp as the aged Rodentus keeps to his chambers, reading to pass the time. The supporters of the aging leader keep the community from total collapse. Various individuals have tried to increase their prestige to fill the vacuum and to secure the role of leader upon Rodentus' eventual passing. A council meets daily which is little more than a forum to gain political favor. Issues are put to the council, they argue heatedly, but resolutions are rarely made.

Three groups struggle for power over the pyramid society, although only two do so overtly. One faction is **Rodentus' camp**, loyal followers who wish to retain their power. They want to continue to study and renovate the pyramid in secret. Once the pyramid is completed, they intend to form a new ratling kingdom with the pyramid as the center of government. They plan to have *Kreegar*, the leader in Char-ahk, become ruler when Rodentus dies.

The second faction wishes total domination of Kirgi's Maw. They intend to enslave the native population, elevating all ratlings as the ruling class. *Osmodeus*, an enterprising, young ratling leads the group with the complete support of the ratton. Osmodeus has the nature of a vulture and is willing to backstab anyone who stands in his way to complete power. The youth has even considered "retiring" Rodentus early.

The last and most secretive group is composed entirely of rations. This particular group of warriors is tired of being under the thumb of their ratling cousins, whom they consider to be weak and useless. Their leader, *Dominex*, an extremely intelligent and inventive ratton, secretly prepares his people for a bloody coup. The battle that will follow the death of Rodentus is likely to be a bloody one. Virtually all of the ratton are likely to join Dominex and his minions once the battle begins, with only a handful remaining loyal to Osmodeus. Dominex plans to have that pompous ass removed from power by his right-hand man, *Eyesore*. This should help solidify the power of his fellow rattons. After all of the ratling leaders have been slain or run out of the jungle, the would-be ratton king intends to build a warrior kingdom with the pyramid as their keep.

Though the people are divided, the Brotherhood of Kirgi has accomplished part of their goal. The pyramid section above the bog has been cleared of vegetation and the floors that they have discovered have all been completely restored. The few adventurers who have stumbled upon their work have all been eradicated so the Brotherhood remains a secret. Supplies pour in from the ruins of Char-ahk. Once the group went so far as to quietly "acquire" goods imported from the Old Kingdom and still remain undiscovered.

The Brotherhood is further sustained by gifts brought to the pyramid by the **Tezcat clan of Mekla**. These religious fanatics bring plentiful food offerings to the tomb in honor of their god, Kirgi, and his chosen people. They will also fight to help defend the ratlings and the pyramid which they regard as a sacred temple. The tezcats' offerings combined with the ratlings' own resources is more than enough to provide for the current population.

Note: The number of workers typically inside the pyramid includes 32 ratlings and 26 ratton. These numbers are in addition to those members mentioned by name and elsewhere.

The Average Ratling

Size: 4 to 5.5 feet (1.2 to 1.7 m) tall

Average Alignment: Selfish or evil

Typical O.C.C.: Thief, mercenary or ranger.

Average Level: 1D4

Attributes: I.Q. 12, M.E. 6, M.A. 9, P.S. 7, P.P. 9, P.E. 9, P.B. 6, Spd. 9



Natural Abilities: Nightvision 40 feet (12 m), poor day vision (90 feet/27 m), scale walls 70%, swim 70%, and imitate voices 60%.

Language: Speak Elf and Goblin at 90%.

Average Hit Points: 20+1D6

Armor: Usually hard leather, A.R. 10, S.D.C. 30, or studded leather, A.R. 12, S.D.C. 38.

Weapons: Mostly spears, short swords, knives and slings, but others can be used.

Note: See their complete description in the monster section.

The Average Ratton

Size: 5 to 7 feet (1.5 to 2.1 m) tall

Average Alignment: Selfish or evil

Typical O.C.C.: Soldier or mercenary

Average Level: 3rd, 4th or 5th level warrior.

Attributes: I.Q. 6, M.E. 6, M.A. 6, P.S. 15, P.P. 13, P.E. 15, P.B. 6, Spd. 12

Natural Abilities: Nightvision 120 feet (37 m), swimming 60%, track by smell 65%, poisonous bite: jaws salivate a salty, non-lethal poison that causes 3D6 damage unless a saving throw is made.

Language: Goblin and Dwarf at 85%

Average Hit Points: 30+1D6

Armor: Average warrior wears chain mail; A.R. 13, S.D.C. 44

Weapons: All are giant-sized. Usually spears, large swords and battle axes.

Note: See their complete description in the monster section.

Wilderness Encounters

Map 1: The Countryside

There are both objects and encounters marked on the map of the countryside around the pyramid. Encounters, unless stated otherwise, will take place only on the day of the player characters' arrival and before they discover and enter the pyramid.

Ratling Hieroglyphics: All of the writing found in and around the pyramid is recorded in a forgotten symbol-script used by the ancient ratlings. The script has disappeared into antiquity and is the greatest difficulty to be faced in the study of the pyramid. Luckily, for the Brotherhood of Kirgi and the player characters, several tablets have been left behind by the brothers to help decode the ancient writings and solve the puzzles within the crypt. The tablets show the ratling symbols above the corresponding letters or words in the elven alphabet.

Locations & Encounters Around the Pyramid

A: The player characters discover an ancient, black marble obelisk while wandering through the jungle. The nine foot (2.7 m) long, black spike is covered by clinging vines and moss. It slants on a 45 degree angle due to the shifting, swampy ground. Runes are carved on each of the four surfaces of the monument. The messages are carved in an ancient script of Ratling hieroglyphics and reads:

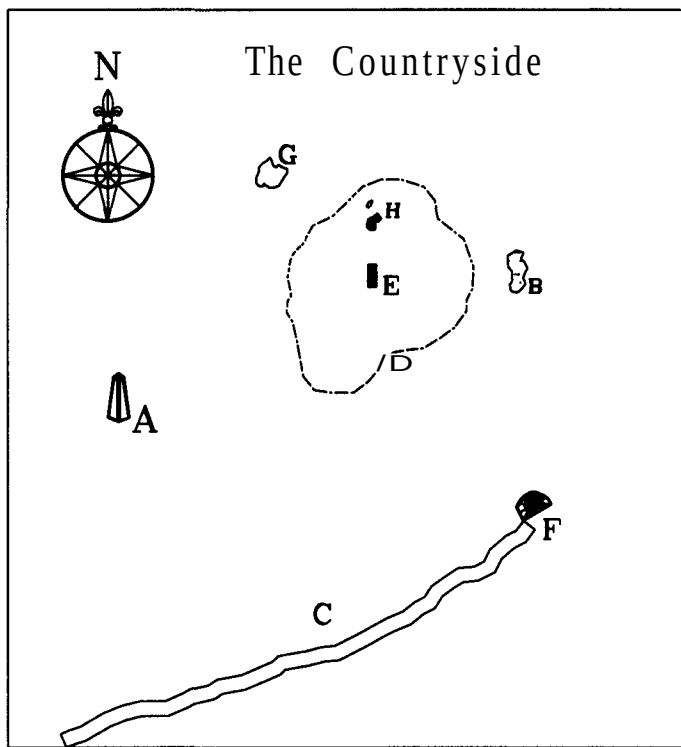
"Servants of Kirgi. Know that ye stand on his most hallowed ground, from which he will one day venture, to conquer the Yin-Sloth. All hail the Rat Lord."

The north surface of the obelisk has an additional message inscribed beneath the first. Written in dwarven characters, the message appears to have been carved into the stone fairly recently (a few months old?). The words read:

"Sons of Kirgi meet atop the hill of stone at midnight. All Hail the RatLord!"

There are no tracks leading from the obelisk, the swampy terrain obliterating the passage of any creature. Attempts to track by smell are made at half the percentage. The trail leads to the Tomb of Gavin Zi.

B: A pool of stagnant, algae-filled water has collected at the eastern base of a hill. A piece of polished black marble pokes through the surface of the filthy water. The protruding marble is but a small portion of the carved stone that rests beneath the water. If the adventurers are strong enough to pull the 750 pound (337 kg) stone from the pool they will discover a statue. The stone figure is carved as a six foot (1.8 m)



ratling wearing ceremonial armor. One hand holds a sword while the other holds a battle standard.

The statue is a likeness of Gavin Zi. It once decorated the way to the pyramid. The symbol of Kirgi the Deceiver is inscribed on the breastplate and standard. Ratling hieroglyphics are carved on either side of the sword. They spell, "Gavin Zi the Conqueror" on one side and, "Defender of Kirgi" on the reverse. The statue has no value except as a relic to ratlings.

C: A group of Tezcats march on this beaten path, heading south to the city of Mekla. A shaman leads 15 Tezcats who carry empty wicker baskets. The people are reciting a chant led by their spiritual leader. Their tracks can be followed north, along the path, back to the pyramid. Our heroes will hear the tezcats long before they are seen. If they step off the path and hide in the jungle, they won't be noticed. If the adventurers reveal themselves to these tezcats, the warriors will glare at them and insist they turn south or west, warning that the land to the north is a holy place where "outsiders" are not welcome. If the player characters do not immediately comply, the tezcats will draw their weapons and insist. Tension is high and a battle will ensue if the adventurers aren't reconciliatory and at least pretend to move away. The tezcats will escort them at least 10 miles (16 km).

The Shaman

Alignment: Miscreant

Attributes: I.Q. 9, M.E. 10, M.A. 11, P.S. 18, P.P. 15, P.E. 10, P.B. 11, Spd. 11

Hit Points: 23

Armor: None

Weapons: Spear IDS damage; WP bonuses +2 strike/parry/throw

Level of Experience: 4th level shaman

Magic Abilities: +1 spell strength, can cast 4 spells daily, +1 save vs. magic, +1 save vs. circles/wards, sense evil 40%

Combat Abilities: Two attacks per melee, +2 parry/dodge, +5 damage

Damage: Bite 1D4 or claws 1D4 or by magic

Average Tezcat Warrior

Alignment: Miscreant

Attributes: I.Q. 6, M.E. 6, M.A. 6, P.S. 10, P.P. 13, P.E. 9, P.B. 6, Spd. 9

Hit Points: 15

Armor: None

Weapons: Spears IDS damage; W.P. bonuses +1 strike/parry/throw; knife 1D6 damage, WP bonuses +1 strike/throw

Level of Experience: 1D4 level jungle warriors

Combat Abilities: Two attacks per melee, +3 to strike, parry, and dodge, and +2 to damage.

Damage: Bite 1D4 or claws 1D4, or by weapons.

D: A fairly large hill rises from the marshy ground. The hill is covered by undergrowth and other jungle vegetation. Blocks of granite and limestone can be seen poking through the shroud of plant-life here and there. This was once part of the once great pyramid. Poisonous snakes are in the area so caution is advised!

E: A small, perfectly square stone sits atop a hill. An examination of the stone will reveal a message in dwarven that reads, "WAIT HERE." Once this stone was the pedestal for a statue that has since fallen into the swamp (see B). There is no one at this location during the day or the early evening. If anyone sits near the block, a ration warrior will approach him at midnight. The soldier wears a suit of chain armor and wields a giant bastard sword. He asks the question: "Brother, how long have you waited?"

If the person's answer is not followed by, "All hail the Rat Lord!" the soldier attacks. The players should subdue him without much trouble. An interrogation will reveal that he knows of an entrance to an ancient tomb (F).

The Ration Soldier

Alignment: Miscreant

Attributes: I.Q. 9, M.E. 6, M.A. 4, P.S. 13, P.P. 15, P.E. 16, P.B. 7, Spd. 14

Hit Points: 29

Armor: Chain mail; A.R. 13, S.D.C. 44

Weapons: Giant-sized kobold sword 2D8+3 damage, WP bonuses of +2 strike/parry

Level of Experience: 3rd level soldier

Combat Abilities: 2 attacks per melee, +1 to strike, +3 parry and dodge, +1 damage, +1 save vs. magic

Damage: 2D6 claws or IDS bite or by weapon.

F: Facing the southwest there is a clearly visible archway entrance. A stone staircase descends into the darkness below. The 21 steep stairs drop twenty five feet (7.6 m) to a subterranean passage. Tezcat tracks cover both the stairs and the passage. The hallway that connects to the tomb is the first area (marked 1) on the *Chambers of Gavin Zi* map.

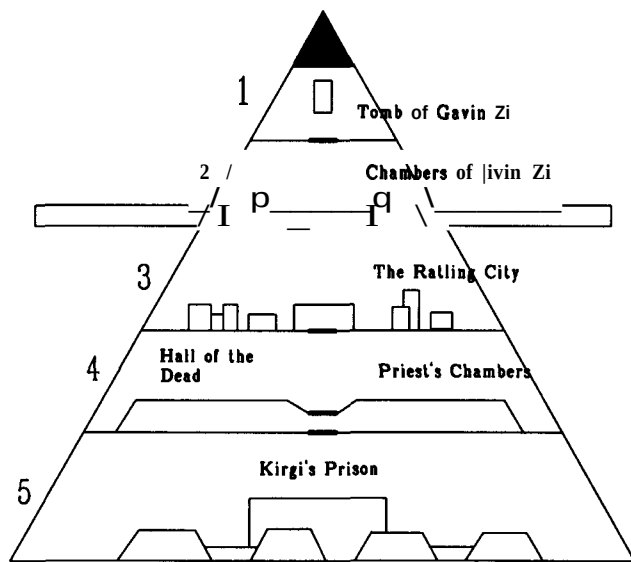
G: There is a hole in the slimy ground that drops 30 feet (9.1 m). The bottom is covered by clumps of vegetation that cushion a person's fall. This partially collapsed hallway is the second area (marked 2) on the *Chambers of Gavin Zi* map.

H: There is an opening halfway up the northern slope of the hill. The small entrance is formed by a gap between stone blocks. Anyone who tries to enter through this opening is attacked by the ration guard who watches from inside the pyramid. See the description of area 6 on the *Chambers of Gavin Zi* map.

The Chambers of Gavin Zi Level Two: The Entrance

1. **Ancient steps** descend from the jungle to a dark passageway. This hallway has a width of 15 feet (4.6 m) and a span of 10 feet (3.0 m) separates floor from ceiling. The passage descends at a 30 degree angle as it stretches towards the heart of the pyramid. Every ten feet (3.0 m) there are sconces set in the walls that support unlit candles. The passage is 150 feet (46 m) long, with statues on either side of the hall, placed approximately every fifty feet (15.2 m).

Two identical statues of human men holding blank tablets stand to either side of the hall, fifty feet (15.2 m) from the stairs. A second pair of statues stand facing each other, 100 feet (30.5 m) from the stairway.



Tomb of Gavin Zi Floorplan

The statues are human. Instead of standing straight, the statues are crouched. Rodent-like facial features have developed in addition to a small rat tail. The tablets held by the rat-man statues are also blank. There are compartments hidden in the pedestals beneath both of them. The figure on the left conceals a brass coin while the one on the right hides a silver amulet.

The brass coin has a diameter of 4 inches (10 cm). The characters of the Ratling Rune script are inscribed in rows on the surface of the coin. Elven counterparts are etched into the bronze beneath the ratling marks. As long as the characters can read/write **elven**, they will be able to translate any message written in the tomb. The silver amulet is a mere 2 inches (5.1 cm) in diameter and hangs upon a silver chain. A giant rat has been etched on one side while the name Kirgi is inscribed on the back. Anyone wearing the amulet will be allowed past all of the guardians in the tomb.

The passage ends in a stone archway 150 feet (46 m) from the entrance steps. A last pair of statues guard the arch, stationed on either side of the hallway. The figures are both of Ratlings, who face each other, clutching empty air. It is obvious that at one time both of the statues held a tablet like the earlier pairs of statues. The golden tablets which they once held have long since been taken.

On both of the pillars of the archway, intricate pictures have been carved into the stone. The engravings are of two ratton warriors, dressed in plate mail and holding spears. Inside the arch a message has been inscribed. Spelled out in Ratling Runes it reads:

"Know this son of Kirgi, you have entered the tomb of his most faithful servant, Gavin Zi. Beyond the arch of stone lies the household provided for the great warrior to use in the afterlife."

2. A second hallway leads to the tomb opposite the first. This passage is an identical copy to number one, although it is beginning to crumble after decades of neglect. Only the last thirty feet (9.1 m) of the corridor remains intact. It is also 15 feet (4.6 m) wide with a height of 10 feet (3.0 m). A single ratling statue stands before the archway, his hands outstretched but grasping nothing. The matching figure lays on the floor in shattered fragments.

On both of the pillars of the archway, intricate pictures have been carved into the stone. The engravings are of two ratton warriors, dressed in plate mail and holding spears. Inside the arch a message has been inscribed. Spelled out in Ratling Runes it reads:

"Know this son of Kirgi, you have entered the tomb of his most faithful servant, Gavin Zi. Beyond the arch of stone lies the household provided for the great warrior to use in the afterlife."

3. Both of the entrance arches open to this huge chamber that is strangely devoid of dust. At the floor level, the room measures 240 feet by 210 feet (73 by 64 m). The walls slope upward and, as a result, the width of the walls has shrunk to 150 feet (46 m) at the ceiling. Centered on the ceiling there is a massive hole with a diameter of thirty feet (9.1 m). A shadowy object, smaller than the hole, can be seen hovering above. The chamber has a unique decoration with contents that are somewhat bizarre.

The floor has been painstakingly painted to resemble grasslands. The walls are covered by murals with scenes of beautiful country surroundings. The ceiling has even been painted to resemble the sky, complete with a large sun and billowing clouds.

A miniature rectangular fortress of stone rests in the middle of the room. The miniature structure has walls of ten feet (3.0 m) in height and is 160 by 120 feet (49 by 37 m) in size. Tiny silhouettes can be seen moving along the battlements of the small fort. Some of these little figures have also been scattered outside the fort in addition to miniature trees that dot the floor.

Tomb Dolls

Alignment: Unprincipled

Natural Armor: A.R. 4, S.D.C. 1D6+5

Weapons: Varies, damage is 1D6 unless otherwise noted

Combat Abilities: 1 attack per melee

The small figures that have been placed around the chamber are ratling/ratton miniature dolls. These exacting replicas have a scale of one-third actual size. They have been outfitted with metal weapons, detailed clothing and armor. Unfortunately, they are in various stages of decay; some have fallen apart over time. The 1 foot (0.3 m) tall ratling, and 2 foot (0.6 m) tall ratton figures were positioned in the tomb to serve and protect Gavin Zi in his afterlife.

The tomb dolls have been enchanted to project pure energy beings identical to the figures. These mystic creatures are capable of movement and combat. Anyone who is not a ratling, ratton, priest of Kirgi or wears an amulet of the Deceiver will be attacked by the magic projections. The images are invulnerable since they are pure energy in form. They are deadly and can cause great amounts of damage to their victims. The only way to defeat the projections is to smash the tomb doll to which it is magically connected. Once the figure has been smashed, the energy being dissipates.

Those who are immune to the effects of the Tomb Dolls will experience a strange, double vision. They will be able to see both the energy beings and the dolls. These individuals will be able to destroy the figures and protect their friends.

The Contents of the Miniature Fortress

The important contents of the fortress have been labelled with letters of the alphabet. Descriptions of these objects, rooms or events are listed below:

A. Five Ratton Knights patrol the outer reaches of the tiny kingdom. Each soldier is armed with a lance that causes 1D6+2 damage. They attack all intruders in the chamber except for those immune to their attacks.

B. An old ratling beggar sits in front of the north gate of the fortress. Dressed in rags, he cries out for alms rather than attacking the player characters. The players have 1 minute to act before archers on the battlements cut down the beggar with a volley of bolts (the old ratling will be back the next day, the scene repeats itself daily). The beggar will not converse with the characters, he just speaks to the open air. Every magic item or other valuable placed in his bowl disappears, to be replaced with an Amulet of Kirgi. The exchange can only be made while the projection is still "alive." When a character leaves the tomb, either to the jungle outside or the Ratling City, the amulet disappears, replaced by the original donation.

C. The gates of the fortress are both identical, each is constructed of wooden beams with reinforced iron bands (S.D.C. 150). They are hinged to the stone wall by large metal hinges. Small towers rise on either side of the gate, the surfaces of which are dotted by arrow slits. A pair of ratling tomb dolls armed with crossbows and bastard swords stand on top of each tower. The cross-bowmen have an unlimited supply of quarrels that can be fired to a range of 30 feet (9.1 m). There are staircases inside each of the towers and two more ratling crossbowmen are positioned next to the arrow slits.

The archers begin to fire on the player characters as soon as they are within range. They will be showered with bolts even as they talk to the beggar in front of the north gate.

D. A tower has been built at each of the four corners, attached to the barracks inside the wall below. A lone ratling, armed with a longbow (rate of two shots/melee, +2 to strike, range of 50 feet/15 m) stands atop each of the spires. As soon as someone comes within three feet (0.9 m) of the archer, he darts through the open trap door into the barracks below.

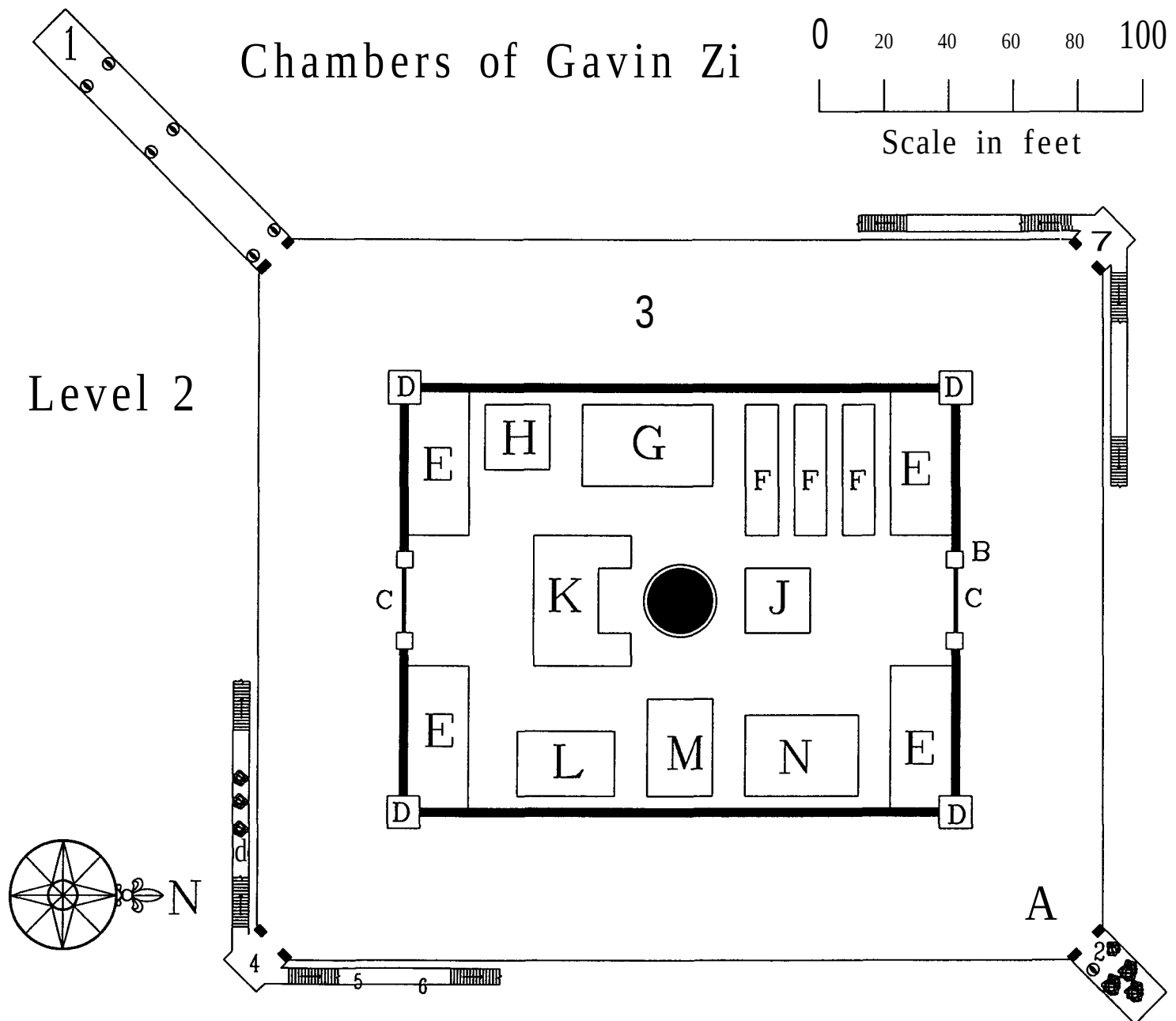
E. There are four barracks, positioned in each corner of the fort walls. These buildings have a doorway to the courtyard and are also connected to a tower above. The structures are made of thick stone and

have arrow slits, making them individual forts themselves. Every barracks has space enough to quarter 10 ratling soldiers, who stand around in various poses, such as cleaning weapons, eating, or sleeping. The soldiers are not confined to the barracks. They can join combat on the battlements or in the courtyard.

The interior of the miniature barracks has been furnished in incredible detail. The furnishings include liny bunks, footlockers, tables and chairs. There are even little blankets, pillows and eating utensils.

F. Three bunker-shaped buildings extend 3 feet (0.9 m) above the surface of the courtyard. They extend an additional 3 feet (0.9 m) below the floor. The bunkers are actually grain storage buildings, all of which are filled with real grain. An unarmed ratling moves along the row of buildings, pushing a wheelbarrow that holds five liny sacks of grain.

G. The large building stationed against the south wall serves as the stables/livery of the fort. The building has individual wooden stalls, each filled with hay. The stalls also include liny watering troughs and food bins. Miniature animal figures have been placed in the stalls, although they are not magical. A desk has been placed near the entrance where a ratling sits looking through sheaves of invoices. The ratling doll, has been carved in a drunken state and his projection acts accordingly.



H. Racks of weapons fill the squat armory building. The weapons are small, made to the scale of the figures. The weapons are comparable in size to those used by gnomes and faeries. Piles of armor and shields are stacked throughout the room. A ratling warrior armed with a bipennis axe guards the room, while a youth polishes a shield in the corner.

I. A lavish temple dedicated to Kirgi stands in the courtyard. The building is decorated with gold, silver, gems and other riches. Inside a silver statue of a giant rat (3 feet/0.9 m), stands with a green gem clutched in his fists. A ratling prostrates himself beneath the idol. Invaders to the sanctity of the shrine will be attacked by the ratling, who produces a mace before charging.

J. The slightly less grand house of Gavin Zi stands opposite the rich temple. The house is filled with miniature furniture, crockery, books and other trappings. Several tomb dolls inhabit the house, including several retainers, 6 ratling guards and the famous General himself. Gavin Zi's tomb doll is dressed in ceremonial armor and has been armed with a large sword. This figure is the toughest combatant in the fortress, the statue was infused with more magic than the others. The projection has 3 attacks per melee and causes IDS damage with each successful strike.

K. The officers of the ratling army are quartered in this fairly large house. Five ratling leaders, all dressed in plate mail and armed with swords, reside in the building. The rooms of the structure have been decorated with miniature items that include furniture, books, and other details.

L. The construction of this building is much different than that of the others in the fortress. It is not a house but a small shop for the weaponsmith/blacksmith. The building contains a working forge, anvils and the many tools required for smithing. Miniature iron ingots are piled near the door, which are hammered into broadswords by two ratling smiths. The two creatures attack anyone entering the forge, using hammers.

M. This large building is the mess hall for all the beings in the fortress. Ten female ratlings/ratton prepare the food in a small kitchen that contains tiny ovens, pots, pans and even little spice jars. Four ratlings and 7 ratton males sit in the eating area at the small tables and chairs. The women scream and run for cover when the player characters arrive. The men attack.

N. In the center of the fortress there is a large hole in the floor directly below an identical one in the ceiling above. A small wall has been erected around the drop to make it look like a well. The bottom cannot be seen. The well is called Kirgi's Despair, because the physical form of the rat god is imprisoned at the bottom. Everyone who passes near (within two feet of) the well must make a saving throw versus magic with a -5 penalty, every melee. Failure indicates that the victim is overcome by desperation and leaps to their death.

Note: A pair of soldiers, a ratling and ratton stand atop the battlements. The ratton lugs a bulging sack over one shoulder while the ratling holds a burning torch and dagger. The pair rush to any spot where someone attempts to scale the wall. The ratton holds the bag, filled with Demon Fire, over the wall for the ratling to slice open. The sticky liquid will pour over the victim who is then set ablaze by the burning torch. Anyone caught in the splash will suffer 4D6 damage from the flames. The torch and demon fire are magical. As a result, they have no effect on those who are immune to the attacks of the tomb dolls.

Deeper into the Tomb

4. An eight foot (2.4 m) tall archway stands in the northeast corner that continues in that direction for 10 feet (3.0 m). The walls of the arch have numerous Ratling Runes carved into the surface. The message reads:

"Gavin Zi, born of Ratling parents, was raised in the northern lands bordering the Old Kingdom. From his youth, it was obvious that this strong and intelligent ratling would become a natural leader. Even before

the turning of his fifteenth year, he had become a successful warrior through many adventures in the wilderness.

"Our master, Kirgi, summoned Gavin-Zi to serve as the commander of His forces in the Battle of the Gods. The young general led our master's troops in many successful battles against His enemies. This was before the other gods, led by Kirgi's own ally, Yin-Sloth, turned on our master, forcing him to his desolate land. Gavin Zi fought with bravery but was unable to defeat Kirgi's foes. This prominent ratling, our greatest leader, has been mourned from his tomb ever since that dark day."

The arch opens to a landing where two sets of steps rise into the darkness. The wall opposite the entry has been painted in a huge, faded mural depicting the last great battle where Gavin Zi was slain. The two sets of steps rise in different directions, to the west and the south. The western steps appear to be used regularly, for they are clear of dust. A thick layer of dust covers the southern steps. Ten red wards can be seen through the layer of grime on the surface of the first ten steps. The wards are not authentic.

5. After the player characters have climbed about 20 of the steep stairs, they pass a series of symbols carved into the wall. The carvings are a silent alarm ward that warns the ratton guards on the upper landing of any approach. A number of steps later, the surface of the staircase becomes dusty. At one point the coating is so thick that the floor is not visible. This is not dust, but a pile of the dreaded fire sand that scatters when trod upon. A second ward, a fire ward, is carved into the floor on the last sand-coated stair. When the ward is flipped, the fire ignites the sand, causing an explosion in a ten foot (3.0 m) area. Everyone in the area of the explosion suffers 10D6 damage.

G.M. Note: You might want to lower the damage of the fire sand explosion if your players aren't tough enough to take it.

6. A portion of the stone pyramid wall is missing. A ratton guard is concealed in the shadows with a loaded crossbow. Everyone who approaches the opening from the outside will be attacked. The bolt loaded in the crossbow is covered with a deadly poison, Dragon's Breath, that causes 6D8+10 damage. After shooting the weapon, the ratton drops the crossbow to engage survivors with his large claymore (3D6 damage). As he fights, the guard will shout to the guards on the landing above for help (see room 2 of the *Tomb of Gavin Zi*).

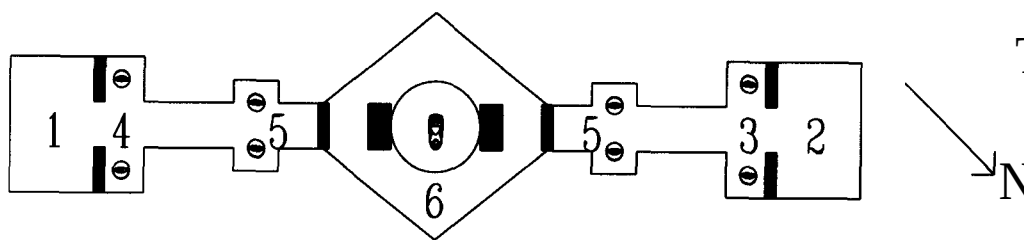
7. An eight foot (2.4 m) tall archway stands in the southwest corner that continues in that direction for 10 feet (3.0 m). The walls of the arch have numerous Ratling Runes carved into the surface. The message reads the same as the one in number four.

The arch opens to a landing where two sets of steps rise into the darkness. The wall opposite the entry has been painted with a huge, faded mural depicting the last great battle where Gavin Zi was slain. The two sets of steps rise in different directions, to the east and the north. The eastern steps are in ruins, rubble scattered all along its surface. Anyone wishing to climb these steps must make five successive climbing rolls. The north staircase is in excellent repair and appears to be used regularly.

Tomb of Gavin Zi — Level One: The Level Above the Entrance

1. The southward and eastward staircases from the chambers of Gavin Zi rise to a landing devoid of any decoration. There is a single exit from the area, a large marble arch. The opening stands 10 feet (3.0 m) tall with a width of 15 feet (4.6 m). Detailed carvings of antelopes adorn the front of the arch. These animals have been engraved to provide Gavin Zi with peace and harmony in the afterlife.

2. The northward and westward staircases in the chambers of Gavin Zi lead to a small landing. The uniform walls are broken by a single exit, an archway that leads from the small area. The ten foot (3.0 m) high, fifteen foot (4.6 m) wide arch is made entirely of marble. Intricate



Tomb of Gavin Zi Level 1

antelopes have been carved on the front surface of the arch. The carvings are included to provide peace and harmony for Gavin Zi in the afterlife.

Two Ration warriors, the toughest of their brood, guard the landing. The entrance below is used only by the ration minions of Dominex to enter and leave the pyramid without the knowledge of the railing overlords. Osmodeus is the only railing that knows the exit. The ration guards will fight to the death to protect the landing. If the guard below (*Chambers of Gavin Zi* area 6) calls for help, they will also rush to his aid.

3. The arch connects the landing to a wide chamber through which a passage continues to the center of the pyramid. Space was left in the room only for the aisle connecting the passages. To either side of the walkway rest identical statues of camels. The granite statues are lying down, facing each other across the corridor. The eyes of the statues are closed, although they flash open when the player characters enter the room. The camels are magical guardians positioned here to protect Gavin Zi from all evils that threaten his rest.

The pair of statues form a mystical barrier akin to a circle of protection. Only ratlings, ration, priests of Kirgi or individuals wearing amulets will be able to pass freely. Anyone else who wishes to advance beyond the statues must make a saving throw of 16 or higher. If intruders are somehow able to pass through the barrier, the camels attack through spell casting.

GM Note: Both of the camel statues must be intact for the guardians to be effective. If one of the statues is destroyed, the other loses its spell casting abilities and the mystical barrier dissipates.

Twin Camels

Alignment: Unprincipled

Natural Armor: An object with an A.R. 18 and 300 S.D.C. (each)

Weapons: None

Level of Experience: Considered 5th level wizards

Magic Abilities: 2 spell attacks per melee, 10 spells daily, +2 spell strength and know the following spells: immobilize, carpet of adhesion, fire ball, animal control dead and magic net

4. This is exactly like number three except as follows:

In addition to the pair of camel statues, a procession of tomb dolls is positioned in the center of the passage. The column of mourners includes a mounted leader, 16 horsemen and 30 foot soldiers. This group will attack the characters as soon as they pass the mystic barrier of the camels.

5. Before reaching the center, the passage widens once again into a chamber. The last guardians of the tomb stand on either side of the hallway in small alcoves. The statues are both carved from huge blocks of granite and are much larger than the beings they represent. The figure on the left is a 9 foot (2.7 m) tall armored ration who holds a giant flamberg. On the right, the statue depicts a 6 foot (1.8 m) tall, robed ratling who holds a stone tablet.

The two statues represent the counselors of Gavin Zi, placed in the tomb to help in maintaining his household in the afterlife. The larger figure is the warlord while the other is the court magician. Magical in nature, the statues have the ability to move and attack. They assault anyone who enters the room except for railings, ration, priests of Kirgi or those who wear amulets. The passage continues to an arch, with matching Ki-rin carved on the surface, that leads to the tomb. There are two of these identical rooms on either side of area 6.

Warlord

Alignment: Principled

Natural Armor: An object with an A.R. 17 and 300 S.D.C.

Weapons: Giant flamberg, 4D6+10 damage

Level of Experience: Level 7 Knight

Combat Abilities: 3 attacks per melee, +3 parry/dodge, +3 damage, Critical strike 18-20

Damage: Kick attack 1D6 or by weapon.

Court Magician

Alignment: Principled

Armor: A.R. 16, S.D.C. 200

Weapons: None

Level of Experience: 7th level wizard

Magic Abilities: Two spell attacks per melee, 11 spells daily and knows the following spells: weightlessness, paralysis bolt, cloud of slumber, mesmerism, fire ball, call lightning, hail, wall of ice, and melt metal.

Damage: By weapon or magic only.

6. The passage opens to a pyramid-shaped room located at the very top of the structure. The room measures 50 feet (15.2 m) across and has 40 foot (12.2 m) tall, sloping walls. In the exact center of the room there is a hole in the floor with a diameter of 30 feet (9.1 m). A tumulus (tomb) is magically suspended twenty-five feet (7.6 m) above floor level and floats over the middle of the gaping hole.

Identical stone altars have been placed on both sides of the opening. The altars are about 2.5 feet (0.8 m) tall and have been covered with intricate carvings of forgotten symbols. A stone bowl is built into the surface of the altar, the bottom of which has the symbol of Kirgi inscribed. Incense holders flank the bowl, and next to each is a candle holder.

The partially dome-like tumulus that hovers over the floor has six sides encased by identical panels. The panels are all engraved with writing in the ancient ratling script. The messages inscribed on each of the panels are identical, each with eight inches (20 cm) of blank space on the bottom right corner. The panels read:

"Gavin Zi, born of Ratling parents, was raised in the northern lands bordering the Old Kingdom. From his youth, it was obvious that this strong and intelligent ratling would become a natural leader. Even before the turning of his fifteenth year, he had become a successful warrior through many adventures in the wilderness.

"Our master, Kirgi, summoned Gavin Zi to serve as the commander of His forces in the Battle of the Gods. The young general led our master's troops in many successful battles against His enemies. This was before the other gods, led by Kirgi's own ally, Yin-Sloth, turned on our master, forcing him to this desolate land. Gavin Zi fought with bravery but was unable to defeat Kirgi's foes. This prominent ratling, our greatest leader, has been mourned from this tomb ever since that dark"

There is a hole on top of the tumulus through which the empty interior can be accessed. The words "Gavin Zi" are carved into the floor of the tomb. The floating tumulus is a magical teleporter that transports those inside to the Ratling City. In order to **teleport**, the word "day" must be spoken (in any language) inside the tumulus. The activation word is the same one that is missing from the bottom of each of the panels. Everything inside the small dome is transported to a matching tumulus in the Ratling City (area 1) when the word is uttered.

The Ratling City!

Level Three

Beneath the Chambers of Gavin Zi, there is a huge underground level that contains a life-size version of the miniature fortress on the upper level. This Ratling City is not quite to scale or completely identical, but very close. The life-sized city is surrounded by an elaborate illusion to make it appear as if it were outdoors. Insects, animals and birds can be seen moving through the settlement as a part of the intricate illusion. The outer walls of the underground complex cannot be seen from a distance, although their location can be felt by touch and seen when within a foot (0.3 m) of them. The illusion makes the city appear to be on a plateau that overlooks a forested countryside.

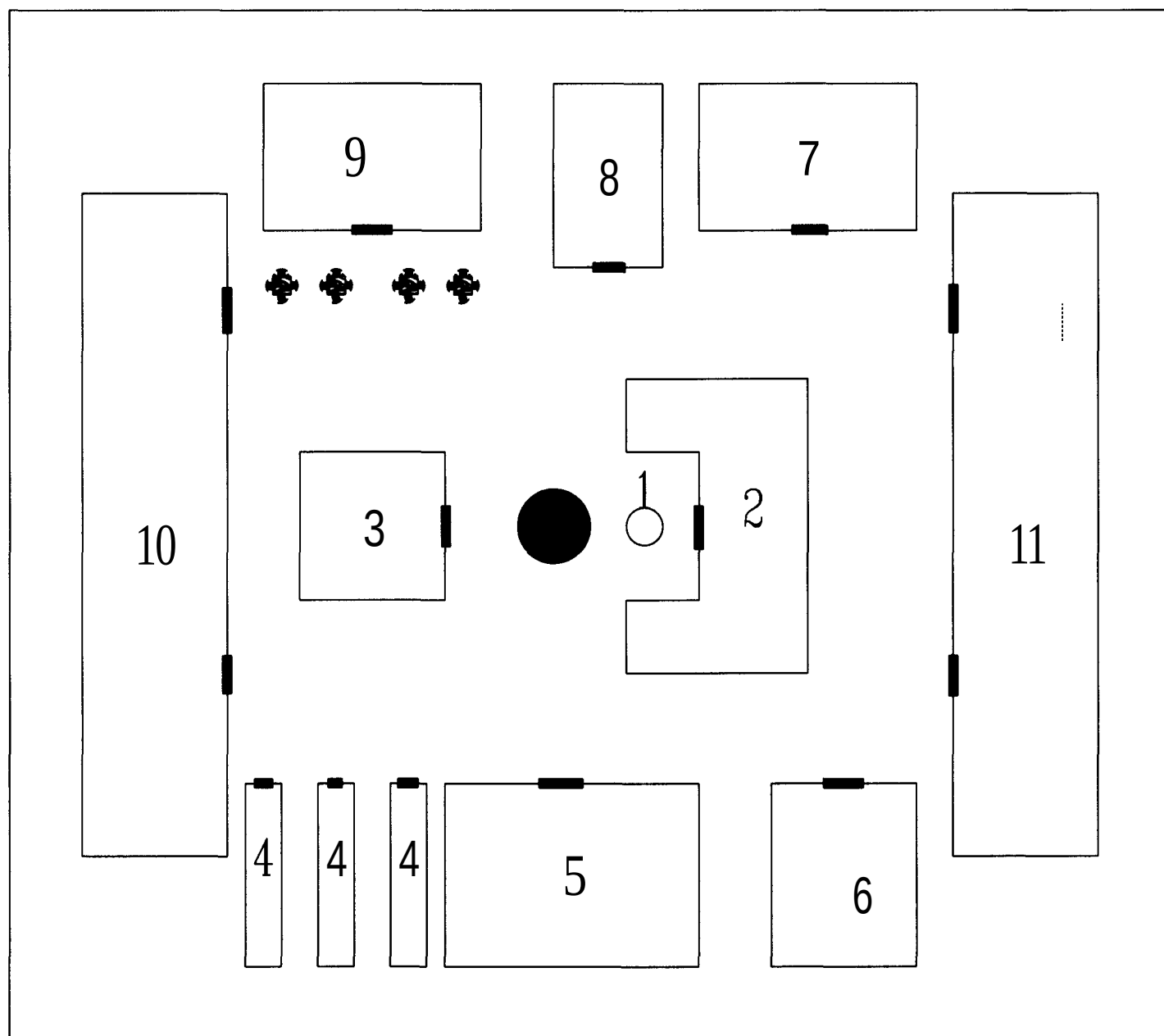
Note: The Brotherhood of Kirgi live on this level! Approximately 32+2D6 ratlings and 16+2D6 rations can be found living on this level. However, it can easily accommodate three times that number. Fortunately, the adventurer group is never likely to encounter more than a half dozen at a time, especially during the daytime; ratlings and rations tend to be nocturnal and are most active and plentiful at night.

1. A **tumulus** rests in the central courtyard of the chamber, although it does not rest in the middle. This dome-like object is identical to the one that hovers in the Tomb area at the top of the pyramid. The two tumuluses are linked transporters through which one can travel between the levels of the pyramid! Teleportation is activated by saying the word "day."

A ration guard stands outside the magic teleporter, keeping a close eye on the object. The guard will shout in alarm before attacking any intruders who climb from it.

2. A **large manor house** rests in the center of the room, identical to, although larger than, the residence of Gavin Zi. When Rodentus and his ratlings arrived, the building was filled with rich furnishings and decorations that have since been used often and have become shabby from wear.

The building is home to the current leader of the Brotherhood, Rodentus. The aging ratling only uses a handful of rooms, he alternates between his living area, eating/recreation area, library and study. The main hall has been organized into a makeshift council chamber for the daily meetings of the Brotherhood of Kirgi. The group convenes at



Level 3—The Ratling City

noon for a two hour meeting. When meetings are not in session, the only being present in the room is Rodentus, who spends the majority of his time sleeping or reading.

Two third level ration guards are always on guard outside the front doors of the building. They are loyal to Rodentus as long as he remains in power as the leader of the council. They will not allow anyone to enter after council hours, not even their own leader Dominex.

Rodentus

Alignment: Anarchist

Attributes: I.Q. 17, M.E. 9, M.A. 15, P.S. 8, P.P. 11, P.E. 8, P.B. 4, Spd. 15

Hit Points: 34

Armor: Cloak of armor, A.R. 14, S.D.C. 100

Weapons: WP bonuses +3 strike, +2 parry, +1 throw
Staff of Rodentus

The ratling explorer found a magical emerald in his travels. He fastened the gem to the top of a wooden staff.

- 1) 2D8 damage
- 2) indestructible
- 3) +2 save vs magic
- 4) +2 spell strength

5) A total of 6 spells can be cast daily at 10th level proficiency from the following list: fire ball, induce epilepsy, metamorphosis (other), curse of boils, suspended animation and swords to snakes

Level of Experience: 6th level Wizard

Combat Abilities: 2 attacks per melee, +1 parry, +2 dodge, +2 damage, Critical strike from behind

Damage: Kick attack 1D6 or by weapon or magic.

3. The temple of Kirgi sits opposite the large manor in the central courtyard. The building was recently renovated, construction ended just days ago. The structure contains an altar and a statue of Kirgi placed at the front. Rows of benches line the area behind. Two smaller rooms connect to the worship area by doors to either side of the altar. One is the small living quarters of the priest while the other is a storage area for vestments and sacred objects for rites.

One of large paving stones on the floor has been moved aside to reveal a stairwell. The descending staircase was discovered two days ago and a scouting party was sent below (see area 1 in the *Hall of the Dead*). The priest waits for the scouts to return but has fallen asleep during his daily vigil on the first pew.

Priest

Alignment: Miscreant

Attributes: I.Q. 14, M.E. 5, M.A. 12, P.S. 8, P.P. 15, P.E. 14 P.B. 5, Spd. 14

Hit Points: 46

Armor: Double mail, A.R. 14, S.D.C. 55

Weapons: Falchion 1D8 damage, +3 strike/parry, +2 throw

Level of Experience: 8th level priest of darkness

Combat Abilities: Three attacks per melee, +2 parry/dodge, +2 damage, critical strike 18-20, and critical strike from behind (x3)

Damage: Kick attack 1D6 or by weapon or magic.

4. These identical structures are the food storage rooms for the city. The buildings are strangely shaped, a half cylinder laying on the ground with the rounded side facing the roof. The storage areas were repaired and cleaned not long ago. The first two buildings hold grains, vegetables and fruit. The final building is unnaturally cold. A permanent cold ward has been placed inside. Extra meat is stored inside. The numerous animal carcasses held within the room are all frozen solid.

5. In the miniature fortress layout above, this building would have been an animal stable. The Brotherhood does not own any livestock. As a result they turned the building into a masonry shop. It was inside this structure that the stones used to restore the pyramid were prepared. The room is filled with stone blocks and masonry tools scattered every-

where. During nighttime, 4 ratlings and 6 ration will be hard at work carving stone, in the shop.

6. The village armory is an ugly, squat building that is vaguely bunker-shaped. All of the extra weapons and armor of the Brotherhood are stored in racks and piles inside. The combat supplies have all been pushed to one side of the room to clear space for a small living area. A bed and trunk, filled with clothing, occupy this space. A leather pouch has been hidden in the trunk that contains 645 gold and a crystal worth 200 gold. Dominex, the leader of the ration, lives in the armory building.

Dominex

Alignment: Miscreant

Attributes: I.Q. 9, M.E. 7, M.A. 10, P.S. 18, P.P. 17, P.E. 21 P.B. 8, Spd. 14

Hit Points: 50

Armor: Plate mail, A.R. 17, S.D.C. 160

Weapons: Paired claymores 2D6 each; W.P. bonuses +3 strike, +4 parry, and +1 throw.

Level of Experience: 8th level knight

Combat Abilities: Three attacks per melee, +1 on initiative, +1 strike, +4 parry/dodge, +7 damage, Critical Strike 18-20, and +3 save vs. magic.

Damage: Claws 2D6, bite IDS, kick attack 1D6 or by weapon.

7. Rather than housing the officers it was intended for, this building is the abode of the elite ratlings. The governing members of the council live in this lavish dwelling, filled with splendid furniture and trappings. The house has enough space for 30 beings, though, only five residents occupy the building. All of the inhabitants are ratlings, including Osmodeus. The five can usually be found here when council meetings are not in session.

Osmodeus

Alignment: Diabolic

Attributes: I.Q. 14, M.E. 7, M.A. 11, P.S. 10, P.P. 11, P.E. 11, P.B. 7, Spd. 10

Hit Points: 39

Armor: Soft leather armor, A.R. 9, S.D.C. 20

Weapons: Daggers (3) 1D6 damage; W.P. bonuses: +2 strike/parry and +3 throw

Level of Experience: 6th level diabolist

Magic Abilities: Can activate 10 wards daily, +2 ward strength, +1 save vs spell magic, +2 save vs wards, +1 save vs circles, recognize enchantment 40%, and recognize magic items 58%

Combat Abilities: Two attacks per melee, +1 on initiative, +1 parry, +2 dodge, +2 damage, and critical strike from behind.

Damage: Kick attack 1D6 or by weapon or use wards.

8. The only blacksmith in the Brotherhood uses this building both as his home and workshop. The separate living quarters are spartan, consisting only of a bed and cabinet filled with clothing. The shop itself is cluttered with tools in addition to the forge and anvil. Most of the products forged in the shop have been the tools required for masonry and construction. The ratling has stats identical to the average member of his species, with the exception of his great strength (P.S. 18, +3 to damage).

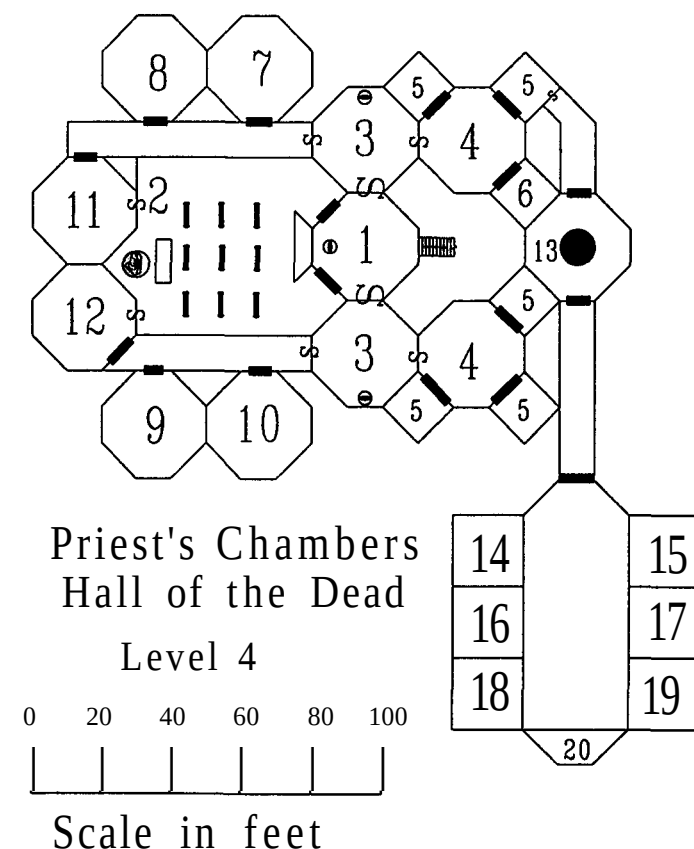
9. Almost all of the residents of the community come here to the kitchen for their daily meals. The building has two rooms, an actual kitchen and a small eating area. The kitchen is filled with pots, pans, utensils and a fireplace. Only a few tables and chairs are in the eating room. More tables are set up outside the building where most ratlings/ratton eat their meals. There are 8 females who work the kitchen, 3 ration and 5 ratlings. The women can be found in the kitchen during their waking hours when they prepare meals.

10. In the Ratling City there are only two barracks instead of the four found in the fortress above. These buildings are extremely large, capable of housing 150 people. The interior of the barracks is divided

into sections with family areas, sleeping quarters, recreation and common rooms. All of the ratlings of the Brotherhood, a total of 26, dwell within this building. During the night, only 2D4 ratlings will be present. The others will be working in other buildings or collecting food outside of the pyramid. During the day, all of the residents return to the barracks to sleep.

11. The second barracks is identical to the first. The interior has been divided into family chambers, recreation rooms and huge sleeping area large enough to accommodate 150 people. This barracks has been set aside as a residence for the ration. One of the warriors guards the door to the building at night time, an extra precaution insisted upon by Dominex. In the daytime, 7 ration, the night guard shift, will be inside the building sleeping. The remaining beings will be in other buildings, guarding, or outside gathering food. At night, 18 ration can be found sleeping in the barracks.

Priest's Chambers & Hall of the Dead Level Four



Priests' Chambers

The pyramid was constructed under the direction of the priests of Kirgi. The clergy formed the highest class of citizens and were feared and respected by all of the other members of the ratling society. Of the early inhabitants of the structure, the only ratling who was higher in rank was warlord Gavin Zi. The earliest priests became enthralled by their own prestige. They felt superior to the people and as a result, separated themselves in the chambers beneath the city. Only one priest was left in the upper city to serve the needs of those people. The others spent their days in the catacombs or outside the pyramid.

Connected to the honeycomb of priests' chambers is the Hall of the Dead; an area used to entomb the most important dead of ratling society. Others were given simple burials in the jungle. This floor of the pyramid has been undisturbed for thousands of years! Even the ratling excavators have yet to explore levels four and five.

1. The hidden steps descend from the temple (ares 3 in *The Ratling City*) into an irregularly shaped room. The walls describe an octagon shape. A thick layer of dust covers the floor, across which, footprints can be seen. There are so many different prints that they are undecipherable. The corpse of a ration warrior lies on the ground in a puddle of dried blood. A knife hilt protrudes from a jagged wound in the soldier's neck.

There is nothing else in the room besides the cobwebs and a thick layer of dust. A pair of secret doors face each other on the side walls of the room. A statue of Kirgi the Deceiver has been placed opposite the steps. To either side of the stone figure are unlocked, iron doors.

2. The two iron doors from the entry chamber both lead to this large, opulent temple of Kirgi. Three rows of stone benches lead to the front where an altar and statue rest. The altar is plated with 150 gold tiles, each of which is worth 45 gold. A ten foot (3.0 m) tall statue of Kirgi, made of solid silver, looms over the sacrificial table. The statue is extremely heavy, weighing over ten tons (9,000 kg) and cannot be removed from the temple. Secret doors flank the statue of Kirgi that can only be opened by pressing the respective foot of the statue (i.e. the left foot opens the left door while the same is true for the right).

3. The entrance chamber connects to two identically shaped rooms behind the secret doors. (Note: both of the rooms are identical in their contents.) Across the room from the door, a small granite statue of Kirgi has been pushed against the wall. Except for the statue and a thick layer of dust, the room is empty. There are two secret doors in each room, the east door in the northern room is revealed by a distinct set of ratling prints that appear to walk right through the wall.

4. The antechambers connected to the entrance are both attached to these further identical, honeycomb-shaped chambers through secret doors on the east walls. Like the rest of the Priests' Chambers, the rooms are covered with dust and cobwebs hang from the roof in shrouds. There are three unlocked iron doors set into the walls at even intervals.

In the northernmost of the two chambers, ratling tracks continue through the secret door, into the three cells. The door to one of the cells (area 6) is wide open though the interior cannot be seen. A low moaning that is barely audible originates in the small chamber.

5. The iron doors seal away small penance areas used extensively by the priests of decades ago. The chambers have no decoration, just rotting straw pallets. Sinners would be locked into the chambers to confess their misdeeds and pray for the forgiveness of Kirgi. One of these cells (the northeastern one) contains a secret door that leads to the Hall of the Dead. In that same room, ratling tracks cross the surface and go through the wall, revealing the location of the secret door.

6. Unlike the other penance chambers in the area, this room is occupied. The rotting corpse of a ratling lies upon the old straw mattress. The player characters quickly realize that it is no corpse but the source of the moaning. The ratling manages to mumble a few words when he sees the characters:

"All I did was touch the treasures in the tombs. I started rotting until..." the ratling dies, his sentence unfinished.

7. A strong odor of decay permeates this octagon-shaped kitchen. The scent becomes more and more intense as one nears the cabinet in which rotted food is stored. A large wooden table supports cooking utensils that were placed in an orderly fashion. Just like the room, the utensils are filthy and covered by dust. A stone basin holds stagnant water in which the remains of an old dinner have been submerged. The dishes of the priests' last meal are still waiting to be washed.

8. The door to this room has rotted so completely that it collapses to the floor when touched. This room is also an octagonal chamber. A large table with chairs is centered in this eating area. Skeletal ratling corpses sit around the table at their last meal. Patches of greenish mold grow from the floor throughout the room. These growths, the dreaded Green Mold, forced the early ratlings from the pyramid. Any character who touches any of the clumps will develop a terrible infestation (please refer to page 234 of the *Palladium RPG*).

9. Fragments of a rotten wooden door lie upon the dusty floor before the room. The octagonal chamber was once the quarters of the high priest, and its contents are now decayed. A large bed is positioned in the middle of the room, the coverings of which have been eaten by moths. A jumble of wood is piled against one wall which was at one time, a desk. An intact bookshelf is stationed against the wall opposite the room from the pile of scrap wood. A number of dust covered, ancient tomes fill the dusty shelves. Though they seem intact, the books crumble into a pile of dust after even the slightest touch.

10. The wooden door to this octagonal room, is completely intact. The room holds three beds that have collapsed from decay. The mattresses and coverings are moth eaten and have partially disintegrated. Nothing of value is stored in this room.

11. The temple connects to this room through a secret door. The priests prepared for ceremonies in this vestment chamber years ago. Numerous rotting cloth robes are piled upon the floor. The clothes are all infested with Green Mold, although this cannot be discerned through causal inspection. See the **Palladium RPG** for more information on the dreaded Green Mold.

12. The second secret door from the temple connects to this octagon-shaped room. A pile of rotting wood, once a piece of furniture, rests against the south wall. If the player characters rummage through the scrap lumber they will realize that it was once a cabinet. They easily uncover a bulky lead box that is engraved with 15 diabolist wards (only six are still functional).

Each ward is 3rd level, and has an area of effect of 30 foot/9 m radius. Wards are triggered by touch, one after another, with each subsequent touch of the box. The first ward to be triggered is death (6D6 damage), the second is confusion, the third blind, the four and fifth are death wards (6D6 damage each), and the last is fear. The box holds golden plates, bowls and utensils worth 90,000 gold!

13. The top half of this wooden door barely hangs from bronze hinges. The shattered bottom lies in pieces on the floor inside the doorway of the octagonal room. The majority of the room's floor space is filled by a 30 foot (9.1 m) wide, gaping black hole, the pit of Kirgi's Despair. Streaks of blood are smeared on the south side of the room beside a giant-sized claymore. An iron door opposite the entrance is centered on the south wall.

Hall of the Dead (level four)

The most important ratlings and ration were buried within these rooms along the Hall of the Dead. The tombs are not enclosed by doors, the contents of each room can be seen through an open arch. All of the rooms hold a stone sarcophagus. All except #19 also hold a vast treasure hoard. Each also warns intruders not to take anything and to leave. Touching even one nugget of gold is almost certain death.

If a character ignores the warning and touches the gold, they will suffer 3D6 points of damage. If they take any item, they will be inflicted with a powerful curse (**G.M. Note:** Use the random curse table found on page 47 of **Adventures on the High Seas**. Curse descriptions are also found in that book. Sorry, space restrictions prevent us from putting them in this book. Or the G.M. can make-up his own debilitating curse.) Roll a curse for every sack of gold or valuable taken, and another curse for every weapon or armor (magic or otherwise) taken! The curse remains on the character even if he sells or discards the item.

The curse can only be removed by returning the item from the exact spot it was taken, by Kirgi (not likely), or via a remove curse spell, but the spell's success ratio is -30%! The Fountain of Life will also remove a curse but it takes a full ten doses of the waters per each curse and will only get rid of three total.

14. The inscription reads: "The most devout servant of the master Kirgi was this ratling, Tegyr. As a priest he did the work of the great one throughout the lands. This distinguished ratling died ministering to the chosen ones of Kirgi before this grand pyramid was completed."

Treasure: Ten small sacks with 6,000 worth of gold nuggets in each. Three small sacks of gems worth 30,000 per sack. Two different symbols of Kirgi, both made from jade (worth 1500 gold). Roll for a curse if a grave-robbert takes even one gem or nugget, as well as for each sack taken.

15. The inscription reads: "Charnic, the shield bearer of Gavin Zi, was the most exalted warrior of the ration caste. This heroic soldier used his sword to protect his master and to exterminate his enemies, and those of our lord Kirgi."

Treasure: Ten large sacks with 20,000 worth of gold nuggets in each. A magic gold shield with the symbol of Kirgi (indestructible, +2 to parry, +1 to strike, and can cast a 5D6 lightning bolt three times daily; roll or choose a curse). Roll a curse for a single nugget, each handful or sack taken.

16. The inscription reads: "The sharpest mind that a ratling ever possessed was that of Wosal. As a hero of our nations, he helped Kirgi himself in deception against the other gods. Wosal was slain in the Great War before the last, devastating battle."

Treasure: 20 bags of gold coins studded with diamond chips. Each bag appears to be worth 50,000 gold! A silver scepter studded with gems (worth 100,000 for the gems alone). Can cast mask of deceit, charismatic aura and multiple images three times daily, each at sixth level spell strength; roll for a random curse if taken. Also roll for a curse whether a grave-robbert takes one coin or a handful. Roll a curse for each sack taken. Worst of all, the coins are fake, fool's gold and the diamond chips are just glass; a fitting reward for the greedy. Not worth getting a curse(s).

17. The inscription reads: "Kerfani, a ratling mage, wielded arcane power beyond the limits of most of our kind. With his sorcerer's might, Kerfani destroyed the enemies of Kirgi in the Great Wars. In the last of the battles, he exhausted the strength of his magic and was cut down by the hordes of our enemies."

Treasure: A wooden wand that registers magic (only makes pretty colored lights), seven magic scrolls (each has a 9th level spell of the G.M.'s choice), and a golden dagger (returns when thrown and +6 damage). Roll or choose a curse for each item taken.

18. The inscription reads: "Vandyon was the most courageous warrior in the armies of Gavin Zi. In the service of our divine master, the ration warrior slashed through the vast ranks of our foes. In the final battle, the knight crashed through our enemies to save our lord, Kirgi, from an attack by Pith. Before the evil lord of death could strike from behind, Vandyon struck with might. Sadly, this was the last of his brave acts."

Treasure: Magic leather of iron, a short sword that spits fire balls three times a day and inflicts double damage to demons and devils, and a large rune sword (typical; G.M. can provide its special powers).

19. The inscription reads: "This tomb holds the true, final resting place of Gavin Zi." A simple ratling in life, his death is also humble. By his request, the crypt is devoid of treasures. A length of copper is on the floor, and attached to it is a key. On close examination, the copper piece has an inscription that reads, "Know ye this, the key will cause no harm, should anything else be disturbed, ye shall perish,"

Treasure: None.

This small room is the true tomb of Gavin Zi! The chambers above are all an elaborate ruse. Gavin Zi lives on as an immensely powerful undead creature, asleep within the stone coffin. Once the key has been found, the lid can be shifted by a combined P.S. of 30. If the slab is moved, the undead beast rises from the grave and attacks. The monster will be satisfied with forcing the heroes out of level four and will return to his tomb until intruders again disturb his rest.

If the characters ignore the tomb, proceed to number 20.



Gavin Zi, Undead Protector

Alignment: Diabolic

Attributes: I.Q. 21, M.E. 9, M.A. 11, P.S. 30, P.P. 26, P.E. 28, P.B. 2, Spd. 14

Hit Points: 98

Natural Abilities: Prowl 80%, invisibility, animate control 6D6 dead 75%, turn 6D8 dead 77%, and is +10 on all saving throws! In addition, Gavin Zi is impervious to psionic bio-manipulation and mind control, and normal weapons inflict half damage, but silver weapons, holy items and magic do full damage. Special regenerative powers: whenever the secret room (#20) descends to the tomb of Kirgi (level five) Gavin Zi is instantly restored to full hit points and power.

Armor: Ceremonial plate mail; A.R. 18, S.D.C. 200

Weapons: Large shield; W.P. shield bonuses: 44 strike, +7 parry, +3 throw, and magic flamberge that inflicts 3D6 damage and enables the wielder to turn invisible three times daily on mental command. W.P. large sword bonuses: +4 strike, +5 parry, +2 throw

Combat Abilities: Five attacks per melee! +2 on initiative, +8 to strike, +12 to parry and dodge, +21 damage, critical strike 18-20, critical strike from behind, stun 18-20, and a death blow on a natural 20! He is an incredible monster to overcome.

Damage: Uses magic sword and shield, but can also bite for 1D6 damage or use his claws 1D6+2.

20. At the end of the hall is a keyhole that has been drilled into the wall above an inscription. The ratling rune message reads:

"Insert the key of Gavin Zi to reach the greatest of treasures below."

The brass key from the small tomb (#19) fits perfectly in the small keyhole. When it is turned, the entire section at the end of the hall

slowly descends into the darkness below. The characters will have found the final level of the pyramid, *Kirgi's Prison*!

Note: The moment any of the characters begin to descend downward, the corpse of Gavin Zi rises from his tomb. Even if the undead warlord had been previously encountered and destroyed, he instantly regenerates to full hit points (armor damage remains), rises, and begins to shout orders.

Five ancient ratling corpses emerge from behind secret doors in the walls of the descending portion of the hall. Amazingly, they warn the characters to leave or be destroyed in the name of Kirgi. They explain that taking the key out of the hole will cause the room to rise. The group must then flee or be destroyed. There is no time for questions and they must comply immediately or be attacked. Any hostile action will start a terrible battle that the heroes may not survive!

Ratling Undead Protectors

Five other ancient ratlings were turned into undead monsters assigned to prevent outsiders from entering the fifth level. They were turned into strange demons through a forgotten religious rite. They heed the commands of Gavin Zi and fight relentlessly to destroy intruders. As soon as Gavin Zi is destroyed, the demons will dissipate.

Alignment: Diabolic

Attributes: I.Q. 15, M.E. 10, M.A. 8, P.S. 20, P.P. 22, P.E. 25, P.B. 6, Spd. 20

Hit Points: 65

Natural Abilities: Prowl 90%, scale walls 80%, and are impervious to normal weapons; only magic and holy/magic weapons do any damage. Unlike Gavin Zi, they are permanently destroyed when killed, but Gavin Zi usually sends them back into the wall when they reach 12 points or less. Those who survive regenerate to full strength in 24 hours.

Magic: Each can cast shadow meld and invisibility three times daily; equal to a fourth level spell caster.

Combat Abilities: Each has three attacks per melee and is +4 to strike, parry and dodge.

Damage: 2D6 from bites, 3D6 from slashing claws; +5 to damage.

Kirgi's Prison Level Five

At the end of the Battle of the Gods, Kirgi stood against a coalition of angry deities. For his treachery, Yin-Sloth the Terrible and the others, decided to punish Kirgi by imprisoning his physical body. Each of the Jungle Gods placed a challenge that one must pass in order for the Deceiver to be freed. Only one who has no devotion to Kirgi can free the imprisoned body.

The use of Gavin Zi and other undead ratlings to defend the tomb and prevent the body's rescue was an extra touch of irony added by Yin-Sloth.

1. The corridor descends until it reaches an octagonal room where it stops at floor level. A faint glow fills the room though the light source is not visible. The spacious chamber is empty except for the gate of wrought silver that is opposite the platform. A long passage that leads towards the center of the pyramid can be seen through the gate. As soon as the gate opens, a hollow voice speaks:

"Treasures await in the center room of this level. Locate an entrance to the room and you will find all the riches your heart desires."

Player's Note: If the player characters continue, they will inadvertently release Kirgi the Rat God. Remember, the ratlings and ration don't realize this place imprisons their god's body, although the insane Rodentus might.

If they have somehow learned or suspect that the pyramid contains the body of Kirgi, the game master might ask them why their characters have any desire or reason to free him. Kirgi is not exactly a nice god, so

they won't be doing the world any favors. One answer is that they expect to win the gratitude of a god and be richly rewarded. A reasonable assumption and an acceptable answer. (They can continue onward for any reason, it is just a nice idea to jog their thought processes.) Characters of a good alignment may not want to continue with this course of action.

2. The hallway stretches to the corner of a hexagon-shaped room that has no apparent entrance. There are five holes in the floor one at each of the other corners. Each of the cylindrical holes have a diameter of one inch (2.5 cm) and a depth of four inches (5 cm). The hallway continues around the perimeter of the room, with other passages branching outward from each of the five other corners. All of the other hallways end in gates of wrought silver identical to that of the first chamber.

The walls that enclose the room are made of a clear, invulnerable substance. The interior of the room is illuminated by a strange blue glow that shines on a silver coffin and the statue of a 30 foot (9.1 m) tall rat. A pile of corpses rest around the two objects that identifies the chamber as the bottom of the shaft of Kirgi's Despair.

3. The dark interior of this room is octagonal in shape. When the gate is opened, a brilliant light flares, illuminating a large spider that stands on a stone dais. A velvet pillow rests on the floor in front of the creature. On the pillow rests a green, crystal cylinder. The spider takes several steps away from the pillow before speaking:

"This is one of five keys that you require to unlock your goal. I, Tark, give the cylinder to you freely."

The incarnation of the goddess will not answer any questions or speak further. When a character grabs the cylinder, however, a spider magically appears on their hand, stinging the person. Before they have a chance to react, the spider disappears and the cylinder reappears on the pillow. The large spider quickly moves forward in powerful, menacing strides to speak once again:

"The key is yours freely, impertinent mortal, your life is, however, a different matter. A lethal poison flows through your veins that will kill you in a matter of moments. I, and I alone have the power to neutralize the fluid. I will cure you if you can first answer me this riddle:

"But one question's asked of thee,
hear, then answer: what are we?
We are all different yet the same,
huge savage monsters some men claim.
We are evil, we are good,
we walked the land before you stood!
Your human decades to us an hour,
our forms are filled with mystic power.
Some of us can steal the night,
there are those who whirl in flight.
We are death in teeth and claw,
lethal breath flows from our maw.
The invisible is seen through our eye,
and with our gaze we petrify.
Skin of iron guard our inside,
Palladium shakes when we collide.
Once again we ask thee,
what manner of creature can we be?"

The answer to the poem is "Dragons." If the characters are unable to answer the riddle, the one who grabbed the cylinder will fall into a coma (Roll to save versus coma/death. If the character makes his roll he immediately falls to death's door or -20 hit points. If the character fails their coma/death roll they die). No magic, other than that of Tark's priests, will be of any aid. If another player grabs the cylinder the situation will replay itself. Until they can answer the riddle, the characters cannot escape with the key.

4. An eerie glow pulsates from behind this tarnished silver gate. Once they have entered, the characters can see the god Pith standing in the room, holding a grey, crystal cylinder. The evil god stares at each group member, in turn, with contempt before he begins to speak:

"One who is dead, yet still lives, may take this key."

The statement is fairly clear in meaning, only an undead creature, or animated dead being can take the key. If a live creature attempts to remove the cylinder from the god's outstretched palm, they will die instantly; saving throw versus magic at -4. In addition the key will magically return to Pith's hand. When the key has been removed from his hand, Pith disappears.

5. This octagon shaped room is filled with a harsh, crimson red light that shines through the gate. The characters see two figures standing in the room once they have entered. The first being steps forward and addresses the characters. This is Lopnel the Red. The Red God addresses the characters saying:

"To have my key ye must first slay my champion."

Lopnel disappears, leaving the second creature behind, a beast that stands a hulking 20 feet (6.1 m) tall. The champion wears a suit of red armor that seems organic in nature, it has a gaping maw lined with razor teeth and incredibly sharp talons. If the player characters defeat the beast, it falls to the ground with blood flowing from its wounds. The blood forms into a puddle that melds into a red, crystal cylinder.

Beast

Alignment: Diabolic

Attributes: I.Q. 12, **M.E. 9, M.A. 7, P.S. 27, P.P. 22, P.E. 25, P.B. 5, Spd. 25**

Hit Points: 75

Natural Armor: A.R. 14

Weapons: Paired giant flamberges 3D6 damage; W.P. bonuses of +3 strike/parry, +1 throw

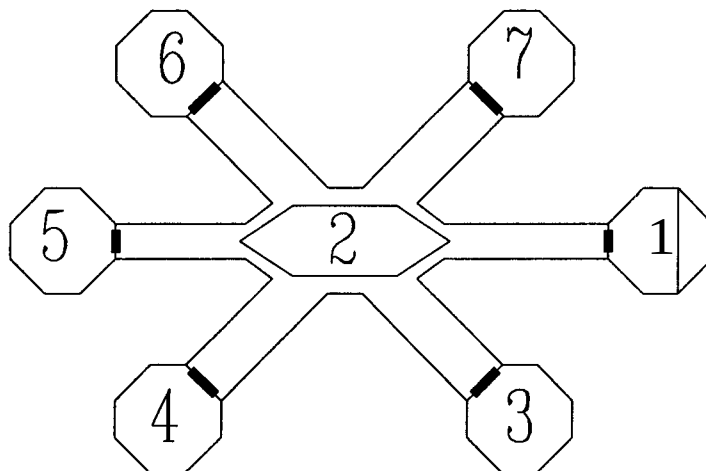
Combat Abilities: 4 attacks per melee, +5 strike, +7 parry/dodge, +12 damage, +3 to all saving throws

Damage: Talons 2D6 or 3D6 by bite or by weapon.

6. The characters find a faint blue sheen surrounds this room. The chamber is identical to the others, octagon-shaped but empty. As they watch, the room suddenly changes its form. The characters find themselves standing at the edge of a small lake that has an island in the center. The goddess Ippotomi stands on the island, holding a blue, crystal cylinder. She speaks in a melodic voice, calling to the player characters:

"Brave adventurers, you have nothing to fear from me. You have only to pass through the waters of this lake for the cylinder to be yours. I offer it freely, no harm will come to you in this chamber."

As the characters swim through the water, they are gradually weakened. Upon reaching the island, they are exhausted and feeble and will have only a single hit point left. Ippotomi has left the cylinder lying on the ground. While the goddess has disappeared, a small boat appears on the shore of the island. If the player characters elect to swim back across



Kirgi's Prison

the lake, all of their hit points will be restored in addition to a permanent bonus of 2D6 hit points. As soon as they emerge from the waters, the image fades, leaving the characters standing in the empty room. If the boat is used to return, it will magically return them to the shore. The characters' hit points return to normal when they exit it. The image disappears.

7. No light shines from this chamber. There is a smell of sulphur that drifts from inside. The gate is cast iron rather than silver and, when opened, a red light reveals the figure of Yin-Sloth the Terrible. The giant beast holds a black, crystal cylinder in one hand and screams at the characters:

"You want to free Kirgi! Come then, foolish mortals, and take my key."

As the player characters walk towards the hideous god, terrible images appear before them. The visions are of horrid demonic figures performing horrible acts on the characters' loved ones. Four such atrocities are shown; each player character must make a save vs horror factor of 14 or higher. If any character fails to save, he must race away in fear, only to appear in the swamp outside the pyramid. Yin-Sloth will allow only one attempt for each character. If anyone succeeds, the images fade to reveal an empty, octagonal room. The black, crystal cylinder lies on the dusty floor.

The Freeing of Kirgi

To open the central chamber, all of the cylinders must be inserted into the holes. When they are all in place, the transparent wall dissi-

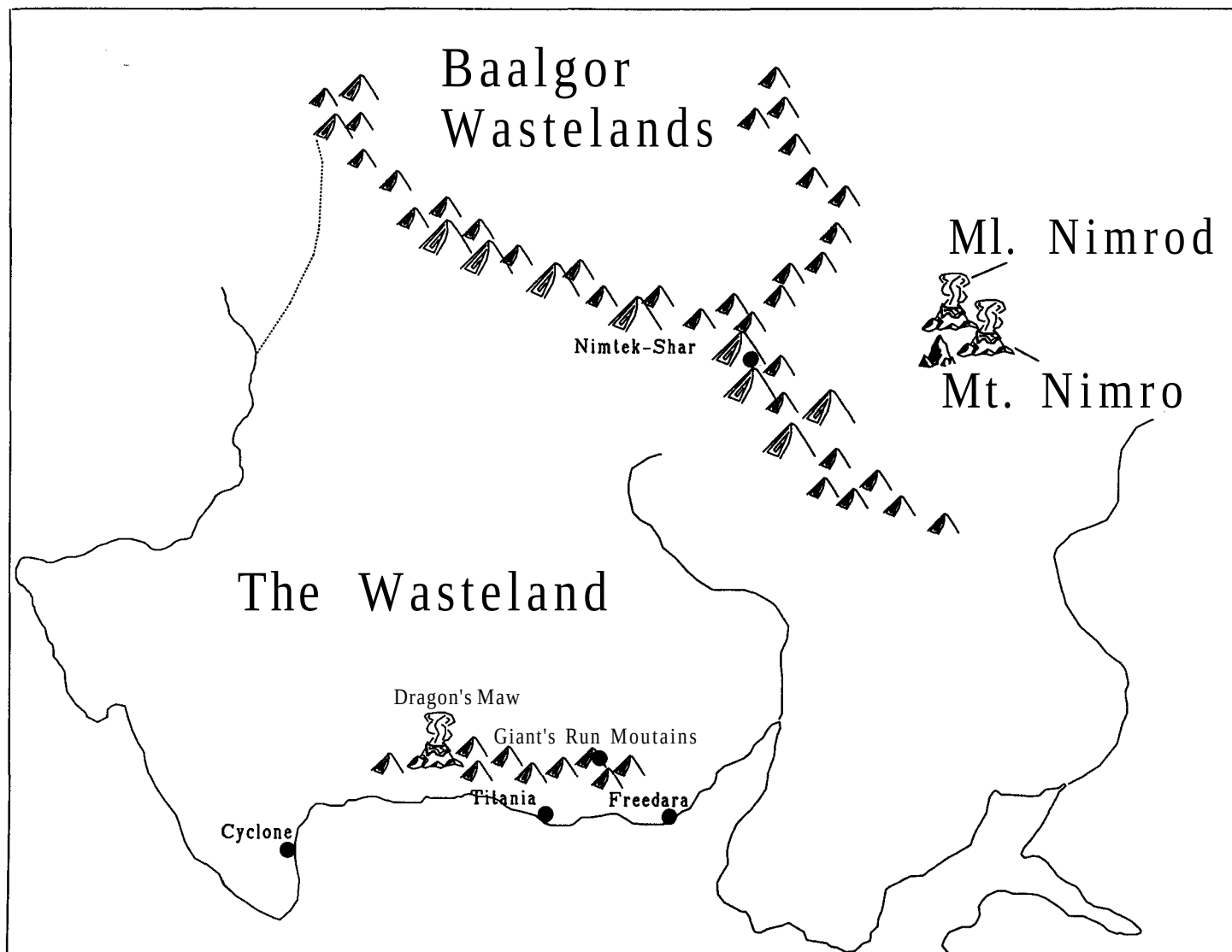
pates. The lid of the silver coffin opens and the figure of Kirgi emerges. After staring at the player characters for several seconds, the god turns to point at the coffin. It disappears, and a large pouch suddenly appears in the left hand of the Rat God.

"For freeing me of this torment, not befitting of mortal or immortal, I offer you a reward. Name any destination on Palladium and ye shall be forthwith transported there. Also, take this as a token of my gratitude. But do not open it until you are away from this tomb." With those words he tosses the sack at them.

The god does not want to stand around and talk. He's been imprisoned too long and wants to walk in the fresh air and feel the wind on his face. Thus, he has no patience for delays and will disappear within 2D4 melee rounds, leaving the characters in the tomb.

Rewards: Inside the sack are 50 gemstones. To the untrained eye, they will appear to be worth thousands of gold each. However, their appearance is deceptive. In reality they are flawed and only worth 700 gold each, still not a terrible haul (35,000 gold). Furthermore, depending on where the group wants to go, the teleportation may be invaluable. Yes, Kirgi will be kind enough to make a stop to pick up friends, horses and equipment before continuing on, but this detour before the "big" teleport must be extremely brief. He is a god, not an errand boy.

Game Master Note: Unknown to the players, Kirgi will remember them and *may* intercede on their behalf if they run afoul of members of his church and many cults.





The Wasteland

The Wasteland is a hostile jungle region unparalleled in its thick vegetation. Explorers have shunned this region due to the many hazards, predators and dense forests. Although dubbed a Wasteland by outsiders, the region is a dense rain forest that accounts for a full third of the Yin-Sloth jungles. It is filled with lush and beautiful jungle plants, flowers, monkeys, birds, insects and wildlife. This is where the largest tribes of grimbor and hytril frolic and play, safe from invading humanoids. Many have never even seen a human, elf or dwarf. If there are any undiscovered races, monsters or secrets, they lay in this region.

The Giant's Run Mountains

The only truly desolate area in this jungle region is the short mountain chain named the **Giant's Run**. These majestic mountain peaks are devoid of vegetation except for small patches of determined moss, lichens and mountain valley forests. The weather is unpredictable, with sudden, violent rainstorms and windstorms.

Most natives live in small, scattered family clans and tribes. There are two exceptions, the Scavengers and the Federation of Giant-kind, each of which have formed a loose-knit society. Near the border of the Land of the South Winds is a large group of jungle nomads known as the **Scavengers**. Among its people are humans, ores, goblins, and headhunters. The group detests civilization and are pledged to stop its advance into the jungle. At the same time, the people covet metal tools and weapons which they steal whenever possible.

The leader of the Scavengers is an evil but charismatic, escaped convict from the Land of the South Winds. He leads an army of **1D4x1000** warriors (the exact number changes sporadically) along a hundred mile (160 km) strip of jungle adjacent to the border. The group is an effective but brutal organization of bandits that strikes fear into **frontiersmen** and adventurers. They claim to be a free nation that lives in the jungle

along the south seas river, but they frequently cross the river into the Land of the South Winds to raid villages, army outposts and coastal communities. These nomadic bandits are so bold that they will travel 300 miles (480 km) into the South Winds territory and then flee back to their alleged nation. It is only a matter of time before the Land of the South Winds eradicates them from the face of the planet. The real problem is that these brigands are experts in guerilla warfare and disappear into the jungle for months at a time.

The Federation of Giant-kind. This series of city-states was begun by a strange giant known only as The Mediator. This huge being is actually one of the ancient Sea Giants who were mutated centuries ago. He came to Palladium through a dimensional rift in order to care for the mutant Gigantes, his distant kinsmen. Gradually, members of the other giant races migrated here until a federation of several small kingdoms was created. Now the Wasteland is home to members of all the giant races, including the Algor, Cyclops, Gigantes, Jotan, Nimro and Titans.

The Wasteland: Population & Statistics

Terrain & Climate: The terrain of the Wasteland ranges from tropical beaches to deep jungle and forbidding mountains. The weather is unpredictable violent rainstorms are not uncommon. Generally, hot and humid, the temperature ranges from 86 to 104 degrees Fahrenheit (30 to 40 C). Annual rainfall is 90 to 140 inches.

The Giant's Run mountains have a much nicer climate with lower temperatures and less humidity. The temperatures fluctuate from 59 to 77 degrees Fahrenheit (15 to 25 C), due to altitude and the ocean's moderating effects. There are many rainstorms from the clouds which pass over the peaks; between 60 and 100 inches (1.5 to 2.5 m) of rainfall annually.

Estimated Population of Intelligent Life Forms: Humans, tezcats, headhunters, pygmies, lizard men, cat men, dragonmen, grimbor, hytril, adram, trapper's mates, giants, melech, and others living in scattered tribes throughout the jungle.



Intelligent life forms in the mountains include members of the Federation of Giants, which is composed of the six races of giants, ogres,

dogres, and trolls. A tribe of Rahu-men is also rumored to exist somewhere in these mountains. Near Fort Titania, there are scattered groups of avians, faerie folk, kobolds and dragons.

Cyclone

The sprawling town of Cyclone was built in a sheltered cove by a group of sea-faring cyclops. The giants moved into the area in order to trade with the other giant races. Since that time, numerous other groups have moved into the town. Now, members from most of the inhuman races (ores, goblins, etc.) and a large number of human merchants have moved in. The vessels of many different nations will be found anchored in the harbor at any given time.

Although Cyclone is in a remote area of the world, it has become an enterprising trading center. Merchants from both sides of the continent sail to cyclone to trade wares. Once business transactions have taken place, the ships sail back to their home kingdoms with newly acquired and often rare merchandise. This trade is of great value to the town, without which Cyclone would have failed long ago. As a result, the original cyclops settlers, who retain authority, are just and fair rulers.

Notes on Cyclone

1. Most of the full-time resident population is made up of wealthy merchants from the Western Empire, Timiro Kingdom and the Eastern Territory. There are also other trading groups found in the town. The Land of the South Winds refuses to deal with giant "monsters."

2. The majority of the 42,000 people who live in the city are not giants. Humans represent 52%, cyclops 21%, Ores 10%, trolls and other giants 8%, kobolds 3%, and others 6%

3. The official language of Cyclone is troll/giant. Most of the residents will also speak a smattering of the human Eastern and Southern tongue and goblin.

4. Violence is kept to a minimum. It is critical that this city of giants is perceived as a safe and friendly seaport and trade center. Brawling and fighting are swiftly dealt with by the police force. Guilty parties are thrown in jail overnight for their first offence. The second time they will be barred from Cyclone. Racially motivated assaults are not tolerated, especially against merchants and giants.

5. There is no official religion. Religious practice is left strictly to individual tastes. No church or religion is condemned by the ruling government, as long as it does not have any negative effects on the community. Despite the officially neutral stance towards religion, there is a Church of the Seven Waters in Cyclone. Due to the fact that most residents and visitors are somehow linked to the sea, the worship of sea gods/powers are a universal belief.

City Highlights:

1. **Port Authority:** This is an official government building where tariffs and docking fees are collected. Customs officers are also found within this building. In order for a ship to dock, they must first get a permission document and arrange for a custom's inspection of the ship. Docking fees for ships are 30 to a 100 gold per day depending on its size and affiliations with the city. These officials will not take bribes to look the other way for smugglers!

2. **The Guild Hall:** A tavern that caters to the merchants of the world. The interior is lavishly decorated and the drinks are of high quality, at reasonable prices. The building is usually packed with merchants who come to the tavern to wheel and deal.

3. **Lumber Yard:** Timber kept in the yard comes from all manner of trees, oak, pine and jungle trees. Although the owner sells to the public, the majority of the wood is sold to the shipwrights and carpenters.

4. **Boatwright:** A group of fine carpenters who build small fishing craft. The majority of their business comes from the repair of merchant vessels.

5. Wendel's Wagons: An aging cyclops named Wendel runs this shop. He does not get much business for his products but the man continues to build sturdy wagons and has quite a stockpile. Prices are about 50% below normal and quality is good.

6. Carpenter: Two human carpenters work from this small shop. The pair hire out for carpentry jobs that require making furniture or repairs to houses.

7. Blacksmith: A burly jotan runs this forge. Most of his products are sold to the carpenters and shipwrights in the area. The man makes just simple tools, nails, lengths of chains and other items for building. Prices are low and the quality is fair.

8. Canvas Emporium: Sails for boats of all sizes fill this warehouse. The quality is good and prices fair.

9. Ropes of Hemp: Ropes, nets, spars and riggings are made of woven hemp. Prices for all items are below market value by 20%.

10. Leather Imports: Armor, saddles, bridles, hats, water skins, boots, gloves, belts, bags and other items of leather are made and sold here, as well as imports from all over the world. Three times a week, the warehouse is opened to the public for shopping. Cost is 10% below average market prices.

11. Saint Andofel's Brewery Outlet: A small brewery that has only recently opened. It is operated by an agent of the Saint Andofel Brewery from Mishalah, located in the Commonwealth of the Yin-Sloth Kingdoms! So far, this branch only makes the stout beer and one of the ales, but it also gets other brews imported from Mishalah. Superior quality beers and ales at fair prices. Soon to be a favorite.

12. Fabrics of Wonder: Clothing material from around the world is stored and sold from this building. Silks, cotton, wools, furs and other materials can be found piled high on tables. One of its exports is exotic animal coats, gloves, boots and hats made from the hides of crocodiles, leopards and other jungle animals, all of which sell for a premium in the north. Prices are average to high.

13. Ingot Hideaway: Metal ingots are piled high within the confines of this building. The majority of the bars are iron, mined from the Giant's Run mountains, awaiting export. Decorative minerals, such as gold and silver, are the main imports of the warehouse.

14. Treasures of the Old Kingdom: Fine tapestries, rugs, statues, coins, gems, jewelry, kobold and dwarven weapons, elven literature, furniture and any other items of value are imported from the Old Kingdom and sold for 25% above normal market prices. The owner of the warehouse is a human summoner (6th level) who leaves a Baal-roq demon to guard the treasures in his absence. In addition to the demon, a group of eight cyclops mercenaries patrol the exterior of the building.

15. Riches of Palladium: A pair of Western Empire merchants collect items of value from around the world, for sale and export. Their treasure trove includes a nice selection of magic items, weapons, armor, crystal (both magical and decorative), gems, books, furnishings and other items. The more exotic, the better. In addition, the two owners will serve as agents, searching for a specific item for individuals willing to pay their fee. A dozen orcish mercenaries are constantly on guard in the warehouse.

16. Warehouses: May be available for rent at 500 gold a week.

17. The Magic Keep: An 11th level, elven wizard named Hynnicks and his titan partner Hammarsol (7th level diabolist), owns this warehouse. They primarily sell herbs, poisons, bones, and components needed for magic, but also offer a number of fumes, scrolls, magic armor, weapons and potions. They sell only to other men of magic and reputable guilds. The elf refuses to buy or sell any grisly items, such as tongues, eyeballs and faeries' wings. A pair of scarecrows who stay out back and out of sight, assist the pair in guarding the facility. Prices are average on the high side.

18. Smugglers' Cove: This warehouse is always busy and sells everything from booze and tapestries to jewelry, used weapons and armor. They joke about the name of their business, but these men really are smugglers! They secretly buy and sell loot purchased from pirates and bandits. They will also smuggle people and slaves, in or out of Cyclone for 300 to 3000 gold per person, depending on how "hot" the fugitive may be.

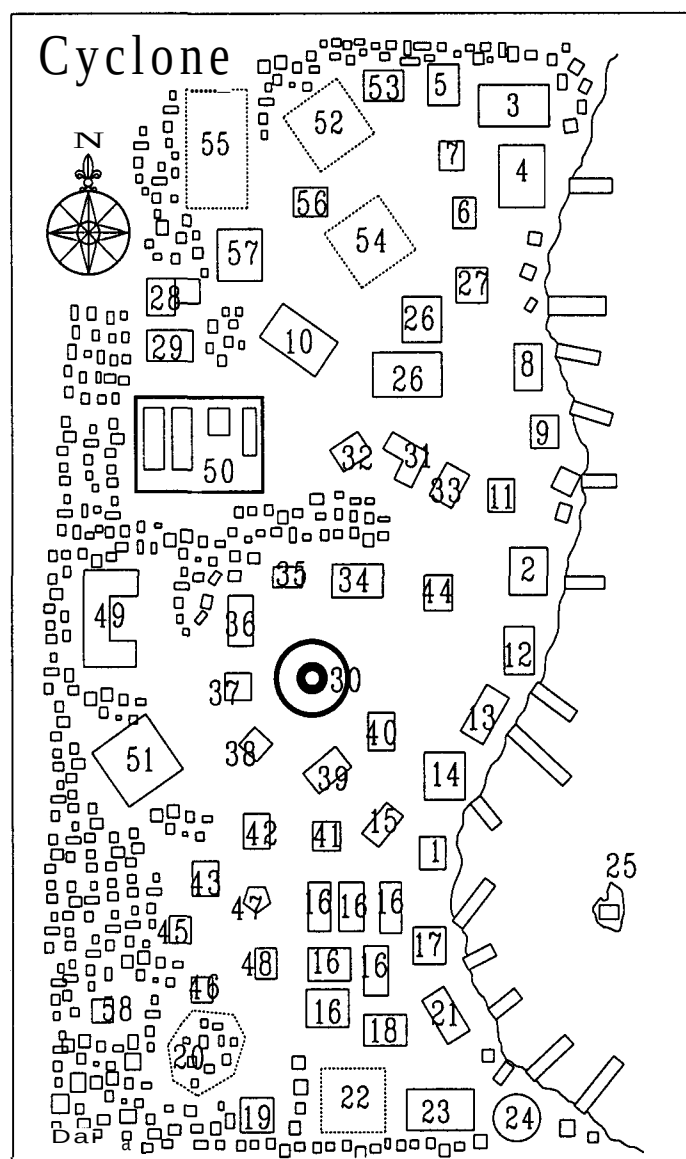
19. The Fishery: A large family of cyclops owns this business. They buy a wide variety of fish, shrimp, and lobster at cut-rate prices and then sell them at a large mark-up. For seafood, the selection cannot be beat.

20. Fish Market Square: Numerous stalls have been set up in this square where fishermen sell their catches. Stalls cost five gold a day to rent. The prices here are always low, 25% less than the average price, although the selection is fairly limited. 90% of the stalls are dedicated to fish and fishing, but 10% offer other things like fresh baked bread and pies, used armor, leather goods, spices and tobacco.

21. The Vault: A full platoon of ore legionnaires guards this five story building. The interior is packed with goods for export to the other member-cities in the Federation of Giant-Kind. Most items are giant-sized.

22. Slave Pens: A small holding area for slaves is located near the docks. The pens are used to keep troublesome slaves, monsters and gladiator slaves. They are run by a pair of cyclops and a gigantes. The place is guarded by a corps of ores.

23. Meat Locker: This warehouse is used as cold storage for meat products destined for the giant cities. It is operated by a clan of water and air warlocks (1D4+3 level) who can keep temperatures low and make ice.



24. The Mill: A large, domed building used to hold grains for transport to the mountain giants.

25. Church of the Seven Waters: The only actual church found in port. It has been erected in deference to the many sailors who come to dock. However, there are no regular services held within and no priests, just a caretaker who keeps the church spotless. The church serves as a chapel where superstitious fishermen and sailors come to pray.

26. Gollowan's Furnishings: An enterprising group of carpenters from the Land of the South Winds have begun this successful business. The group takes human and elven furniture, then makes giant-sized copies for sale to the giant races in the Yin-Sloth. Thus far, the business has met with great success, the giants love the finely crafted furniture. The humans barely manage to keep up the demand.

27. The Ore Forge: a pair of ore brothers run this small smithy. They are excellent blacksmiths and make weapons of fine quality. A large number of patrons frequent this shop for the low prices, ranging from 10-25% below the listed price.

28. Hammers of Might: This is a large, specialty blacksmith run by a family of jotans and eight kobold smiths. They work by order only, Grafting their weapons and armor for specific individuals and merchants. The excellent kobold quality reflects on the price which is at least 20% higher than a typical weapon listed in the Palladium RPG. The head jotan smithy is a 6th level mercenary with a P.S. of 27 and 62 hit points!

29. Anvil of Lightning: Three cyclops brothers work together creating the legendary lightning weapons. Twenty-five orcish legionnaires and the cyclops' sister, a 5th level air warlock, guard the building at all times. Buyers are allowed entrance by invitation only and the purchaser must first obtain a permit from City Hall and be prepared to make bulk purchases (48 or more items). Only citizens or adventurers of the highest standing will be given a permit as an exception to the rule.

Costs are as follows:

Javelins: 4D6 damage costs 650 gold each; 5D8 (or 7D6) damage costs 1000 gold, and 5D8+20 (or 1D6x10) costs 1600 gold each.

Arrows: Selections are limited to 3D8 or 4D6 damage varieties sell for 600 gold per shaft. Available crossbow bolts, or arrows for short and long bow. Balista siege arrows inflict 1D6x10 damage and cost 800 gold per shaft.

Note: A purchase of 100 or more items gets the buyer a 15% discount.

30. The Arena: The most popular form of entertainment in the Palladium World is gladiatorial games/combat. The people of Cyclone are no different. They love a good fight. Three times a week and on special occasions, the arena hosts such an event with well-trained humanoid gladiators and champions from around the world! The current crowd favorite is a 10th level cyclops mercenary known as Thunder (anarchist alignment, 70 hit points). The giant uses a handful of lightning javelins (5D8+20 damage) and an enormous Thunder Mace (2D8+2D6 damage and returns when thrown).

31. The Sturdy Hammock: A respectable inn frequented by the wealthiest merchants and sailors who visit Cyclone. Prices are reasonable despite the clientele, 50 gold a night and the price includes meals but not drinks. There is a large dining room where meals and drinks are served.

32. The Wolfen Scourge: There are many taverns to serve the non-human, one of which is the Wolfen Scourge. This ale house is owned by Freyah, a retired wolfen gladiator who fought under the name Scourge. When he earned his freedom, he decided to stay in Cyclone when a group of wealthy admirers offered to buy him a tavern (Scourge used to be the old favorite a few years ago and is still a celebrity). The tavern is usually packed, especially before and after gladiatorial bouts. Many of the free gladiators and fighters also frequent the tavern during their off hours. Freyah does not tolerate any troublemakers. At the first sign of trouble, he grabs for a weapon. Although he has aged, the

Scourge is still a worthy opponent, he is a 10th level gladiator with a P.S. 24, P.P. 22 and 56 hit points!

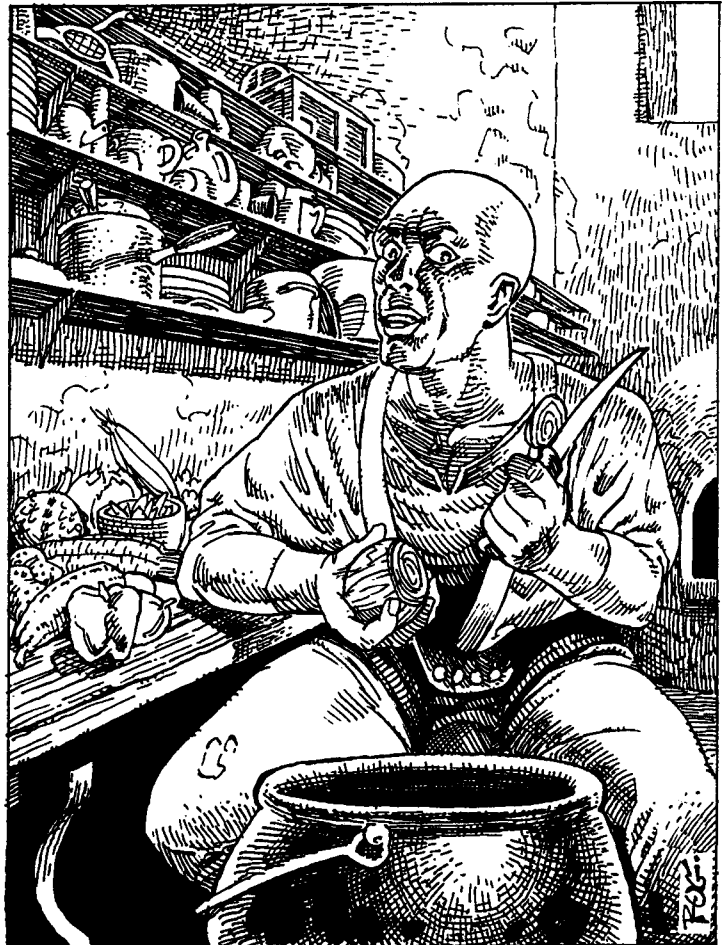
33. Sena's Bathhouse: This luxurious two story building is the rest area for the Cyclone elite. The first floor holds the bathing pools filled with warm, scented waters. Rooms for exercising, changing and private massages are also available for a small fee. A large, 4th level, cyclops soldier guards the stairway to the second story. Up there are numerous apartments serving as the offices for Sena and a troop of prostitutes. This is a very low-key service that is offered to a very select and discreet clientele, mainly rich human merchants.

34. The Cyclone Casino: The government of Cyclone owns and operates this casino. The business was created to provide revenue for the city and to give sailors an option to tavern brawls. A platoon of 40 ogres and a few trolls, led by Hutch, a 6th level cyclops mere, patrol the building and keep the patrons in line. Games of chance of all kinds can be found; craps, the ring toss, darts, poker and other card games are popular. A large bar is set up on the first floor which serves a variety of drinks for one gold each. Human and non-human waitresses circulate throughout the rooms, delivering drinks and encouraging betting. The limit for bets at the casino is 200 gold.

The top level of the casino is reserved for a members' only club. Membership costs 25,000 gold annually and gets patrons a luxurious room on the third floor, free food, drinks and access to exclusive high stakes games. On nights of gladiator combat, Urrick, an 11th level illusionist, uses his abilities to show members 3-D images of the gladiator games without having to fight the crowds. The illusionist has a raven familiar whose telepathic link lets Urrick see and transmit the fights as they unfold. He is also part of the security team.

35. Liquor Store: Imported rum, brandy, and wine for 10 to 30 gold a bottle.

36. Merrinya's Hovel: A very large boarding house that rents out small, dirty rooms for 10 gold a night. The rooms have nothing in them but a single cot. Most of the patrons are poor workers or visiting sailors.



37. Leaky Cask Tavern: A small one story building frequented by visiting sailors and pirates. It is a common expression in the Yin-Sloth that: "There's no place wilder than the Leaky Cask!" Patrons go to the tavern in order to get drunk and fight. Brawls and duels occur several times a night, causing the local militia no end of trouble. Fesk, the tavern-keeper, is a huge Jotan (5th level sailor, P.S. 30) who likes a fight as much as the next man. He allows the brawls because the nightly business more than makes up for any damages his tavern sustains.

38. Allyn's Alehouse: Easily the second-finest tavern in the city. The majority of the clientele comes from the residents of Cyclone and the officers of ships. The tavern has a nice atmosphere and prices are fair. The owner, Allyn is a retired ship's warlock (8th level air warlock) who does not tolerate brawling in the least. If fighting breaks out, he uses his magic to quickly subdue the combatants and throws them out into the streets.

39. Restful Night Inn: Rooms cost 25 gold a night, no matter how many occupy it. There is a 40% chance that there will be a vacancy at any given time. Fighting, drinking and womanizing are not tolerated. The owner will send for the city guard at any sign of trouble.

40. Frinii's Eatery: A restaurant that serves fine cuisine, featuring excellent elven fare. The prices are low and Frinii is a courteous hostess.

41. Glittering Gold: Gems and all kinds of gold jewelry are bought and sold at this shop. Prices are 50% higher than the average. The owner will buy gems at 35% of the retail value. A squad of gigantes guard the building at all times, courtesy of City Hall.

42. Seamstress: A woman from the Old Kingdom runs this small shop. For a low price she is willing to alter or repair clothing. She also sews tailor-made clothing at good prices.

43. Cartographer: An ancient elf (really a changeling) owns this shop where he makes and sells maps of the Palladium World. In former days, he was an accomplished adventurer and will share his tales if given half a chance. Maps go for 10 to 100 gold but most cover known parts of the world, sea routes and major cities.

44. Crystal & Porcelain: A weaselly little merchant from the Eastern Territory sells goblets, glasses, bowls, and carafes of crystal. In addition, he sells intricately painted dinnerware made of fine porcelain. Prices are extremely high.

45. Bakery: A plump goblin woman peddles breads, cakes, muffins and tarts from this small shop. Prices are very low for the tasty baked goods.

46. General Goods: A retired ore adventurer and his human partner sell all manner of basic goods from this store. Their stock includes clothing, bags, sacks, rope, climbing tools and foodstuffs. Prices are fair, 20% less than average.

47. Inn of Magic: An exclusive inn that is reserved for "true" magic-users. Summoners, diabolists, warlocks, wizards and undead hunters are welcome to stay here. The inn is run by an aging, 12th level, titan wizard. The rooms cost only 30 gold a night and prices for drinks are 50% below average. The dining room of the inn is always filled with the local men of magic who will trade, buy, or sell spells, magic items, ward components and other items of mystic importance. The entire building is protected by magic (sanctum spells, wards, circles of protection) that prevent demons and witches from entering its confines.

48. Pawn Shop: A group of scoundrels run this shabby building where items are bought for 10% of their market value and sold at 60%. Expensive objects of magic or jewelry are uncommon. Six human thieves, all 5th level of experience, run the pawn shop. They will also hire out their services for thefts, beatings and even assassinations.

49. City Hall: This large building houses the offices of the cyclops who rule the city. It is from here that any permits are acquired, complaints are heard and trials are held. The current ruler and his advisors are fair and just, ensuring that Cyclone remains prosperous for many years to come.



50. Military Compound: In the center of town is a military compound that has been constructed by a large group of orcish legionnaires. Five thousand soldiers, plus officers, reside in the barracks at the compound. The soldiers serve the town as military protection as well as police force. The government stations platoons of troops throughout Cyclone to protect important businesses and residences. The service is free of charge. The cyclops recognize the need to protect visiting merchants, sailors and owners of prosperous shops. 60% are ores, 20% gigantes (mainly jotan and gigantes), 10% ogres, and 10% other.

51. City Jail: A three story stone building where all of the rowdy drunks and criminals are kept. For minor infractions such as disturbing the peace, drunkenness and brawling, the guilty party will have to pay a fee of 10 gold and is released after 24 hours. If the person cannot afford the fee, they will be held for five days then are escorted directly to their ship.

52. Animal Pens: Over three hundred jungle animals and domesticated livestock are kept within this series of pens.

53. Livestock: Riding animals (and monsters) are sold and stabled at this small shop. The owner is friends with the head auctioneer and gets a first chance to buy livestock. As a result of this agreement, the animals are sold for 20% below the average price and as much as half the cost if bought at an auction.

54. Monster Pens: Monsters like melech, chimera, and Worms of Taut are stored in separate pens. Some of these creatures are used in gladiatorial games at Cyclone but the majority are sold to the Western Empire.

55. Slave Pens: Mostly jungle people; tezcats, lizard men, ores, krog, and others.

56. The Block: Once a week this small building is packed with numerous slave traders. These men buy slaves for personal use or for resale to other kingdoms.

57. School of Gladiatorial Combat: A three story building and compound run by the cyclops. It is the training center for gladiators use in the Cyclone arena and warrior slaves sold around the world.

58. Den of Nightmares: This house belongs to a human from the Western Empire. The man is a 9th level illusionist who deals extensively in drugs. The man, known as the Dream Lord, puts on a spectacular show of illusions for his patrons.

Titania

The first of the giant settlements constructed in the Yin-Sloth Jungle was that of the titans at Fort Titania. This is a modest fortified compound by giant standards, but by human standards, the granite walls are massive. The walls of the fortress are so tall that standing on top, one can see to the Floenry Island chain. A small group of titan adventurers constructed the fortress to accommodate five hundred of their kind. Titania was built with the purpose of providing a refuge for all titans.

There are many beings, especially in the Old Kingdom, who seek vengeance against the titans. Their hatred is frequently not directed at the giants themselves, but for their alliance with the treacherous elves. Many non-humans, particularly other giant races, would like to see the destruction of all elves and their titan lackeys.

The fort is positioned between the steep Giant's Run mountains and the coastline. There is not enough room between fort and mountain for an invading army to maneuver. Nor can enemies make a coastal invasion due to the rocks that line the shore, preventing the landing of ships. Furthermore, their leader, Mertyn, is a powerful illusionist (14th level) who can, if necessary, use a magical crystal and his powers to conceal the fortress by making it appear to be part of the mountain. In addition to these defenses, there is a large giant population to defend their kingdom. Typically, 40 titan warriors are more than a match for an entire company of humanoid soldiers.

The titans have managed to make a number of allies over the centuries. A number of good dragons have become valuable allies who will come to the aid of their friends at the first hint of trouble. A village of about 260 rahu-men, elsewhere in the mountains, visit regularly, offer advice and lend a helping hand. Several live in the fortress city. A variety of elven and human heroes have joined the giants to live in Titania with their families. These titans have also befriended a tribe of avians that have become loyal allies, their friendship earned through the destruction of evil dragons who once enslaved and tormented them. The Avians now reside in the upper level of the keep, which has been turned into a sort of aviary. The bird-men soar through the clouds, scouting and delivering messages for the titans throughout the jungle and neighboring territories.

Together with their allies, the titans continue to relentlessly oppose all evil. In fact, this is one of the locations of the four monastic training centers where undead hunters are trained.

Notes about Titania

1. The official language of the kingdom is Elf, although Goblin, Giant and other tongues are spoken.
2. The population is roughly 19,000; 60% are titans, 15% elves, 10% humans, 5% other giants, 2% avians and 8% other races.
3. No slaves!
4. Members of most races are welcome as long as they are champions of good.
5. The official religion is the Pantheon of Light.
6. Most of the houses and buildings are modest and cozy, spreading out in a circle from the central keep that is Castle Deltor.
7. Sheep herding, farming, mining and metal working all help support the population.
8. The typical titan, male or female, is the equivalent of a 6th level knight or paladin. Heroes are typically 9th to 14th level. About 20% are men of magic of comparable level.



Nimeret

Nimeret was constructed by a huge group of Nimro giants who set out to establish their dream of building a nation of their own. The group ventured into the jungle with an army of allies, including gigantes, jotans, ogres and trolls. The army easily crushed the futile resistance of the jungle natives. Once the local tribesmen were defeated, they were enslaved to serve as labor (and food) during the construction of the city and to cut a roadway through the jungle, linking the city to the northern mountains. The road took over a decade to build. A small fortress was built in the mountain pass that leads to their homeland, Mount Nimro.

After the road had been completed, more nimro, trolls, ogres and dogres followed in swarms. Even some clans of jotans joined them. After a short period, a large, viable society of giants and allied races had been built. They call themselves the **Federation of Giant-Kind**. Ironically, Nimeret is the largest kingdom of giants in the world, although most humans don't even know it exists.

Nimeret is a labyrinth city. A maze-like series of buildings carved into the side of a mountain! These giant races live a life of comparative luxury as the dominators of the mountains and neighboring jungle. For industry, they rely on mining the ore in the depths of the mountains, which is traded to the cyclops for supplies, cattle and lightning weapons. There are also a handful of farms, worked by slaves, at the base of the mountains. Slave caravans commanded by giants carry their harvests up the mountains to giant caves where produce is stored and distributed throughout the kingdom. Slaves and some giants also raise sheep, goats and cattle. When food supplies run low, the terrible monsters raid jungle villages, capturing livestock and people for food.

Notes about Nimeret

1. The official languages of the kingdom are Giant and Ogre.
2. The population is roughly 120,000; 45% are nimro, 15% gigantes, 10% jotans, 20% ogres and dogres, 5% trolls, 5% other giants.
3. There are over 90,000 slaves! The Nimro have little regard for

the lives of the non-giant races. Only Jotan, **Nimro**, Cyclops, Algor, Gigantes. Ogres, Trolls and Dogres are tolerated in their territory. All of the others are subject to attacks, enslavement or being eaten by these fiends.

4. There are numerous evil religions and cults.

5. Slavery, sheep herding, farming, mining and metal works all help support the population.

6. The typical nimro, male or female, is the equivalent of a 4th level mercenary fighter. About 10% are men of magic and another 10% are fire or earth warlocks of comparable level.

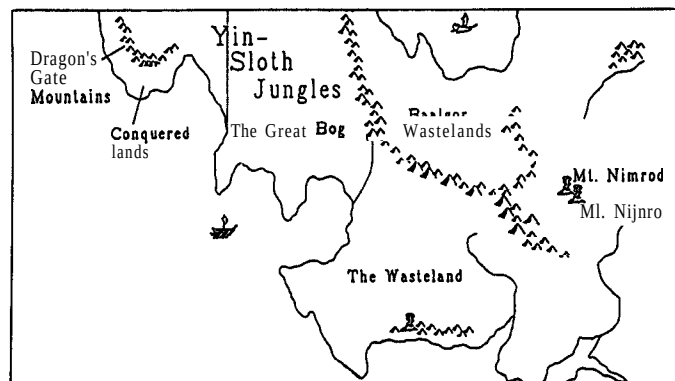
Nimtek-Shar & The Great Road

Nimtek-Shar is a small fort originally designed to protect and keep the mountain pass that leads from the Baalgor Wastelands near Mount Nimro to the jungles open. The fort is small by giant standards, large enough to hold but a token force of 30 or so giant troops to defend the pass.

The fortress was abandoned decades ago and is currently inhabited by a dozen nimro and six jotan. A tribe of 120 ogre sheepherders live nearby. Likewise, the great road through the jungle had been reclaimed by the foliage less than a decade after it had been created. No trace remains other than hundreds of giant skeletons of those who didn't survive the journey and rest buried in the earth.

Freedara

Like many of the cities in the Yin-Sloth, Freedara is nothing more than the reconstruction of a series of ruins. The ancient ruins were, in fact, already giant-sized in their proportions. In days long ago, it was home to the ancient sea-giants who perished or were transformed during the Battle of the Gods.



The city is currently home to nearly 300 giants not directly affiliated with the monsters of Nimeret. Although they are considered savage barbarians by humans, these people are less aggressive and vicious than their mountain cousins and mainly want to live in peace. Only giant races are allowed into Freedara unless they are vouched for and accompanied by a giant.

Notes about Freedara

1. The official languages of the kingdom are Giant and Ogre.
2. The population is roughly 300; 60% are gigantes, 16% nimro, 8% jotan, 8% ogres and dogres, 4% trolls, 4% other giants.
3. There are a 1200 slaves, mostly ores and lizard men made to work the fields and perform other labor.
4. Most worship Yin-Sloth and his jungle pantheon.
5. Slavery, cattle raising, farming and fishing support the population.
6. The typical gigantes is a 4th level mercenary, 5% are priests, 1% are witches. The typical nimro, male or female, is the equivalent of a 5th level mercenary fighter. About 10% are men of magic and another 10% are 5th level fire or water warlocks.



The Fountain of Life

G.M. Note: This adventure has been designed for experienced player character groups who have established a good reputation. As a result, the quest for the Fountain of Life can begin anywhere in the Palladium world. The clues given to the characters will always lead them to the Yin-Sloth jungle and specifically to the Dragon's Maw. The journeys involved in the quest are excellent opportunities for the Game Master to introduce sub-plots and adventures of his or her own.

The Legend of the Fountain

Countless adventurers have set out in search of the Fountain of Life at some point in their lifetimes. It is one of the great myths of the age. The legendary fountain is said to be a pool of water that can cure any ailment and is reputed to bestow eternal life. There are few facts known about the pool, but there are countless myths, legends, and superstitions concerning it. Some have a foundation in reality and may put an adventurer on the right track, others are just plain foolishness or misinformation.

According to one legend, the goddess Ippotomi created the fountain during the Battle of Gods to help her followers. The pool is said to exist in a small cavern inside the belly of an inactive volcano. The worshippers of Ippotomi are said to have used the volcano as a natural fortress and the fountain as "The" sacred temple of their goddess. A sip from the blessed waters is said cure any illness and reverse the effects of poison. Immersion in the sacred fluid would completely restore the wounded without scarring, resurrect the recently deceased (within 24 hours of death) and could even turn back the hands of time and make the old, young again.

Many believe the fountain is real because it is mentioned twice in the Tristine Chronicles:

"And in the fountain of the goddess he bathed and was rejuvenated."

And later:

"... though many trials and perils tested the lady's spirit, she came upon the lost pool. And lo, the healing waters were collected in a clay vessel and carried forth from the mountain of fire ..."

One of the most ancient and well known myths says that when the Battle of Gods ended, Ippotomi saw that the healing waters were being used by mankind for evil purposes. A group of vain and selfish individuals tried to prolong their lives by bathing in the fountain. Their vanity and selfishness made them covet the waters for themselves and much blood was spilled so that they alone could possess its powerful magic. These heartless villains turned away the sick and needy, selling vials of the water as a sacred cure to the wealthy, at a high price.

Ippotomi, in her mercy, tried to persuade the group to leave the fountain but they had become addicted to power, and blinded by their greed. With great reservation she sent four exalted champions to expel the evil ones. The group refused to leave, and the champions were forced to exterminate them. She then sent messengers to destroy all references to the fountain. It is said the four champions who were sent to punish the evil usurpers of the fountain stand as its guardians to this very day, and protect it from unworthy and corrupt individuals. The legends also suggest that those who do find the fountain and come with good intentions and a heart filled with compassion are allowed to bathe in the waters, or take some of it away to use as an incredible healing potion.

Whether or not the legend of the four guardians is true, we do know that a group of four did guard the fountain in more recent times. A group of mortals, led by the wizard Sestos, came to the fountain many years ago, in search of a miraculous cure for one of their friends that had contracted an incurable disease. Ippotomi gave the group water to cure their friend, but only on the condition that they would guard the fountain. The four men swore oaths to ensure that only the worthy would be allowed to obtain water from the fountain.

Sestos and his comrades then proceeded to obliterate all references to the location of the fountain, spreading word that it lay beneath the city of evil dragons, called Dragonedra, in the Dragon's Gate Mountains. Quite some distance away, in the Giant's Run Mountains, a huge series of caverns were then carved from the stone of the dead volcano called the Dragon's Maw. These chambers were filled with difficult tests that adventurers would have to pass in order to get water from the Fountain of Life.

The fountain remains hidden in the depths of the Dragon's Maw to this very day. Sestos and his comrades have guarded the fountain for a long, long time. The four guardians have long since passed beyond their mortal span of years. However, the ghosts of the champions continue to guard the healing waters of the fountain. In order to reach the fountain, the player characters must determine its location. Once they realize that the pool is beneath the Dragon's Maw, they must pass the many tests before they obtain a single drop of the water.

The Quest for the Fountain

It would be worthwhile for the group to have the first encounter before they proceed to the Yin-Sloth Jungles. The initial journey into the jungle is the perfect opportunity for the game master to integrate the other adventures in this book, minor adventures, and other encounters into the story. The second encounter should occur after they have succeeded in some other adventure in the Dragon's Gate mountains.

Assuming the group succeeds in destroying the Madstone in Shaldon's Keep, Sulyott will know, or at least have some way of finding out, how the group performed in that adventure. This would be a perfect opportunity for Sulyott to return and provide them with a reward, although its value may not be obvious at first.

Encounter One

An important personality invites the characters to his home/court. The person holds an important position, maybe a wealthy noble, clergyman or wizard, serving as the ruler of a city or a land. This prestigious individual has unexplainably fallen ill from a terrible disease that slowly drains the life from his body. There is nothing that any priest or wizard can do to save the dying person, who is doomed to die before the year ends.

The characters were summoned to find a cure for the person's disease. It appears that the only thing in Palladium that can cure the illness is the Fountain of Life. The pool is generally believed to be hidden in the Yin-Sloth Jungle. It is said that a mere sip of the pure liquid can cure any ailment. The dying individual has found a single clue to share with the characters. Taken from an ancient text, it is the only reference that still remains in recorded history that indicates the location of the fountain. It reads:

"Through the portal of the dragon, climbing to the sky, find the font that flows with water, containing the essence of Ippotomi."

The dying person will grant any reasonable request for supplies and equipment before dismissing the characters. The characters must swear to find the Fountain of Life and return with the magical water. This single written passage is the only clue that the characters have. The interpretation of the quote can send the player characters anywhere. The true meaning of the statement is that the entrance to the fountain can be found in the Dragon's Maw mountain. However, the group's patron has no idea what the clue means.

The game master should have an NPC intervene if the characters cannot decipher the meaning of the clue. If the group consults with their patron's court wizards and priests, they should be directed to the Dragon's Gate mountains in the Yin-Sloth Jungle.

Encounter Two

As the adventurers are leaving the city where they accomplished their latest mission (e.g. the village of Dunkirk), a decrepit old man, covered from head to toe in a dusty, travel worn cloak, accosts one of the characters on the road. As they are passing in the opposite direction, he cracks his walking stick across the character's leg. It doesn't hurt, but should come as a surprise to the character. The man does nothing more, just stops and stands there looking towards the group, waiting for them to say something. The man chuckles deeply but doesn't speak. He ignores any comments or questions that the characters have, and simply hands them a note that reads as follows:

"Pure of purpose shouldst thou be, and banish evil from thy heart. No way for thee to pass through the portal of the dragons this day. Only yonder into the heart of the dragon and the snake wilt thou find the water that thou seekst."

If the characters don't immediately understand what the note means, (and why should they?) the old man will throw back his hood and look up at them, saying loudly: *"You're in the wrong stinkin' mountains, you stupid little whipper snappers. Git yer butts over to the other ones over there now, before it's too late."* He then casts a spell that creates a shimmering map/outline of the Palladium World in mid-air. He points at the appropriate places (first Dragon's Gate and then Dragon's Maw) and shouts: *"Yer here and the fountain of life's over there. Now git!"* Then he vanishes and the map slowly fades away.

GM Note: The old man on the road is obviously more than he appears at first, and is in fact the great sage Sulyott in disguise. The journey into the Dragon's Gate Mountains was actually the first test designed by Sestos, a test of bravery and determination. Through their courage the characters are supposed to be rewarded by a second message. The message is subject to interpretation by those seeking the fountain. Sulyott has intervened in the original test. He decided long ago that the test was stupid, and helps almost anyone (those that he deems worthy) who comes to Yin Sloth looking for the fountain. The message directs the group to the mountain range known as the Giant's Run and the peak called Dragon's Maw. The visage of Pith has been carved into the mountainside on the southwest side. Pith's open jaws are the entrance to mark the temple of Pith that was built in the caldera of the extinct volcano.

The Dragon's Maw

The tallest peak of the Giant's Run mountains is the Dragon's Maw. The Maw is a huge, inactive volcano with smooth, sloping walls. The sides of the mountain are so smooth that they are almost impossible to climb. Flying creatures cannot soar over the rim since there is a lack of breathable air at that height. The volcano is considered one of the great wonders of Palladium. Most people believe that some sort of great treasure is stored within the volcano since it is nearly impossible to enter. Any jungle native can direct the player characters to the mountain.

The jungle surrounding the peak is of little interest except for a large tribe of Tezcat that live nearby. Two hundred fanatical worshippers of Pith live in a sprawling village of huts high up the mountainside, close to the temple of Pith. The characters might encounter small bands of hunters or gatherers from the village on their way to the temple. When they arrive at the visage of Pith, the characters might even find a Shaman leading services within.

Dragon's Maw lies between the cities of Cyclone and Titania, but not close to either. An occasional giant, or travelling group of giants, may be encountered in the area, but even they do not frequent the upper reaches of this giant peak. The mountain can be entered either through area 1 or area 4.

Cavern Key

GM Note: If at any time in the adventure, a player character fails a test, he will instantly be transported back to the Temple of Pith (area 1). The person will have been deemed unworthy to find the holy waters of the fountain. He will magically be kept from ever entering the cavern system beneath the Dragon's Maw.

On the other hand, if the group is having tremendous difficulty overcoming any of the guardians (it looks like everyone is going to die), and at least one character is pure of heart, Ippotomi **will** intervene.

The character who is purest of heart in the group will be magically teleported away, either before, during, or after the great battle. Whether the character has been slain, or is yet unscathed, he will be spirited away. The group should have no idea what has happened to their poor comrade. All they will know is that some magic is at work, and there is one less to complete the tests now. The character who is spirited away will have no idea what is happening with the rest of the group either. See the GM Note in the description of the fountain and proceed from there (area 32 on level 4 of Dragon's Maw).

1. The dreaded visage of Pith, lord of death, is carved into the mountainside. Who carved it, or why, is unknown. Perhaps it served as Pith's camp during the Battle of Gods. Whatever the reason, it is now revered as a holy place, believed to be sanctified by Pith. A temple can be seen through the gaping jaws of the foul god. The floor of the temple is covered by a thick layer of sand, with a sacrificial pit in the center. A large stone altar sits on the floor behind the pit. A pair of Alu Demon Totem statues stand to either side of the stone block. The walls are completely smooth although a faint breeze blows through a nearly imperceptible crack in the wall behind the altar. Unless the characters notice the breeze, the crack is virtually undetectable. The crack is actually the handle for a secret door (-20% to locate secret doors unless the character asks about wind/air/drafts). By pulling the crack sideways an irregularly shaped door slides open.

2. The secret door opens to a twisting cavern passage that widens into a chamber. The room contains a small, extremely deep pool of water, while a second passage leads north. In the center of the room there is a recently used fire pit and two piles of reeds are pushed against the far wall. The room is home to an escaped Orcish Gladiator and his companion, a Grimbor. The two residents prepare to defend themselves when the characters enter. They will not initiate an attack.

Frehgyr, Ore

Alignment: Unprincipled

Attributes: I.Q. 9, M.E. 9, M.A. 10, P.S. 15, P.P. 13, P.E. 15, **P.B. 9**, Spd. 12

Hit Points: 32

Armor: Krog splint armor A.R. 10, S.D.C. 45

Weapons: "Tuula" trident IDS, with W.P. bonuses of +2 strike/throw and +3 parry.

Level of Experience: 5th level gladiator.

Combat Abilities: 2 attacks per melee, +2 strike, +3 parry, +2 damage.

Damage: Claws 1D6 +P.S. bonus, bite/fangs 1D6 or by weapon.

Furtyrn, Grimbor

Alignment: Principled

Attributes: I.Q. 5, M.E. 7, M.A. 10, P.S. 22, **P.P. 8**, P.E. 20, **P.B. 5**, Spd. 5

Hit Points: 40

Armor: A.R. 6

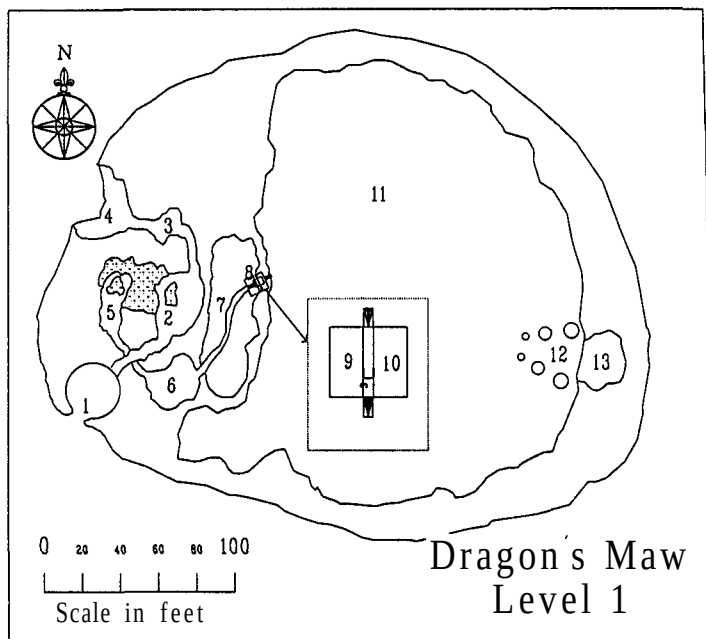
Weapons: Yumbuto club IDS

Level of Experience: None

Combat Abilities: 2 attacks per melee, +1 parry, +13 damage.

Damage: Bite IDS, hand 1D6 or by weapon.

The pair escaped from a slave galley that had strayed too close to the shore. They fought their way through the jungles to the Dragon's Maw where they have remained. The two have become close friends since their escape. Each is 100% loyal to the other. They live in the cave system, drinking water from the pool and eating the food offerings brought by the Tezcat. The tezcat who worship at the temple believe Furtyrn could be a messenger from their god, and bring offerings to the temple in hopes that he will speak to them. Unfortunately Furtyrn cannot understand a word that they say.



The pair will not attack the characters, though they will remain on guard. If the player characters explain their presence in the mountain, they can convince the two beings to join in the adventure.

The pool used by Frehgyr and Furtyn descends into an underground lake. If the characters descend into the lake they will discover the lake can be used as an underwater passage. There is a second surface opening to the east of this chamber that leads to area 5. The player characters must swim between the chambers unless they use magic to walk through the rock walls.

3. The north passage widens into another chamber but continues north as well. The small cavern is used by the two escaped slaves as a storage room for food and supplies. The supplies include a large amount of fruits and vegetables (Frehgyr is getting tired of the meatless diet), an extra suit of Krog armor and a coral knife.

4. The passage ends in a large cave that opens to the jungle outside. The entrance of the cave is circled by Tezcat totems whose poles are topped by Timrek skulls. The skulls are filled with a rank liquid poured through holes in their tops. The liquid is a natural oil created from extracts of various plants. The poles have been placed around the cave to protect the villagers against supernatural evil. Each night the oil is lit to keep the demon of the cave from escaping.

The cavern floor has a thick covering of decomposing jungle vegetation. The rough walls are bare. A passage leads in an easterly direction. The demon guardian of the cave is actually a Leaf Rustler, statistics are in the **Palladium RPG**, page 83. The elemental being does not attack anyone, it just rustles the dead vegetation when someone enters the cavern. This is more than enough to scare away the simple Tezcat tribesmen who firmly believe that a demon inhabits the cave. They are so convinced of the presence of a demon that they will throw prisoners into the cave to be devoured.

5. The underground lake leads to this chamber. A few feet from the pool is a rough-cut staircase leading down. The rough staircase plummets over a hundred feet (30.5 m) into the depths of the volcano.

6. The staircase ends in a dim cavern where the name "Mestron" has been carved into the rock at the base of the steps. A stone golem stands to the right of the staircase. A silver amulet gleams faintly from its perch on a rock outcropping next to the stone being. The name "Mestron" has also been etched onto the surface of the amulet. A crystal globe glows from its position atop a low stone dais that rests in the center of the room. Six large symbols are carved into the stone floor in a circle around the dais. These mystic symbols are those of life, death, earth, air, water and fire.

The bright blue figure of a ghost suddenly appears, hovering over the glowing crystal. The entity is a bearded man dressed in robes decorated with elemental symbols. The ghost raises its right arm to point at the characters before speaking:

"I am Mad Mestron, first guardian of the Fountain of Life. Unlock the door with the clues at hand to gain entrance to the Dragon's Maw."

After having said this the ghost disappears. The door of which he spoke is not visible anywhere in the cavern. The characters must solve the riddle in order for the door, a portion of the stone wall, to move aside. For the lock to open, the symbols must have the object they represent placed atop the carving. This means that stone must be placed on the symbol of earth, fire on its symbol, part of a corpse placed upon the death symbol, etc.

Most of the items that are needed are provided in the room for the characters to use. The crystal globe contains a small flame, so that the ball can be placed upon the fire symbol. The stone golem can be commanded to stand on the earth symbol by anyone who wears the silver amulet. Air is already atop its symbol and water can be fetched from the room above. A character can stand on the symbol of life and a piece of meat, or fruit could be placed on the death symbol.

G.M. Note: If the group does not include a diabolist or summoner, special rules apply to the lock. In this case only four of the six symbols need to be filled for the door to open. Any character with an I.Q. of 12 or higher will be able to decipher the elemental symbols, but the life and death mystic symbols remain mysteries.

7. A portion of the rock wall moves aside to reveal a vast chamber with a vaulting roof. A tiny, one foot (0.3 m) wide bridge meanders to the far wall of the chamber where a miniature fortress has been carved. The chamber is an 80 foot (24.4 m) deep pit except for a foot wide path that the characters can stand on. Although the room truly appears to have a huge drop to spikes below, the pit is an optical illusion. The floor in the center of the room is covered by several inches of water that reflect the ceiling. It is impossible to discern that the drop is just an illusion unless a ripple is made in the water. The game master should ask the player characters to make Physical Prowess checks as they walk along the path, emphasizing the danger of falling from the passage.

8. The footbridge ends at a staircase that ascends to the gate of the miniature fortress carved from the rock wall. Though the entrance archway is of average size, the scale of the fort is such that residents should be a mere foot (0.3 m) tall! The fort has a large central portion, a stone keep, that is connected to towers on either side by a wall.

A 10 foot (3.0 m) long hallway extends past the open arch into the heart of the fort. At the end of the hall are two doors on either side, made of stout timbers, that are comparable in size to the characters. The intricate handles are forged of bronze and are unlocked.

9. The heavy wooden door opens to a combination kitchen/dining room. Flames leap up from the fireplace as soon as the door is opened. The room holds very little, just a simple dining table with chairs and a stone counter. Various cooking and eating utensils are scattered on the smooth surface of the counter. Small wooden cabinets are stocked with food that has rotted over the years. Two fire sprites were captured and put in the room, they will attack the characters as soon as the fireplace flares to life. **Note:** See the fire sprite description in the Monster Section of this book.

The room contains a partially concealed opening behind the cabinet. A small passage runs to a steep stairway that ascends to the inside of the Dragon's Maw.

10. A decaying bedroom is found behind a stout wood door. The room contains a couple of sofa chairs, a night table and a large bed with a collapsed straw mattress. The small table beside the bed has a beautiful, solid gold harp resting on top of it. If the harp is moved, the mattress immediately forms into a deadly Scarecrow warrior who attacks.

Scarecrow Warrior

Alignment: Diabolic

Attributes: I.Q. 8, M.E. 14, M.A. 13, P.S. 12, P.P. 13, P.E. 20, P.B. 7, Spd.9

Hit Points: 78

Natural Abilities: Normal weapons do no damage; likewise, most magic is ineffective, such as cloud of slumber, stench, mesmerism. Only physical magic attacks, such as call lightning, walls, fire, etc., are effective. Only fire destroys (doing double damage). If smashed or dismembered, the scarecrow will regenerate within 12 hours.

Armor: None, A.R.6

Weapons: Paired longswords 1D8+2 damage; W.P. bonuses of +4 strike, +6 parry, +2 throw.

Level of Experience: 11th level knight

Combat Abilities: 4 attacks per melee, +2 strike, +6 parry/dodge, +8 damage, +6 save vs. magic, stuns 18-20, critical strike 18-20.

Damage: Hands 1D6 or kick 1D6 or by weapon.

The Glade

11. This hidden stairway ascends to an amazing scene that stretches out before the characters' eyes. Enclosed by the sloping walls of the volcano is a jungle glade. Shock at seeing the glade lasts only for a short time before giving way to terror. Strange plant-creatures prowl through the glade; all of them are creations of the warlock Mad Mestron. Descriptions of the creatures are listed below. The number of each being found in the glade is listed in brackets beside its name.

The Glade Guardians (8)

Mestron had not realized that he would become a guardian of the Fountain of Life when he decided to help Sestos. The warlock was devastated by the prospect of being separated from nature. Mestron was relieved that the volcano's interior was covered by a layer of soil. With the aid of his magic and years of hard work he, cultivated the lush jungle glade that exists today in the Dragon's Maw.

The warlock worried about the survival of the jungle glade when he succumbed to old age. To keep the jungle alive after his death, Mestron created a number of servants from the plant matter within the glade. A number of strange creatures were generated, these included the Glade Guardian. The hulking plant monster's purpose is the protection of the glade. These Glade Guardians attack anyone who would dare to destroy the precious plants in the glade. If adventurers are just passing through the area, the Guardians will just stalk them, prepared to attack, if necessary.

O.C.C.: None, natural soldier

Alignment: Unprincipled

Attributes: Consistent like those of animals. Considered to have an I.Q. 14, P.S. 27 and Spd. 4

Hit Points: 10D8+20

A.R.: 14

Horror Factor: 15

Natural Abilities: Nightvision 100 feet (30.5 m), track 70%, and dowsing 50%. Blunt weapons cause only half damage while fire does double damage to the creature. If flames are used during a battle, the Glade Guardian uses all of its remaining attacks to extinguish the fire, saving the jungle. When the fire has been dowsed, the Glade Guardian will ferociously renew its attack.

Attacks Per Melee: 3; hands doing 3D6 damage or mouth/bite 1D6. There are many thick vines that wrap around the trunk of the Guardian. Each melee the creature has an additional attack when one vine detaches from the trunk to encircle one opponent. The vine strikes with a +5 bonus to strike. It entangles the victim before both ends root into the ground, immobilizing the victim. On an attack roll of a natural 20, the victim will have his arms pinned to his sides. Once entangled, a combined strength of 30 is required to pull the roots from the soil. The Guardian will break off its attack once all of its opponents are entangled. The creature leaves the struggling victims

at the mercy of the other jungle inhabitants. If a vine misses its attack, it can be destroyed as it wriggles on the ground (each vine has an A.R. 6 and 15 S.D.C.) The vines grow back around the trunk in 48 hours.

Bonuses: +15 damage, +3 strike, +5 parry, but dodge is not possible.

Magic: Considered a 10 level Earth, Air and Water Warlock, though magical abilities cannot be used in combat. Spells are only cast to nurture the plants or to douse fires.

Psionics: None

Average Life Span: Until destroyed by fire

Habitat: Dragon's Maw

Languages: None, but may learn any human tongue or faerie.

Enemies: Those who would harm nature

Allies: Warlocks, plant creatures and elementals.

Physical Appearance: The Glade Guardian appears to be a huge, leafless tree with two large branches for arms. On the craggy trunk, the traces of two eyes and a mouth can be seen. Several thick vines are wrapped around the thick trunk.

Size: 10-20 feet (3.0-6.1 m) tall

Weight: 1.5 to 3 tons (1350 to 2700 kg)

Seed Shooters (2)

Description: The strangest of the plant creatures is the seed shooter.

This is a twisted monster that resembles a disordered pile of bamboo shoots that moves around on four legs. The peculiar monster roams the glade, spitting hundreds of seeds from the bamboo shoots. These seeds include those of plants such as ferns, bushes and trees.

The Seed Shooter ignores all other creatures that wander through the glade. It is extremely dull, content to perform its job of sowing the new seeds throughout the jungle glade. The Shooter will defend itself if attacked. Despite its ridiculous appearance, the shambling pile of bamboo can be a deadly opponent.

O.C.C.: None

Alignment: Principled

Attributes: Consistent, speed of 8 as with animals.

Hit Points: 106x10+100

A.R.: 8

Horror Factor: 10

Natural Abilities: The Seed Shooter has the ability to hurl seeds through the many bamboo shoots. The creature is immune to normal blunt weapons, only holy, magic and bladed weapons will cause any damage. Fire is extremely lethal to the creature, causing double damage.

Attacks Per Melee: 6; Seed Shooter fires a long burst of rock-hard seeds at its enemies that strike 2D6 damage.

Bonuses: +4 strike

Magic: None

Psionics: None

Average Life Span: Until destroyed.

Habitat: Dragon's Maw

Languages: None

Enemies: None

Allies: None

Physical Appearance: The Seed Shooter looks like a walking pile of bamboo with shoots pointing out in all directions. The creature does not appear to have any sensory organs. Four thin legs, also of bamboo, provide the creature with its limited mobility.

Size: 6 feet (1.8 m) at the shoulder

Weight: 500 pounds (225 kg)

Leaf Creatures (7)

Description: Leaf Creatures are mobile, animated shrubs that have been clipped in the shape of jungle cats. Mestron created these plant monsters for the purpose of ridding the glade of all pesky animals. Like the cats they resemble, the Leaf Creatures are excessively aggressive. They will attack all creatures on sight. Fire is the only thing that keeps these beasts at bay.

O.C.C.: None

Alignment: None

Attributes: Consistent, as with those of animals. The Leaf Creatures has a speed of 22.

Hit Points: 9D8+4

A.R.: 5

Horror Factor: 12

Natural Abilities: Nightvision 60 feet (18.3 m), climb 50%, swim 60%, prowl 90% (only in forest and jungle regions), track 50%, leap 25 feet (7.6 m) long and 15 feet (4.6 m) high

Attacks Per Melee: 3; claws do 2D6 points of damage, mouth/bite does 1D4 damage.

Bonuses: +3 strike, +4 dodge, +10 damage.

Magic: None

Psionics: None

Average Life Span: Until destroyed

Habitat: Dragon's Maw

Languages: None

Enemies: Invaders to the glade

Allies: Other plant creatures and elementals.

Physical Appearance: The Leaf Creatures were mystically formed from bushes. The shrub was first clipped into the shape of a jungle cat then animated. An eerie red glow emanates from the head of the beast from the empty eye sockets. The light from the glowing eyes is noticeable, especially at night.

Size: 6-10 feet (1.8-3.0 m)

Weight: 60-80 pounds (27-36 kg)

Stickmen (39)

Description: Stick Men are wooden creatures given life through Mestron's magic. They were designed to take the place of human beings. The creatures serve in the jungle glade both as guards and gardeners. Although the beings are simple minded and only capable of accomplishing their tasks instinctively, the Stickmen are also capable of combat and farming. The automatons are not hostile, they were designed to serve as caretakers rather than combatants.

These soldiers will ignore the characters. The Stickmen will only attack in defense of themselves and the jungle glade. Even if disrupted while performing their many tasks, the beings will request to be left alone. Only when no other options are left, will the creatures attack.

O.C.C. Soldier (level 2-5, 1D4+1)

Alignment: Principled

Attributes: Roll the number of six-sided dice as indicated: I.Q. 2, M.E. 1, M.A. 1, P.S. 4, P.P. 4, P.B. 2, Spd. 3

Hit Points: Standard A.R.: 8

Horror Factor: 10

Natural Abilities: Nightvision 120 feet (37 m), dowsing 65%, plant/farm lore 100%. Non-magical blunt weapons only cause half damage while all damage from fire is doubled.

Attacks Per Melee: 2; hands 1D6 damage or by weapon

Bonuses: +4 damage, +2 strike, +3 parry

Magic: None

Psionics: None

Average Life Span: Until destroyed

Habitat: Dragon's Maw

Languages: Eastern Tongue

Enemies: None

Allies: Plant creatures, elementals and warlocks.

Physical Appearance: The Stickmen are approximately the same size and shape of the average humanoid. The wooden body is incredibly durable and strong despite its frail appearance. The surface of the wood is smooth and rounded, although no facial features are apparent.

Size: 4-5 foot (1.2-1.5m) tall

Weight: 60-100 pounds (27-45 kg)

Notes: The Stickmen do not wear clothing, just a belt with pouches attached to it. They have no preference for weapons, and are content to use the spears and daggers issued to them. Most Stickmen carry a sling and 1D4 Eye Spores (see below) which are hurled at enemies. These deadly missiles are used because they will follow their intended victim even if the initial shot is missed.

Eye Spore Bush (1)

Description: In a clearing at the center of the glade, the Eye Spore Bush can be found. This plant is a bizarre, scraggly bush that has no leaves, just branches sprouting in all directions. Numerous small, green spores, covered with spikes, grow from each of the branches. There are approximately a hundred spores attached to the plant.

Although immobile, the bush is a semi-intelligent creature with the ability to discern between visitors and residents of the glade. Any being who intrudes in the glade and passes the bush causes a number of the spores to detach from the branches. These spores open a single eye and follow the offending being through the glade. Once the intruder has been killed, the spores return to the bush from which they are nourished. Often times, the tiny spores detach just to fly around the clearing for their own amusement. There is a 60% likelihood that 2D6 of the spores will be flying around the bush when the characters near the clearing.

O.C.C.: None

Alignment: None

Attributes: The bush has no attributes but the spores have a speed of 25.

Hit Points: 100 bush, 4 for each spore A.R.: 6 (bush and spores)

Horror Factor: 16

Natural Abilities: The bush has relatively limited abilities, including the gift of sensing the presence of all creatures who come within 30 yards/meters. The bush can identify the creature as an invader or a resident of the Dragon's Maw. The spores are able to see the invisible and to fly/hover.

Attacks Per Melee: 1. The bush itself does not attack but one spore per character detaches from the branches every melee. The spore opens its eye and chases its target until either the spore or the invader is slain. The spores have one charging attack per melee that causes 1D4 damage in addition to the poison that covers the spores. Unless the victim makes a saving throw vs lethal poison, he suffers an additional 6D8 damage.

Bonuses: +5 strike, 44 dodge, spores only.

Magic: None

Psionics: None

Average Life Span: Until slain.

Habitat: Dragon's Maw

Languages: None

Enemies: Intruders to the glade.

Allies: Mestron's plant creatures.

Size: The bush is 10 feet (3.0 m) tall with a diameter of 6 feet (1.8 m). The spores are tiny, ball shaped creatures about three inches (8 cm) in diameter. A single eye is centered on the front of each of the spiked spores.

Weight: Spores: 3 ounces (84 grams).

GM Note: The characters do not have to fight all the plant-creatures that inhabit the glade. The number of encounters and the beings involved are entirely up to the game master.

Beyond the Glade

12. Across the glade, opposite of the entrance, a line of twin spikes jut from the ground. These lead towards a cave in the mountainside. They look like the open maw of a dragon, lacking an upper jaw. The first pair of spikes are not rock but a murky crystalline. When the player characters have passed the points, two creatures, made of crystal, step out from behind the first spikes and attack. These are the final adversaries in the glade. They are the guardians of Mestron's tomb.

Crystal Lion

Alignment: Unprincipled

Attributes: I.Q. 5, M.E. 10, M.A. 6, P.S. 11, P.P. 16, P.E. 25, **P.B. 3**, Spd. 26

Hit Points: 55

Armor: Natural A.R. 12

Weapons: None

Level of Experience: None

Combat Abilities: 3 attacks per melee, +3 strike, +1 parry, +4 dodge, +6 damage, +5 save vs magic.

Damage: Claws 2D8.

Crystal Dragonman

Alignment: Unprincipled

Attributes: I.Q. 8, M.E. 9, M.A. 6, P.S. 17, P.P. 11, P.E. 20, **P.B. 3**, Spd. 18

Hit Points: 80

Armor: Natural A.R. 12

Weapons: None

Level of Experience: None

Combat Abilities: 3 attacks per melee, +2 strike, +3 parry/dodge, +8 damage, +3 save vs. magic, +5 save vs. spell magic

Damage: talons 3D4, horn 2D8, bite 1D8, or once per melee fire breath 3D8.

13. The faint odor of rotted flesh permeates this cavern. A stone dais is centered in the dark confines of the room. In the center lies a skeleton. Three wooden chests lie on the floor beside a short sword. A stairway behind the dais leads into the heart of the mountain.

The flickering blue ghost of Mestron appears, hovering over the stone dais. The ghost says:

"You have proved your worthiness by defeating me, the first guardian. To reach this point you have shown great strength and courage. Your fighting prowess and magical abilities are remarkable, quite deserving of reward. You may take whatever you need from my tomb."

The three chests are filled with gold coins, gems and other riches. A fortune of at least a hundred thousand gold is contained within the chests. The weapon that lies beside the chests is a rune sword named Magefriend. This is Mestron's last test, greed. The characters have no need of the treasures in the tomb. If a character grabs any of the items they will be instantly transported into the temple of Pith.

If the characters pass the test the ghost will speak again:

"Very good, you have overcome your greed and passed the final test. Your true reward is the use of the sword Magefriend. Know this, however, your tests are not finished. More guardians await at the bottom of the stairs."

Magefriend

1) Indestructible

2) I.Q. 18

3) Communicates through telepathy.

4) Does 4D6 damage.

5) Made of dark red metal, covered completely with runes.

6) Can be used only by Men of Magic, anyone else suffers IDS damage upon grasping the weapon.

7) Can cast four spells a day at sixth level of proficiency of the following: Screaming Wall of Flame, Fireball, Ten Foot Wall of Flame and Globe of Daylight.

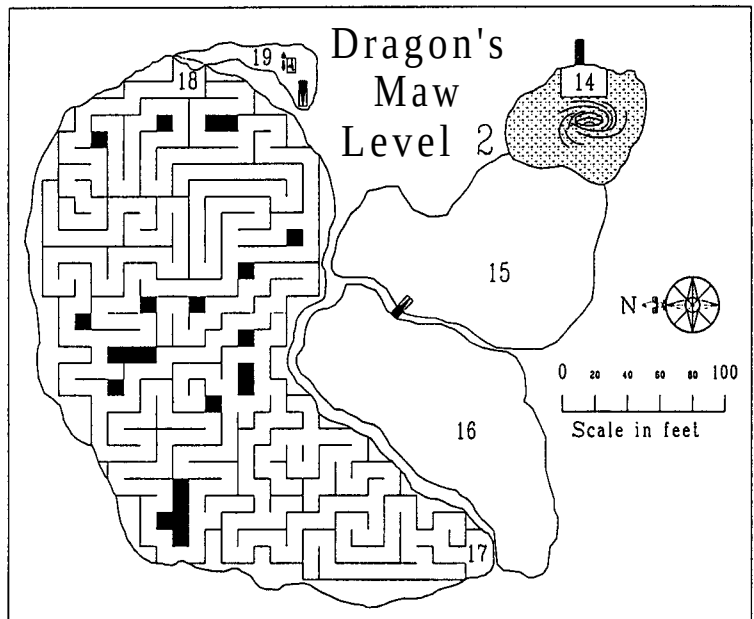
14. The steps descent from Mestron's tomb to a large wooden platform that measures 20 by 30 feet (6.1 by 9.1 m). The platform overlooks a cavern filled by rushing waters. The cavern is fed by an underground river to the north. There is a raging maelstrom in the center of the chamber. A small wooden table rests near the edge of the platform.

form. There is a pile of leather sacks on the floor. Atop the table there are a number of clay flasks which are filled with a strange liquid. There is one for each character.

The flickering, blue ghost of a young knight appears in the chamber, hovering over the pile of sacks. The being is wearing a suit of plate mail in addition to holding a shield and a longsword. The ghost speaks to the characters in a loud voice:

"I am the second guardian, Sir Henri of the Timiro kingdom. In order to reach the Fountain of Life you must prove your warrior spirits to me. Through great determination, courage and nobility you can pass my tests. Your belongings will remain dry in these magically waterproofed sacks. Quaff one vial of magic brew which will enable you to breathe in water, then enter the maelstrom, if you dare. Once you are in the pool you must find the staircase that leads to further challenges."

The sacks are indeed magical and will keep items within completely dry as the ghost has promised. The flasks hold Swim as a Fish potions that last for an hour's time. When the characters leap into the maelstrom, they are spun about at a dizzying speed until they are sucked into a huge chamber that is completely filled with water.



15. The enormous chamber is filled with water supplied by the maelstrom above. The underground cavern is filled with many forms of ocean life, including crustaceans, plants and fish. The chamber connects with the nearby ocean through a tiny, secret passage. A tribe of 50 of the strange Kreel-lok fish people live in the cavern in complete harmony. The tribe has lived in the cave for untold ages and considers it their home.

Average Kreel-lok

Alignment: Scrupulous

Attributes: I.Q. 9, M.E. 9, M.A. 9, P.S. 14, P.P. 11, P.E. 12, **P.B. 6**, Spd. 15

Hit Points: 22

Armor: Natural A.R. 10

Weapons: Shark-tooth club IDS, coral knives 1D6 and "tuula" trident spears 1D8

Level of Experience: Typically third level Mercenaries.

Combat Abilities: 2 attacks per melee, +1 strike, +4 parry/dodge, +1 damage, and +1 save vs poison.

Damage: claws 1D4, bite 1D4 or by weapon.

The Kreel-lok approach all creatures who enter their territory. The warriors of the tribe feign ferocity, hoping to scare them away. The fish-people hope that any invaders will be threatened and leave without

a fight. If the players negotiate with the Kreel-lok, the creatures will agree to show them the staircase that exits the cavern. If the player characters make any offensive moves, at any time, the nervous warriors will attack.

If the player characters kill any of the Kreel-Lok, they will not be able to find the exiting staircase, the effects of the potion will stop and the characters will begin to drown. Just before they die, the player characters will find themselves transported into the temple of Pith. The voice of the ghost, Henri, will be heard in the empty chamber saying:

"// is ignoble indeed to slay peaceful creatures who seek only to defend their home."

16. The slick stairway rises to another vaulting cavern. The chamber is dark, and the characters are unable to hear anything. Once they have retrieved their belongings from the leather sacks, the magical bags will disappear. The silence in the room is suddenly interrupted by the clear sound of a bugle. An eerie glow lights the room as ten knights on horseback charge the characters from across the huge cavern. The knights pass right through the characters and the solid stone wall behind. A stone archway in the north corner of the chamber leads to further tests.

This was the test of courage. Any player character who made a move to retreat will have failed the trial. Even if the person ran to a better position from which to defend themselves. Those who did not face the oncoming riders are transported to the temple of Pith. The voice of Sir Henri's ghost can be heard stating:

"It is cowardly to run from any enemy. Without courage, how can one expect to reach the Fountain of Life?"

17. The stone arch opens to a massive chamber filled by a huge maze. The passages are separated by smooth walls of white stone that measure 20 feet (6.1 m) in height. There is a further 50 feet (15.2 m) from the top of the wall to the ceiling of the chamber. Before the group can enter the maze, the ghost of Sir Henri appears once again. The man stands in a combat stance, wearing his helmet with the visor shut.

"Beware the evil dragon, Liticmult, who defends this cavern. Even as you attempt to solve the labyrinth before you, the evil reptile will attack. Make great haste, decide correctly which passages to take and you will be rewarded."

The dragon swoops down on the characters, attacking them as they make their way through the maze. It is possible for the characters to slay the dragon, then find the correct route at their leisure. If they cheat by leaving the maze at any time, they will find themselves in the temple of Pith. The words "Cowardly Cheater" echo through out the temple.

18. The foul dragon Liticmult has his perch over the exit arch of the maze. The stone ledge connects to a cave beyond that holds animal furs that form the creature's bed.

Liticmult, Great Horned Dragon

Alignment: Diabolic

Hit Points: 210

Natural Abilities: Nightvision 90 feet (27.4 m), see the invisible, fire and cold resistant (half damage), fly (90 mph/144 kmph), I.Q. very high.

Armor: Natural A.R. 15

Weapons: None

Combat Abilities: 4 attacks per melee, +3 strike/parry/dodge, +10 damage, +5 saving throws.

Magic Abilities: All spell magic, levels 1 to 11 at tenth level proficiency. Recognizes and understands all symbols, circles and wards.

Psionics: All level 1 to 3 abilities, I.S.P. 103, at sixth level proficiency.

Clerical Abilities: Turn 4D6 dead 70%, exorcism 60%, animate/command 2D6 dead 56%, teleport 92%, dimensional teleport 59%.

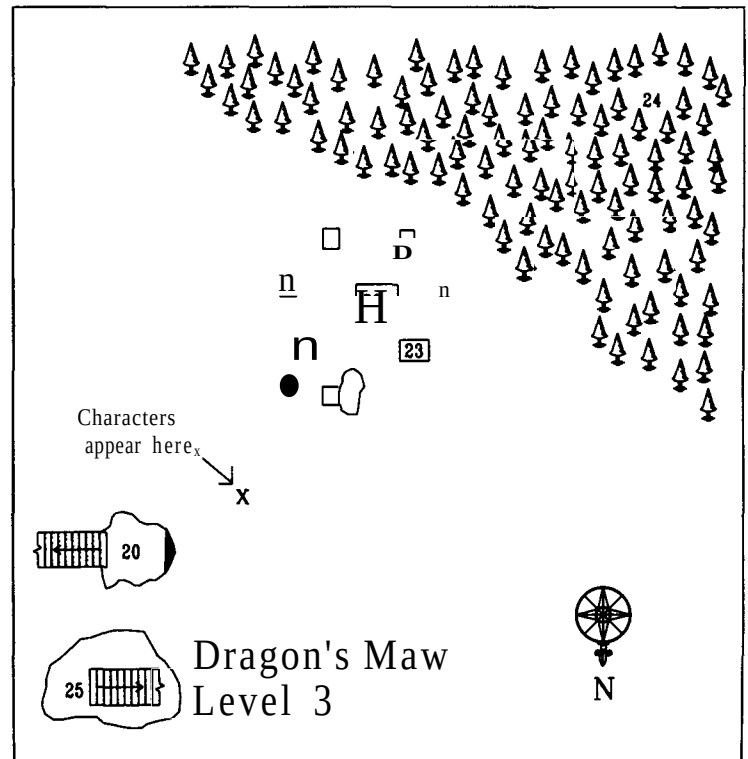
Damage: Claws 2D6, bite 3D6, 6 foot (1.8 m) wide fire breath with range of 30 feet (9.1 m), causing 4D6+4 damage.

19. The arch leads from the labyrinth to a smaller chamber that holds the tomb of Sir Henry. A human skeleton rests on a stone dais in the

middle of the room. The corpse clutches a rusted sword in both its hands, atop the body. A suit of magic armor and a shield lie on the floor, both in perfect condition, at the end of the stone dais. Behind the raised platform, a staircase descends further into the mountain. The ghost of Sir Henri appears, hovering over his corpse speaking to the characters, saying:

"You are valiant warriors who have passed my tests. Several times over you have proved your worthiness. For your reward I give you my armor and shield with which you may do as you please. The stairwell leads to more trials below."

The armor has not rusted due to its magical nature. The plate mail, A.R. 17/200 S.D.C., has been enchanted so as to be impervious to fire. The shield is also magical in nature. It is enchanted to return to the owner when thrown.



20. The stairs end in a small, nearly empty cave. A large mirror is attached to the wall across the room from the staircase. A number of furs have been piled on the floor in the center of the room. As the characters inspect the room, a glowing figure appears on the mirror. The figure is a smiling man wearing clerical robes and holding a holy symbol. The man begins to speak:

"I am the third guardian, Aronbach, Priest of Light. In order to reach the pure waters of the Fountain of Life you must pass my test. Only those pure of heart can hope to reach the fountain, the cruel and evil are not welcome. When you are ready, take the furs and step into the mirror."

The pile of hides are sewn into thick robes that are used in winter climates. By touching the mirror the characters will discover that they can enter through the glass pane. Once all of the player characters have entered the mirror, read the following description:

"You step out of the mirror into a bleak, wintry landscape. You discover yourselves standing in the middle of a terrible blizzard with snow up to your thighs. Galeforce winds batter you. Dim lights are barely visible in the distance through the blowing snow."

21. A pathetic little village stands here, half covered by snowdrifts. The majority of the buildings have been partially destroyed by the blizzard's winds. The light shines from the largest building, located in the center of town.

22. The thick double doors of the village inn are sealed against the storm that rages outside. The interior of the building is warm, and packed with a group of about thirty humans. The people stare at the characters as they enter the room. After a few moments of awkward silence, the people greet the characters and ask how they reached the village through the storm. The villagers explain that the storm blew in abruptly, and that they had no time to prepare for its coming. They were all forced to move into the inn since many of the other buildings were blown down by the powerful winds.

The humans explain that their small village is near the border of the Northern Wilderness. They have little hope for survival, because they have run out of food. The majority of the people will not live to see the end of the storm. They are dying from disease and/or starvation. To pass this test of compassion, the characters are required to give their food supplies to the starving people.

One of the villagers tells the characters that a small family was seen taking refuge in the chapel. That building is directly opposite the inn, although no one has dared to make the trip. The people ask that the characters bring a portion of the supplies to the family. Weakness from lack of food prevents the people from making the short trek themselves. Before the characters leave the inn, an aging villager warns them not to wander around in the storm, for they will surely die from the extreme cold.

23. Inside the chapel, the people are grateful for the food. Here, the characters encounter a young woman and three small children. She nervously asks the characters if they have seen her husband. She quickly explains that he left to get firewood from the wreckage of a nearby hut but has not returned. She begs the characters to find her husband.

This is the final test of Aronbach. The players have been warned that it is sure death outside in the blizzard. In order to pass the test they must find the man. If they fail to look for the man, they will be stranded in the Northern Wilderness until spring, and will never be allowed to enter the caverns of the Dragon's Maw again.

24. After an hour of searching, the characters begin to freeze themselves. Finally, they reach a clearing where the man lies, half buried in a snowdrift. As they approach the fallen villager, he disappears and a bright doorway takes his place. The ghost of Aronbach stands in the open doorway. He motions for the characters to enter saying:

"You have passed my tests of compassion. Truly, you are worthy to find the Fountain of Life. Enter quickly, for if you remain in the cold any longer, you will perish."

25. The characters step through the doorway of light into another small cavern. A stone dais rests on the floor atop of which lies a skeleton. The decayed corpse grips a Holy Mace in one hand. A staircase descends further into the heart of the mountain. The ghost of Aronbach appears on the mirror from which the characters stepped into the room.

"As a result of your action, the villagers will survive another cruel winter. In my eyes you are worthy of taking water from the Fountain of Life, but another guardian awaits at the bottom of the stairs. I wish all of you the best of luck, and I give you my mace to use as a reward for your compassion."

Aronbach's Holy Mace

- 1) Remove curse: 50% chance (one time only per person).
- 2) Turn 4D6 dead: 80% chance, must raise the weapon over one's head for all to see.
- 3) Sense Evil: The weapon turns red when evil creatures are within a 20 foot (6.1 m) radius.
- 4) Does 1D8+6 damage.

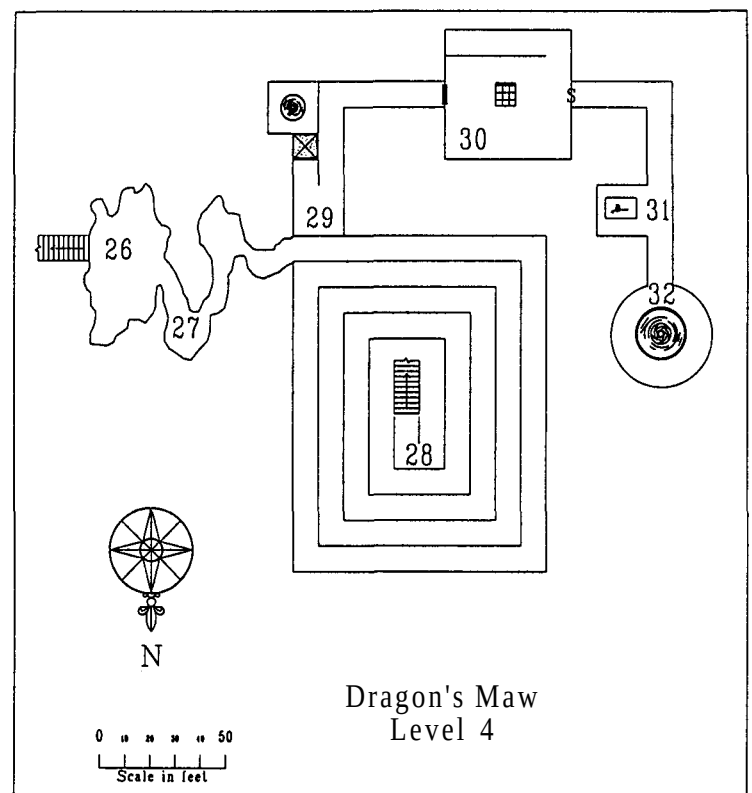
26. An empty cavern awaits at the bottom of the staircase. A passage leads west, deeper into the heart of the volcano. When the characters step onto the uneven floor, the blue image of a ghost appears. The ghost speaks to the player characters, saying:

"I am Sestos, the fourth and final guardian of the Fountain of Life. To me you must now prove the strength of your minds, for the fountain's waters were not meant for the ignorant. Defeat my challenges and you will have what you quested for."

27. The passage twists several times widening into a small chamber and then narrowing again. The rough-hewn passage leads to a second chamber whose western end is smooth, and has an arch which connects to a smooth corridor. The cavern system halts abruptly at the smoothed western wall. Before the characters reach the second chamber, the voice of Sestos is heard:

"In this passage you will meet Kolos, the strongest creature to tread on Palladium's soil. To reach the fountain, you must defeat this creature who is as strong as the ground he walks upon."

Just as the ghost has finished speaking, the players can hear a roar from the west. A human races into the passage, attacking the characters viciously. This magical creature, Kolos, is invincible as long as one of his feet is planted firmly on the ground. If not in contact with the ground, Kolos becomes as weak as the air, and a single blow could dispatch him.



Kolos, Insane Human

Alignment: Diabolic

Attributes: I.Q. 10, M.E. 4, M.A. 15, P.S. 30, P.P. 22, P.E. 30, P.B. 14, Spd. 16

Hit Points: Can sustain any amount of damage on the ground. When his feet are separated from the ground, he has 1 hit point.

Natural Abilities: See the invisible, nightvision 90 feet (27.4 m), turn dead 80%, invincible on the ground; raised above the ground he has 1 hit point, P.S. 4 and P.P. 2. He also loses all of his attacks per melee and is unable to retain a grip on his weapon.

Armor: None

Weapons: Flamberge 3D6 damage, W.P. bonus of +4 strike, +5 parry and +2 throw.

Level of Experience: 10th level soldier.

Combat Abilities: 4 attacks per melee, +4 strike, +7 parry/dodge, +20 damage, Critical strike 18-20, +8 save vs. magic.

Damage: By weapon only.

28. A large arch leads into a smooth corridor. As the characters enter the corridor, they hear Sestos saying:

"All you have to do here is go the right way."

The ten foot (0.3 m) wide passage is featureless except for a doorway at the beginning on the south wall - on the left side of the hall. If the players proceed through the doorway, they have failed and will find themselves magically teleported back to the temple of Pith.

Otherwise, the passage continues on as a spiral that turns continually to the right and coils in on itself. At the end/center of the turning passage is a staircase that goes upward. Above the staircase is a sign that says *"This is not the right way."* If the players proceed up the stairway, they have failed and will find themselves back in the temple of Pith. However, if they backtrack, coming back all the way out of the spiral, they will see that the small doorway - the one on the south wall at the start of the spiral - is now on the right hand wall. The characters can now safely exit through this door.

The moral of this test is: *Sometimes the answer is just too obvious.*

29. The small doorway from the spiral corridor opens to a square, 20 by 20 foot (6.1 by 6.1 m) chamber. There are two passages, each with a width of 10 feet (3.0 m), that lead south from the room. The eastern passage continues for 30 feet (9.1 m) before ending in a room that contains a fountain of bubbling water. The western passage runs for 30 feet (9.1 m). Characters who take the eastern passage will discover that it is only an illusion. Before taking a second step into the hallway, they will fall into a deep pit before appearing in the temple of Pith. The west passage leads onward, closer to the Fountain of Life. The moral of this test is: *The easy path is not always the correct one.*

30. The passage continues straight for 60 feet (18.3 m). The hallway has a steep angle, slanting downwards to an iron door. The door opens to a water-stained room with a large, rusted grate in the center. Small pools of stagnant water are scattered throughout the interior of the chamber. Slime coats the walls and a large pile of garbage rests in the north corner.

As soon as the characters enter the room, the door is sealed by a granite slab. Water begins to seep up through the grate to fill the room. Unless the characters can delay the flow of water, they will drown. The only way to avoid this fate is to plug the drain with something. Only the garbage will suffice to slow the water. After ten minutes, the room empties, the granite slab raises and a secret door on the west wall opens.

The ghost of Sestos stands on the other side of the open doorway. He beckons the characters to come closer while beginning to speak:

"You have passed the tests of all the guardians. Follow me to your reward, the pure waters of the Fountain of Life. Know that you will only be given a small amount of the water which must be used in a careful manner. You will never again be allowed to enter the Dragon's Maw once you have taken water from the Fountain."

The ghost finishes his instruction when he reaches the archway to his tomb. Sestos points to the room at the end of the hallway. Before disappearing and says:

"Behold the object of your desires."

31. There is nothing in the tomb of Sestos besides the ancient skeleton of the wizard. The bones lie on a large, dust-covered, stone dais in the center of the room. All of the treasures of the guardians will suddenly vanish without a trace.

32. The hall opens to a circular room that contains a gurgling fountain of crystal clear water. In the middle of the fountain a statue of the goddess Ippotomi stands, holding a crystal flask in her outstretched palm. A peaceful sensation drifts over the player characters and a beautiful, melodic voice addresses them:

"You have defeated the guardians of this sacred fountain and are entitled to this flask. Once you have taken this simple container you will be magically teleported from the Dragon's Maw. Never again will you be allowed to enter, even though you have proved to be a worthy individual. It was for those like you, the pure of heart, and those most desperate in need, that this fountain was always intended. I hope that this small reward will prove to be enough for

you. Guard this meager sample of the pure water given you, and use it with kindness."

The statue then seemingly comes to life and hands the vial to the character deemed purest of heart. The vial will contain just five doses: one dose for the group's dying patron, and four spare doses that the group will be able to use at any future date.

Each character will have the chance to drink from the fountain and receive any/all of the beneficial effects of the water. Once all characters are brought back to health, the characters will be teleported out of Dragon's Maw.

True to the words of the goddess, the characters find themselves standing inside the temple of Pith. There, they are reunited with any group members who did not pass a test.

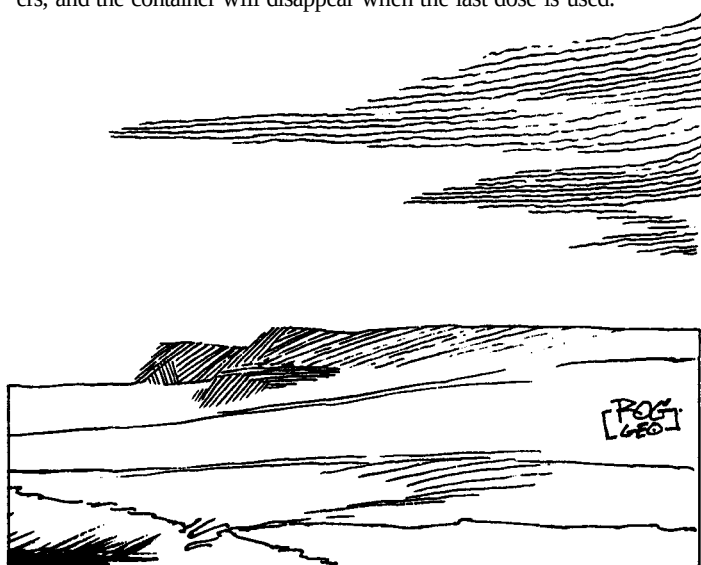
GM Notes: If a character has been teleported here by Ippotomi, he will appear standing in the fountain, facing the statue. If the character had been hurt, or dead, he will be completely healed (although his armor might have a gaping hole of two). Everything will proceed as above for the chosen character, except the vial will contain enough doses to heal his comrades who were left behind. The goddess **knows** exactly how many of the characters will need help, and she will not tell the character how many doses the vial contains. It's total magic. No matter how many doses the group requires/uses inside Dragon's Maw, the vial will contain exactly five doses when the group appears outside.

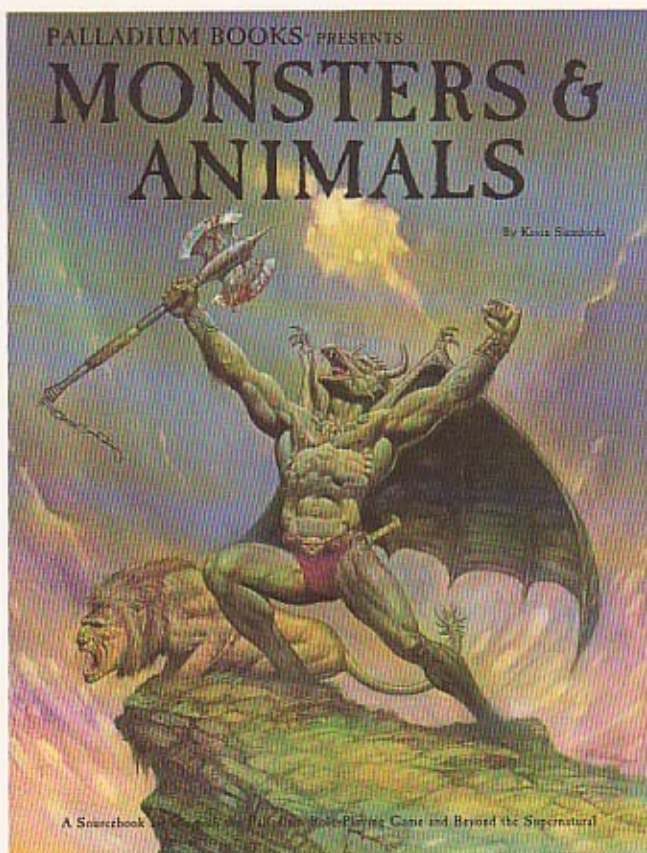
The character will be teleported back to his group, just as the final foe in the interrupted battle is falling. After explaining what happened to his comrades, and sharing the water, the group appears in the temple of Pith. Any of the treasures of the guardians that the group had obtained will be left behind.

The vial given to the player characters holds five doses of the sacred water. Each dose of water has any one of the following properties:

- 1) Restores all hit points, severed body members, etc.
- 2) Resurrects a slain individual.
- 3) Cures all diseases/ailments.
- 4) Kills a lesser, supernatural evil demon, devil or undead.
- 5) Sanctifies an 30 foot (9.1 m) radius area of ground forever.
- 6) Restores sanity.
- 7) It can be used to remove magic curses, but only the curses are removed. The person is not healed in any other way.

The water **can not** be taken in any other container. While the characters are at the fountain, they can partake of its benefits. They can only take away the doses **given** to them by the goddess in the container. The characters will know that they have exactly five doses when they leave Dragon's Maw. The container is also magical and is the only container that will hold the water. The doses cannot be split up into other containers, and the container will disappear when the last dose is used.





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