

Levels
1-10

DEPTHS OF FELK MOR



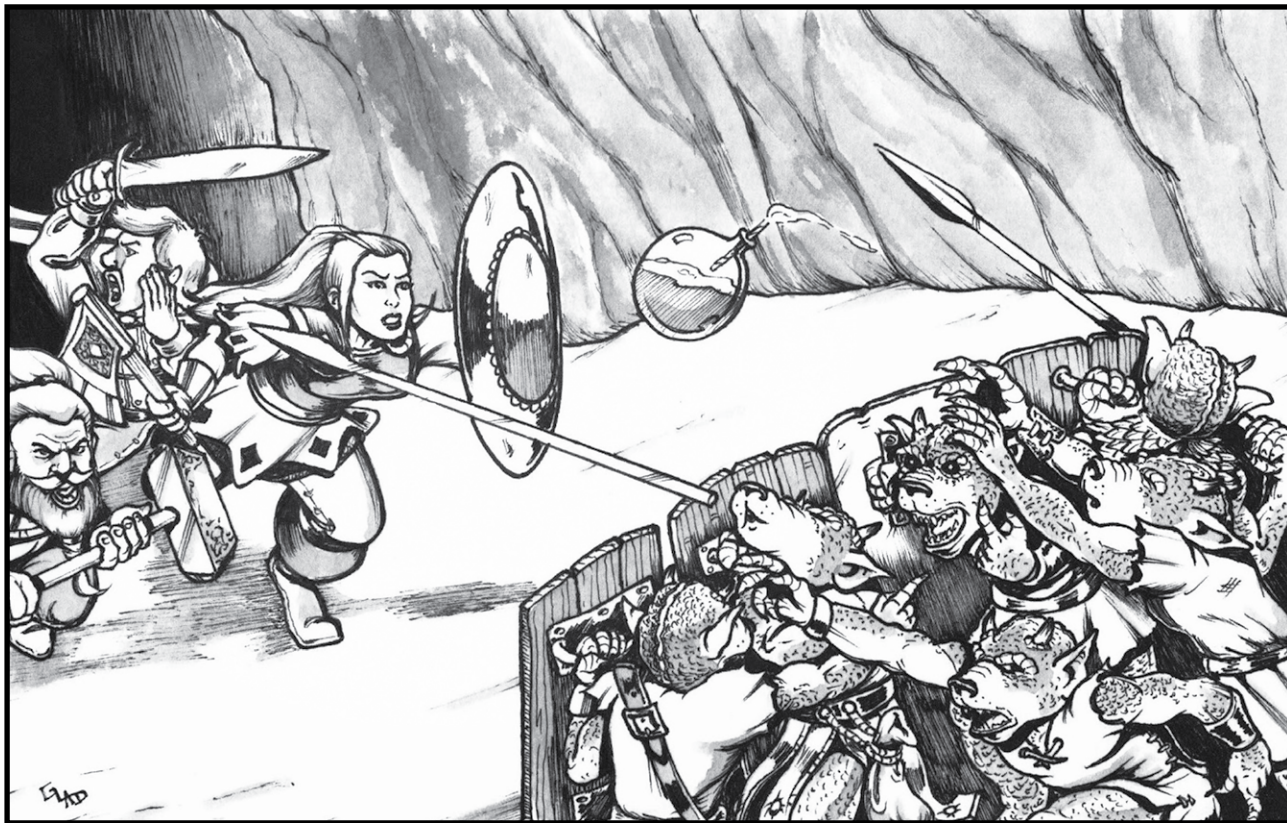
An ancient evil is awakening. Do you have what it takes to delve into the depths of Felk Mor?

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DEPTHS OF FELK MOR

A Campaign for Characters level 1-10



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Forward

Firstly, thank you very much for showing interest in this campaign module. I certainly hope it brings fun and a good gaming experience to your table.

I wanted to take a brief moment explain the design process of this campaign before you leap right in, as I think it will help set the proper context of what to expect.

I started playing D&D back in 1981 with Moldvay's Basic Set. It wasn't long before I "graduated" to AD&D. When 3e and then 4e came out, I still ran my 1e with a bit of 2e sprinkled in as my preferred edition, and continued to play that with my group up until today. I bring this up not to disparage any other edition, but because my goal here is to show that 5e can emulate the TSR era style of D&D quite well. I imagine there will be a plethora of products designed in a more modern aesthetic. I wanted to give representation of the old school style.

That is why, when you flip through these pages, you'll see elements that really resonate with that era. From the art style, to layout style, to the actual content design. You'll notice that there aren't really any full size 5ft square grid battlemaps that you'd expect to see in a more modern version of D&D.

Back in the day, and how I still play today, is that while we used miniatures, we did not have detailed maps. They were used for things like marching order and complex battles only, and even then rough estimates of distance were used on quickly hand drawn crude maps. The term of that style is often referred to as "Theater of the Mind". It worked very well for a faster resolution of combat.

This isn't to say that you can't make these maps and play that style if you prefer, but to give you an idea of the intent behind the design process of this campaign.

So I hope you enjoy this supermodule, and can have some lasting memories of great gaming sessions with it. You will also probably notice many of the references I have included within the module that point to some of my personal favorite pop culture icons. It was meant to be as a bit of fun, and I hope you enjoy all of those references that you have found.

Thanks again,

Rod Waibel

Depths of Felk Mor

Depths of Felk Mor is a supermodule designed for starting level characters, bringing them up to level 9 or 10 upon completion. This is a larger campaign, and not a singular adventure module to be completed in one or two sessions.

DoFM is broken down into several phases based on location, and the majority of game play will take place deep underground. These locations are:

- Keep and overland
- Ant mounds and tunnels
- Water caverns
- Felk Mor caverns
- Lost temple

Because this campaign is meant to bring characters up from level 1 to level 10 or so, there will be designated areas where the party can set up a base of operations to rest up, train, etc. If you are playing with the preference of PCs needing to find a trainer before leveling, you may want to discard this rule or place trainers within the keep or Felk Mor where the PCs can successfully level up.

“Old School”

This supermodule is designed to emulate the adventures, dungeon crawls, and campaigns of the early days of RPGs. This is done by capturing the play style, as well as trying to emulate aesthetics of those days. However, there is a caveat. What “old school” means to one group doesn’t necessarily mean the same to another group. I like to think my play style of the 70s and 80s is pretty representative of the majority, but I feel it’s fair to tell you what “old school” means to me to help put what to expect with this module into context.

That is, when I mention “old school”, I am referring to a sandbox style campaign, where players are free to explore the area and interact with the inhabitants as they desire. Yes, there is an overall plot to this supermodule, but the PCs are free to follow that main plot, or perhaps do something completely different and join “the other side”. I also mean that your gaming group should not be tied down to any rule. House rules are encouraged as long as the GM and the players get together and clearly communicate what those house rules are.

And finally, player skill is encouraged. Creative out of the box thinking rather than relying on only what is listed on the character sheet will serve the PCs well.

That all being said, I am fully aware that certain groups don’t prefer to play that way, and that 5th edition has mechanics that support a more modern play style. This is perfectly OK, and I hope that you are able to play this supermodule in the play style that you prefer.

Note: If you are a player in this campaign, stop reading now! The following is for the Game Master only.

GM Notes: This campaign is designed for use with the 5th Edition rule set of the most popular RPG. It is highly encouraged that you read this module at least once or twice to get yourself very familiar with it before starting to run it for the players. Make notes, adjustments, or key areas for your easy reference, and you will find the game will go much smoother.

Handouts

Flipping through this adventure, you may have noticed that there is very little artwork contained within the main body text. This is because most of the art will be available for the players to view as well, and therefore is included in the Handout Appendix section. In that section are dozens of handouts to be given to the players at appropriate times throughout the adventure.

Player Skill vs. Character Skill

This edition uses a Difficulty Check (DC) mechanic to resolve most challenges that the PCs may encounter. These rules give clear guidelines to the GM on how to resolve many of these challenges, which include but are not limited to lore checks, disarming traps, etc. However, in many Old School style games, these checks were not used and players overcame many challenges by advising the GM how the character would overcome the challenge. This is commonly referred to as “player skill”. Because this supermodule is designed to capture many of the Old School aspects, you are free as a GM to change or ignore the various DC challenges in this adventure and use player skill instead if that is your preferred playstyle.

Background

The game takes place in the Kingdom of Jengbel, near Granite Keep, during the early autumn months. The weather is perpetually gloomy, with a persistent mist or fog in the lower areas. The players find themselves at

the keep for various reasons that may be unique to the background of the character. A woodsman might be there to replenish supplies or sell furs. A scholar might be there under the tutelage of the keep wizard. A warrior might be there looking for work, etc. The Plots section below will go into greater detail to draw in the players' interest into the story line. And of course, you are encouraged to come up with your own backgrounds and hooks as you desire.

The origins of the keep go back over 50 years ago when the Kingdom of Jengbel saw an opportunity to expand northward, and east past the Karpathain Mountains. The rich deposits of iron and other minerals were a hugely attractive resource for the King, and soon expeditions began to scout a suitable place to build a stronghold. A large natural spring located on the eastern side of Hunter's Pass provided the perfect place. Not only did the keep have access to fresh water, but it provided an excellent defensive point at the mouth of the pass.

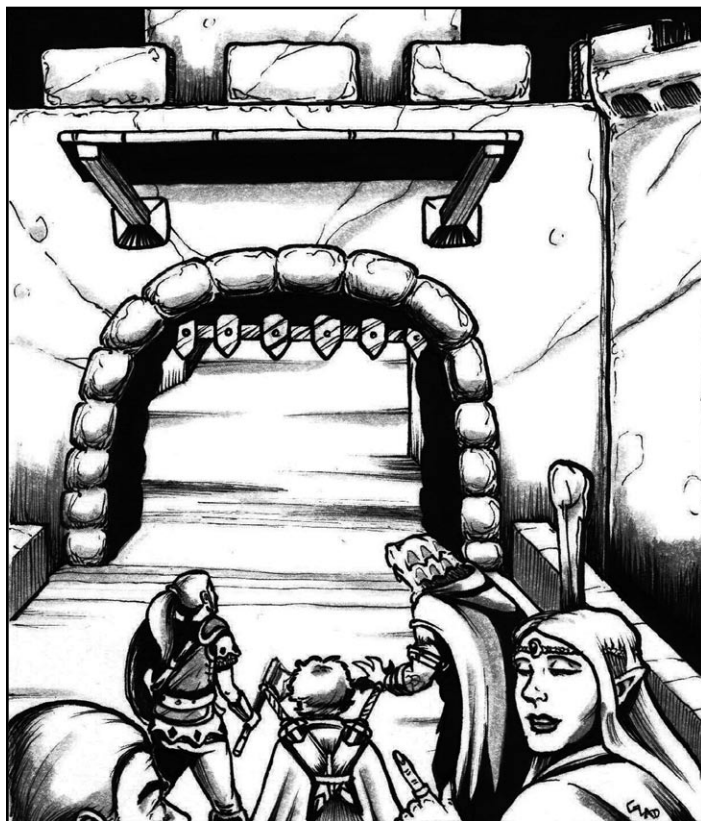
Construction began and was finished quickly, in the span of just a few short years. A small town of miners was erected on the outskirts of the keep, but kept close due to the unknown dangers of the wilds to the east and in the mountains. But for the most part, the keep was a secure area of safety, and as long as the people remained close, there was little danger of wild animals or roving bands of humanoids.

Soon it was realized that further expansion would be necessary, and the great forests to the east would be able to provide lumber and other resources needed to support the keep. Farmland expansion was also needed to help feed the inhabitants. Several years ago, courageous homesteaders began to establish homes. These would be Plum Hamlet, Arkam Farm, and the Woodcutter's Mill.

But this year there have been problems. For some unknown reason, the spring has begun to run dry, putting the entire population of the Keep in severe danger. People traveling east have started to disappear. Bandits or wild beasts, the answer is unknown.

Awarding Experience

This adventure is designed with the intent that full XP awards can be given to the party for "defeating" monsters in any way the PCs manage. Once an encounter is imminent (that is, once the PCs become aware of the monster in their immediate area), this award can be given by killing the monsters, sneaking around them,



tricking them, or any other method that the PCs use to progress past the monster.

Please note that only one award per monster is given. If the party successfully sneaks past a group of goblins and gains the XP value for them, they do not gain any more monster XP for coming back and killing them, for example.

This module is not designed to award XP for treasure unless explicitly mentioned. If you do award 1 XP per gold piece value as is common in some games, you may find the PCs have advanced to a much higher level and will find the challenges too easy.

Cult of Remahotep

Throughout this adventure you will run into references to the Cult of Remahotep. Remahotep is a lost, dark god who faded into oblivion many years ago. However, agents of his were able to kidnap the baby Markis (see Rumors II section for background) and bring him far underground to raise him as the high priest of Remahotep and bring the cult back into power once more.

Competing NPC Parties

The players' characters aren't the only ones in the keep to have heard these rumors. In the rear of this adventure are several pre-made characters. These characters can be used by the players themselves if they

choose not to roll up their own PC, or can be used as NPCs in the keep, and may even form their own party to explore the area and ant tunnels.

If you choose to have them act as a competing party, it is advised that the players still encounter the majority of inhabitants of the dungeon, with just glimpses or clues of the other NPCs here and there. Ideas include, but are not limited to:

- * The NPCs are captured by the ants and the survivors will agree to help the players if they are freed.

- * The NPCs sabotage the PCs deeper in the dungeon

- * The NPCs join one of the factions in Felk Mor opposed to the players

- * One of the NPCs can act as a replacement character if one of the players' PCs dies, and is found in the tunnels.

- * The NPCs can be used as hirelings for the players

Dungeon Progression

It is possible for the party to get lucky and progress through the various dungeons without exploring every area. While this is to be expected on some level, if you are finding that the party has missed a lot of key areas, they may not have enough acquired experience and may not be a high enough level to take on some of the deeper denizens without a great risk.



Plots

The following are various rumors and plot hooks that may be available to the players. Some of them are generic, while others are more specific to the type of character the player is playing. Feel free to use whichever ones you find appropriate, or feel free to use your own. In fact, it is encouraged to incorporate the PC's backgrounds that the players came up with into the game.

The rumors from the *Rumors I* section should be available to all players who spend any amount of time in the tavern or asking about in the keep.

Regardless of which plots you choose, it should be noted that all of these events are occurring. Some things will continue to occur regardless of which direction the party happens to go. For example, the *Family* generic plot says that a member has gone missing. If this is not

a plot hook that is used, that family member will still be located in the ant tunnels. He might not be related to any of the PCs, but the person will still be there.

Generic Plots

Family: A family member has gone missing. Rumors are spreading about giant insects attacking travelers. Your family is worried and sends you to find out what happened.

Illness: A vicious disease or poison has afflicted someone you care about. The keep wizard has advised that only the nectar from giant honeydew ants has the potency to cure the illness.

Survivor: You stumble upon a commotion at the gates of the keep. Getting closer, you can see what appear to be two men who are badly wounded. Listening in, they say that their caravan was savagely attacked by giant ants.

Lineage: Every member of your family has proven themselves in the wilds. Now, as an adult, it's your turn. A few days after entering the keep, you begin to hear rumors of giant insect attacks upon travelers. A group is being formed to investigate. Now is your chance.

Haunting: Gaeble, foreman at the Woodcutter's Mill, swears that the forest is haunted, and is having a hard time finding men willing to go in and cut the trees.

Water Supply: The Deep Well is running dry. The entire keep relies on the water source.

Cults: Secret cult exists in Keep, and one of the PCs catches a fleeting glimpse. Most townsfolk will hastily leave if any of the PCs ask about the cult and refuse to talk. However, if the players ask the temple priest Mordakai, he will reveal the information in the *Rumors II* section.

Warriors

Militia: The character is part of the town militia and rumors have been going around about merchants and travelers being attacked by giant insects. The militia is coordinating a representative to form a posse to investigate the area.

Mercenary: Several travelers have been attacked by giant insects recently. A bounty has been posted to pay 100 gold to the group that can bring back proof that the menace has been eliminated.

Wandering Do-gooder: Innocent people have been attacked recently by giant insects. There aren't enough resources for the keep to send out a militia to investigate. This is a chance to protect innocent people while at the same time building a name for yourself.

Rogues

Treasure Hunter: Rumors of giant insect attacks on merchants and travelers are increasing. You heard a rumor that one such traveler was in possession of several extremely valuable gems.

Fugitive: Past attempts at thievery have not gone so well, and you need to skip town fast. There are rumors of an adventuring group forming to search for insects. Sounds easy enough, and it would be the perfect excuse to leave.

Bounty Hunter: Giant insects have been sighted to the east. The keep wizard is sure that a rogue mad wizard is behind it, and has placed a 100 gold bounty for his capture or death.

Wizards/Clerics

Research: Rumors of giant insects attacking travelers has reached the keep. This is a perfect opportunity to gather research and rare supplies. Royal jelly from giant bees, the nectar from giant honeydew ants, and the poison from giant bullet ants are highly valued and would help you and your master/high priest immensely.

Mad Wizard: Rumors of giant insects attacking travelers has reached the keep. Your master/high priest has come to you after a private conference with his/her superiors. These creatures are not natural, and therefore must be the work of a rogue mad wizard. It's your job to investigate.

Lost Relic: Your order had recently sent a convoy east with a recently discovered artifact. They never arrived to their destination. You must head eastward, tracing their path, in hopes of finding out what happened to

them. (The relic is a holy symbol of Remahotep, but no one knows that).

Rangers/Druids

Threatened Species: Something is ravaging the wildlife in the forest. Nearly every creature has disappeared with nary a trace. There are no footprints or tracks of an identifiable creature. But there are "trails" for the lack of a better term, where the brush has been cleared, that lead to the east.



Rumors I

The following are rumors that are available to all party members. The keep folk talk, and if a character spends time in the markets or the taverns, there is a good chance he or she will hear one or more of the following rumors. Note that not all of the rumors are true, but the party will not know which ones are and which ones aren't.

- The woods near Woodcutter's Mill are haunted, and ghostly images have been seen.
- A demon worshipping cult used to live here before the King's men came to build the keep.
- A band of ogres lives in the mountains and are killing anyone who enters their territory (false).
- Giant ant riding goblins are attacking anyone who ventures eastward (partially false. Giant ants are, but the goblins are just as much a target of them as the PCs would be).
- The gods are angry and have taken away the water supply as punishment unless a sacrifice is made (false).
- There have been little or no signs of wildlife to the northeast.
- The king has forsaken the keep as the ore is running dry and is leaving it to its own devices (false).
- Arkam (from Arkam's farm) has made a pact with devils to keep his farm safe (false).
- Giant insects are scared of fire.
- A great mountain in the south is beginning to spew smoke. That can only mean the dragon has awoken.
- A ghost wanders the halls of the keep (false, and is most likely drawn from the story of Erik the Bold).



Rumors II

The following rumors will not be immediately known to the PCs (unless one of the PCs lives in the keep), and will not be talked about by the random keep folk. These rumors are only known if the PCs talk with specific NPCs (as noted).

- The story of Erik the Bold (see handout). (Any of the named keep residents will have this information).
- Monks from a new religion have begun to show up. They do not have a temple in the keep, but roam the streets offering prayers to anyone who makes eye contact with them. They call themselves pacifists, and avoid divulging the name of the god they worship, but it is most likely Remahotep. They are peaceful, so the Castellan hasn't spent the resources to find out where they are staying. They are not at the inn, that much is known. Mordakai thinks something is evil about them, but doesn't have the resources or proof as of yet to make a recommendation to the Castellan.



erik the bold

Preparation

A majority of this adventure will be underground in vast caverns and caves. Any character with a background in spelunking, or any character who does research (asking around for any experienced cave explorers) will be given good advice on what sort of materials to bring. Food, water, protective gear, lots of rope, spikes, small hammers, etc will all be crucial.



Regional Areas of Interest

Below are brief descriptions of some of the key areas on the overland and local maps. These are only brief descriptions, and if you so choose to expand your adventures into the lands, feel free to flesh out each area in greater detail as it fits your campaign.

Additionally, if you have your own campaign setting, or are using an existing official setting, you can ignore the overland map and replace it with whatever setting map you are using. Just drop in the local map into whatever area you wish to have the campaign take place. Feel free to adjust areas to as needed.

Ant Mounds (local map): Located in the forested hills is the giant ant nest. A total of five mounds, each twenty feet wide at its base and ten feet high, rise out of the ground. A wide tunnel on each mound leads downward into the darkness.

Arkam Farm (local map): Arkam was an intellectual alchemist who decided to establish a farm here in order to perform his various macabre experiments in peace. He was on the verge of a breakthrough using various chemical processes to reanimate corpses (as part of his larger goal of achieving immortality), and was sure that if he remained near the keep, he would be arrested and burned as a heretic, so he established a small farm out here.

That was 20 years ago. Now, anyone who comes near the farm (and they all make an effort to avoid it), all they see are the ramshackle collection of unkempt buildings. No one has seen or heard of Arkam in years, and truth be told, no one is looking for answers either. They just assumed he was killed in a goblin raid or something.

Arast Village (overland map): A small town of roughly a hundred humans, the most of which make their living harvesting timber from Sparrow Grove forest. This village has no inns or shops, only a collection of small homes and a central church (religion of your choice).

Barrow Swamp (overland map): The land where the River Kael flows through the foothills of the Karpathain Mountains is nothing but swampy mire. Men don't venture here because the swamps are home to many things vile and monstrous.

Cultist Shrine (overland and local map): Long ago, before Granite Keep was established, the very first human settlers belonged to the Cult of Remahotep, and established a shrine here. To this day, the shrine and the cultists are simply rumors, and no one has actually found the actual location.

The cult has begun to re-form, staying here at the shrine, but spending time at the keep offering prayers to the people. They receive their instructions from the Mi-go telepathically while they meditate in the shrine. Currently there are only four cultists (cleric lvl 1), and will most often be found around the keep area. Only if they are followed at night will they lead the party to the shrine.

The cultists are instructed to show themselves as peaceful pacifists who have reached enlightenment. They will even use their magic to aid those in need, but if questioned, will avoid naming the name of their god for fear that someone will find out the truth. Instead they will say the “grand one god” whenever asked. After establishing themselves as benevolent, they will attempt to convert members of the keep to their religion, taking only a few at a time back to the shrine where they will be charmed by the Mi-go. Eventually the ultimate goal is to gain enough members to take over the keep.

Frost Wood (overland map): Little is known about this thickly wooded pine forest, other than it seems to perpetually have a pall of winter about it. Frost covers the tree tops year round, and it is completely unexplored by civilized races.

Gaelafel (overland map): This large town of more than 10,000 inhabitants is home to mostly humans, but several other humanoids live here as well. It is the largest town in the kingdom of Jengbel outside of Jengbel Keep itself, and is along the southern border of the kingdom.

Goblin Wood (overland map): This great forest is largely unexplored. Old growth coniferous trees are thickly packed, and heavy undergrowth makes any sort of travel very slow. It gets its name from the rumors that goblin tribes make their homes in the trees.

Granite Keep (local map): The place where the characters will start the adventure. This will be explained in greater detail below.

Greenleaf Wood (overland map): This forest gets its

name from the huge variety of large leaf trees, such as maple, that make up the forest. It is entirely explored and is a primary source of lumber for the kingdom.

Harkshire (overland map): A small town of no more than a few hundred citizens, Harkshire is a waypoint for weary travelers before they reach Jengbel Keep. There are three inns and four taverns, but hardly any other commercial buildings outside of a blacksmith and general store.

Hunter's Pass (overland map): This narrow mountain pass is no wider than a hundred yards at its widest point, and as narrow as a dozen yards at its narrowest. Almost no vegetation grows here, and during cold winter months the entire pass is closed down for up to three or four months due to the heavy snow.

Jengbel Keep (overland map): Even though its name remains from when it was simply a stronghold, Jengbel Keep is now a large city with a well established castle. This is the capitol city of Jengbel, and is ruled by King Alomet.

More than 80,000 people live here, mostly human although plenty of demi-human residents also reside. It is a bustling city, with strong river trade and fertile farmlands. The market area is robust, and nearly any common or uncommon item can be purchased for the right price. Even rare items may be found if the buyer does her research.

Karpathain Mountains (overland map): While not a large mountain range, the mountains that are here are very tall, steep, and treacherous. They are largely unexplored and avoided.

Miller's Farm (overland map): For those early settlers who decided that they couldn't make it through Hunter's Pass, they figured homesteading here was as good as anywhere. Originally there were several farms, but the only one remaining now is Miller's farm. One of the reasons for this is because Miller built a barn that doubles as an inn for travelers, so he's had a form of income when farming times are lean.

Mirnov Forest (overland map): This forest is so thick that hardly any light makes its way to the forest floor, leaving it nearly bare of any vegetation other than the great trees. It is largely unexplored and is rumored to be hunted with various woodland spirits.



Granite Keep

Nornsborg (overland map): This town of 1000 is almost exclusively a lumber town. Wood is harvested from Greenleaf Wood and shipped northward to help build structures.

Plum Hamlet (local map): This small village consists of only a dozen or so buildings. It was originally established as a farm, and still is today. The inhabitants will provide shelter to travelers, but do not have much to offer as far as supplies go.

River Kael (overland map): From where it exits Barrow Swamp, this river almost immediately gains in size to be more than a hundred yards wide as it makes its way south. It is a critical trade route between Jengbel Keep and southern kingdoms, as well as providing fresh water for the many farms and fields in the valley.

Sparrow Grove (overland map): A large forest that remains untouched by lumberjacks, this area is home to various fey creatures. King Alomet has established a truce with the elves and other fey creatures within that he won't allow any harvesting of the wood or expansion into the forest, as long as the elves remain as they always have and stay to the woods.

In the center of Sparrow Wood is a village that is home to more than 250 wood elves, led by the elder Al'reafal Woodstrider.

Trapper's Cabin (overland map): Unknown to nearly everyone, this cabin is home to the old trapper Kaloc. He is a large man, tough as leather and hardened as stone. He is not evil, but prefers to be alone, trapping various species of exotic monsters that live in these wild untamed northern areas.

Woodcutter's Mill (local map): About twenty woodsmen and lumberjacks established this small village. The trees here are the best around for quality of lumber, and the hope was that they could all become wealthy by selling it to the Keep. However, rumors of the forest being haunted are starting to take their toll, and woodsmen are leaving in fear.

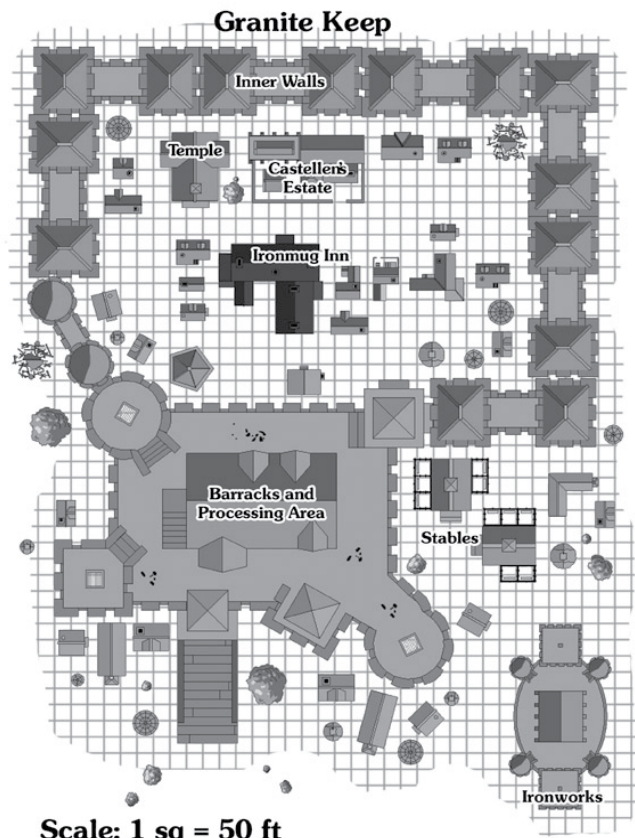
Yellsburg (overland map): The last decent sized city before entering the borderlands, Yellsburg is both a mining town and a farming town. The soil to the west is very fertile, and nearly everyone here is a farmer or miner.

The keep is where the party will start their adventure. Only the most important parts of the keep are labeled and detailed below, with most of the unlabeled buildings being homes, small shops, etc. Feel free to flesh out the details of these if you so choose.

Thick granite walls form a nearly impenetrable fortress, and only one entrance up a wide stone ramp exists. This ramp leads to the main Barracks and Processing area, which visitors must pass before entering the keep itself.

By looking at the Keep map, you will notice that the walls appear to be a hundred feet thick. This isn't the case, however. The walls are only four to six feet thick, but they have many rooms and chambers inside them. Most of the keep's supplies and storage are kept within this wall system. Many towers are positioned along the walls as well, each manned by a crew of 2 guards.

Barracks and Processing Area: Anyone approaching the keep who wants to enter the inner bailey will have to make their way up the wide stone ramp to the barracks. The first floor consists of the processing area, training area, and kitchen, while the guards' living quarters are on the second and third floors.

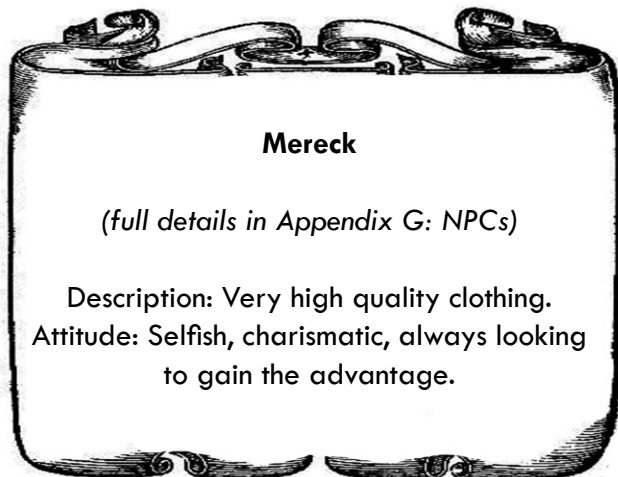


There are a total of 300 guards that live here, of various ranks from private to officer. At any given time, most are at their respective duty stations (patrolling, guard tower, training, etc).

200 of them are 1st level fighters in chain mail, shield, and sword. 50 are corporals and are 2nd level fighters typically armed in chain mail, shield and sword. 35 are 3th level fighter sergeants in chain mail, shield and sword. 14 are 5th level officers in splint mail, shield, and sword, and one captain who is a 6th level fighter in plate armor, sword, and shield. All have access to crossbows if needed.

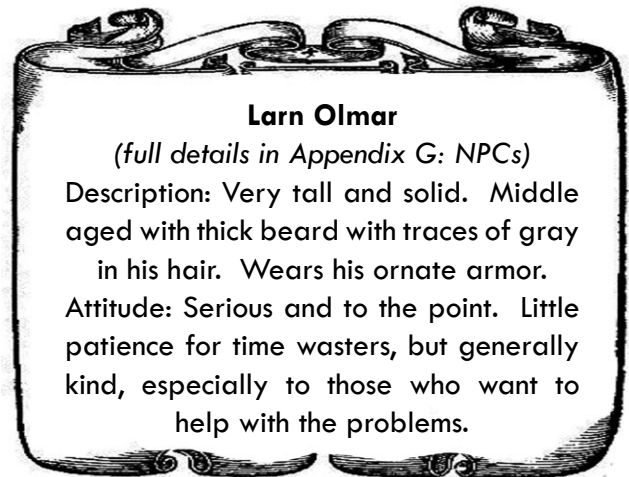
In the reception area will be a clerk (normal man) along with two armed guards at all times. The clerk will take the names of all visitors, ask their business, and do everything to make sure that the visitor isn't there to cause trouble. The clerk needs to feel comfortable with all visitors or he will not allow the visitor entrance into the keep.

Of the three clerks who pull this duty rotation, there is one, Mereck, who is susceptible to bribery to turn a blind eye. However, this is just a rumor only that no one will vocalize too loudly because Mereck is the nephew of a rich lord back in Jengbel Keep who was sent here to "earn his own way and learn some responsibility."



Castellan's Estate: This large and finely built building is walled in by its own private fence. Along with the Castellan and his wife and two children, a half dozen servants and grounds keepers also live here. There are also four guards at all times patrolling the estate. Only those with critical or important information to the keep are aGMitted audience, which is typically orchestrated through one of the clerks.

The Castellen Larn Olmar is not a superstitious man, but generally kind and patient.

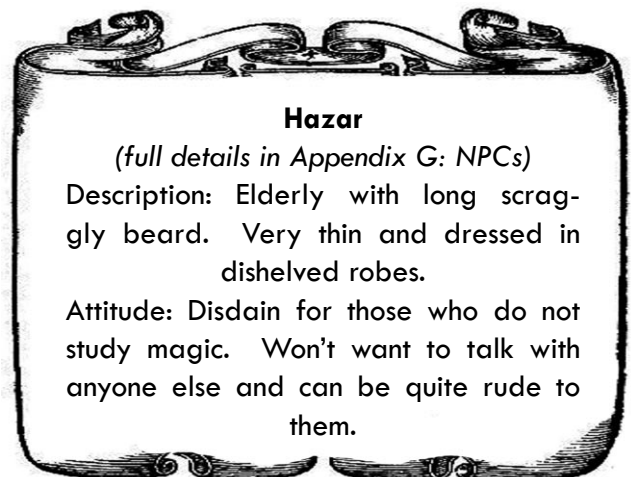


Cultists: Astute PCs may notice a fleeting glimpse of a suspicious looking robed man moving from Ironmug Inn to one of the buildings in the southwest of the keep. If examined, this building will be locked at all times, and if entered, will appear to be an empty small house. However, a hidden trapdoor leads to an underground tunnel that leads outside. This is how the cultists enter and leave the keep.

If the area around the building is searched, in the mud half buried, is a cracked wooden mask resembling a lobster head.

Hazar's Home: This glass-domed two story building is home to the Castellan's chief arcane advisor, Hazar. He is a man schooled in all things arcane and alchemic, and is often used to research some unknown exotic thing discovered.

Hazar, while very busy, will assist in training PCs in the magical arts if they are able to provide services for him. The first floor of his home is also his shop/lab, although most people avoid entry.



In his home are many various minor magical items, such as potions of healing and various low level magic user spell scrolls. He also has at his disposal a **wand of magic missiles**, a **wand of paralysis**, and a **wand of fire**. Each has 35 charges.

His spellbook also has the following spells per level (random spells) in addition to the ones he has memorized: 9/7/7/4 (Evocation spells mostly).

Ironmug Inn: This large establishment is owned and operated by Andrea Kinslaag, a woman in her late 40s who is tough as nails and doesn't put up with any bull. The first floor consists of a large dining area and kitchen, while the second and third floors consist of various rooms. The following items are available for purchase:

- Broth, 1 cp
- Beef stew, 5cp
- Ale, 2 cp
- Milk, 5 cp
- Wine, 1 sp
- Common room, one night, 1 cp
- Private room, on night, 1 sp
- Loaf of bread, 2 cp
- Roasted chicken, whole, 2 sp
- Leg of lamb, 1 sp
- Beef steak, 1 sp

The inn is an excellent place for any of the party members to hear rumors (as detailed above).

Ironworks: This large building is where all of the iron ore mined is refined into ingots, as well as where other

metal items are fashioned. There are six forges located within, and the walls are fortified with four watchtowers, which are manned by a guard at all times.

The dried up well is roughly 200 feet to the east of here.

Stables: These two large buildings are able to stable up to twenty horses each. At any given time, there are at least 15 horses in each building, which are cavalry horses used in the keep's defense if needed.

Temple: This building is only second in size to the inn, and is crafted with detailed frescoes, carvings, stained glass windows, and a high bell tower. The interior of the temple is a large worshipping area, with the private quarters of the priest and acolytes in the rear.

Each of the four acolytes is a first level cleric with 5 hp and no other unusual abilities. The priest is a Mordakai.

If the party needs service, he will be willing to cast spells as necessary if the party donates 50gp per spell level of the spell used.

Mordakai
(full details in Appendix G: NPCs)
Description: A bit overweight with blushed cheeks.
Attitude: Pious and kind, but a bit clumsy.
Likes to talk to anyone who would listen.





Phase I: The Adventure Begins

Note: Items following the “Reward” bullet point are potential rewards, particularly XP values. They are not automatically awarded just for encountering the encounter.

This phase is when the game will start, and complete when the characters have made their way into the ant tunnels. Most of the information needed for this phase will be detailed above under the Keep Area and Granite Keep itself. Players are free to explore, ask questions, and do basically anything they want in order to progress with their plot hooks.

The first order of business of course is to ensure each character has at least one plot hook. Any character that spends time in the inn or asks around may also hear one of the rumors from the *Rumors I* table.

Depending on the players’ actions, they may choose to search for the ant tunnels right way, or explore the area, or search for the cultists, or something completely different.

Please reference the *Granite Keep* map for any interaction within the keep itself. Reference the *Local Area* map when the players move out of the keep into surrounding areas. Areas of interest are marked on that map, and an encounter will be triggered when a character enters such a marked area as described below. In addition, the party is susceptible to a random encounter whenever they travel more than 2 miles away from the keep, using the random encounter rules found in the Dmg for a typically inhabited area. If an encounter is determined, use the following table to establish what the encounter is:

Day encounters (roll 1d6)

1. 1d6 giant worker ants
2. 2d6 stirges
3. 1d4+2 goblins
4. Traveler
5. Storm
6. Ghostly sounds

Night encounters (roll 1d6)

1. 1d4 giant worker ants
2. 1d6+2 goblins
3. Storm
4. Apparition
5. 2 wolves
6. 2d6 stirges

Giant Worker Ant (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0
AC: 11, HP: 8, Init: +1, Spd: 40ft
Attacks: 1 bite (+4, 1d4+1 Dmg)

Examination of the ants will reveal that they appear to be infected with some sort of fungal disease.

Stirge (CR 1/8, XP 25)

S: -3, D: +3, C: 0, I: -4, W: -1, Ch: -2
AC: 14, HP: 2, Init: +3, Spd: 40ft
Attacks: 1 bite (+5, 1d4+3 Dmg)

Goblin (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1
AC: 15, HP: 7, Init: +2, Spd: 30ft
Attacks: weapon (+4, 1d6)

Each carries 1d6 sp, wears leather, and is armed with old short swords and crude spears.

Traveler: This is a random NPC, either a merchant or just a local farmer or woodsman travelling between the keep and one of the other areas.

Storm: Wind gusts of up to 40mph and driving rain will beat down for more than an hour. Travel is near impossible, and anyone caught out in the storm will be drenched to the bone and have all of his or her gear soaked. Anyone who has not found shelter will need to make a DC 14 constitution check or they will become ill for 1d4 days from a terrible cold (-1 penalty to hit, AC, and damage during this time).

Ghostly Sounds: Various sounds, barely perceptible, will be heard from random directions. These sounds will mimic weeping, whispering, and hooting. Investigation will lead nowhere.

Apparition: In addition to the ghostly sounds above, the players may actually spot a ghostly apparition somewhere in the distance. The image will be of a woman dressed in white, and she will always be in the distance, just a fleeting image. Each PC will need to make a DC 17 intelligence saving throw or will be drawn towards her. She will lead them in a random

direction until dawn arrives, when the spell is lifted. The PCs very well may find themselves in an unknown area, completely lost.

PCs who make their saving throw can try to convince their allies who were less lucky to shake off the spell. One additional saving throw can be made at advantage. If this second saving throw also fails, the character will be spellbound until daybreak, or until a dispel magic spell is cast upon them.

Wolf (CR 1/4, XP 50)

S: +1, D: +2, C: +1, I: -4, W: +1, Ch: -2

AC: 13, HP: 11, Init: +2, Spd: 40ft

Attacks: 1 bite (+4, 2d4+2)



Non-Random Encounters

A: Abandon Gear

Key Feature: Amulet in pile of random items

Monster: None

Reward: 100 XP

Descriptive:

The road east of the keep is mostly composed of loose stone, rather than dirt and earth. The constant drizzle has made the ground sloppy with mud and the grass spongy.

After only a short while, something lies in the road up ahead. As the PCs near, they see that it appears to be the remnants of broken boxes and a few scattered weapons and bits of cloth.

GM Info:

If one of the plot hooks used was *Survivor* or *Lost Relic*, this will be the gear left over from that battle. If questioned in greater detail, the survivors will say that as they fled, they saw the ants dismember and carry off the other members to the east.

The rain has washed away any trace of blood, and anything from a person or creature would have been carried off by the ants. The area around the site is also devoid of any tracks.

If the players search the items (spending at least 10 minutes going through them and the area), they will find an amulet off to the side of the road in a ditch. The amulet belongs to the wife of one of the slain guards,

and the survivor at the keep will know who. If the amulet is returned to the wife, the characters will each be awarded 100 XP.

Ant Mounds:

Key Feature: Entrance to Ant Lair

Monster: Giant ants

Reward: 100 XP

Descriptive:

Located in the forested hills are three series of giant ant mounds. Each mound is more than six feet tall and twenty feet wide, with a five foot wide tunnel leading underground. There are three sets of mounds as noted on the map. Each set has a total of five mounds within a hundred yard radius. An eerie silence permeates the woods around these mounds, with no signs of life whatsoever.

GM Info:

Inspection of the mounds will reveal that any animal trail has long been overgrown with plant life. Each of the tunnels leading down result in a cave-in between 10 and 25 feet in. If the party inspects the tunnels they will find the carapaces of several giant ants. Each is covered by a fungus, and seems to have exploded from the inside out. The fungus is harmless to mammals, but is highly deadly to insects.

When the party reaches the farthest NE mound on the map, read the following:

Finally you crest over another hill and see a decent sized valley below. The valley is absent of trees, but short grass and several varieties of bushes are abundant. You do not see or hear of any wildlife.

Within the valley are a series of five earthen mounds, each roughly six feet tall and twenty feet in diameter. No plant life grows on these mounds, and you can see clear paths that connect each mound and lead off into the forest.

If the party waits for an hour or more, four worker ants will emerge from a random mound. If these ants discover the party, they will attack.

Giant Worker Ant (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

Examination of the ants will reveal that they appear to be infected with some sort of fungal disease.

Further explanation of the Ant Mounds will be described in **Phase 2** below.

Arkam Farm:

Key Feature: Arkam's cabin. Book. Lab.

Monster: Arkam

Reward: XP for PC actions, book, potions

Trap: Arkam's deception and ambush

Descriptive:

Roughly a half mile north up the road the PCs see what appears to be three buildings; a farm, it looks like. Just as they come into view, the sky becomes extremely dark and a sudden storm picks up. Within minutes, a driving rain accompanies the powerful wind gusts. There is no shelter nearby except for the farmhouse.

A tangible oppression of gloom and discomfort washes over them as they near this farm. It can best be described as if moldy slime was oozing into every single pore on the body.

The farm itself consists of a small farmhouse, barn, and outbuilding that all seem to have been built more than a hundred years ago. The planks on each building are blackened with age and mold, and several holes have rotted through the roofs of each. It does not appear as though any living creature has stepped foot on this farm in years.

As the party gets closer, they see the barn and outbuilding to be of such disrepair that they do not provide any shelter from the elements. The farmhouse, however, seems to be of decent quality, if not old.

Inside the House:

The door to the farmhouse is not locked, and surprisingly opens easily for a building that is in such disrepair. The interior of the home is small, with the door opening up into a 10ft by 15ft living room. Two old chairs sit against a wall, and several shelves are mounted on another. In between the two chairs is a reading table and an unlit lantern.

The opposite wall of the room exits to a stairway leading upwards, and on the east wall is a walkway that leads into a small and crude kitchen.

GM Info:

This is the Arkam Farm (see above). If the party yells or knocks on the door, there is no return greeting or sound. By all accounts, the farm was been abandon many years ago. The farmhouse is the only building sturdy enough to provide shelter from the wind and rain.

The players should be given every opportunity to know that staying outside in the storm is extremely uncomfortable, as well as dangerous. It will last for a few hours, and anyone not under suitable shelter will need to make a DC 15 constitution save or come down with a vicious cold (-1 penalty to all to-hit rolls, damage, and AC for 1d6 days).

Inside the house:

If the party examines the shelves, they will find several books and oddities. One particular book is lying open on the reading table. The book is opened to a woodcarving illustration of several humanoids laying on operating tables being sawed apart alive by a man dressed in white linen.

Flipping through the book will show that it appears to be a medical manual, filled with illustrations of anatomy diagrams and various operations. The book will always open up to the page of the macabre surgery when placed back on the table.

Shortly after entering, the party will hear footsteps on the floor above make their way towards the stairs. Coming down the stairs is Arkam. He appears as an elderly human man with a long unkempt beard, and unusually waxy gaunt skin.

As Arkam comes down the stairs, he will act as though he is not surprised to see the party, and will in fact seem friendly to them, welcoming them in from the storm. He will ask them their business, and if the players ask about the book, he will wax nostalgic about the lost secrets of science and medicine. He views magic with contempt and as a tool used only by elitists, and views science as something everyone can do with practice and diligence. He will be very vague if asked about the upstairs, and will try to keep the party in the living room. He will also reminisce about his old student, Icmolloch, and ask the party if any of them would like to study science under him, but then quickly retract it, mumbling something about not being appropriate.

As the conversation progresses, after several minutes the first PC to make a DC 12 passive perception check will notice that the ceiling is darkening, at first in a small spot, but then growing outwards into a larger splotch. A few minutes later, a drop of crimson liquid will drop from the ceiling to splatter on the reading table.

As soon as the players realize it is blood and/or something is amiss, Arkam will simply smile wickedly and attack.

Arkam is a human/ghoul hybrid. Through his medical experimentations, he has begun the process to turn him immortal even though he is still a living human, albeit one that is over 100 years old. This process has essentially given him ghoulish abilities as a side effect, while at the same time making him much more intelligent than a ghoul, as well as being immune to a cleric's turning ability.

Arkam (CR2, 400 XP)

S: +1, D: +2, C: 0, I: +3, W: +1, Ch: 0

AC: 14, HP: 45, Init: +2, Spd: 30ft

Saves: Wis +5, Con +2

Attacks: 1 bite (+4, 1d4+2) and 1
claw (+4, 1d4+2)

Special: on hit with claw attack, Con save vs DC 12
or be restrained until end of next turn.

Immune to sleep and charm

He attacks with one bite and one claw attack that may impart paralysis. His goal is to paralyze the party and use them for his experiments.

If the entire home is searched, the party will discover a macabre lab upstairs. An operating table has a relatively freshly killed human lying on it; a traveler presumably. Shelves hold jars of various alchemical regents and operating tools. Also on the table is the hacked apart body of a giant ant. It seems as if Arkam was trying to graft parts of the ant onto the human corpse.

Within this collection of horror are the scientific equivalent of two **potions of healing**, a **potion of cure poison**, a **potion of cure disease**, and a **potion of longevity**.

There are also hundreds of sketches all over the place, with various notes and drawings of attempted experiments. It appears he was trying to create animal/human hybrids for some reason. The name of his apprentice Ichmolloch appears often on these papers.

If the party destroys the home and brings back news of Arkam's testing and subsequent death, the Castellan

will reward them with 50gp each, and the priest will bless them (effective +1 bonus to attacks and saving throws, lasting 2 full days). Each player will also be awarded 75 XP.

If the players keep the book in their possession, they will slowly become malevolently insane. In 2d6 days, their alignment will shift to Chaotic-evil (chaotic) and they will not be able to resist the calling of the book to start performing similar experiments on living creatures themselves.

Before this happens, however, the players should get fair warning that their characters are starting to have more and more thoughts about the book and the secrets therein. They will start to feel compelled to study the book and have an unusual interest in dissecting creatures.

If a character still does not destroy or otherwise get rid of the book, after this time they will have the ability to animate zombies or skeletons (depending on the corpse used) at the rate of one per week and at a cost of 50gp in materials.

Any good aligned character that destroys the book or turns it into a good temple will gain 100 XP points (if the party does this, the 100 XP will be divided among all good aligned PCs). Any evil aligned character who keeps the book or sells it or turns it into an evil cleric will gain 100 XP points.

B: Goblin Refugees

Key Features: *n/a*

Monster: *Goblin tribe*

Reward: *50 XP, necklace*

GM Info:

If the party enters one mile into these woods, they will encounter a group of goblin refugees. Normal surprise rules must be taken into account here to see if either group is surprised at the other. If the party has a character scouting ahead stealthy, then a check is not needed and the party will be alerted to the presence of the goblins beforehand.

The goblins consist of 8 males, 5 females, and 9 young. Each carries a worn sack containing all of their belongings, and a few of them have crude bandages over wounds.

These goblins are what is left of a much larger tribe that was attacked by giant ants to the northeast. They are tired, hungry, and in overall bad shape. The males will defend their group if possible while the females

and young attempt to flee into the woods, but they would prefer not to fight at all.

If the goblins only see one or two party members, they will attack, but if they feel like they have poor odds, they will shake their spears and yell while the females and young flee, and then flee themselves.

The party does have the option of parlaying with the goblins. If they do, they will find out that the ants have wiped out their tribe after wiping out all food (animals) that the goblins used to hunt. They are unaware of the humans to the west, and would prefer to avoid them, moving southeast to find a new home.

If the party does not kill the goblins and speaks with them instead (they only speak goblin), the tribe leader will give one of the players a crude **bone necklace**. This necklace will grant a +1 bonus to all saving throws versus magical spell attacks. Each party member will also receive 50 XP.

C: Haunted Woods

Key Features: Tracks, ominous sounds

Monster: Mi-go

Reward: 250 XP, coins & gems

Descriptive:

The men at the woodcutter's mill told no lies. As soon as the PCs enter the thick wood, an uneasy feeling takes hold. They can't place your finger on it, but something is not right here. It could be the combination of several things: an eerie silence, complete lack of any wind or breeze, deep shadows, a perpetual mist, etc. But even with all of those, there is something else.

A few hundred yards into the woods the PCs will begin to hear a faint clicking sound. They can't tell from which direction it is coming from. In fact, it seems to originate from inside their heads.

After several long minutes, the sound intensifies. The clicking and scratching seems to take on an ordered repetition, almost like some sort of speech.

GM Info:

If the party continues on, about an hour later they will discover what looks like pincher-like tracks in the earth and mud. Roughly human sized, the pincers face in two directions on each appendage, so it's impossible to know the direction of travel the creatures are taking.

An hour after that, the party will be attacked by a group of 2 Mi-go (see New Monsters).

Mi-go (CR 1/4, XP: 50)

S: 0, D: 0, C: +2, I: +2, W: +2, Ch: +1

AC: 13, HP: 7ea, Init: +0, Spd: 30ft/50ft

Saves: Int +4, Wis +4

Attacks: 2 claw (+3, 1d6 Dmg)

Senses: darkvision 60ft, PP 12

Abilities: 1x day charm person (Save DC: 12)

The Mi-go were originally summoned here years ago by the high cultist. After the initial cult disappeared, they roamed the woods freely, establishing a clan of 5 creatures between the forest's edge and the Cultist's shrine. With the reemergence of the cult under Markis, the Mi-go have partnered with the cultists (as described earlier) in an attempt to establish the cult anew.

If the party defeats these creatures and continues north about 100 yards, they will find the crudely constructed huts of the tribe, as well as the remaining 3 Mi-go who will attack on sight.

Hidden under a rotten log in one of the huts is an iron locked box containing the following: 49gp, 192sp, 300cp, 2 garnets worth 25gp each, and a **wand of cure wounds** with 9 charges remaining.

Cultist's Shrine

Key Features: Stone cairns, shack

Monster: Skeletons

Reward: 300 XP

Descriptive:

The thick forest suddenly opens up into a small clearing no more than a few dozen feet in diameter. Eight small stone cairns circle an old dilapidated wooden shack. The shack seem to be no more than ten feet square, with no windows and only a broken door barely held on by a single hinge. Part of the roof seems to have collapsed, and thick, oily moss and vines have found their way up almost the entirety of the planked wooden walls. It doesn't appear this shack has seen any inhabitants for years.

Inside Shack:

The room inside is twenty feet by forty feet, with a stone altar at one end. There are several small stone and wood carved statues, and frescoes painted on the stone altar depict scenes of various creatures of horror. Individual statues depict monstrous creatures with bulbous eyes and slime covered skin. The frescos on the altar depict a scene of a large shambling mass

of tentacles ripping apart the bodies of nude humans. The tentacles appear to be attached to a huge slug-like beast several stories tall with a gaping maw full of thousands of jagged teeth.

Behind the altar are the ancient remains of a crimson robed man. Another similar corpse lies on the floor in front of the altar, and a nude emaciated corpse lies upon the altar itself.

GM Info:

This is the lost shrine of the Remahotep cultists, founded here many years before the keep was constructed. From the outside, there is nothing shrine-like about it except the strategically placed stone cairns. Inspection of these cairns reveals that they do not have any moss growing on them at all, and if knocked over or otherwise destroyed, will magically reappear the next morning in their original orientation.

Normally the four cultists from the keep will not be here unless they were followed (as described earlier).

Characters with an affinity towards magic will have a sense of unease when in this area, although they cannot determine exactly what it is.

While the door is hanging on a hinge, any attempts to peer into the shack result only in impenetrable darkness. Not even throwing a torch or other light source into the shack will reveal what is inside.

If a character opens the door and steps inside, they will instantly find themselves in a much larger room than what the shack would imply is possible.

Inside Shack:

If the characters search the body behind the altar, they will find a note that says the prayer of Remahotep (see handout). There is nothing else of value here. The party can leave through the door and find themselves back in the clearing. As soon as the last party member exits the shack, each of the stone cairns will begin to shake and on the next round six skeletons will emerge to attack the party.

Skeletons, 6ea (CR 1/4, XP: 50)

S: 0, D: +2, C: +2, I: -2, W: -1, Ch: -3

AC: 13, HP: 13ea, Init: +2, Spd: 30ft

Attacks: 1 claw (+4, 1d4+1 Dmg)



The skeletons do not have any items on them, and searching beneath the cairns reveals nothing of value. However, the overturned cairns reveal a secret tunnel that leads to the ant levels as marked on the map. This small tunnel is very long, and may take more than a day of travel (see scale on map).

If the party decides to burn or otherwise destroy the shack, each character will earn 150 experience points. If a good aligned cleric or paladin performs a holy rite to cleanse the altar (allow a DC 15 WIS check for the player to realize this if they don't automatically do so), award another 50 experience points to that character. This award is also given to each character if the party alerts Mordakai back at the keep, who will send out acolytes to do the task if the players have not already done so.

Plum Hamlet

Key Features: Town

Monster: n/a

Reward: n/a

GM Info:

A village on the western border of a small forest will greet the players just a few miles east of the Granite Keep. Plum Hamlet is considered the last "civilized" settlement eastward, as the Woodcutter's Mill and Arkam Farm are considered to be in areas still untamed and subject to monster and creature raids.

Roughly 75 people make their home here, all of which are farmers in the surrounding grasslands. They provide much needed food for the keep, and the nearby forest provides enough wood for local needs.

They "mayor" of the village, Humpleman, is also the owner and proprietor of the only inn/tavern/general store in the village. PCs can find food and lodging here, as well as general common supplies. If asked, he advises against travelling further east if possible, unless the Woodcutter's Mill can be reached by nightfall. He will advise the party to avoid Arkam Farm due to "strange things that aren't natural" that happen there.

Woodcutter's Mill

Key Features: The Mill. Longhouse

Monster: n/a

Reward: n/a

GM Info:

Depending on the time of day that this area is approached, the PCs will either hear the activity of loggers long before they come up on the mill, or they will see the lights from within the longhouse.

The mill itself lies in an open clearing consisting of three buildings: a longhouse where the loggers live, a shack where the foreman (Gaeble) resides, and the covered mill itself where logs are cut using a waterwheel. A decent sized stream runs through this camp, where the mill is set up next to.

Stacks of logs and piles of left over bark waste surround the mill. If approached during the day, there will only be a few men logging the nearby trees, and the party will come upon a scene of two men arguing with the foreman. The men have their belongings in a sack and appear to be either leaving or just arriving. Those approaching will hear a heated argument about the men leaving before their contract is up.

Any players who inquire with the foreman will hear that the men are cowards and afraid to earn an honest living harvesting the ancient, highly sought after lumber. If asking the loggers themselves, the PCs will hear that the woods are haunted and the loggers are leaving in fear.

If approached at night, they players will see that the longhouse is large enough for fifty men, but only twenty or so live here now. They are unusually quiet, and speak in hushed tones. An air of fear permeates the area. They will be surprised to see the PCs, and will warn them not to enter the woods. The only reason they are still here is because they are desperate for money.

End of Phase I



Phase 2: The Ant Tunnels

The northeast ant mound on the overland map will lead the PCs to the underground tunnel complex, while the others are dead ends. The mounds that raise out of the earth are slick mud covered patches of moss. This slick mud goes down each tunnel several feet before drying out to a very fine dirt, almost powder-like.

A sweet musky smell similar to the early stages of decomposition of fruit hangs in the air. A very faint flow of air moves through the tunnels, which are completely dark and devoid of light.

Randomly, the party might notice the faint footprints of humanoids in the soft dirt. However, these tracks are sparse and often destroyed by the more frequent traffic of the ants.

Each of the 5 entrance mounds as shown on the map lead almost vertically straight down for twenty or thirty feet before leveling off on the first level of the ant tunnels. Anyone attempting to descend without a rope or other climbing gear will need to make a DC 20 Dexterity check or fall to the ground. Luckily the floor is soft, so only 1d6 points of damage would be inflicted.

Any PC attempting to ascend the entrance without climbing gear will need to make a DC 25 Dexterity check or will slide back down (no damage) due to the walls being slick mud.

The ants are inherently adverse of flame, and any PC that is holding a torch or similar flame source will force the ant to make a DC 10 Wisdom check or force it to attack another target (if one available), or to skip its attack for that round if no other non-flame wielding targets are present.

Map Key

In addition to the numbered areas, the map has a series of letters notated on it. These letters represent additional tunnels that lead straight down roughly 15-20 feet to the next lower level of the ant tunnels. Each tunnel is roughly five feet in diameter, and has a mild spiral downward that allows ascent and descent without additional climbing gear if a DC 10 Dexterity check is made.

For example, the area marked “e” on the Ant Nest Level 1 leads down to the area marked “e” on the Ant Nest Level 2 map.

Random Encounters

Random encounters will follow the guidelines in the Dmg for densely inhabited area, but this group will always consist of 1d4 worker ants. At any time combat takes place, the ants will release a pheromone signal that



will attract any other ants within a 100 foot radius that will arrive during the appropriate round that accounts for the ants' normal movement rate to the combat area from their location of origin.

Ant Behavior

Every ant in the colony is infected with a horrible fungus that slowly eats away at the ant from the inside. The fungus is harmless to mammals, but deadly to any insect in 2 weeks.

The early stages of infection interferes with the habits of the ants. Normally the colony would be like any other ant colony, with the workers keeping everything organized and clean. The fungus, however, causes the ants to act disorientated, which results in dereliction of normal activities. Chambers aren't cleaned out immediately, eggs in nurseries are neglected, etc.

Despite the fungal influence, the ants still act mostly as normal ants do, utilizing pheromones and chemical signals to identify friend from foe. Any PC who covers themselves with fluid from glands will be able to pass him or herself off as belonging to the colony.

1: Empty Chamber

Key Features: n/a

Monster: n/a

Reward: n/a

GM Info:

This chamber is completely bare of any objects. Only a thick covering of loose soil covers the floor.

2: Storage

Key Features: Decaying mounds

Monster: Rot Grub

Reward: 120 XP

Descriptive:

A sickly sweet, yet pungent smell hangs in the air near this chamber. The odor of fermenting rot makes breathing very difficult.

GM Info:

The pungent odor will get significantly stronger when the party nears the entrance to this cave. Piled within the cave are several mounds of refuse in the early stages

of decomposition. These mounds are made up mostly of vegetation, but also include pieces of dismembered animals as well.

The ants use this chamber as a macabre garden, as once the refuse has decomposed sufficiently, the fungus that the ants use for food will begin to grow.

Any PC who spends more than a minute digging through the refuse will expose him or herself to the dozen rot grubs that live here.

Rot Grub, 12ea (CR 1/8, XP: 10)

S: -4, D: 0, C: 0, I: -1, W: -2, Ch: -4

Attacks: bite (+1, burrow after successful attack.

1d6 damage at the start of PC's turn unless cure disease is cast, DC 15 Medicine check is made, or limb is amputated)

3: Abandon Nursery

Key Features: Giant ant egg shells

Monster: n/a

Reward: n/a

GM Info:

Littered in this large chamber are nearly a dozen old giant ant eggs. The eggs have been neglected and are no longer alive, but appear as hollowed out husks. There is nothing else of interest in this chamber.

4: Nursery

Key Features: Giant ant eggs

Monster: Giant worker ants

Reward: 100 XP

GM Info:

Piled along the southern wall of the cave are dozens of glistening giant ant eggs. Attending to these are four giant ants more than a few feet long each. The ants are highly defensive of the eggs, and will fight to the death any intruder they detect.

Giant Worker Ant, 4ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

5: Food

Key Features: Fungus

Monster: n/a

Reward: n/a

GM Info:

All around the walls in this chamber are small piles of decayed matter with a thick green fungus growing on them. Large grayish mushrooms also grow on the pile sporadically. This is a food source used by the ants.

6: Nursery

Key Features: Ant larva

Monster: Giant worker ants

Reward: 150 XP

GM Info:

The entire eastern chamber is full of squirming giant ant larva; more than two dozen. Attending the larva are six worker ants.

Giant Worker Ant, 6ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

7: Spoiled Food

Key Features: Fungus covered floor, walls, and ceiling

Monster: Green Slime

Reward: 10 XP

Descriptive:

Thick piles of green-grayish fungi cover the entire floor of this cavern, and moist, green colored mold grows high on the walls and even hangs from the ceiling in strands.

GM Info:

This chamber used to be like the other food chambers, but the fungus has not been harvested and is growing out of control. The entire floor, walls, and ceiling are covered in fungus. Any creature entering this room will be subject to a green slime dropping from the ceiling.



8: Abandon Nursery

Key Features: Giant ant egg husks

Monster: Cave rats

Reward: 90 XP

Descriptive:

On the far eastern wall are the husks of more than a dozen giant ant eggs.

GM Info:

They are recently neglected, and currently nine cave rats have found their way down the entrance to this area and are feasting on the eggs. They will not attack unless they are disturbed by the party.

Cave Rat, 9ea (CR 1/8, XP: 10)

S: -4, D: +1, C: -1, I: -3, W: -3, Ch: -1

AC: 9, HP: 2ea, Init:+1, Spd: 15ft

Attacks: bite (+0, 1 Dmg)

9: Food

Key Features: Odor. Plant and animal bits

Monster: n/a

Reward: coins

Descriptive:

A sweet pungent smell almost overwhelms the nostrils when this chamber is entered. The chamber is filled with freshly harvested plants and bits and pieces of animal life.

GM Info:

Anyone willing to search through this macabre pile of refuse will notice that pieces of humanoids are also included, and a complete search will result in 38 gp, 122 sp, and 422 cp mixed in with bits of clothing, sacks, and body parts.

10: Empty Chamber

Key Features: n/a

Monster: Giant worker ants

Reward: 100 XP

GM Info:

This chamber, and the tunnel leading downward, is empty with the exception of the four worker ants cleaning the area. They will attack anything that isn't a member of the colony.

Giant Worker Ant, 4ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

11: Last Stand

Key Features: Human prisoner

Monster: Carrion Eater

Reward: 450 XP

Descriptive:

A wet whipping sound comes from this cavern. As the party nears, they see what appears to be a giant caterpillar type creature with several long sleek appendages like antennae. The light glitters off of its multi-faceted eyes. The creature seems focused on the motionless human male in front of it. However, it soon detects the party, it turns to attack!

GM Info:

The PCs aren't the first humanoids to explore these tunnels. Paralyzed up against the west wall is a human middle aged man. He is paralyzed from the carrion eater that is also in the room that the ants herd to help maintain the colony. The carrion eater will turn and attack any PC immediately.

The man will continue to make a Saving Throw against the paralysis as per normal rules. Once he is unparalyzed, he will assist the party and advise them that he was just out exploring when he came upon this tunnel. He is a normal man (hp 6) with no special abilities or attributes. Once freed, he will want to flee back to the keep as soon as possible, and knows nothing about the tunnels themselves. He is wearing leather armor and armed with a short sword (AC 12, +1 attack bonus, 1d6 Dmg).

Filth Eater (CR 2, XP: 450)

S: +2, D: +2, C: +3, I: -5, W: -1, Ch: -5

AC: 13, HP: 33, Init: +2, Spd: 30ft

Attacks: 2 tentacles (DC 13 Con save=paralysis)
and 1 bite (+5, 2d4+2 Dmg)

12: Food

Key Features: Fungi

Monster: Centipede

Reward: 100 XP

Descriptive:

Several large species of a strange breed of fungus grows in a sizeable mound here.

GM Info:

This is another chamber which the ants use for food storage. Several large species of fungus grows on the refuse pile, and two giant centipedes make their home here, eating any small mammal that tries to find food. They will also attack any humanoid that disturbs the fungus.

Giant Centipede, 2ea (CR 1/4, XP: 50)

S: -3, D: +2, C: +1, I: -5, W: -2 Ch: -4

AC: 13, HP: 4ea, Init: +2, Spd: 40ft

Attacks: bite (+4, 1d4+2+DC 11 Con save or
additional 3d6 poison damage.

13: Nursery

Key Features: Hatched larva. Dead ants

Monster: Infiltration Spider

Reward: 200 XP

Descriptive:

More than a dozen newly hatched larva squirm in this room. Strangely, the two worker ants tending them are on their backs, motionless. There does not appear to be any wounds on them.

GM Info:

This chamber holds a dozen newly hatched larva. There are two recently paralyzed worker ants here, having been attacked by an infiltration spider (treat as a giant spider). The spider coats itself with ant pheromones to trick the colony that it is an ant, and will

then ambush and kill the ants, which it will then feed on. When the party arrives, it will attack them as well, dropping from the ceiling.

Infiltration spider (CR 1, 200 XP)

S: +2, D: +2, C: +1, I: -4, W: 0, Ch: -3

AC: 12, HP: 28, Init: +2, Spd: 30ft

Attacks: bite (+5, 1d8+2 Dmg. DC 10 Con save
or +2d6 poison) web (+4, 30ft/60ft, DC 11
Str save)

Abilities: spider climb, stealth +5

Senses: darkvision 60ft, PP 14

14: Food Storage

Key Features: Piles of debris

Monster: Ochre Jelly

Reward: 450 XP, dagger+1, coins

Descriptive:

Piles of freshly harvested debris litter the entire floor of this room. Each pile seems to be made up mostly of green vegetation with the occasional diced up animal or insect unlucky enough to be caught by an ant.

GM Info:

This chamber is full of recently harvested refuse similar to the other chambers. To speed up the decomposition process, an ochre jelly is also in this room, and will attack anything that comes near to the pile.

Buried in the garbage are the remains of an unfortunate hobgoblin, along with a dwarven made **dagger+1** and 28 sp.

Ochre Jelly (CR 2, XP: 450)

S: +2, D: -2, C: +2, I: -4, W: -2, Ch: -5

AC: 8, HP: 45, Init: -2, Spd: 10ft

Attacks: pseudopod (+4, 2d6+2 Dmg + 1d6 acid)

Senses: blindsight 60ft, PP 8

Resistances: acid

Immunities: lightning, slashing

15: Lost Explorer

Key Features: Elven corpse

Monster: n/a

Reward: coins, journal

Descriptive:

This room is devoid of any objects except the corpse of a dismembered elven male dressed in studded leather.

GM Info:

His body appears to have been ripped apart, but the ants that killed him left him here rather than clean up the mess, likely a result of the fungus altering their natural behavior.

If the players search him, they will find a short sword and the contents of an adventurer's kit strewn about the cave. He wears a silver ring with the word "Gimiiman" inscribed on the inside in an obscure elven script. Since it's an obscure script, the PCs will not know what the letters mean. Any PC who speaks elven can make a DC 15 History check to recognize 2d6 random letters (as chosen by you) from both the ring and journal. A total of 9 gp and 32 cp can be found as well. In a satchel is the journal of the elf (see *Appendix: Player Handout*).

16: Sleeping Area

Key Features: Parchment

Monster: Giant worker ants

Reward: 150 XP

GM Info:

This area contains six worker ants currently, and is used as a sleeping chamber. Any character in this chamber after combat is resolved will have a DC 15 perception check to notice a piece of parchment in the dirt (see *Water Tunnels handout*). If the PCs are moving at a slow pace (as per the Dmg movement rules), the DC is reduced to 10. Any PC who is actively searching will have the difficulty reduced to a DC 5.

Giant Worker Ant, 6ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

17: Soldier Chamber

Key Features: n/a

Monster: Soldier ants

Reward: 150 XP

GM Info:

Three soldier ants make this chamber their home, and are quick to address any threat to the colony, and will protect the queen in #18 with their lives.

Soldier Ants, 3ea (CR 1/4, XP: 50)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 14, HP: 12, Init: +2, Spd: 40ft

Attacks: 1 bite (+5, 1d6+2 Dmg)

18: Queen's Chamber

Key Features: Hanging humanoids. Queen Ant. Basin of blood.

Monster: Giant worker and soldier ants. Queen

Reward: 200 XP

Descriptive:

This room can best be described as a chamber of horror. The party's attention is split between the half dozen or so humanoid figures hanging upside down along the south wall, blood dripping into a cistern, and the giant, bulbous ant queen that is in the very center. Patches of reddish mold grow on her bloated body. She is attended by giant ants that attack immediately.

GM Info:

A large bloated queen ant takes up most of the space in this chamber. She doesn't move, nor attack, and has patches of fungus growing over her body.

Attending her are six worker ants and two soldier ants that will attack any creature.

Along the south wall are several humanoid corpses hanging from the ceiling, being attached by a mucus-like glue material. The blood of the humanoids have dripped into a small natural cistern, which then flows over the newly laid eggs. This is most certainly not natural ant behavior, and any character with a background in natural lore will automatically know something odd is amiss.

Any PC with a background in the occult will recognize this as some sort of demonic ritual, but will be unable to explain why a species like giant ants would do such a thing.

Note: The queen cannot fight and does not have stats.

Giant Worker Ant, 6ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

Soldier Ants, 2ea (CR 1/4, XP: 50)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 14, HP: 12, Init: +2, Spd: 40ft

Attacks: 1 bite (+5, 1d6+2 Dmg)

19: Nursery

Key Features: 2 dozen eggs

Monster: Giant worker ants

Reward: 100 XP

GM Info:

This chamber holds more than two dozen freshly laid eggs, still red with the tint of blood. They are meticulously cared for by four worker ants.

Giant Worker Ant, 4ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

20: (un)Holy symbol

Key Features: Footprints

Monster: n/a

Reward: holy symbol

GM Info:

This room is completely empty, with the exception of several sets of humanoid footprints that circle the tunnel entrance below. Any PC who spends ten minutes searching the loose dirt will find a small silver figure of a bloated humanoid with the head of a lobster. A loop hints that this icon is meant to be worn as a necklace.

The icon is actually a **holy symbol of Remahotep** (see New Magic Items section), and anyone who wears it will have advantage against all saves against poison or disease.

21: Honeydew Ants

Key Features: Honeydew nectar

Monster: Ants

Reward: Nectar

Descriptive:

Hanging from the ceiling in this chamber are a half dozen giant honeydew ants. Huge, engorged abdomens are filled with an amber colored liquid. The ants do not move, and will not fight back.

GM Info:

If harvested, a total of 12 pints of nectar can be acquired. The nectar is so rich in nutrients that a single half pint will sustain a human sized individual for 1 day, as well as replenishing one spent Hit Die to the character. This ability can only be used once per day.

22: Strange Footprints

Key Features: Footprints

Monster: n/a

Reward: n/a

GM Info:

This large circular chamber is empty of all debris, but anyone studying the soft ground will notice that several strange footprints lead in and out of this chamber before disappearing in the jumble of tracks in the passageways leading out. Each footprint is roughly man-sized, but appears to be as if opposite facing pincers are what made the impressions.

23: Strange Bones

Key Features: Hanging Corpse

Monster: n/a

Reward: n/a

Descriptive:

A horrible smell of rotting flesh and fish assaults the senses as the PCs enter this chamber. There appears to be a man-like corpse along the west wall.

GM Info:

Examination of this corpse will reveal the bones and bits of rotted flesh of a man-like humanoid, except instead of feet and hands, there are only crustacean

shells like those of a lobster. And instead of a human head, a giant lobster head shell is all that remains.

This is the body of a Mi-go that died here several weeks ago. The ants will avoid it at all costs.

24: Harvesting Area

Key Features: Suspended bodies

Monster: Harvester ants, soldier ant

Reward: 150 XP, gems, sunstone

GM Info:

Characters nearing within 10 feet of this chamber will hear a faint sound of clicking mixed with a slurping noise if a DC 15 intelligence check is made. Otherwise they won't notice the noise until after they enter the chamber.

Descriptive:

Along the east wall are a half dozen humanoid bodies all suspended in a thick greenish goo-like substance. Some have their entire bodies slathered, while others have a limb here and there exposed. All appear dead.

Two harvester ants are in this chamber, excreting their goo over the bodies to keep them preserved. Watching over them is a soldier ant, which comes charging at the PCs, clicking its barbed mandibles in anticipation! These ants also seem to have patches of red fungi growing on them.

GM Info:

If the bodies are searched, 2 gemstones worth 50gp each, 84sp, and a **celestial sunstone** can be found. Because the bodies are covered in mucus, an acidic or alcohol based liquid will need to be used to dissolve it. This will take 1d6 turns to dissolve enough to gain access to the treasure.

Soldier Ant, 1 ea (CR 1/4, XP: 50)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 14, HP: 12, Init: +2, Spd: 40ft

Attacks: 1 bite (+5, 1d6+2 Dmg)

Harvester Ants, 2ea (CR 1/4, XP: 50)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 13, HP: 13, Init: +2, Spd: 40ft

Attacks: spit (+4, DC10 str save or be stuck)

25: Azar the Mad

Key Features: rubble blocking entrance

Monster: Azar

Reward: 100 or 150 XP

Descriptive:

The entrance to this cave is nearly blocked by a large pile of loose rubble and stones. An observant PC will note that there are no stones in these ant tunnels, only dirt, so this seems quite unusual.

GM Info:

The stones were placed there by Azar, a human man who is hiding in the cave beyond. He placed them there to keep the ants out, and if the PCs start digging the rocks out, he will huddle in the corner in fear, crying out in mad ramblings.

Azar has gone slightly mad from the voices of the Mi-go in his head. Any PC attempting to communicate with him or calm him down outside of magical means will need to make a DC 15 persuasion check. A successful check means that Azar will speak coherently about him and how he got here for only a minute before the ramblings begin anew, and a new persuasion check will be needed.

Azar was captured by the ants and brought to the tunnels before they inexplicably let him go. The truth is that the Mi-go are controlling the ants and they mentally probed him and found out he is unstable, and therefore unsuited for their needs, so they let him go. However, he had gone totally mad by that point.

If using the family plot hook from earlier, Azar will be the family member who was lost, and if the PCs bring him back to town, that PC will be awarded 150 XP. Any PC who rescues him and is not a family member will be awarded 100 XP.

26: Warrior Sleeping Chamber

Key Features: n/a

Monster: Bullet ants

Reward: 200 XP

GM Info:

This large chamber is the sleeping area of the main soldier ant force. Two giant bullet ants are here, and will attack any intruder upon detection.

Bullet Ants, 2ea (CR 1/2, XP: 100)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 13, HP: 14, Init: +0, Spd: 40ft

Attacks: bite (+4, 1d6 Dmg + DC 10 Con save or additional 2d8 damage)

27: Nursery

Key Features: Giant ant eggs covered in blood

Monster: Giant worker ants

Rewards: 150 XP

Descriptive:

This chamber holds more than two dozen freshly laid eggs, glistening red with the tint of blood. They are meticulously cared for by six worker ants.

Giant Worker Ant, 6ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

28: Honeydew Ants

Key Features: Honeydew ants

Monster: Giant worker ants

Reward: 50 XP, Honeydew nectar

GM Info:

Four honeydew ants are located here, similar to encounter 21. Attending to them are two worker ants.

Giant Worker Ant, 2ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

Senses: tremorsense 30ft, PP 14

Saving Throws: Str +3

29: Harvester Bug Lair

Key Features: Mucus covered chamber

Monster: Harvester ants

Reward: 200 XP

Descriptive:

The floor and walls of this large chamber are covered in a sticky green mucus. Two harvester ants are here and will attack the party on sight.

GM Info:

This chamber is the sleeping area of the harvester bugs. The entire floor and walls are covered with the sticky mucus, which the harvester bugs are immune to. Any PC attempting to move in the chamber will need to make a DC 15 athletics check or be stuck until his or her next turn. A check must be made each round.

In this chamber are two harvester bugs what will attack any intruder, and they will send off a pheromone signal that will result in two soldier ants arriving in 1d4 rounds.

Soldier Ants, 2ea (CR 1/4, XP: 50)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 14, HP: 12, Init: +2, Spd: 40ft

Attacks: 1 bite (+5, 1d6+2 Dmg)

Harvester Ants, 2ea (CR 1/4, XP: 50)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 13, HP: 13, Init: +2, Spd: 40ft

Attacks: spit (+4, DC10 str save or be stuck)

30: Mysterious Footprints

Key Features: Pincer-like footprints

Monster: n/a

Reward: n/a



GM Info:

More strange pincer-like footprints, similar to encounter 22, surround the tunnel entrance in the floor. There are only three sets of these types of prints, and only directly around the tunnel. Mixed with these prints are humanoid prints as well that lead to the *tunnel* before disappearing.

31: Mrav čovjeka Queen

Key Features: Raised mound with queen.

Monster: Mrav guards

Reward: XP for sparing queen

Descriptive:

A raised mound of earth approximately ten feet in diameter and two feet high is in the center of this chamber. On top of the mound is a bloated form of what appears to be an ant queen. Her torso appears human-like, but with the head of a giant ant.

Attending her are four creatures that are equally horrific. They appear as human/ant hybrids, and form a protective circle around the queen. The queen seems to be making some sort of gurgling noises directed at the party.

GM Info:

Lying on the mound is the bloated form of the Mrav queen. She is attended by four Mrav guards, doting her with honeydew ant nectar and fungus. These guards will not attack unless attacked first. The queen herself will not attack, and she barely moves. PCs observing her will detect an unusual intelligence in her eyes, even while being repulsed by the gurgling clicking sound she makes.

If an attempt to *speak with animals* or *comprehend languages* spell is made, the player can communicate with her. She will beg for her life and the lives of the other mrav in exchange for information. She was created by Icmolloch, a priest of Remahotep. Her sole purpose is to groom the ants to capture living creatures and feed the grubs with a mixture of blood and the fungus that is growing. She is only aware of where Icmolloch is (room 50), and that he has several other mrav with him.

If an agreement is made, she will send out a pheromone signal for all ants and mrav to no longer attack the party. None of the ants or mrav will attack

Note: The queen does not fight. Stats can be found in the appendix.

from that point forward, unless attacked themselves (the minotaur beetle in 48 cannot be controlled in this manner and will still attack). This includes the mrav with Icmolloch, as they will not obey his commands to attack. PCs will be awarded the XP values of each encounter they avoid this way as it occurs.

Mrav guards, 4ea (CR 1/2, XP: 100)

S: +2, D: +2, C: +1, I: -1, W: -1, Ch: -2

AC: 14, HP: 20, Init: +2, Spd: 30ft

Attacks: 1 bite (+5, 1d12 Dmg) or 2 claw (+4, 1d8 Dmg)

32: Mrav Lair

Key Features: n/a

Monster: Giant worker ants

Reward: 400 XP

GM Info:

This chamber holds four mrav covjeka workers, who sleep here when not tending to the mrav queen or ant queen.

Mrav guards, 4ea (CR 1/2, XP: 100)

S: +2, D: +2, C: +1, I: -1, W: -1, Ch: -2

AC: 14, HP: 19, Init: +2, Spd: 30ft

Attacks: 1 bite (+5, 1d12 Dmg) or 2 claw (+4, 1d8 Dmg)

33: Corpse Room

Key Features: Humanoid corpses

Monster: Mrav guards

Reward: 300 XP, 68gp, gems, long sword

Descriptive:

This large chamber has nearly a dozen drained humanoid corpses stacked along the northwest wall. Tending to them are three ant/human hybrid creatures.

GM Info:

After they have been drained of blood, the mrav take them down from the ant queen's lair (encounter 18 above) and stack them here until they can be processed (encounter 34). At any given time, there are three mrav in this chamber organizing the bodies, and will attack.

If the bodies are searched (taking 4 rounds if only one PC is searching, down to 1 round if 4 PCs are searching), the following will be found:

- 68 gp
- 2 gems worth 25gp each
- A gleaming **silver long sword** with elven runes (a DC 15 arcana check will reveal that it is enchanted to be unbreakable)

Mrav guards, 3ea (CR 1/2, XP: 100)

S: +2, D: +2, C: +1, I: -1, W: -1, Ch: -2

AC: 14, HP: 18, Init: +2, Spd: 30ft

Attacks: 1 bite (+5, 1d12 Dmg) or 2 claw (+4, 1d8 Dmg)

34: Processing Room

Key Features: Stone cistern with rotting bodies

Monster: Green slime

Reward: 10 XP

Descriptive:

An overwhelming putrid stench of decay hangs in this room. A large stone cistern is in the center of the chamber, but its contents are a mystery.

GM Info:

Any PC entering this chamber must make a DC 10 constitution check or begin to vomit from the horrible stench. While in the chamber, any ill PC will attack and make skill checks at disadvantage.

This chamber is where the mrav process the drained bodies. A large stone cistern in the center of the room contains several bodies in advanced stages of decomposition. The entire bowl is filled with a soupy mixture of decomposing flesh. To assist with this process, a green slime actually lives in the bowl, and any creature that disturbs the contents will be attacked.

35: Prisoners

Key Features: Suspended bodies in goo

Monster: Harvester ants, soldier ants

Reward: 300 XP, bonus 250 XP

Descriptive:

Along the south wall of this chamber are a dozen humanoid bodies all suspended against the wall with

a thick mucus-like substance. They appear to be alive, although unconscious.

Tending to them are two giant ants with long proboscises, and four soldier ants.

GM Info:

Unlike the ones in the chamber above, these are still alive and recently captured. However, they are all in a mindless stupor caused by a natural narcotic substance secreted by the fungus. Only close examination will reveal that they are alive.

The bodies include: 3 humans, 6 goblins, 2 orcs, and a dwarf. If freed, they will begin to recover very slowly after 2d6 hours, and will have terrible headaches. A *cure disease* spell will cure them instantly with no side effects. The humans and dwarf are from the mining camp, and the goblins are from a local tribe. None of them carry any gear except basic tattered clothing.

Freeing the captives, and seeing them safely to the surface will result in a 150 XP reward to each PC.

Soldier Ants, 4ea (CR 1/4, XP: 50)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 14, HP: 12, Init: +2, Spd: 40ft

Attacks: 1 bite (+5, 1d6+2 Dmg)

Harvester Ants, 2ea (CR 1/4, XP: 50)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 13, HP: 13, Init: +2, Spd: 40ft

Attacks: spit (+4, DC10 str save or be stuck)

36: Trap Door

Key Features: Trap Door puzzle in floor

Monster: n/a

Reward: 100 XP each

Descriptive:

In the very center of this chamber, blocking the tunnel down, is a thick wooden trap door. It seems highly out of place, and all around it are human-sized prints of pincer-like feet.

GM Info:

The side of the trap door facing upward has a puzzle design on it (see *Trap Door Puzzle handout*). The door is enchanted to resist all harm, and will not open unless the puzzle is solved.

The puzzle is a set of iron disks with a series of eleven letters around the edge. Each disk rotates, and when the proper letters are lined up to spell “Gimiiman”, the latch will free and the door can be opened.

Hopefully the players have acquired the journal by now, and have determined from the clue that the code is the first letter from each entry, also spelling out the dead elf’s name (which is inscribed on the ring). Success results in each PC being awarded 100 XP.

37: Mrav Warriors

Key Features: n/a

Monster: Mrav warriors

Reward: 300 XP

GM Info:

In this chamber are three mrav warriors who patrol the ant tunnels. On a roll of 25% or lower, they will be encountered here, or may be encountered randomly somewhere in the tunnels.

What separates these mrav from the others is that they carry shields (+2 AC) and crude scimitars. Because of this, they only get one melee attack per round. The scimitars are covered with a toxin, and on the first successful hit, the target must make a DC 15 constitution save or be slowed, having movement reduced by half and making attacks at disadvantage for 1 hour or until a neutralize poison spell or potion is used.

This toxin will wear off on the first successful strike, or after 4 missed attacks.

Mrav guards, 3ea (CR 1/2, XP: 100)

S: +2, D: +2, C: +1, I: -1, W: -1, Ch: -2

AC: 16, HP: 15, Init: +2, Spd: 30ft

Attacks: 1 scimitar (+5, 1d8+2)

38: Empty Chamber

Key Features: Footprints, hidden cache

Monster: n/a

Reward: 25gp, magnet

GM Info:

This chamber appears to be empty, but close examination will reveal humanoid footprints in the soft dirt that lead in and out of the chamber. Following these footprints will lead to the south wall. A DC 15 perception check will reveal that a small section of

the wall is false, and opens up a niche that holds 5 gems worth 25gp each and a small iron rod. This rod is actually a magnet, and if hung from a string, will always point true north.

39: Housecleaning

Key Features: ammonia smell

Monsters: Tunnel Sweeper

Reward: 450 XP

Descriptive:

As the party nears this chamber, they begin to smell a hint of ammonia mixed in with the overwhelming scent of rotting fruit.

GM Info:

In this chamber, acting as a cleaning crew of sorts, is a tunnel sweeper. Any PC not specifically searching will walk right into it as he or she enters. A cautious PC will need to make a perception check at a DC 15 to avoid walking into it, as it is located just inside the chamber.

Tunnel Sweeper (CR 2, XP: 450)

S: +4, D: -4, C: +5, I: -5, W: -5, Ch: -5

AC: 5, HP: 75, Init: -4, Spd: 15 ft

Attacks: engulf (+4, 3d6 acid Dmg)

Immunities: charm, blind, deaf, prone, fear

Abilities: if attack is successful, large sized or smaller target is engulfed and suffers damage automatically at the start of the sweeper’s next turn until the victim is freed

40: Grub Chamber

Key Features: Ant grubs

Monster: Giant worker ants

Reward: 125 XP

Descriptive:

This chamber is filled with more than two dozen giant ant grubs, being fed fungus by five worker ants.

GM Info:

Five worker ants are here, tending to more than two dozen ant grubs. These are recent hatchlings, resembling giant maggots. The worker ants are feeding them the fungus harvested from other rooms in the colony.

Giant Worker Ant, 5ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

41: Grub Chamber

Key Features: Ant grubs

Monster: Giant worker ants

Reward: 150 XP

GM Info:

This chamber is exactly like encounter 40, except six worker ants are here.

Giant Worker Ant, 6ea (CR 1/8, XP: 25)

S: +1, D: +1, C: +0, I: -3, W: -3, Ch: 0

AC: 11, HP: 8, Init: +1, Spd: 40ft

Attacks: 1 bite (+4, 1d4+1 Dmg)

Tunnel CC

This tunnel entrance is a bit different than most of the others, as the entire top part is ringed with long, jagged bony spikes that point downward. It appears that these spikes are to prevent anything from making its way back up the tunnel, and any creature doing so will automatically suffer 9 (2d8) points of piercing damage unless the spikes are removed or otherwise avoided.

42: Keepers' Chamber

Key Features: n/a

Monster: Mrav guards

Reward: 200 XP

GM Info:

Two mrav reside in this chamber, with the purpose of keeping the creature from level 4 from entering the upper levels, and to throw down any sort of garbage or waste for it to dispose of.

Mrav guards, 2ea (CR 1/2, XP: 100)

S: +2, D: +2, C: +1, I: -1, W: -1, Ch: -2

AC: 14, HP: 19, Init: +2, Spd: 30ft

Attacks: 1 bite (+5, 1d12 Dmg) or 2 claw (+4,

43: What a Racket!

Key Features: Carpets of fungi

Monster: Shrieker, violet fungi, ants

Reward: 240 XP

Descriptive:

This chamber resembles the other fungal growing chambers, with carpets of fungus and mushrooms growing on piles of decaying matter. This room appears to have been neglected, however, as many of the mushrooms are extremely large, more than 2 feet high.

GM Info:

As soon as a PC enters the middle of the room, the two shriekers will begin to emit their high pitched wailing and the violet fungi will attack anyone within range. Two violet fungi are on either side of the cave entrance, and one is at the far northern side (3 total).

Within 1d4+1 rounds, a pair of soldier ants will arrive, alerted by the shriekers' alarm.

Shrieker, 2ea (CR 1/8, XP: 20)

S: -2, D: -5, C: 0, I: -2, W: 0, Ch: 0

AC: 5, HP: 13, Init: -5, Spd: 5 ft

Attacks: none



Violet Fungus, 3ea (CR 1/4, XP: 50)

S: 0, D: -5, C: 0, I: -2, W: -2, Ch: 0

AC: 5, HP: 18, Init: -5, Spd: 5ft

Attacks: 1d4 slam attacks (+3, 1d8 damage)

Abilities: immunities (gaze, fear, charm, paralyzation)

Soldier Ants, 2ea (CR 1/4, XP: 50)

S: +3, D: +2, C: +1, I: -2, W: 0, Ch: -2

AC: 14, HP: 12, Init: +2, Spd: 40ft

Attacks: 1 bite (+5, 1d6+2 Dmg)

Senses: tremorsense 30ft, PP 14

Saving Throws: Str +5

If the cavern is searched, nothing of value will be found, as any previous victims will have been carried away by the ants.

44: Empty Chamber

45: Grisly Horror

Key Features: Honeydew corpses

Monster: n/a

Reward: n/a

GM Info:

This chamber used to be another cave with several honeydew ants, however the fungal infection has progressed rapidly and all that is left are the dead carapaces of the ants still hanging from the ceiling, looking like they exploded from the inside and are covered in red fungus.

There is nothing else of interest in this room.

46: Ventilation Shaft

Key Features: Air shaft

Monster: n/a

Reward: n/a

GM Info:

A very slight current of air flows out of this room through the ventilation shaft. This is normally imperceptible unless the party is carrying torches or something else that emits smoke, which can be seen moving towards the shaft. The shaft itself is less than two feet in diameter, and runs all the way to the surface.

As the PCs move towards area Z, they will feel a cool slight breeze coming from that tunnel. A faint flickering light can be seen from the tunnel to room 47. Nothing else is in the room.

47: Natural Heating

Key Features: Heat in tunnels

Monster: Fire Beetles

Reward: 130 XP, fire beetle eyes

Descriptive:

As the party progresses down the passage, they see flickering reddish light reflect off the walls, as well as noticing that there seems to be a radiant heat coming from down the tunnel.

GM Info:

Thirteen fire beetles are located in this room, and the light emitted from their glands is easily visible reflecting off of the tunnel all the way to room 46. As the PCs move toward the room, they will also feel a radiant heat.

These fire beetles are a slight genetic offshoot from their normal species in that the glands also emit heat as well as light. The large surface area allows a significant amount of heat to be emitted, but it is not hot enough to burn or otherwise cause damage or set things alight.

The ants raise and care for these beetles, as they use them to move around the colony during times of extreme cold to keep it warm.

They will not attack unless attacked first, and similar to the illumination properties of a normal fire beetle, the heat will continue to radiate in a 10 foot radius for 1d6 days after removal.

Fire Beetles, 13ea (CR 0, XP: 10)

S: -3, D: 0, C: 0, I: -4, W: -3, Ch: 0

AC: 13, HP: 3, Init: +0, Spd: 30ft

Attacks: bite (+1, 1d6-1 Dmg)

Z: Passage to Water Tunnels

GM Info:

A faint fresh breeze flows northward from this tunnel, which ends in what appears to be a solid wall. Close inspection reveals several small holes in the wall, which will easily break to rubble upon a strike by a weapon, revealing the passage beyond that leads to the water tunnels.

48: Minotaur Beetle

Key Features: Spiked entrance. Bones

Monster: Minotaur beetle

Rewards: 450 XP, coins, gems, scroll, dust

GM Info:

None of the ants or other colony members make their way into this level, and the mrav above keep it as such. As noted earlier, they throw down organic garbage and any creature they want to make disappear. The entrance to the tunnel is also lined with spikes pointed downward, also as noted.

The reason for this is because the creature that resides here is another one of Icmolloch's experiments. In his quest for the perfect beast of war, he created what he calls the minotaur beetle.

Descriptive:

Bits and pieces of non-decaying parts of various creatures litter the entire floor: bones, shells, carapaces, etc. Each step will result in a crunching sound. The cavern is also cloaked in complete darkness, and a rank musky smell is nearly overwhelming.

GM Info:

Because of the crunching sound, any stealth check by the PCs will suffer a -5 penalty. The minotaur beetle will remain hidden until the party moves into the large chamber, where it will attempt to charge the last party member to enter.

Minotaur Beetle (CR 2, XP: 450)

S: +3, D: +1, C: +1, I: -3, W: -3, Ch: -4

AC: 16, HP: 40, Init: +1, Spd: 35ft

Attacks: 1 horn (+5, 1d12+4 Dmg) or 2 claw (+5, 1d6+4) attacks

Senses: darkvision 60ft, PP 10

Abilities: charge (20ft, +1d10 Dmg)

The minotaur beetle does show minor aspects of its human part, which manifest in its desire for treasured items. At the far north end of the chamber is a mound of rotted clothing, straw, and other material that acts as the creature's bed. If searched, the following treasure can be found, which was taken from previous victims: 76gp, 155sp, 18pp, 239cp, a fire opal (100gp), a deep green spinel (50gp), a **scroll** (protection from undead), and a pouch containing 2 pinches of **dust of dryness**.

49: Laboratory

Key Features: Laboratory. Humanoid bodies

Monster: Mrav guards

Reward: 200 XP

Descriptive:

When the trap door is opened, light from the chamber below washes over the party. A ladder leads down to the floor, and an overwhelming stench of formaldehyde wafts upwards.

In the center of this large chamber is a huge stone table more than 4 feet wide by 10 feet long. Lying on the table is some sort of Frankenstein creature resembling an ogre with various insect body pieces stitched to it.

It is motionless and does not move. Next to it are additional humanoid and insect body parts.

Hanging from meat hooks all around the room are the bodies of various humanoids: elves, humans, dwarves, orcs, goblins, etc. They are all dead, but appear to have been placed in a state of preservation.

GM Info:

Light from this chamber can be seen from the top of the tunnel leading to level 3 of the Ant Nest in room 36 as soon as the trap door is opened.



Close examination of the creature on the table reveals that the chest cavity is still open and one of the arms isn't connected to the body yet. Several surgical implements lay on the table. Four candelabras are at each corner of the table, illuminated not by lit candles, but by a continual light spell on each.

Icmolloch was trapped here when Gimiiman spelled the trap door, and is furious that he has not been able to find a way back out, as so far the door has shown to be resistant to all damage. If the PCs have opened the door during the day, Icmolloch will be in this room working on his experiments. He is hoping his new ogre/beetle hybrid will be strong enough to either break through the door, or dig a new tunnel. If the door is opened at night, Icmolloch will be resting in his chamber.

As soon as the door is opened, the mrav here will alert Icmolloch unless the party had made an agreement with their queen earlier. If that is the case, the mrav will simply step aside and let the party do as they will as long as they are not harmed themselves.

Mrav guards, 2ea (CR 1/2, XP: 100)

S: +2, D: +2, C: +1, I: -1, W: -1, Ch: -2

AC: 14, HP: 25, Init: +2, Spd: 30ft

Attacks: 1 bite (+5, 1d12 Dmg) or 2 claw (+4, 1d8 Dmg)

50: Icmolloch's Chambers

Key Features: Lavish bedroom

Monster: Icmolloch

Reward: 450 XP + 1000 bonus XP. Chain mail+1, coins, gems, note

Descriptive:

This cavern actually has furniture in it befitting a wealthy man. A finely crafted bed is along the east wall directly below the ventilation shaft, a desk and chair are along the south wall, a thick rug covers the entire floor, and a large armoire is on the north wall. In the center is a small table with "normal" food (cheese, salted meat) and a pitcher of water.

GM Info:

If not found in the main laboratory, this is where Icmolloch will be found. Even though he is locked down here, his spells allow him to conjure food and water.

Icmolloch (human cleric level 5, CR 2, XP: 450)

Str: 12 (+1), Dex: 10 (+0), Con: 12 (+1),

Int: 12 (+1), Wis: 18 (+4), Cha: 14 (+2)

AC: 19, HP: 35, Align: LE, Init: +0, Spd: 30ft

Attacks: spells (+7 to hit), dagger of venom
(+4, 1d4+1 + poison)

Spells: 4/3/2*, Save DC: 15

Abilities: CD 1x (guide strike,+10 to hit)

*create water and create food will be two of his six spells prepared. The others can be whatever you deem appropriate, or you can go with the following: *inflict wounds, cause fear, create water, create food, animate dead, silence.*

Icmolloch wears **chain mail armor +1** and will wield a shield in battle along with his poisoned dagger. He will typically use his channel divinity to try to paralyze the most powerful PC with his dagger before resorting to inflict wounds spells. When the PCs are discovered, he will command the mrav in room 49 and 52 to attack.

Both his desk and armoire are locked (the key is in Icmolloch's pocket), with the desk having a poison needle trap. Failure to disarm this trap (DC 15) will result in a DC 15 CON save or the PC trying to open the desk will suffer 2d10 points of poison damage. This poison will inflict 1 point of damage each round until either neutralized, or the full amount is reached. If successfully disarmed, the PC doing so shall be awarded 100 XP.

Inside the armoire is nothing unusual, just normal clothing that he wears. In the desk are pages of notes regarding his various experiments, and if searched, will also reveal another note (see handout: *Letter from M*), as well as three wizard spell scrolls (use any 3 level 1 or level 2 spells from the Handout section of the Appendix).

Hidden beneath his bed under the rug is an opening in the floor that holds a locked and trapped iron box. The trap is the same as the desk trap. Icmolloch's key opens this as well. Inside are 744gp, 1299sp, 73pp, and four fire opals worth 100gp each.

The destruction of Icmolloch and the discovery of the letter will result in an award of 1000 XP to each party member.

51: Mrav Chamber

Key Features: Straw bunks

Monster: Mrav guards

Reward: 200 XP

GM Info:

This chamber is where the mrav have made their home while trapped down here. There are a total of four mrav, with two of them in room 49 at any given time, and the other two here.

They have their four straw bunks on the east wall, and even though they are trapped, they still have pheromone communication with their queen which is not blocked by trap door. There is nothing else of interest in this room.

Mrav guards, 4ea (CR 1/2, XP: 100)

S: +2, D: +2, C: +1, I: -1, W: -1, Ch: -2

AC: 14, HP: 15, Init: +2, Spd: 30ft

Attacks: 1 bite (+5, 1d12 Dmg) or 2 claw (+4, 1d8 Dmg)

52: Supply Room

Key Features: Shelves and jars. Candelabra

Monster: n/a

Reward: n/a

Descriptive:

Shelves line this room, which is lit by candelabra. On the shelves are hundreds of jars filled with preserved bodies and body parts. Large flasks filled with formaldehyde are stacked along the north wall.

GM Info:

The candelabra is lit by a *continual light* spell, but nothing else of interest is here.

53: Staging Area

Key Features: Straw bunks. Table

Monster: Mrav guards

Reward: 600 XP

Descriptive:

Six straw bunks line the walls here, and a large table is in the center that has rotten vegetable matter stacked on top.

GM Info:

This area is where the six mrav sleep and eat in between their work closing off the tunnel in area Y. There is a 50% chance that they will be here, or a 50% chance they will be at 54 and in the tunnel.

Mrav guards, 6ea (CR 1/2, XP: 100)

S: +2, D: +2, C: +1, I: -1, W: -1, Ch: -2

AC: 14, HP: 15, Init: +2, Spd: 30ft

Attacks: 1 bite (+5, 1d12 Dmg) or 2 claw (+4, 1d8 Dmg)

54: Work Area

Key Features: Sealed tunnel

Monster: n/a

Reward: n/a

GM Info:

Only three mrav at any given time can fit in the tunnel, working to seal it up at area Y. If they haven't already been encountered in room 53, the rest will be here resting and waiting for their shift.

When the PCs arrive, the tunnel will be halfway sealed up, but is easily knocked back down again allowing passage to the water tunnels below.

End of Phase II



Phase III: Underground Water Caverns

Hopefully by the time the PCs reach this next phase, they are level 3 or 4, or close to it. If there are still level 1 or level 2 PCs in the party, you may want to subtly hint that they clear out the ant lair as a major plot point may have been missed. This is just a suggestion of course; you know your campaign better than I.

There are two ways to enter the caverns, both from the ant tunnels above marked as Y and Z on the map. Unlike the ant tunnels, which were carved by the ants themselves, all of the tunnels here are from a naturally made process. Therefore, the diameters of the tunnels are not even and uniform. While relatively consistent on a horizontal axis unless otherwise noted, the width and height of the tunnels vary from thirty feet to only a few feet in places.

The air is cool, albeit damp, and there is no natural illumination here other than what may be specifically detailed in each individual encounter. The floor of the tunnels are solid rock, and there is hardly a trace of loose soil, dirt, or dust to be found.

The exit of these tunnels lead to Felk Mor from location marked 72 on the map. Markis has managed to cover his tracks and has made an alliance with the bullywug inhabitants of these caverns.

Underground Water

Upon looking at the map, you may assume that the various parts of water simply end at several points. Note that each "end" of the water is actually an area where the ground elevates just a bit and the water continues in a tunnel below the solid rock.

For example, in room 58, there is a part in the center of the room where the two ends of the water end. This is actually a rise in the solid rock in the middle of the room, and the two ends actually connect via a water tube below the rock.

These tubes are roughly three feet in diameter, and connect all areas. So it is possible to dive into the tunnel (provided you fit and can breathe water) in room 61 and follow that underground water tunnel all the way to room 71 if you wish.

The parts where the water is marked on the map are those areas where the underground water tunnel becomes more of a channel, or very slow moving stream.

Also, for all water areas south of the Mad Druid (see encounter 55), the PCs will notice a slight oily film in the water, and will see occasional dead fish and white shrimp floating. This is caused by the taint of Markis.

Random Encounters

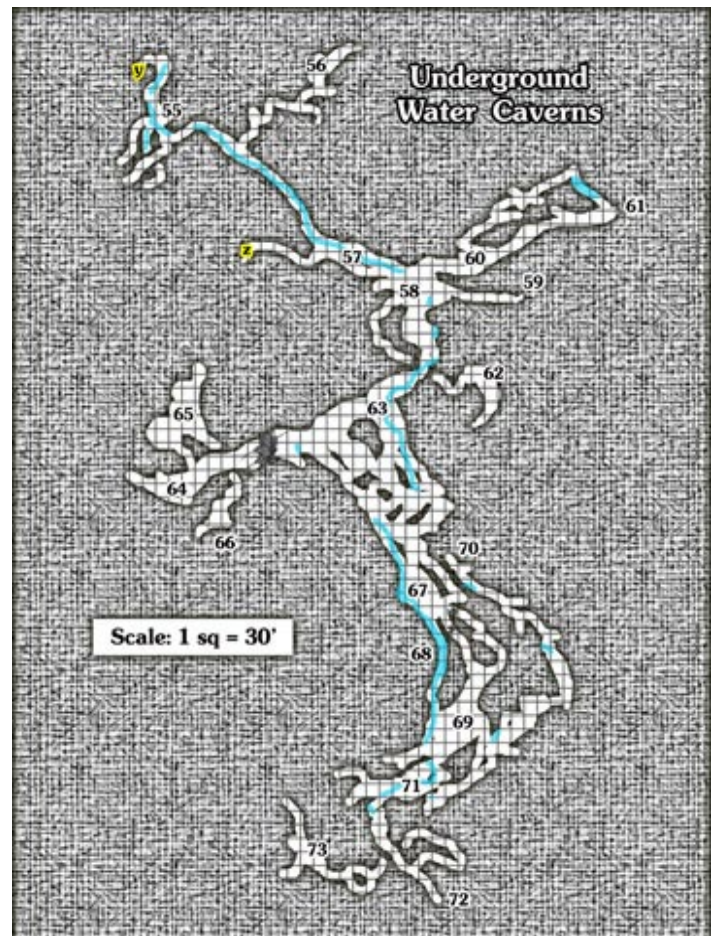
The random encounters will follow the guidelines in the Dmg for a typically inhabited area. If an encounter is rolled, it will always be a bullywug patrol. This patrol consists of four bullywug warriors and one rust monster. Since the bullywugs do not use metal weapons, they have nothing to fear from the rust monsters.

Bullywug (CR 1/4, XP: 50)

S: +1, D: +1, C: +1, I: -2, W: -1, Ch: -2

AC: 15, HP: 11ea, Init: +1, Spd: 20ft/40ft

Attacks: one bite (+3, 1d4+1 Dmg) and one spear (+4, 1d6+1 Dmg) attack



Rust Monster (CR 1/2, XP: 100)

S: -1, D: +1, C: 0, I: -2, W: 0, Ch: 0

AC: 14, HP: 26, Init: +1, Spd: 40ft

Attacks: one bite (+3, 1d8+1 Dmg)

Y: North Entrance

The entrance from the ant colony above to this area leads at a heavy downward slope, descending about 100 feet. A cool, humid and musky odor hangs in the air. Shortly after this point, it becomes completely submerged under cool transparent water. The water is a dozen feet deep when the tunnel levels out and continues south. PCs observe the water and see that the entire tunnel slopes down into it, as well as seeing that small animal life (aquatic spiders, blind fish, etc) make it their home.

Anyone who enters the water and explores it will see that roughly every twenty feet or so there is an air pocket. This main tunnel doesn't rise up out of the water until it exits near room 57. There are a few side passages (only 5-10' wide) that branch off earlier as seen on the map.

Z: South Entrance

The entrance that leads from the ant colony above to this area leads at a heavy downward slope, descending about 100 feet when it reaches the point marked on the map. From here it begins to level off and empties itself out near room 57.

55: Mad Druid

Key Features: Hut and camp site

Monster: Mad druid

Reward: 700 XP or 500 XP

Descriptive:

At first appearing as an air pocket, this area is actually an open cavern with the underwater tunnel continuing due south and southwest (as marked on the map).

A ledge on the eastern side opens to a fairly large cave. In this cavern is a small 10' diameter, 5' high hut constructed of whatever material the inhabitant has been able to acquire: bits of wood, shells, moss, hide, etc. The walls of the cavern are illuminated with a blue glowing fungus.

GM Info:

Any PC swimming underwater following the tunnel with their eyes open would be able to see this faint light from under the water.

This is the home of the mad druid. He is an older gnome, and has spent as long as he can remember living here, taking care of the aquatic animals and fungal garden that he grows in the series of dead end tunnels just west of here.

The bullywugs have not moved north beyond room 57 in fear of him, as well as his pet giant snapping turtle that lives in 56. His long years down here have made him mad, and will have a negative initial reaction to the party, almost to the point of attack. If the PCs do anything that could be considered threatening, he will call his turtle and attack. Once his spells are exhausted, he will turn into a fish and escape. If the PCs do parlay with him, his mad ramblings will make it difficult to get any valuable information. He does not remember his name, doesn't know how long he's been here, and keep mumbling about caring for his fungal garden.

If the party mentions Remahotep, he has no idea who that is, but will react with great anger if they mention a man walking down here. He knows of this man, who convinced the bullywugs to do evil, and is tainting the earth and water. He will offer his assistance in any way he can, but that will be sporadic as he often wanders off in random distraction. He will not travel further south than encounter 58. If the party does make an agreement with him, award each PC 500 XP.

Mad Druid (NG level 7 druid, CR: 3, XP: 700)

Str: 10 (+0) Dex: 13 (+1) Con: 12 (+1)

Int: 13 (+1) Wis 17 (+3) Cha: 12 (+1)

AC: 11, HP: 39, Init: +1, Spd: 25 ft

Save DC: 14

Spells: 4/3/3/1

Attacks: spells

Spells Prepared:

Cantrips: fire seeds, shillelagh

Level 1: fog cloud, cure wounds

Level 2: barkskin, moonbeam, spike growth

Level 3: dispel magic, meld into stone

Level 4: stoneskin

He has no items of any note, and lives off of his garden.

56: Teenage Mutant Nin...

Key Features: Pile of bones

Monster: Giant snapping turtle

Reward: 450 XP, necklace of fireballs

Descriptive:

The passageway slightly ascends up from the water to end in a fairly large cavern. Immediately noticeable are the many splintered bones of humanoid creatures that litter the floor.

GM Info:

This chamber is the home of the mad druid's pet, a giant snapping turtle. If not accompanied by the druid, this turtle will attack the party on sight. The bones are those of unfortunate bullywugs who have come too close to the druid's lair.

Giant Snapping Turtle (CR 2, XP: 450)

S: +1, D: -1, C: +2, I: -2, W: -1, Ch: 0

AC: 15 or 18, HP: 45, Init: -1, Spd: 10ft/20ft

Attacks: bite (+6, 2d8+3 Dmg)

If the party searches through the bones for one full turn, they will find a shell **necklace of adaptation**.

57: Bullywug Outpost

Key Features: Bullywug campfire

Monster: Bullywugs, rust monster

Reward: 550 XP, pearls

Descriptive:

Cautious and quiet PCs will see a dim light coming from this cavern along with occasional gurgling, croaking, and popping sounds.

Sitting in a circle in the center of this chamber next to the water are nine frog-like humanoids, playing some sort of game with bones. They seem to be huddled around a fire pit that has more of the glowing fungus in it to illuminate their game area. Everything else in the area is cast in heavy shadow. PCs can make out the shape of a large...dog maybe...in the shadows lying next to them in apparent sleep.

GM Info:

They are here to act as guards from either passageway or the water, but being less than intelligent and having short attention spans, they got bored quickly and have resorted to playing games instead. The "dog" is actually a rust monster pet.



Bullywug, 9ea (CR 1/4, XP: 50)

S: +1, D: +1, C: +1, I: -2, W: -1, Ch: -2

AC: 15, HP: 11ea, Init: +1, Spd: 20ft/40ft

Attacks: one bite (+3, 1d4+1 Dmg) and one spear (+4, 1d6+1 Dmg) attack

Rust Monster (CR 1/2, XP: 100)

S: -1, D: +1, C: 0, I: -2, W: 0, Ch: 0

AC: 14, HP: 26, Init: +1, Spd: 40ft

Attacks: one bite (+3, 1d8+1 Dmg)

Each bullywug carries 1d6 pearls worth 10gp each.

58: Bullywug Camp

Key Features: Camp

Monsters: Bullywugs

Reward: 550 XP, pearls

Descriptive:

This large cavern holds a dozen crude huts, along with a few pits of glowing fungi that give off an eerie illumination. Several of the frog-like humanoids appear to have made this area a home.

GM Info:

In total, there are 11 males, 10 females, and 12 young in this chamber. The males will fight first while the females and young attempt to flee south to the other camp in area 67, staying in or near the water as much as possible.

When the PCs are discovered, one of the males will blow a conch shell, alerting the giant toads in area 61 to join the battle as soon as they can get here from their lair.

If the entire area is searched thoroughly, a total of 27 pearls with 10gp each can be found.

Bullywug, 11ea (CR 1/4, XP: 50)

S: +1, D: +1, C: +1, I: -2, W: -1, Ch: -2

AC: 15, HP: 11ea, Init: +1, Spd: 20ft/40ft

Attacks: one bite (+3, 1d4+1 Dmg) and one spear (+4, 1d6+1 Dmg) attack

59: Rust Monster Nursery

Key Features: Rust lumps

Monster: Rust monster younglings

Reward: 250 XP and gold

Descriptive:

Several odd shaped clumps of reddish stone litter the sides of the passage.

GM Info:

If the PCs give a closer look at the clumps, they will notice that clumps are actually clumps of rusted iron. At the rear to the tunnel are four young rust monsters. The parents are already out on patrol with the bullywugs, but the young are kept here and fed chunks of iron ore that is in some of the rocks. While only having 4hp and not attacking, these young can still rust metal, so care must be given.

If brought to the surface, and properly secured, these creatures can sell for 250gp each. PCs will also gain a group award of 250 XP as well.

60: Frog Keeper

Key Features: Racks of drying fish

Monster: Bullywugs

Reward: 100 XP

Descriptive:

Rows of fish hang on a makeshift wooden rack in this chamber, and tending to them are two frog-like humanoids.

GM Info:

They are the keepers of the giant toads, and if battle is sounded (the conch shell in 58), they will move to 61, mount the toads, and literally leap into battle. While mounted, they gain a +1 attack bonus.

Bullywug, 2ea (CR 1/4, XP: 50)

S: +1, D: +1, C: +1, I: -2, W: -1, Ch: -2

AC: 15, HP: 11ea, Init: +1, Spd: 20ft/40ft

Attacks: one bite (+3, 1d4+1 Dmg) and one spear (+4, 1d6+1 Dmg) attack

61: Giant Toads

Key Features: Pool of water

Monster: Giant Frogs

Reward: 400 XP, ring of protection

Descriptive:

A still pool of water covers the passage here, with nary a ripple on the surface.

GM Info:

Two giant toads live here, spending 90% of their time submerged and hidden under the water. They will answer either to the call of the keepers for food, or the conch shell call.

Giant Toads, 2ea (CR 1, XP: 200)

S: +2, D: +1, C: +1, I: -4, W: -0, Ch: -4

AC: 11, HP: 38, 43, Init: +1, Spd: 15ft/30ft

Attacks: bite (+4, 1d10+2 Dmg +1d10 poison.
DC 13 grapple)

At the bottom of the pool are the remains of an unlucky adventurer who was eaten and then...well...processed through the frog. The undigested remains include a **ring of protection +1**.

62: Assassins' Quarters

Key Features: continual light stone, trap

Monster: Bullywug assassins

Reward: 400 XP, magic leather armor & swords

GM Info:

After making an alliance with the bullywugs, Markis performed a ritual granting two of the bullywugs special powers, effectively turning them into secret assassins of Remahotep. Any sounds of battle will alert the two bullywug assassins here, and they will prepare appropriately. They will take positions on hidden ledges just on the outside of the chamber and begin to croak. When the PCs start making their way down this tunnel, they will remain silent and hidden (a total of a +10 bonus to stealth due to their racial trait and being rogues).

At the end of the chamber, around the curve, is a stone enchanted with a continual light spell. This stone will have been uncovered by the assassins before they

took their position. Due to the shape of the cavern, only the reflective light can be seen from the walls.

As soon as the party enters the room fully, the bullywugs will each activate a lever from their hidden positions. One lever will drop a series of nets from the ceiling that will entrap any PC in the chamber. Any character can take an action to break free of the net on a successful strength check against a DC 15. Otherwise they are considered to be restrained.

The second lever will begin to pour oil from hidden channels in the ceiling into the room. On round 4, the bullywug will light a torch and ignite the oil. Any creature in the room will suffer 2d6 points of damage each round for 6 rounds (when the oil burns off). Then the bullywugs will attempt to finish them off, if possible.

Any PC searching the area can spot the net on a DC 13 perception check. This DC check is 17 if the PCs are not looking all around them cautiously before entering the room (passive perception).

Bullywug Assassins (CR 1, XP: 200)

S: +1, D: +3, C: +1, I: -2, W: -1, Ch: -2

AC: 14, HP: 27, Init: +2, Spd: 20ft/40ft

Attacks: one bite (+6, 1d6+1 Dmg) and one short sword (+7, 1d6+3 Dmg) attack

Abilities: stealth+4, leap, sneak attack (1d6)

Markis ensured that each bullywug was well equipped to handle the task, as each is wearing leather armor and wielding a dark obsidian **short sword +1**.

63: Something Weird in the Water...

Key Features: Stream

Monster: Water Weird

Reward: 700 XP, coins

GM Info:

Living in the underground river here is a water weird. The bullywugs are aware of it, and avoid it at all costs. The water weird used to keep to its own until the water became fouled. Since then, it is highly evil and attacks anything that dares venture within range.

If the PCs clear the water (see encounter 64), they will gain the XP from the weird and it will leave them alone.

Water weird (CR 3, XP: 700)

S: +3, D: +3, C: 1, I: 0, W: 0, Ch: 0

AC: 13, HP: 58, Init: +3, Spd: swim 60ft

Attacks: constrict (+5, 3d6+3 Dmg, DC 13 STR or DEX save or is dragged into water)

If the PCs look into the water, they will see several gleaming items at the bottom of the channel, as well as bits and pieces of bone. They bullywugs know better than to retrieve them. Other than the skeletons, a total of 155gp, 199sp, and 2933cp can be retrieved.

CHASM

Between areas 63 and 64 is a large chasm, forty feet wide, and disappearing into darkness below more than 100 feet down. Any creature that falls into the chasm and hits the bottom will take 10d6 damage. Any attempt to climb out of the chasm would have a DC of 16.

When the PCs near the chasm, they will see the ghostly body of an older gnome male dressed in robes on the other side. This gnome will look at the PCs with great sadness, and then disappear down the passageway. This creature is a haunt (described in 64 below). PCs proficient in tracking who are also searching will notice that the bullywug prints to not come near the chasm for fear of the “ghost”.

64: A Haunting Tale...

Key Features: Old furnished room

Monster: Haunt

Reward: 450 XP + 1000 bonus XP, potions

Descriptive:

As the party makes their way past the chasm, they see a dim light coming from this chamber. It is a fairly well furnished room complete with bed, desk, table, and chairs. A ghostly blue light illuminates the room from a sconce on the north wall, and alchemy equipment is on the desk. Sitting at the table is a gnome. He looks back at the party as if pleading. He appears somewhat translucent, as if from a washed out photograph.

GM Info:

As soon as one of the PCs get close, he will attempt to possess them. His goal is to go down to encounter 66 and defeat the minotaur lizard there, then harvest its blood so it can finish the potion it was brewing when he died. When the potion is complete, he will attempt to cross the chasm and pour it in the water. When that is complete, he will disappear and the PC won't be possessed any longer.

Haunt (CR 2, XP: 450)

S: +1, D: +1, C: +2, I: 0, W: 0, Ch: 0

AC: 11, HP: 33, Init: +1, Spd: 30ft (fly)

Attacks: melee touch (+5, 2d6+1 Dmg), possession (recharge 5-6, DC 10 Cha saving throw).

Abilities: immunities (disease, necrotic, poison, charm, fear, paralysis, petrified, polymorph, sleep), incorporeal, resolute

The haunt is the ghostly representation of an ancient gnomish druid whose task it was to keep the water caverns pure. When the corruption of Remahotep first began to appear many years ago, he found the recipe for a potion of purify water. The priests of Remahotep needed the corruption and blight of the water to spread in order to make the area receptive to the evil that would soon follow.

When the gnome druid was near completion of his task and had captured a minotaur lizard, one of the high priests caused an earthquake to create the chasm and seal off the druid to the west side alone with the beast, which ended up killing him before the task could be resolved.

If the PCs search this room, they will find many tools for alchemy, as well as several jars of various exotic ingredients. In the desk is the journal of the gnome, which will describe his duties and task, up until that last day when the high priests sealed him off with the lizard. There is also a recipe for the potion of purify water. All of the ingredients are on the table with the exception of the minotaur lizard blood.

In addition to the ingredients, there are also two **potions of healing** and a **potion of heroism**, labeled as such in gnomish. There is also one wizard spell scroll (level 3 spell chosen from the *Spell Scroll Appendix* section).

If the PCs complete the potion and fulfill the task of purifying the water, they will receive a group award of 1000 XP.

65: Ghostly Watch

Features: Dust covered shelves

Monster: Lesser Wraiths

Reward: 900 XP

Descriptive:

This chamber contains two shelves along the west wall and nothing else. The shelves appear to be covered in thick dust, and empty of any items. On the ground on either side of the shelves are two piles of old and dust covered cloaks.

GM Info:

Shortly after the gnome druid was killed, the priests wanted to make sure no one else would be able to complete his task, so they left two wraiths (the cloaks) here to act as guards. They remain in stasis until any living creature enters the room, in which they will rise up from the floor and attack.

Since they were placed here after the druid's death, he is not aware of them and any possessed body by the haunt will also be unaware of them, and thus the haunt will enter the room as if nothing dangerous is there.

Lesser Wraiths (CR 2, XP: 450)

S: -2, D: +3, C: +3, I: +1, W: +2, Ch: +2

AC: 13, HP: 28, 32, Init: +3, Spd: 60ft

Attacks: melee life drain (+4, 1d8+3 Dmg, DC 10

CON saving throw or max hp is reduced)

Abilities: immunities (disease, necrotic, poison, charm, fear, sleep), incorporeal, light sensitivity

66: Minotaur Lizard

Key Features: Splintered log wall

Monster: Minotaur lizard

Reward: 700 XP

Descriptive:

Thick logs formed a cage of sorts long ago here, but have since rotted and been torn away into pieces. It appears this destruction was from the other side, and whatever was in there had burst its way out.

GM Info:

Residing in this chamber behind the logs is the minotaur lizard that had killed the gnome druid. Or what used

to be the minotaur lizard. The creature would have died long ago, but has been "infected" for a lack of a better word, with the evil energy saturating this place. The creature is now an undead version of itself, and will savagely attack any living creature that enters this area.

Because it is an undead creature now, its blood cannot be harvested easily. It has long been dried inside the remaining veins and heart. However, if mixed with water, it will be usable for the potion.

Minotaur Lizard (CR 3, XP: 700)

S: +2, D: 0, C: +2, I: 0, W: 0, Ch: 0

AC: 15, HP: 52, Init: +0, Spd: 30ft

Attacks: one claw (+6, 2d6+3 Dmg) and one bite (+6, 3d6 Dmg) attacks

67: Bullywug camp

Key Features: Several huts

Monster: Bullywugs

Reward: 1550 XP, coins, trident

GM Info:

This area has more than a dozen crude huts similar to the ones found in encounter 58, as well as the pits of glowing fungus, as it is the location of the main bullywug lair. If the PCs have purified the water, the spell of evil will be removed over the bullywugs and they will have reverted back to their cowardly selves. In this case they will attempt to parlay (the chieftain speaks crude common) and save themselves if possible. If hostilities seem inevitable, the males will fight while the females and young try to escape through the underground water tunnel, possibly emerging in encounter 61 behind the PCs where it might be safe.

Two of the tunnels south (as marked on the map) are completely caved in with rubble. PCs can spend a total of 10 man hours to clear the tunnel and progress. The far southwest tunnel is completely submerged in water until it exits in encounter 69.

All total, there are eleven male, eighteen female, and a dozen younglings (in addition to any bullywugs who fled from 58) here.

Bullywug (CR 1/4, XP: 50)

S: +1, D: +1, C: +1, I: -2, W: -1, Ch: -2

AC: 15, HP: 11ea, Init: +1, Spd: 20ft/40ft

Attacks: one bite (+3, 1d4+1 Dmg) and one spear (+4, 1d6+1 Dmg) attack

Bullywug chief (CR: 2, XP: 450)

S: +2, D: +1, C: +2, I: -1, W: 0, Ch: 0

AC: 15, HP: 34, Init: +1, Spd: 20ft/40ft

Attacks: one bite (+6, 1d6+2 Dmg) and one trident (+7, 1d8+4 Dmg) attack.

The **trident** the chief wields is magical and bestows both *water breathing* and *free action* (underwater only) to the wielder. He also wears a gold necklace worth 250gp.

If the chief is slain, the remaining bullywugs will attempt to follow the females and young in fleeing. In the chief's hut is a locked (DC 14) chest containing 123gp and 44sp.

If the PCs have purified the water, releasing the spell the bullywugs are under, and try to parlay with the chief, he will advise them of a human wizard with only one hand who came down here and used enchantments to force them to obey. He will say that the human seemed like he was in great pain.

68: Undertow

Key Features: Drain in center of floor

Monster: n/a

Reward: n/a

GM Info:

In the center of this tunnel is a drain of sorts directly in the floor. This drain leads to an submerged river that flows with a strong current several miles before emptying out in the subterranean ocean (see Phase IV below).

Any PC swimming past this drain will need to make a DC 10 strength save or be pulled down into it. Hopefully he or she has some way to breathe water for the 20 minute journey to the ocean, or they will drown. If the PC is tied off to another PC, he or she will gain a bonus to this check equal to the strength modifier bonuses of any PC tied to them.

69: Roper

Key Features: stalactites

Monster: Roper

Reward: 1800 XP, gems, ring, bracers

Descriptive:

Several stalactites and stalagmites are scattered throughout this chamber. Some of them are very large, and the chamber is silent with the exception of the echo of dripping water. Near the center of this chamber are several cracked and broken bones of various creatures and humanoids.

GM Info:

In the very center is a roper, and if aware of approaching PCs, will be motionless. Searching PCs will need to make a DC 15 Wis (perception) check in order to identify that something is out of place and the roper is not a natural rock formation.

If the PCs are not detected, they will hear the roper grumbling about being hungry in common, and shifting slightly through the chamber.



Roper (CR 5, XP: 1800)

S: +4, D: -1, C: +3, I: -2, W: +3, Ch: -2

AC: 20, HP: 90, Init: -1, Spd: 10 ft

Attacks: 4 tendril (+7, 50ft, DC 15) attacks. Reel (25 ft per round). Bite (+7, 4d8+4 Dmg)

Once the roper is slain, it will crumble, revealing the treasure it had eaten previously. Spending one full minute searching will reveal four gems worth 100gp each, a **ring of feather falling**, and a pair of **bracers of defense**.

70: Artimis

Key Features: Refuse and garbage in tunnel

Monster: Artimis

Reward: 1000 XP

GM Info:

Hidden at the very back of this tunnel is the “home” of Artimis. He is a dwarven fighter (or any other NPC if you choose); the lone survivor of the roper attack nearly a year ago. He has gone slightly mad in solitude and feeling like he has been trapped here, afraid to go past encounter 69 in fear of the roper. He has managed to live off of fungus and various life living in the pools he has access to. He will be very wary of the PCs, believing them to be a figment of his imagination until proven otherwise. If asked, he does not know anything about what killed the crickets in encounter 71. He will assume it was the roper.

Artimis (level 5 NG dwarven fighter)

See Appendix G for Artimis's stats

He wears a worn yet functional suit of dwarven sized plate mail, and attacks with a pair of dwarven made war hammers in each hand. His currently living conditions have made him weaker than normal, and after a week of proper nourishment, his strength will return to normal. If freed, or accepted into the party, a group award of 1000 XP will be given.

71: Old battle

Key Features: Bodies of giant cave crickets

Monster: n/a

Reward: n/a

Descriptive:

Strewn about in this chamber are the bodies of a dozen giant cave crickets that have been torn to pieces. The battle only appears to be a few days old, and there is no other explanation other than the humanoid footprints in the area that lead to the south tunnel.

72: Tunnel to Felk Mor

This tunnel eventually leads to Felk Mor itself. The passage winds for more than 10 miles, descending another 250 yards (meters) before coming out in encounter 74. Discovery of this tunnel will result in each PC being awarded 1000 XP.

73: They're dead, right?

Key Features: strange corpses

Monster: Coffin corpse

Reward: 800 XP

Descriptive:

A strong musky smell hangs in this chamber. Lying about are the bodies of four humanoids. Closer examination reveals them to be roughly humanoid, but they have the head of a lobster and pincers for feet and hands. They seem to be in a progressed state of decay.

GM Info:

Strewn about in this room are the corpses of four Mi-go. Or more accurately, four coffer corpses of what used to be Mi-go. Back when the priests of Remahotep started contaminating the area, these creatures came with them, but were slain. They are now undead coffin corpse creatures.

Until they move (which they won't until more than one PC has entered the room), PCs will need to make a DC 17 perception check to spot that they are in fact not just dead regular corpses.

Coffin Corpse (CR 2, XP: 200)

S: 0, D: 0, C: +2, I: +2, W: +2, Ch: 0

AC: 10, HP: 25ea, Init: +0, Spd: 30ft.

Attacks: slam (+6, 1d6+3 Dmg + grapple)

Abilities: corpse-like, immunities (non magical

weapons, disease, poison, sleep), feign

death, frightful stand (DC 11 Wis save or

be frightened for 1 minute).



Phase IV: Felk Mor

This phase of the adventure differs from the other phases in that it's very non-linear. It describes the major clans of inhabitants of the subterranean land of Felk Mar, as well as key areas. The actions the PCs take are completely up to them, and there is no set order of tasks that need to be completed. They are free to explore at will, and interact with this area as they see fit.

This phase of the game can also be used as a staging area before tackling the temple complex in Phase V below. Depending on how the party has built relationships with the various clans here, they may find training, merchants, and other inhabitants willing to assist as they would in an above ground town or city.

Please note that not every NPC or building for each clan will be detailed. Only the basic clan structure and attitude will be given. It is encouraged that you flesh out any further details that you want. For example, it is only briefly mentioned that one inn by the name of "Tin Spider" is in Rockhand. If you want to use this in your campaign as a key area, feel free to flesh out the innkeeper and any other NPCs that you feel would be beneficial.

By the time the PCs reach this area, they should be 5th level. An occasional 4th level PC will be fine, but any PC lower than that may find certain encounters very difficult.

Replacement PCs

It is the hazard every adventuring PC takes: he or she gives their life for the adventure. However, the game would surely cease to be fun if the player was no longer allowed to continue to play after his or her character has perished.

Based on the way this superdungeon is structured, it is not very easy to have a new PC be introduced while in the temple complex itself. However, Felk Mor offers an easy solution to this. New characters can be introduced either by already being in Felk Mor as one of the NPCs mentioned at the beginning of this adventure, or as standalone explorers, or the party may easily recruit new characters once they discover the shortcuts to the surface world, allowing them to bypass the ant and water tunnels completely.

Background

Felk Mor is an ancient underground cavern that used to be a huge aquifer. After the aquifer drained thousands of years ago, the cavern began to form its own ecological system. Spanning nearly 5 kilometers wide by 6 kilometers long, Felk Mor has become home to five unique clans of humanoid species, as well as alien terrain features such as the Luminescent Forest and River of Oil.

Felk Mor got its name from the first inhabitants here, the deep dwarves of Alak'moor. Eventually the orcs of Ukmalesh, gnomes of Rockhand, lizardfolk of Ssraal Mak, and morlocks of Esreal Alafa have all established residence here.

Each of these clans have been here more than three hundred years, and have nearly forgotten about the surface world. They have adapted and evolved to suit the world in which they currently live in.

The cavern itself is moderately illuminated by bioluminescent fungus that grows along the cavern walls and ceiling, as well as the other bioluminescent plant life found in specific areas as noted below. This light is equivalent to bright moonlight, washing everything in a pale blue filter. Ambient temperature always stays between 68 and 73 degrees.

Beyond Felk Mor

Only the most significant areas will be described hereafter. However, there are several opportunities to expand your campaign beyond the caverns of Felk Mor. For example, you could have the PCs follow the river north (from encounter 87) into the subterranean ocean and discover the lost lands of the Ssraal Mak people. Or you could establish a significant focus on the politics between the five clans, expanding on the bits and pieces of intrigue and motivations found within certain key NPCs found herein. Perhaps the PCs learn of the history of the orcs in Ukmalesh and lead them back to the surface in a war to take back their home. The possibilities are numerous.

Random Encounters

Despite the five clans being in the area for a long time, Felk Mor is a very dangerous area to be travelling. For encounter purposes, consider it to be densely inhabited

Depths of Felk Mor

N



86

Ssraal Mak

87

Esreal Alafa

85

Mushroom
Fields

81

Luminescent
Forest

79

80

Ukmalesh

82

78

83

River of Oil

77

Mushroom
Fields

76

Iria Forest

84

Alak 'moor

75

Rockhand

74

Scale: 1 sq = 100m
or 300 feet

as per the DMG in the wilderness section. Because there is no real “day” or “night” here, the same encounter table will be used.

Note, however, that there is not an endless supply of creatures in Felk Mor. The belgolough herd, black pudding, and troll encounters can only occur once a week. If one of those is rolled after the first encounter before this week, substitute it with the mane demon encounter.

Die Roll	Encounter
1	Belgolough herd (2d4)
2	Ankheg (2ea)
3	Stirge (2d10+4)
4	Troll (1ea)
5	Black Pudding (1ea)
6	Myconid adult (2d6)
7	Tremor
8	Demon, Mane (2d10+4)

Ankheg (CR 2, XP: 450)

S: +2, D: +0, C: +2, I: -1, W: -2, Ch: 0
AC: 15, HP: 35, 41, Init: +0, Spd: 30ft
Attacks: bite (+6, 2d6+2 piercing and 1d6 acid Dmg), acid spray (30ft, recharge 6, DC 9 Dex save or 3d6 acid damage)

Belgolough (CR1, XP: 200)

S: +3, D: 0, C: +4, I: -2, W: -3, Ch: 0
AC: 11, HP: 24ea, Init: +0, Spd: 60ft
Attacks: trample (+5, 2d8 Dmg)

Demon, Mane (CR: 1/8, XP: 25)

S: 0, D: -1, C: +1, I: -4, W: -1, Ch: -3
AC: 9, HP: 9, Init: -1, Spd: 20ft
Attacks: claw (+2, 2d4 Dmg)
Abilities: damage resistance (fire, cold, lightning), immunities (charm, poison, and fear)
Note: These are minor demons who have escaped the temple complex. They are not natural to Felk Mor, and if any of the clans are told about them, they will express concern as they have never appeared before.

Stirge (CR: 1/8, XP: 25)

S: -3, D: +3, C: 0, I: -4, W: -1, Ch: -2
AC: 14, HP: 2, Init: +3, Spd: 40ft
Attacks: bite (+5, 1d4+3 Dmg)

Tremor: A minor tremor that shakes the ground. No noticeable adverse effect other than spooking animals.

Troll (CR 5, XP: 1800)

S: +4, D: +1, C: +5, I: -2, W: -1, Ch: -2
AC: 15, HP: 86, Init: +1, Spd: 30ft
Attacks: one bite (+7, 1d8+4 Dmg) and two claw (+7, 1d6+4 Dmg) attacks

Black Pudding (CR4, XP: 1,100)

S: +3, D: -3, C: +3, I: -5, W: -2, Ch: -5
AC: 7, HP: 85, Init: -3, Spd: 20ft
Attacks: pseudopod: +5, 1d6+3 dmg + 4d8 acid
Abilities: corrosive form, split

Myconid adult (CR 1/2, XP: 100)

S: 0, D: 0, C: +1, I: 0, W: +1, Ch: -2
AC: 12, HP: 22ea, Init: +0, Spd: 20ft
Attacks: fist (+2, 4d4 Dmg), pacifying spores (3/day), rapport spores
Abilities: distress spores

Additional Clan Encounters

In addition to the random encounters, whenever the PCs get within one kilometer of any of the clans, there is a 50% per square (100m) travelled that they will encounter an inhabitant of that clan. Most often these are small groups of guard patrols or the occasional farmer/scavenger who is going out into Felk Mor to either hunt or gather other material. The morlocks are the exception to this, as is explained in encounter 114.

The reactions of these groups will initially be neutral and follow the guidelines as per outlined in the Dmg, unless the players are clearly showing their allegiance towards another clan. In that even, the reaction will reflect the proper attitude.

Factions

Even though the clans have all lived here for many years in relative peace, it's only because they have had to. There are still factions within the clans, and each clan has a general attitude towards the others, as is outlined in the table below. Players who have allied themselves with certain clans will find dealing with their allies easier, while may be met with outright hostility towards those of opposing factions.

	Alak 'moor	Rockhand	Ukmalesh	Ssraal Mak	Esreal Alafa
Alak 'moor	-	F	H	N	S
Rockhand	F	-	H	N	S
Ukmalesh	H	H	-	N	S
Ssraal Mak	N	N	N	-	S
Esreal Alafa	H	H	F	H	-

F=friendly, N=neutral, H=hostile, S=suspicious

Clan Overview

Key areas of each clan have been assigned encounter locations and will be described in greater detail further on. However, an overview of each clan will be given here for ease of reference.

Alak 'moor:

The dwarves of Alak 'moor were the first intelligent humanoids to arrive in Felk Mor more than 1000 years ago, led by the dwarven explorer of noble blood, Ararash Helmsplitter. They had originally discovered the vast subterranean world the same way the PCs had, via the tunnel network that led to Rockhand. However, after Ararash explored the area, a cave-in blocked the tunnel and he and his small group of thirty or so dwarves decided to found the stronghold of Alak 'moor, as that area of the cavern has the best stone to work with, and the great stalagmite was viewed to be a holy rock formation.

Before they knew it, generations had passed and the solid stone never seemed to run out. The dwarves living there came to regard Felk Mor as their permanent home, and were quite content to remain.

At first they were very cautious of any of the other clans arriving, but since learned that they could enrich themselves by trading stone and iron-worked materials to these more fragile races. They have a solid alliance with the gnomes of Rockhand, but do not trust the orcs or morlocks. The only thing stopping an all-out war is that they fear they will weaken themselves too much and may be attacked by another clan if they do so.

The dwarves of Alak 'moor pride themselves as warriors, and several skilled martially trained dwarves are in the clan who may be persuaded to train PCs for the right price. Weapons and armor are also readily available for repair and purchase. The favorite currency of the dwarves are gemstones.

Currently there are more than 300 dwarves living in Alak' Moor, being ruled by descendants of Ararash. Buildings are well made and constructed of stone, and the sound of mining and forging rings throughout the cavern.

Esreal Alafa:

The morlock clan here were once humans 500 years ago. They were the original followers of Remahotep and arrived here from the central staircase after the gods of justice and nature had waged war on Remahotep and effectively wiped out the religion on the surface.

They did not forget their god, but worshipped him in secret, living in constant fear that if discovered before Remahotep was ready, they would be destroyed. Therefore, shortly after arriving in Felk Mor, they found a tunnel that led to a deep underground complex. Roughly 300 years ago, they had excavated most of the natural caves into an engineered temple, enslaving many of the creatures who lived in the complex. However, the work was hard, and the morlocks did not breed, so their numbers quickly diminished. Once this happened, the natural inhabitants of the cave complex rebelled against their slave lords and drove them out.

Since then, the morlocks sealed off the temple in Felk Mor and have resided there, not daring to venture into the temple complex again. That is, until Markis recently arrived.

Generations of being exposed to the demonic aberrations of Remahotep and living in the fungal world of Felk Mor has changed them permanently. Morlocks now have very pale gray skin, and are thick and squat, standing no more than five feet in height. Large bulbous eyes, large mouths, tiny nose and ears, and sloped foreheads make them look very primitive, but they are in fact very intelligent.

There are currently only thirty or so morlocks left in Esreal Alafa, members of the original clan that have kept themselves alive through demonic ritual. They are secretive, keeping to the shadows and not revealing themselves to anyone who happens near. None of the other clans come near Esreal Alafa due to a high superstition of it being haunted and cursed. They are not incorrect.

However, while the intruders are obviously not a member of the other clans, the morlocks will be highly curious to know their business, and see if there is any advantage they may have. They will initially spy on the party, but will then expose themselves as friendly allies. The reality is that they have been working with the recently arrived Mi-go to resuscitate their religion.

Esreal Alafa itself resembles a haunted ghost town. All of the buildings are in good shape as they are maintained, but no living creature is immediately seen. Twisted patterns and frescoes on the buildings give an alien impression of deep sea inspiration. The morlocks will hide and spy on anyone coming near, and if they don't want them there, will use their abilities to scare them away.

If for some reason the PCs ally themselves with the morlocks, or the morlocks otherwise have reason to help the PCs (either from legitimate or nefarious purposes), the PCs will find that the morlocks are excellent alchemists, and many different types of potions and salves are available for purchase and/or trade.

Rockhand:

Rockhand was established three hundred years ago by a group of deep gnome nomads who broke through the collapsed tunnel at 74. They found the area suitable for establishing their clan, and quickly built an alliance with the dwarves. There are approximately 250 gnomes living in Rockhand, split pretty evenly between males and females. Of these, roughly 120 are able to fight if need be.

The buildings of Rockhand are made from clay walls with wood and straw roofs. They appear as crudely made, despite the fact that the gnomes are skilled mechanical engineers. The smell of oil and the sound of metal ringing is apparent as soon as anyone comes near the settlement.

Currently the gnomes of Rockhand will be fairly neutral towards the PCs, although they will mention concern about the number of surface dwellers who have found their way down into Felk Mor. They won't initially talk to the PCs about this, but the council is extremely concerned that their home may soon be invaded by outside armies. One of the most popular plans among the council members is to permanently collapse the tunnel leading to the clan.

If questioned about other surface dwellers who have come through, the gnomes will admit that there was a human man missing a hand with more than a dozen heavily cloaked other humanoids who made their way through Rockhand as quickly as possible, wanting nothing to do with the gnomes. They will say that the human man appeared as if he was in mental agony, but refused any and all help, and was quick to anger.

The gnomes of Rockhand are skilled engineers and arcanists. Allies with the gnomes will find availability for arcane magical training, as well as access to purchase, sell, or trade numerous minor magical items and scrolls. The gnomes have also gone to great efforts to map out Felk Mor, and for the right price or bribe, could provide a map to the key areas of Felk Mor, including information to the stairway in encounter 78.



Ssraal Mak:

The lizardfolk of the Ssraal Mak clan have only resided here the past 100 years or so. However, with the short lifespans of the creatures (20-30 years), that constitutes many generations.

Originally they arrived via the water duct north of the lake at encounter 87. Their original home was across a vast subterranean ocean hundreds of miles away. However, that aquifer began to collapse on itself, and those who could, fled while the cavern collapsed, burying the huge city that used to be their home. Rumors still persist of vast treasure that is buried underneath all of that rubble.

Being fond of water, they have made their clan location here, and try to remain neutral with all of the other clans. However, their natural attunement to nature has given them ample warning that there is something inherently wrong with the morlocks, and they do not trust them at all.

While they may seem initially monstrous towards the more civilized PCs, they are not evil. They value nature and balance above all, and if the PCs respect that, they will have the respect of the lizard folk.

Allies of the lizard folk will find that they are extremely skilled druids and herbalists. Access to druidic magic and various potions is easily attainable. They prefer to wear natural armors and use natural weapons as opposed to ones forged of metal.

Roughly 200 lizardfolk reside here now. Most buildings are constructed of magically manipulated stone in a very organized layout. This is done because ducts and aquifers lead from the lake to each building in the clan, providing a constant water source to each resident. It also makes the ground constantly wet, and carpets of moss grow everywhere.

The lizardfolk of Ssraal Mak do not have guards at the entrance to their clan like the others, but rely on the various animals and plants in the area to alert them of any approaching potential threat, allowing them to prepare.

It is for this reason that when the party gets within a few hundred feet of the clan, they will be met by a delegation of a half dozen lizardfolk to inquire as to their business. This delegation will consist of four warriors and two druids, as well as two giant lizards. Details of the delegation are described in Encounter 108a.

Ukmalesh:

The orcs of Ukmalesh are not your normal breed of orc. A few hundred years ago, their relatively peaceful tribe (by orc standards) was driven out of their homeland by a band of gnolls. After wandering the mountains, losing much of their tribe, a lone scout stumbled upon a fissure in the rock that led to a natural stairway deep underground. This stairway eventually led them to encounter 78. At the time, only the dwarves of Alak 'moor were in Felk Mor. The orc tribe swore peace with the dwarves in exchange for the right to establish their clan here. They still tell stories about their homeland, and how it is their right to return one day.

Many generations later, the orcs still remain. They are not at war with the dwarves, but tension is high. Over these past few hundred years, the orcs have slightly changed in appearance. Their skin has become a pale gray, and their light sensitivity has increased, effectively giving them the same darkvision as goblins. These orcs, while tribal and valuing strength, are not as inherently evil as their surface cousins. They do fight tooth and nail against enemies like normal orcs, but they won't start a battle just for the sake of starting it.

The Ukmalesh orcs are excellent warriors and scoundrels, and any ally (or for the right price) will find accessibility to train in the path of the warrior and rogue. They highly covet well-made weapons and armor.

The orcs of Ukmalesh are also the first clan to domesticate the belgolouth for their own purposes, and use the creatures both as livestock and as mounts. At any given time, a half dozen mounted orc warriors will be patrolling the clan area.

There are roughly 200 orcs in the clan, and all the buildings seem to have been made with whatever scavenged material could be found. Racks of drying meat and animal skins are a frequent sight in the clan.

If for any reason the party allies themselves with the orcs, they will eventually hear about their desire to reclaim their homeland. If the PCs agree to do so (an adventure for another time), the orcs will pledge their loyalty as long as the characters act with honor. The orcs will even offer to provide the players with whatever food, weapons, and materials they can spare, as well as having a few volunteers to accompany the party if the players so choose.



Numbered Encounters

74: The Way In

Key Features: Tunnel exit. Light sconces.

Monster: n/a

Reward: n/a

Descriptive:

Finally the tunnel begins to level out and widen—it becomes roughly 50ft wide at this point. From down the tunnel, the party sees a faint blue light. As they progress, they see that this light comes from sconces mounted on the wall spaced roughly 25 meters apart.

GM Info:

For the final few hundred meters of the tunnel, it levels out and becomes roughly 50ft wide. When the PCs reach the final bend that turns westward, they will see the tunnel is illuminated at every 25 meters from a lamp on the walls, and the tunnel will expand to over twenty feet wide. Examination of these lamps will reveal they are full of the glowing fungus that is found in Felk Mor.

Roughly 100 meters from the entrance to Rockhand, the gnomes have covered the tunnel floor with a powder that will pop loudly whenever stepped on by any creature heavier than 25 pounds. This powder can best be described like pop-its that you may have purchased during the Fourth of July holiday. It is harmless, but does make a loud snapping sound. A strip 10 feet wide of this powder is placed every 20 meters.

The purpose of this powder is to alert the two gnome guards located at the tunnel entrance of any intruder who is arriving, and once alerted, one gnome will leave to warn the mayor while the other questions the party. If the intruders seem hostile, the gnome will pull a lever on the wall which releases a compressed air system that will sound a loud horn. If the horn is heard, 8 gnome guards will arrive within 1d4+1 rounds from a post just outside of the tunnel. These will be detailed in encounter 88.

75: The Slope

Key Features: Giant slope

Monster: Gnome guards, automaton

Reward: 520 XP

GM Info:

Rockhand sits up on a large flat area, with the north end that exits into Felk Mor dropping in a 20% grade for over 500 meters. That is, the Mushroom Fields in 76 are about 100 meters lower in elevation than Rockhand. This grade isn't a steady grade, but alternates between a 5% and 40% drop randomly. Several large, and hundreds of smaller boulders litter the slope, and a well-worn trail leads from Rockhand to the Mushroom Fields.

At any given time, a guard patrol of four gnomes roams the first step of the slope (100-300m away from Rockhand). With them will be two scout automatons.

Scout Automaton, 2ea (CR 1, XP 200)

S: -2, D: +2, C: -2, I: 0, W: 0, Ch: 0

AC: 12, HP: 12, 14, Init: +2, Speed: 40ft

Attacks: 1 stinger (+5, 1d8 Dmg, plus DC 11

Con save or paralysis poison)

Gnome guards, 4ea (CR 1, XP: 100)

S: -1, D: +1, C: 0, I: +2, W: +1, Ch: 0

AC: 14, HP: 13ea, Init: +1, Spd: 25ft

Attacks: 1 hand crossbow (+5, 1d6 Dmg

+ 2d6 poison damage if failed DC 10

Con save is made), or 1 short sword attack

(+5, 1d6+3 damage)

The gnome guards wear a specially hardened leather armor (base AC 13) and carry hand crossbows with 12 bolts and short swords.

76: Mushroom Fields

Key Features: Mushroom fields

Monster: Myconids, mushropods

Reward: varies

Descriptive:

The rocky floor of Felk Mor turns to a rich loose soil in this area, and just ahead of the party is a huge forest of mushrooms. Carpets of smaller mushrooms cover the ground almost like grass, while larger mushrooms reach up over twenty in height and take on the role of trees. The forest of fungi is thick, and PCs cannot see very far into it, but their initial impression is that the forest is very large indeed.

GM Info:

This large area is packed full of mushrooms, although “fields” is a less accurate term than “forest” would be, as the mushrooms here grow to over twenty feet tall and have stalks more than 10 feet wide. Of course many smaller varieties litter the area, but it’s these giants that are the most known.

In the center of these fields is a myconid colony of a dozen creatures. They are used to other races harvesting mushrooms as long as the fields are treated like a farm, and cultivated as one. I.e., they will not attack anyone unless there is mindless destruction of the fields. They will be aware of the party arriving as soon as they enter the fields.

In addition to the myconid colony, there are dozens of mushropods growing sporadically in the forest. They are positioned roughly every 150ft apart from each other, and look like standard giant mushrooms unless a DC 20 perception check is made (DC 15 if actively searching for something odd).

Any PC that wanders too closely will be subject to an attack by a mushropod unless in the company of myconids. The various clans that harvest the mushrooms are aware of the subtle signs of mushropods, and avoid them successfully.

The mushrooms themselves are edible, but will make the PCs ill if a DC 10 CON save is not made as the PCs haven’t had generations to adapt to the digestion of the mushrooms. This illness will manifest as severe stomach cramps that will result in a -1 penalty to attack rolls and a -2 penalty to constitution for a duration of 1d4 days. A month of eating the mushrooms will allow time to adapt, and after this period, no further illness will occur.

Myconid adult, 12ea (CR 1/2, XP: 100)

S: 0, D: 0, C: +1, I: 0, W: +1, Ch: -2

AC: 12, HP: 22ea, Init: +0, Spd: 20ft

Attacks: fist (+2, 4d4 Dmg), pacifying spores (3/day), rapport spores

Abilities: distress spores

Mushropod (CR 3, XP 700)

S: +4, D: 0, C: +1, I: -1, W: -2, Ch: -2

AC: 10, HP: 65ea, Init: +0, Spd: 5ft

Attacks: 8 tentacle (+4, 1d8+1 Dmg + grapple)

Abilities: camouflage, damage resistance

77: River of Oil

Key Features: River

Monster: n/a

Reward: low light vision

Descriptive:

This river ranges between five feet and fifteen feet in width, and moves very slowly, with the viscosity and appearance of a thick oil. Anyone nearing the river will notice an unnatural sheen on the surface, and while not toxic, the liquid is very oily, hence it’s name. The gnomes of Rockhand will visit here to retrieve the oil which they use in their mechanical experiments.

GM Info:

Despite its appearance, the river is actually healthy to drink and has no ill effects. In fact, anyone drinking of the water will gain darkvision up to 60 feet permanently.

The river is also not very deep, only between two feet and five feet at various parts. Close examination of the river will reveal giant salamanders that move slowly on the river bed. These creatures are bulky and grow to a few feet in length, but are harmless.

The river source is a spring at 78, and ends into the side of the cavern wall, where it eventually descends into the earth’s crust.

78: Path to the Surface

Key Features: Pool. Staircase

Monster: n/a

Reward: 2500 XP

Descriptive:

A large pool of oily liquid (the same as the previous encounter) resides in a large cavern set within the giant stone pillar that reaches to the roof of Felk Mor. This is the source of the River of Oil. On the far side of the pool is a naturally formed spiral stone staircase that leads upwards.

GM Info:

This staircase leads upwards in a tunnel for more than a kilometer, winding in many directions, before finally emerging on the surface (up to your discretion as to the exact location). This is the original pathway the orcs used to find their way here when they fled the gnolls. Once the PCs find this area, they can use it as a way to

return to the surface whenever they want. It will take one full day to make the trek, due to the hazardous conditions to climb or descend the staircase.

Discovery of this path will result in the award of 2500 XP to each party member.

79: Luminescent Forest

Key Features: Glowing forest

Monster: n/a

Reward: n/a

Descriptive:

A faint purple radiant light emits from each tree in this forest. The trees resemble deciduous trees, but instead of leaves, puffs of mushrooms and what appears to be hanging lichen emerge from each branch. Likewise, mounds of mushrooms and ferns also glow with the purple light.

GM Info:

This luminescence will remain even if the plant is cut until it decays naturally.

Additionally, many creatures make this forest their home. Most are alien versions of similar creatures you would find in any forest: insects, squirrels, rats, and even birds. All of which also glow in a faint luminescence. However, it is a forest, and more dangerous creatures also live here. They are the equivalent of giant spiders, ants, rats, and snakes, but have translucent glowing bodies like everything in the forest. The chance of encountering these is the same as any inhabited area in the wilderness.

80: Justicar

Key Features: Squalid cavern

Monster: Justicar

Reward: up to 5000 XP

GM Info:

At the very rear of this cavern is the home of the dwarven paladin, Justicar Ironmaul. Or rather, the fallen paladin. More than a decade ago, he was drawn here on a holy quest from Moradin to root out some great evil (Remahotep). However, he succumbed to the terrors and mind probing of the Mi-go, and lost his courage. He has been unable to live with himself, and has been hiding in shame here all this time, living off of what he

can find in the caverns.

Justicar still wears his chain mail armor, once polished but now rusty and worn. His clothing is in tatters. He carries only his war hammer. This is a **two-handed hammer+1**, but once he gains his abilities back, it becomes +2 vs. evil aligned creatures and inflicts an additional 1d8 radiant damage towards them.

If approached by PCs, he will not seem hostile, but will be very wary and skittish. He is still able to detect if any PC is evil, and if so, will run off to hide in the Luminescent Forest. If questioned, he will only say he was an explorer who failed and is now cursed to live here in penance. Any PC who makes a religious lore check at a DC 10 will recognize that he still wears the medallion of Moradin.

If questioned about this, he will not lie and will break down and tell his story (see Handout 9: Justicar’s story). He will have a strong sense of self loathing, and will only regain his honor by helping defeat the final evil here. If the PCs tell him of their quest and mention anything about cults or demons, he will ask to join for one last attempt at redemption. If not, he will remain here in hiding.

Because he is a fallen paladin, he does not have any of the paladin’s divine powers (spells, divine abilities, etc). He only has the martial combat training left to him. If the party accepts his help and completes the campaign, each party member will receive 5000 XP points as soon as all of Justicar’s abilities return, at a rate of 1000 XP per event.

The rate of this return depends on what is occurring in the adventure. Reference the key points below with what abilities he regains:

Event	Abilities Gained
Party discovers temple	Divine sense, lay on hands
Old King defeated (room 143)	Divine Smite
Evil altar or summoning circle destroyed	Spellcasting
Encounter 171 nothing stolen	Divine Health, Oath
Encounter 231 complete	All remaining abilities gained
Justicar Ironmaul (lvl 6 LG dwarven paladin)	

See **Appendix G** for Justicar's stats

81: Burrow Beast Battle

Key Features: Battle site

Monster: Burrow Beast

Reward: 1800 XP, ally with lizardfolk

Descriptive:

In the near distance the party suddenly hears the sounds of screeches and yells of anger and pain both, followed by a loud roar. As they approach the sound, they see a battle taking place near a rock formation. Several lizardfolk are engaged in combat with a giant beast standing over 7 feet high. It is a stout creature, covered in rocky hide with great clawed arms and a huge head with two giant pincers protruding from it. As the party views the scene before them, the beast clearly has the advantage and is tearing through the lizardfolk with ease.

GM Info:

There are four lizardfolk warriors remaining, desperately trying to fight off the beast. Six dead bodies already lie on the ground when the party stumbles upon the scene.



Lizard folk, 4ea (CR 1/2, XP: 100)

S: +1, D: +1, C: +2, I: -1, W: -1, Ch: 0

AC: 14, HP: 22, Init: +1, Speed: 30ft

Attacks: 2 weapon attacks (+5, 1d8+2 Dmg)

They carry shields, clubs, spears, swords, and 2d6gp each.

Burrow Beast (CR 5, XP: 1800)

S: +6, D: +1, C: +3, I: -2, W: -1, Ch: -2

AC: 17, HP: 78, Init: +1, Spd: 30ft

Attacks: two claw (+8, 1d10+5 dmg) and one mandible (+6, 2d12+5) attack

If the party assists the lizardfolk, they will be met with a positive reaction from the otherwise neutral creatures, and will be advised they will be welcome as allies among their people in Ssraal Mak.

82: Chasm

Key Features: Chasm

Monster: n/a

Reward: n/a

GM Info:

A great rift in the rock of the cavern is here, dropping straight down for over a kilometer. At its widest, the chasm is nearly 300m wide. Rumors of some great sleeping beast or demon living at the bottom persists among the orcs and lizardfolk, but nothing is confirmed.

83: Plains of Bone

Key Features: n/a

Monster: n/a

Reward: n/a

GM Info:

This flat area only has sparse fungal formations growing here and there, and gets its name from the many battles fought here long ago. During the early days when the other clans were arriving, several battles were fought here between the dwarves and orcs until a shaky peace was made. Both sides realized that they would both die out unless they stopped fighting. But the bones of those ancient warriors still litter the area.

84: Iria Forest

Key Features: Impenetrable forest

Monster: n/a

Reward: n/a

GM Info:

The Iria Forest is a near impenetrable mass of thick thorny vines. The “trees” are leafless and needleless, being an intertwining weave of branches that reach more than forty feet in the air.

The Iria trees grow very quickly, and provide an excellent source of both firewood and construction material due to the solid and dense nature of the wood.

Based on the nature of the forest, any travel through it is impossible for those who are not rangers or druids or otherwise with a similar ability to move through the forest.

Dozens of alien type creatures make the forest their home similar to a regular forest. For statistical purposes, you can use the same stats as a squirrel, bird, snake, or giant insect as they appear in the Monster Manual. The only difference is in appearance, where nearly every creature is a sickly gray color and has evolution adaptations for subterranean habitation.

85: Mushroom Fields

This encounter is exactly the same as encounter 76 above.

86: Secret Tunnel

A secret tunnel winds its way upwards for more than five kilometers before breaking the surface (your discretion as to where). Please reference encounter 107 for a more detailed description of what is found in this cavern.

87: Ssraal Lake

Key Features: Lake

Monster: n/a

Reward: n/a

GM Info:

This huge underground lake is where the Ssraal Mak clan first entered Felk Mor. The water is crystal clear, tricking the mind to think it's much shallower than it is. At its deepest, more than 100m deep, one can still see the bottom with an ample light source.

The lake is home to dozens of species of aquatic life, from small fish to large shark-like creatures. These creatures can move freely between the lake and the great subterranean ocean that is linked by the river.

At the far north end of the lake is said river. It is roughly 50m wide and the cavern ceiling is 20m to 40m high. The current from the lake that leads to the ocean is very slow, allowing a boat to easily be rowed in either direction.

88: Entrance to Rockhand

Key Features: Entrance to Rockhand

Monster: gnome guards

Reward: n/a

GM Info:

As mentioned in encounter 74 above, two gnome guards man this tunnel at all times. They both face the tunnel, and between the lights and the popping powder, they hope to be alerted by any creature or person making their way to Rockhand long before they get too close.

Any humanoid that comes from down the tunnel will be asked to halt 100ft away and questioned as to their intent. At any point if the gnomes feel threatened, one will make his way to encounter 94 to brief the mayor, while the other pulls a lever that sounds a loud air horn. This will alert 8 gnome guards from encounter 89 to come and assist. This horn can be heard in the entire settlement, and all gnomes will be prepared.

Gnome guards, 2ea (CR 1, XP: 100)

S: -1, D: +1, C: 0, I: +2, W: +1, Ch: 0

AC: 14, HP: 13ea, Init: +1, Spd: 25ft

Attacks: 1 hand crossbow (+5, 1d6 Dmg

+ 2d6 poison damage if failed DC 10

Con save is made), or 1 short sword attack

(+5, 1d6+3 damage)

The gnome guards wear a specially hardened leather armor (base AC 13) and carry hand crossbows with 12 bolts, as well as short swords.

89: Gnome Barracks

Key Features: Barracks

Monster: Gnome guards, automatons

Reward: n/a

GM Info:

This cluster of buildings house the official gnome militia. In total, there are 32 regular gnome guards, 6 automaton scout machines, 2 automaton operators, two sergeants, and the captain of the guard that reside here. At any given time only 2/3 of these gnomes will be here, as the others will be on duty or out doing other things. In the northernmost building is the operations center, where the two automaton operators and the captain work.

Scout Automaton, 6ea (CR 1, XP 100)

S: -2, D: +2, C: -2, I: 0, W: 0, Ch: 0

AC: 12, HP: 12, 14, Init: +2, Speed: 40ft

Attacks: 1 stinger (+5, 1d8 Dmg, plus DC 11

Con save or paralysis poison)

Gnome guards, 32ea (CR 1, XP: 100)

S: -1, D: +1, C: 0, I: +2, W: +1, Ch: 0

AC: 14, HP: 13ea, Init: +1, Spd: 25ft

Attacks: 1 hand crossbow (+5, 1d6 Dmg
+ 2d6 poison damage if failed DC 10

Con save is made), or 1 short sword attack
(+5, 1d6+3 damage)

Gnome automaton operators, 2ea (CR 1, XP: 100)

S: -2, D: +1, C: 0, I: +3, W: +1, Ch: 0

AC: 12, HP: 15ea, Init: +1, Spd: 25ft

Attacks: 1 hand crossbow (+5, 1d6 Dmg
+ 2d6 poison damage if failed DC 10

Con save is made), or 1 short sword attack
(+5, 1d6+3 damage).

Special: These operators also have 2 random
wizard cantrips.

Gnome sergeants, 2ea (CR 2, XP: 200)

S: 0, D: +1, C: 0, I: +1, W: +1, Ch: 0

AC: 16, HP: 35ea, Init: +0, Speed: 25ft

Attacks: 1 hand crossbow (+6, 1d6+1 Dmg
+ 2d6 poison damage if failed DC 10

Con save is made), or 2 short sword attack
(+6, 1d6+5 damage).

Special: Each sergeant knows 2 wizard cantrips.

They are wearing chain mail armor and carry 50gp worth of various coins and jewelry.

Gnome captain (CR 3, XP: 700)

S: +1, D: +2, C: +1, I: +1, W: +1, Ch: 0

AC: 18, HP: 49, Init: +2, Speed: 25ft

Attacks: 2 javelin (+6, 1d6+5 Dmg) or 2 short
sword (+7, 1d6+7 Dmg) attacks

Special: the captain knows *acid splash* and *light*
cantrips, and can cast *cloud of daggers*
twice per day.

He is wearing plate armor, carries 6 javelins, and wields a gnomish **short sword +1**.

90: Compost area

Key Features: Compost pile

Monster: n/a

Reward: n/a

GM Info:

This area contains a huge pile of compost that is covered in various fungi. It is used for all types of waste from the settlement, from garbage to creature waste. The gnomes have poured an alchemical concoction over this that helps break down the more resilient material (bone, wood, etc) while at the same time acting as a fertilizer for the fungus. Once the waste becomes compost, the gnomes bring it to the mushroom fields to help fertilize the mushrooms there.

91: Carpenter

Key Features: Home

Monster: n/a

Reward: n/a

GM Info:

This area is home to the four gnome carpenters of the settlement. They are all brothers, and their families live here as well.

92: Market

Key Features: Market

Monster: n/a

Reward: n/a

GM Info:

This section of buildings is made up of homes and various shops. Most general goods can be purchased here, and there is even an inn (Tin Spider) mixed in with the shops, homes, and several taverns.

PCs who spend any amount of time in the Tin Spider or another busy tavern will hear one rumor a day from the table below automatically. If they ask around, they may find out more than just one a day.

Rumor Table:

- The council is talking about sealing up the tunnel for good (T)
- Small demons or devils are appearing in Felk Mor (T)
- The orcs are going to wage war on the dwarves (F)
- Tremors are increasing, and a cave-in is likely, so a new home must be found (F)
- A human was here a week ago (T) (If pressed, they will say they know nothing about him as he moved through quickly, but seemed to be suffering from a major headache)
- The dwarves are no longer trading iron, saying they need it in case the orcs attack (partially true)

93: Industrial Sector

Key Features: Industrial buildings

Monster: n/a

Reward: n/a

GM Info:

The smell of oil and sound of ringing metal is very prominent here, as this section of the clan contains the homes and shops of all of the engineers. Minor automatons, trinkets, and other delicate metal work can be bought here. These automatons are not functionally effective in combat, but are more like toys, clocks, etc.

94: Council

Key Features: Council building

Monster: n/a

Reward: n/a

GM Info:

This very large building is home to the mayor and the four council members. While the mayor Hittick

Bluerock (LN normal lvl 0 gnome) makes most day-to-day decisions for the clan, all major policy changes must have passed a majority vote from the council. The council members are:

- Illanrea Abbai (lvl 5 NG wizard)
- Atris McMore (lvl 7 LE wizard)
- Andris Obsidion (lvl 0 normal NG gnome)
- Kari Singingstone (lvl 3 LG sorcerer)

Atris is trying to convince the rest of the council to seal off the tunnel for good, and views all outsiders with contempt. However, despite his mean streak, the reasons for sealing off the tunnel are compelling, and Illanrea has offered her support.

The building itself is made up of more than a dozen rooms, including a large hall where the public can meet and deal with anything the clan needs.

In addition to the council members and the mayor, there are a dozen gnome guards and a half dozen servants that reside here at all times as well.

Gnome guards, 12ea (CR 1, XP: 100)

S: -1, D: +1, C: 0, I: +2, W: +1, Ch: 0

AC: 17, HP: 19ea, Init: +1, Spd: 25ft

Attacks: 1 hand crossbow (+5, 1d6 Dmg

+ 2d6 poison damage if failed DC 10

Con save is made), or 1 short sword attack

(+5, 1d6+3 damage)

They wear chain mail armor.

95: Arcanist Sector

Key Features: Arcane buildings

Monster: n/a

Reward: n/a

GM Info:

These collections of buildings are where the gnomes specializing in magic and alchemy both live and practice their wares. Unlike the industrial sector, where oil and metal assault the senses, here the smells vary from pungent to sweet to sickly. Flashes of lights and popping sounds of many cantrips being cast in experiments are common. Most buildings have various plant and animal bits hanging from hooks and racks. Shelves containing bottles of odd powders and liquid are seen through doorways and windows.

PCs in this area will find that most common, uncommon, and even rare potions may be available for purchase,

as well as a few minor magical items. There will also be wizard spell scrolls for sale up to level 4 (see *Spell Scroll* section of the Appendix). Shops are willing to trade or purchase items off of PCs as well, for the right profit margin. This is also the area where any and all research is done, the place to go if PCs want to know more about what mysteries Felk Mor holds. However, nothing is for free; the gnomes may require favors...

There are a dozen gnomes here that are 4th level mages of varying specialties, three that are 7th level, and the unofficial leader is Mokk, a 12th level enchanter. Mokk is willing to help train PCs if they are willing to assist him (this typically involves retrieving rare materials such as troll blood, or unholy magical demonic implements for him to study).

Mokk (NG wizard 12. CR: 7, XP: 2900)

Str: 9 (-1), Int: 18 (+4), Wis: 15 (+2),

Dex: 12 (+1), Con: 11 (+0)

AC: 15 (bracers AC 13, ring of protection)

HP: 38, Init: +1, Speed: 25ft

Attacks: spells (+8 TH, Save DC: 16)

Spells: 4/3/3/3/2/1

Mokk has dozens of different potions and scrolls available to him in his home. In addition to these, his favorite magical items he typically always carries are his vibrant **purple ioun stone**, **wand of binding** (7 charges), and a **staff of charming**.

96: Farming Sector

Key Features: Cluster of buildings

Monster: n/a

Reward: n/a

GM Info:

This cluster of buildings is home to the gnomes who are responsible for farming the mushroom fields and processing the food for the rest of the clan.

97: Gates to Alak' Moor

Key Features: Guard post

Monster: Dwarves

Reward: n/a

Trap: Hidden trench

GM Info:

Eight dwarven guards man this post, halting anyone before they come within 100ft of the large stalagmite. They will inquire on the PC's business in Alak' Moor and ensure that they are no threat. If the PCs try to force or otherwise move forward without approval, the dwarves will pull a lever in the stalagmite which is linked to a pit trap that spans the south tip of the cavern wall to the north tip. A 20ft wide trench has been dug 50ft deep along this length, and when the lever is pulled, the ground will collapse directly over the trench.

Dwarven guards, 8ea (CR 1/4, XP: 50)

S: +2, D: 0, C: +2, I: 0, W: 0, Ch: 0

AC: 18, HP: 22ea, Init: +0, Speed: 25ft

Attacks: 1 hammer (+4, 1d8+2 Dmg) or 1 crossbow (+2, 1d8+1 Dmg) attack

Each dwarf wears chain mail armor and carries a shield, as well as 2d12gp.

98: Watch Towers

Key Features: Watch towers

Monster: Dwarven guards

Reward: n/a

GM Info:

A series of five forty-foot tall watch towers with a ten foot tall stone wall separates Alak' Moor from the rest of Felk Mor. These were established fifty years ago when the risk of war with the orcs increased. Currently eight dwarven guards man each tower. Each section of the stone wall has a ten foot wide section that will recede into the ground when the proper control levers are pulled in the towers. In addition, each tower has a horn that can be blown to alert the rest of Alak' Moor of danger.

Dwarven guards, 8ea (CR 1/4, XP: 50)

S: +2, D: 0, C: +2, I: 0, W: 0, Ch: 0

AC: 18, HP: 22ea, Init: +0, Speed: 25ft

Attacks: 1 hammer (+4, 1d8+2 Dmg) or 1 crossbow (+2, 1d8+1 Dmg) attack

Each dwarf wears chain mail armor and carries a shield, as well as 2d12gp.

99: Great Hall

Key Feature: Great Hall

Monster: Irina, guards

Reward: n/a

GM Info:

This large square building, with three circular towers, is the public meeting place for the residents of Alak' Moor. A great hall runs down the center, leading to a raised dais and great stone throne.

During the day Irina Helmsplitter (descendant of the original Helmsplitter) rules here and hears any public complaints or deals with policy matters. She is flanked by a dozen dwarven elite guard in the hall at all times. She will only see people by appointment only, which can be made with the clerk on duty at the entrance to this building.

Dwarven guards, 12ea (CR 1, XP: 200)

S: +3, D: 0, C: +3, I: 0, W: +1, Ch: 0

AC: 20, HP: 30ea, Init: +0, Speed: 25ft

Attacks: 1 hammer (+6, 1d8+4 Dmg)

Special: 3rd level fighters

They are wearing plate armor and carry shields.

Irina Helmsplitter (CG dwarven 7th level fighter)

S: +2, D: 0, C: +2, I: +1, W: +1, Ch: +2

AC: 19 (plate mail +1)

HP: 58, Init: +0, Speed: 25ft

Attacks: 4 battle axe (+6, 1d8+4 Dmg) attacks

Special: champion fighter

100: Great Stalagmite

Key Features: Great temple

Monster: n/a

Reward: n/a

GM Info:

This huge rock formation reaches all the way to the roof of the cavern, touching an equally sized stalactite reaching down to it. This stalagmite is so large, that over a dozen rooms have been carved within it, and it is used as a great temple to the dwarven gods. All dwarves here view this formation as supernatural, and will not allow any non-dwarf from entering.

101: Helmsplitter Compound

Key Features: Compound

Monster: n/a

Reward: n/a

GM Info:

This walled off compound is home to the Helmsplitter family. Currently the most direct descendant, Irina, rules the clan. If something were to happen to her, her cousin Tamak would take over (5th level fighter). Next in line is Garrus (4th level paladin), and then finally Sheria (5th level cleric). They all live here along with a half dozen servants and a dozen guards.

102: Quarry

This area is the most active quarry in the clan. Iron ore is still rich here, and this area is constantly alive with the sound of mining, 24/7.

103: Slums

Key Features: Dilapidated homes

Monster: n/a

Reward: n/a

GM Info:

This area was once a quarry, but when the ore ran out, it has become the area where the lowest caste dwarves have made their homes. Rumors abound here, and PCs inquiring will find out that a human man was seen making his way north towards Esreal Alafa followed by a dozen heavily robed humanoids. They will also hear about the general tension between the orcs and dwarves; most dwarves here are very fearful of being attacked.

104: Forges

Key Features: Forges

Monster: n/a

Reward: n/a

GM Info:

Almost louder than the mines, this area is where the forges are located. The sound of ringing metal and waves of heat alert anyone coming near of what to expect. The dwarves here do not directly deal with PCs, but metal worked items can be purchased in the market district just south of encounter 101.

105: Shaman

Key Features: Shaman's home

Monster: Ul'thagul

Reward: n/a

GM Info:

The Ukmalesh clan shaman Ul'thagul resides in this large building. He is highly revered, as the orcs are very superstitious, and has with him at all times two assistants (level 2 druids). He himself is a druid, specializing in subterranean environments.

Ul'thagul (Neutral Druid 8, CR: 5, XP 1800)

S: +1, D: 0, C: +2, I: 0, W: +2, Ch: 0

AC: 15 (hide armor), HP: 49

Init: +1, Speed: 30ft

Attacks: 1 quarterstaff (+4, 1d8+1 Dmg)

Spells: 4/3/3/2, Save DC: 15

Inside his hut are several common and uncommon potions and various herbs. He is very preoccupied with the living vines in encounter 107, as they are alien to him and not part of the natural world.

106: Chief Olumuk

Key Features: Large building

Monster: Orc chief Olumuk

Reward: n/a

GM Info:

This huge wooden building is home to the clan chief, Olumuk Yellownail. He sleeps with his small harem at the far end of a great hall, with no fewer than six elite orc guards with him at all time. He is the only ruler of the clan, and all other orcs follow his lead. He is neither good nor evil, but is quick to punish anyone who does not follow the rules of the clan.

Elite orc guards (CR 2, XP: 450)

S: +2, D: 0, C: +2, I: 0, W: 0, Ch: 0

AC: 16, HP: 42, Init: +0, Speed: 30ft

Attacks: 2 greataxe (+5, 1d12+3 Dmg) attacks

Special: relentless

Wearing chain mail armor

Olumuk (LN Barbarian 9, CR 5, XP: 1800)

Str: 18 (+4), Int: 10 (+0), Wis: 9 (-1),

Dex: 16 (+3), Con: 16 (+3)

AC: 16 (thick hide), HP: 88, Init: +3, Speed: 40ft

Attacks: 2 greataxe (+8, 1d12+5 Dmg) attacks

He does not wear armor, but attacks with a **greataxe+1**.

107: Sentient Vines

Key Features: Large cavern, exit to surface

Monster: Sentient vine

Reward: 1700 XP, coins, gems, wand, dragon leather

GM Info:

The orcs avoid this area at all costs, as they believe this cavern to be cursed. It's too late for them to move their clan, so they just barricaded the entrance with whatever debris they could find, and avoid the area.

Living in this cavern is an ancient sentient creature. It looks like a mass of vines, like any other plant, albeit twisted in an alien and malevolent manner.

As soon as any creature enters the cavern, the vine mass will begin to weave in a hypnotic pattern. Creatures within sight of the vines must make a DC 12 wisdom save or be hypnotized, and will slowly (10ft per round) make their way towards the vines. A new check can be made every round.

Please reference Handout 10 to see how far the vines can reach as referenced by the circle. Once a PC enters



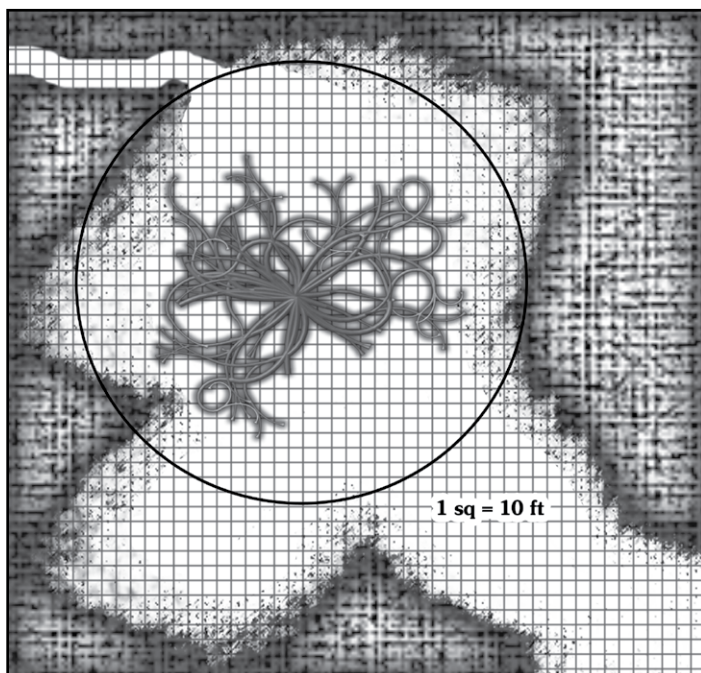
this area, the vines will automatically wrap around them if they are hypnotized (no attack roll needed), or will attack (+5 to hit). Up to two vines can attack each target; there are a total of a dozen vines that can be used in total.

At the rear of the chamber is a tunnel that will lead all the way back to the surface (location at your discretion). Additionally, if the slain sentient vine is searched near its root ball, the following items can be retrieved from previous victims:

- 283gp
- 453sp
- 3822cp
- 123ep
- 77pp
- 5 opals worth 50gp each
- Silver and gold necklace worth 200gp
- **Wand of cure wounds (8 charges)**
- **Dragon leather+1** (AC 14, acid resistance)

Sentient Vine (CR 5, XP 1700)

S: +2, D: +0, C: +2, I: 0, W: 0, Ch: 0
 Armor Class 14 (10 core root ball)
 Hit Points: 20 (vine), 100 (core root ball)
 Init: +0, Speed: n/a
 Attacks: up to 12 vine attacks (+5 to hit)



108a: Ssraal Mak Delegation

Key Features: Path to Ssraal Mak

Monster: Lizardfolk, giant lizards

Reward: 900 XP

GM Info:

As mentioned above, when the PCs get within a few hundred feet of the clan, they will be met by a lizardfolk delegation. This delegation consists of four warriors, two druids, and two giant lizards. The delegation will not attack, but will inquire as to the party's intentions.

Giant lizards, 2ea (CR 1/4, XP: 50)

S: +2, D: +1, C: +1, I: -4, W: 0, Ch: -3
 AC: 12, HP: 20ea, Init: +1, Speed: 30ft
 Attacks: bite (+4, 1d8+2 Dmg)

Lizardfolk warriors, 4ea (CR 1/2, XP: 100)

S: +2, D: 0, C: +1, I: -2, W: +1, Ch: -2
 AC: 15, HP: 22ea, Init: +0, Speed: 30ft
 Attacks: one bite (+4, 1d6+2) and one spear (+4, 1d6+2)

Lizardfolk druids, 2ea (CR 1: XP: 200)

AC: 12, HP: 23ea, Init: +0, Speed: 30ft
 Attacks: two spear attack (+3, 1d8+2 Dmg)
 Spells: 4/2, Save DC: 10
 Special: wild shape
 Armed with spears

If for some reason battle starts, the entire clan will be alerted in short order, which will obviously lead to dozens of lizardfolk warriors and druids fighting back the threat.

108b: Gardens

Key Features: Gardens

Monsters: n/a

Reward: n/a

GM Info:

This sector of the village is where the lizardfolk have their aquaponics garden. Each building contains stone basins of water that are funneled to beds of moss, which then filter to large basins filled with fish. The lizardfolk tend the plants, which give nourishment to the fish, which they in turn harvest for their own food.

By establishing an aquaponic system, the clan does not drain the lake of its resources.

109: Council

Key Features: Council building

Monster: n/a

Reward: n/a

Descriptive:

The large building in the center of this square is home to the lizardfolk council. The building itself is covered in wet moss and carved frescoes of various scenes in lizardfolk daily life, including their journey from their homeland to here, and the collapse of the rubble over their city.

Inside the building are many pools of water and moss grows everywhere. In a lush pool of water in the very center of the building is a raised dais with five giant water lilies around it. The council members sit on these lily pads when they are in session.

GM Info:

Each of the five council members are 7th level druids, specializing in aquatic ecosystems. They make all decisions for the clan, and keep records of the clan history. They are concerned about tensions between the clans, but their biggest worry is the sudden appearance of mane demons in Felk Mor. They believe something is terribly wrong, and will encourage the characters to investigate.

110: The Lake

Key Features: Lake

Monster: n/a

Reward: up to 1000 XP

GM Info:

The two large buildings here are the pump stations that pump water from a magical underground spring to the duct and aquifer system in the rest of the village. The master of the pump station is an old lizardfolk male (by lizardfolk standards anyway), who loves to tell stories about the greatness of the original city. Even though he himself has never seen it, years of telling the same stories has him convinced he has.

If the PCs investigate the northernmost building, and the cavern wall just north of it, they will see something

that looks like a water channel leading upwards. This is from a magical spring that flows upwards from the lake. The lizardfolk used to just take the water from the lake directly, but now have diverted the spring to their pump stations, using the magical quality of defying gravity to make the aquifers function.

This spring is actually the source of the well for the keep area, and the lizardfolk diverting it is the reason why that spring has now suddenly gone dry. The lizardfolk are willing to go back to a manual process from the lake and let the stream go back to the way it was, if the PCs are able to find out why the demons have appeared and have taken steps to eradicate that threat.

If the party is able to restore the spring to the surface world, each PC will be awarded 1000 XP.

111: Temple Hatchery

Key Features: Hatchery

Monster: Priest

Reward: n/a

GM Info:

This large building doubles as a temple for the lizardfolk, and as a hatchery for their eggs as well as the eggs of the giant lizards they keep as cherished pets. The lizardfolk here are highly religious and believe that indoctrination of religion must begin before the lizardfolk have hatched, in order to protect them from harm. A 9th level cleric oversees all aspects of religious ceremony and nurturing of the hatchlings.

Lizardfolk priest (Neutral Cleric 9, CR 6, XP 2300)

Str: 10 (+0) Dex: 12 (+1) Con: 12 (+1)

Int: 12 (+1) Wis: 16 (+3) Cha: 8 (-1)

AC: 17, HP: 42, Init: +1, Speed: 30ft

Attacks: Spells (+6, Save DC: 14)

Spells: 4/3/3/3/1

He wears ceremonial mail armor

112: Market

Key Features: Market

Monster: n/a

Reward: n/a

GM Info:

This large building in the center of all the others acts as both a research facility and as the market. Most general goods can be purchased from various stalls here, and most of the building is devoted towards alchemy. One of the outbuildings is actually designed to be used as an inn for any visitors that may not like to live in a hot, humid, aquatic bed.

113: Barracks

Key Features: Barracks

Monster: Giant lizards, lizardfolk

Reward: varies

GM Info:

This larger building is the barracks for the lizardfolk warriors. There are two dozen armed guards here at any given time, along with a captain. The buildings next to the barracks are pens to house and raise giant lizards, of which there are at least a half dozen, depending on if any are out on patrol or not.

Giant lizards, 6ea (CR 1/4, XP: 50)

S: +2, D: +1, C: +1, I: -4, W: 0, Ch: -3
AC: 12, HP: 20ea, Init: +1, Speed: 30ft
Attacks: bite (+4, 1d8+2 Dmg)

Lizardfolk warriors, 24ea (CR 1/2, XP: 100)

S: +2, D: 0, C: +1, I: -2, W: +1, Ch: -2
AC: 15, HP: 22ea, Init: +0, Speed: 30ft
Attacks: one bite (+4, 1d6+2) and one spear (+4, 1d6+2)

Lizardfolk captain (CR 3, XP: 700)

S: +2, D: +2, C: +2, I: +1, W: 0, Ch: +1
AC: 16, HP: 45, Init: +2, Speed: 30ft
Attacks: two trident attacks (+5, 1d8+3 Dmg) and one bite (+5, 1d6+3)

114: Observation Post

Key Features: Hidden observation post

Monster: Morlocks

Reward: 600 XP

GM Info:

Occupying this building are two morlocks, ensuring that no unwanted guests enter the clan area. Normally they will use their minor magic spells to scare off any

intruder, but if the party arrives, they will remain hidden and gather information. They will then send word to the High Priest of the situation.

When the party gets near the museum (encounter 116), they will be met by a half dozen morlocks, all smiling and welcoming. See encounter 116 for greater detail on this encounter.

Morlocks, 6ea (CF 1/2, XP: 100)

S: 0, D: 0, C: +1, I: +2, W: +2, Ch: 0
AC: 12, HP: 13, Init: +0, Speed: 30ft
Attacks: 1 dagger (+3, 1d4+1 Dmg)
Spell Attack-- +3 to hit. Save DC: 11
Spells per level: 3/2 (uses cleric spell list)

Typical Memorized spells (each):

Cantrips: thaumaturgy, sacred flame

1st: inflict wounds, cause fear

2nd: silence

115: Inn

Key Feature: Large building

Monster: Morlocks

Reward: 1200 XP

Descriptive:

This large stone building is two stories high. On the first floor is an open greeting room. Frescoes and tapestries along the walls depict scenes of underwater battles of lobster men, some riding giant crabs and lobsters, defeating throngs of mermen. Another scene shows a giant lobster man standing over 100 feet tall wrecking havoc on a human coastal village. Other scenes depict dark kelp underwater forests.

On the second floor are a series of eight rooms, four on each side of a central hallway. Each room is sparsely furnished, but includes a bed, desk, and bucket. None of the rooms are occupied, and investigation will reveal that none of them seem to have been used for years.

GM Info:

If the third room on the right is searched (room #5), scrawled on the floor under the bed is the word, "Beware!" in common.

Unless the PCs have snuck their way into the inn, most likely they will have been met by the morlock welcoming group first, and the morlocks will guide the PCs to this building as a place to rest. They will offer to bring food and water to the PCs while the party rests, and will

appear to be benevolent the entire time. During the first “night” of rest, the morlocks will be in 116 engaged in a secret meeting while two morlocks keep watch on the inn. Eventually the morlocks will attempt to capture the PCs after midnight. They will attempt to be stealthy, and will utilize their silence and hold person spells to assist with this task.

A dozen morlocks will be in the initial group to attempt to capture the party.

Morlocks, 12ea (CF 1/2, XP: 100)

S: 0, D: 0, C: +1, I: +2, W: +2, Ch: 0
 AC: 12, HP: 13, Init: +0, Speed: 30ft
 Attacks: 1 dagger (+3, 1d4+1 Dmg)
 Spell Attack-- +3 to hit. Save DC: 11
 Spells per level: 3/2 (uses cleric spell list)

Typical Memorized spells (each):

Cantrips: thaumaturgy, sacred flame
 1st: inflict wounds, cause fear
 2nd: silence, hold person

If a battle ensues and the morlocks are defeated, the remaining morlocks in the clan will go into hiding. They know the clan area intimately, and the PCs will be unable to find them easily.

Capture!

All damage from the morlocks is considered subdual damage. Once a PC reaches 0 hp, they will fall unconscious. If the PCs are all captured, they will be stripped and held in the Skull Building (encounter 117).

The next day, the high priest along with two Mi-go will use their telepathy and magic to try to break down the PCs. Every day, the PCs must make a DC 15 wisdom save or lose 2 points of wisdom. Once wisdom has been reduced to 0 or less, the PC will become permanently mad, and fall under the control of the GM as an NPC. Once mad, they will believe themselves the “honored of Remahotep”, and willingly allow themselves to be sacrificed.

Freed PCs will need to make a DC 10 wisdom save each long rest in order to regain 1 lost wisdom point.

116: New Temple

Key Feature: Temple

Monster: Morlocks, high priest

Reward: 1750 XP + up to 1000 XP, jewelry

GM Info:

When the players get near this building on their initial visit to Esreal Alafa, a group of morlocks, having been alerted by the ones in 114, will exit the building and approach the party in a sign of friendship. The six morlocks will be dressed in greenish robes and be decorated with various seashells.

The leader of the morlocks, the High Priest, will extend a welcome to the party and ask more about them. Who they are, why are they here, etc. He will be very polite but will steer the conversation back to answering those questions and avoid answering all others. Eventually he will try to get them to the inn where they can rest after a “tough journey through Felk Mor”. He will be very hospitable, but will try to avoid allowing the PCs to go anywhere other than the inn.

Descriptive:

The building itself is nearly two stories high of sculpted stone, but only one large chamber is inside, similar to a church hall. The outside of the building has carved reliefs of scenes depicting aquatic scenes of battle, between lobster men and mermen.

Inside the temple is a large open hall, with tapestries depicting horrendous scenes of lobster men murdering and raping settlements of mermen under the sea, and humans in coastal communities. Other tapestries depict various demon summoning rituals, with a common theme of the high priests wearing what appears to be a lobster mask, or having a lobster head entirely.

GM Info:

If searched, various religious implements made from rare mother of pearl have value. A total of 2500gp value of jewelry and religious ceremonial items can be collected from the temple. These includes necklaces, rings, ceremonial knives, and platters.

Any good aligned PC who blesses this area to take away the taint of evil will be awarded 1000 XP. All other PCs who assist will be awarded 500 XP.

Morlocks, 6ea (CF 1/2, XP: 100)

S: 0, D: 0, C: +1, I: +2, W: +2, Ch: 0
 AC: 12, HP: 13, Init: +0, Speed: 30ft
 Attacks: 1 dagger (+3, 1d4+1 Dmg)
 Spell Attack-- +3 to hit. Save DC: 11
 Spells per level: 3/2 (uses cleric spell list)

Typical Memorized spells (each):

Cantrips: thaumaturgy, sacred flame

1st: inflict wounds, cause fear

2nd: silence

High Priest (CR4, XP 1150)

S: 0, D: +1, C: 0, I: +2, W: +4, Ch: +1

AC: 14, HP: 39, Init: +1, Speed: 30ft

Attacks: 1 dagger (+4, 1d4+2) attack or spell

Spell Attack: +6 to hit. Save DC: 14

Spells per level: 4/3/3/1

Wears bracers of defense AC13

Prepared Spells

Cantrips: light, thaumaturgy

1st: inflict wounds, sanctuary, command

2nd: silence, hold person

3rd: dispel magic, mass healing word

4th: guardian of faith

117: Skull Building

Key Features: Aura of fear, shackles

Monster: n/a

Reward: 1000 XP

Descriptive:

This horrific building has had the stone molded to resemble that of an elongated humanoid skull more than a hundred feet tall and fifty feet wide. Various chimes of humanoid and animal bones decorate the outside of the building, almost looking like hair from a distance. Feelers sprout from mouth area and reach out to the ground twenty feet away. The gaping maw shelters a door that leads inside. An overwhelming wave of evil washes over the party as they near.

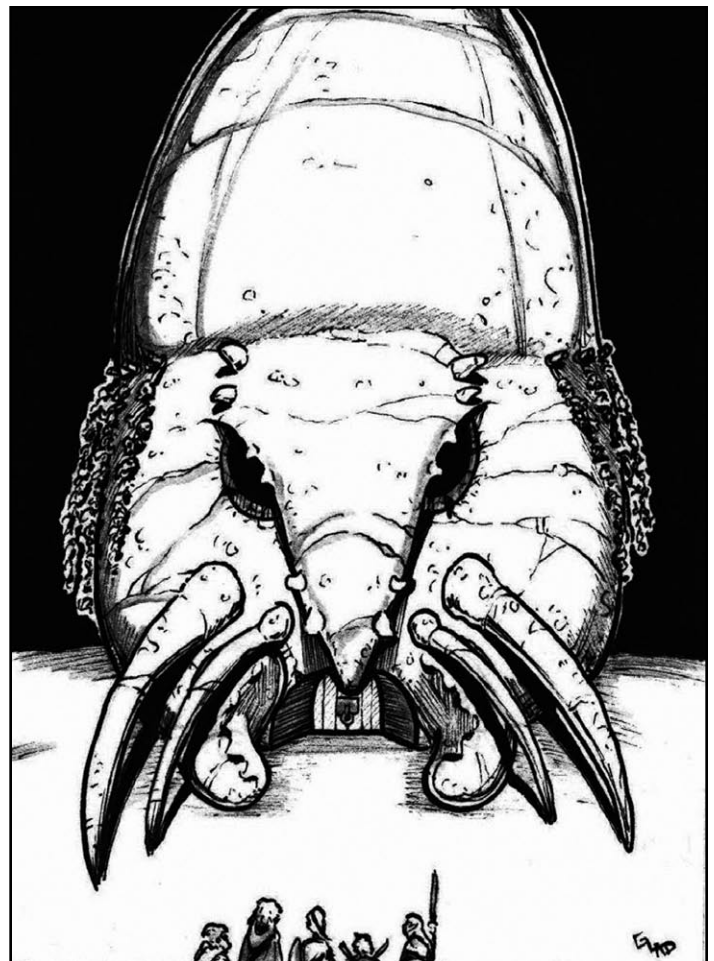
GM Info:

This building was actually constructed to scare away any intruders. Entrance into the building will seem like you are inside a giant skull. Manacles are chained to the "walls" all round the large room. However, the main door is locked (DC20 lock) and the high priest is the only one with the key. The only way to peer inside the building without opening the doors is to climb the building to where the eye sockets are and look inside. Each eye socket is 2ft in diameter, so entry may be made if the PC is small enough.

Chained (DC 12 locks) inside this room are three individuals: a human male, high elf female (or any replacement PC or NPC of your choosing), and forest gnome male. All appear to have been tortured, and are barely alive. The human, Aruil, and the gnome, Izzlebit, have been driven mad by the efforts of the High Priest and Mi-go that are here. They no longer remember their names or past, and if healed, will shriek in terror with visions of horror before fleeing into Felk Mor. A Bless spell will calm them enough for one day, but they still remember nothing. Aruil was a 5th level cleric, and Izzlebit was a 4th level rogue. However, due to their madness and memory loss, they are now effectively 0 level NPCs.

This presents a challenge for the players as to what to do with them, and an opportunity for you to flesh out a side adventure. For example, decide what good aligned god Aruil worships, and if the PCs bring them back to a priest of this god, perhaps they can repair the madness. What happens from there is up to you.

The high elf female, Eloi, has managed to resist the torture better than her companions. If she is healed, she is still cognizant of her surroundings and retains her memory.



She and her companions were sent on a mission dictated by Aruil's god to find and cleanse a "great evil". They made their way here from the spiral stair passage in the center of Felk Mor. Aruil led them here, where he was drawn by his god. Shortly after, they were taken captive and held here.

Eloi (5th level high bard)

see **Appendix G** for full stats

Freeing these prisoners will result in an award of 1000 XP to each PC.

118: Mi-go

Key Features: Building

Monster: Mi-go

Reward: 360 XP

Descriptive:

This large stone domed building seems to glisten with a greenish blue sheen. Closer inspection reveals that the walls are lichen covered and constantly wet.

GM Info:

This building is home to a dozen Mi-go that have recently arrived from the surface world. Upon their arrival, the morlocks were shocked that their old gods were returning, and have become more active in acquiring additional humanoid sacrifices, as with every sacrifice, the morlocks will add 50 years to their lives, and Remahotep is closer to breaking free of his chains.

In actuality, the Mi-go were found and led by Markis to this area. While they remained behind to help with sacrifices, Markis felt himself drawn to the temple complex underground.

Mi-go, 12ea (CR 1/8, XP: 30)

S: 0, D: 0, C: +2, I: +2, W: +2, Ch: +1

AC: 13, HP: 7ea, Init: +0, Spd: 30ft/50ft

Attacks: 2 claw (+2, 1d6 Dmg)

Abilities: 1x day charm person (Save DC: 13)

119: Storage

Key Features: Supplies

Monster: n/a

Reward: n/a

GM Info:

This locked building (the high priest has the key, DC20 lock) is where the morlocks store all the valuables of those who they have taken. Inside the building are shelves with various bits of equipment. For simplicity, there are five complete adventurer's kits, along with a few weeks of rations and a dozen waterskins. Also are two 50' lengths of rope, and whatever else you deem appropriate.

Additionally, there are dozens of various weapons covered in dust and grime. If a detect magic spell is used, one of these weapons will radiate magic (along with the magical belongings of the NPCs below). This is the long sword **Melgymiar**, a blade enchanted with several abilities (see handout). Melgymiar was an ancient half orc paladin who had his spirit merged with the sword. He can communicate telepathically with the wielder at will. Because he was lawful-good, he will try to partner himself with a PC as close to lawful good as he can. If he disagrees with the act a PC is wanting to do, a conflict of wills will begin. Both the PC and the sword will need to make a willpower check (use Wisdom modifier; Melgymiar's is +3). Whoever has the highest number wins and can perform the act. If Melgymiar wins, the sword will return to its sheath until the act can be atoned or until a new wielder is chosen.

This building also holds the equipment of the adventurer's in encounter 117 as noted:

Aruil: chain mail armor, **mace+1**, holy symbol, medium shield

Izzlebit: hand crossbow with 12 bolts, silver inlaid short sword, **circlet of comprehend languages**, **3 spell scrolls** (up to level 4 spells from *Spell Scroll Appendix*).

Eloi: dragonleather, mandolin, **Sting** (light crossbow +1, +2 initiative), four daggers.

120: Temple

Key Features: Entrance to temple complex

Monster: n/a

Reward: 2500 XP

Descriptive:

This great stone building is highly decorated with carvings and statues, all depicting something of

underwater life. Many of the statues are humanoids with the heads and hands of lobsters posed in regal and authoritative positions. The building is covered in green and blue algae and lichen. Two great doors face south, unknown symbols carved in them. On the roof of the building is a large fountain sculpted in the shape of a demon creature with the head of a lobster and great wings that span the width of the building. Spewing from its mouth is an oily black liquid that collects in a basin and overflows down the sides of the building before disappearing in holes in the ground.

GM Info:

This is the main temple that was built when the morlocks first arrived and discovered a small tunnel that led downward into a much larger complex. It is the first permanent building they made, and is thus decorated with scenes from their unholy religion.

The oily liquid flowing from the statue is just that: oil. But it has been cursed with ungodliness, sort of the opposite of holy water. If splashed on any demon, instead of inflicting damage like holy water does to undead, the demon would actually gain 2d8 HP per flask. If the demon is standing in, or submerged in this oil, it will regenerate 10 HP per round.

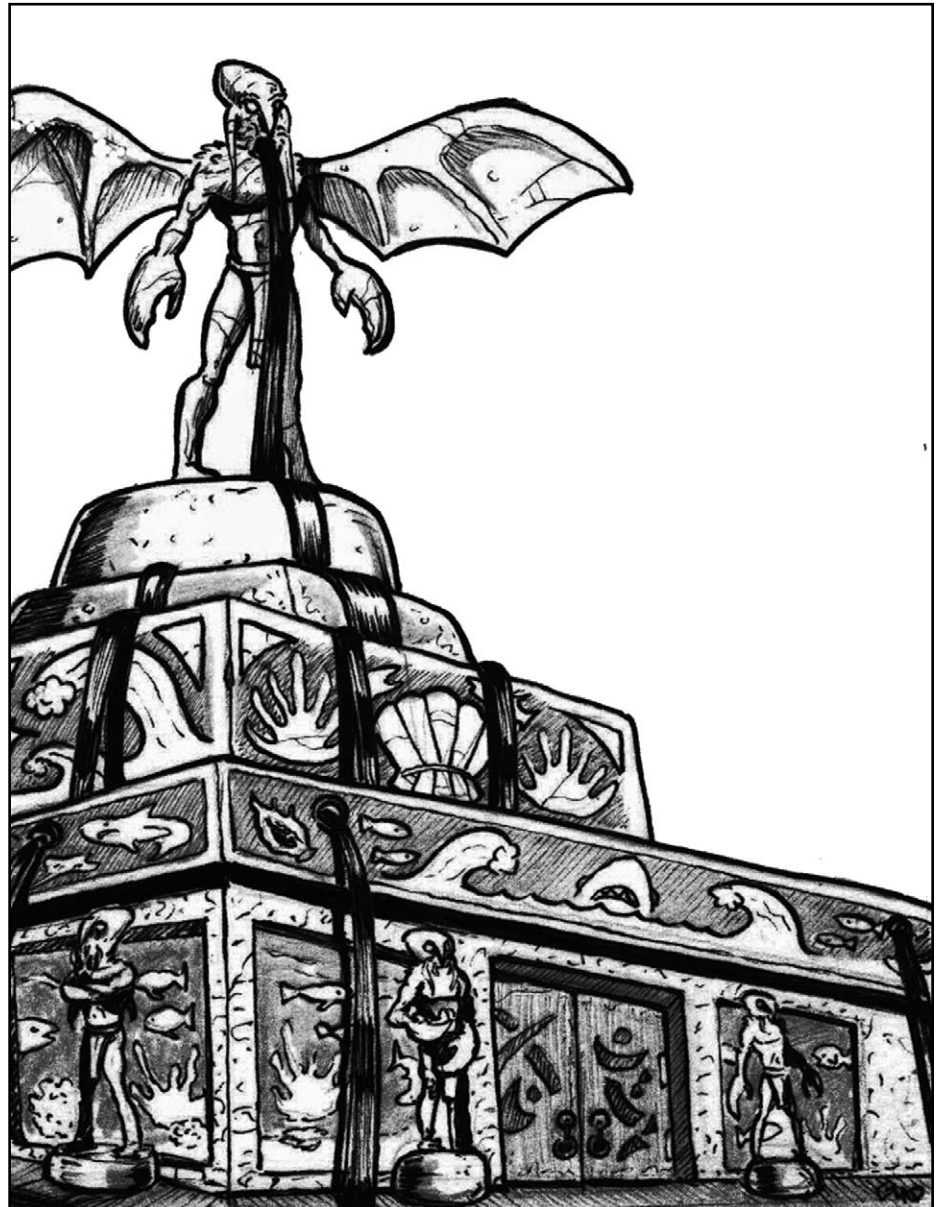
Upon close examination, the large doors are slightly ajar. This is because after Markis entered here, many demons from below were able to break free and this is where they came out into Felk Mor. If any PC makes a history check at a DC 15, he or she will recognize the symbols on the door as some sort of sealing ritual, meant to keep the doors closed and protected from anything on the inside breaking free.

Inside the temple, a thick layer of dust covers the floor, and the green walls are devoid of any decoration or object. In the dust, leading to and from the door to a circular hole in the floor are several dozen footprints. One set appears human sized, while all of the others are smaller clawed prints.

The inside of the temple is actually completely featureless with the

exception of a single circular hole in the floor with a ladder leading downwards. The ladder leads down 60ft before ending in encounter 121. When the PCs have discovered this area, each PC will be awarded 2500 XP.

End of Phase IV





Phase V: Temple Complex

This phase of the superdungeon focuses on the exploration of the actual temple complex, and is probably the phase where the PCs will be spending most of the campaign playing compared to the rest of the adventure.

By this time, most PCs should be level 6. Depending on how much they explored earlier, and what they did in Felk Mor, they may even be level 5 or 7. This level range is OK for the beginning of the temple complex, but any PC of level 4 or lower might find it extremely challenging just like any PC of level 8 or higher may find the creatures too easy. Please adjust as you see fit.

Complex Details: Unless otherwise noted, the complex tunnels and chambers are dimly lit, with only sporadic patches of glowing lichen to illuminate small areas. These areas are few and far between, and only offer bright light in a 10' radius.

The floors of the worked areas are only moderately dusty, as inhabitants still move through the complex. Humanoid and monster tracks can easily be found in the dust and dirt. In the unworked (raw cavern) areas, there is much more dirt, but it is mixed with larger rocks and other debris. The unworked areas also have a strong wet musty odor as well, while the worked areas are dry and stagnant like a lost tomb.

Markis has had plenty of time to try to organize any inhabitant in these caverns, as well as to summon his own demonic slaves. He has avoided the unworked areas so far, but the worked part of the complex has been visited, traps reset, and various inhabitants issued instructions in preparation for the revival of Remahotep.

Teleportation Nodes: Beginning on dungeon level 2, most areas of the complex can only be visited by using the various teleportation nodes. In order to use the nodes, the proper password must be spoken. Markis has already activated them all (because he's used them), but the passwords must be found. If a password isn't used, some of the nodes will lead to a specific partner node. Referencing the table below, you can see which nodes will lead to a partner node if no password is uttered. These are located at encounter 159, 189, 199, 214, 232, and 231. For these nodes, if a PC steps onto the portal without saying a password,

the portal will shimmer and display the location where it will automatically lead to.

For a single place of reference, the following passwords will lead the party to the respective encounter locations, or if no password is used, which node will be the destination:

Password	Encounter	Leads To Node
Arkham	159	188
K'n-yan	188	n/a
Oriab	189	195
Carcosa	195	n/a
Miskatonic	199	207
Celephais	207	n/a
Ulthar	214	216
Cykranosh	216	n/a
Dylath-Leen	226	n/a
Serannian	232	226
Y'ha-nthlei	235	n/a
Yuggoth	231	236
R'lyeh	236	n/a

Each teleportation node is two stone tentacles rising from the floor, curving outwards and touching at the top, forming a circle 10ft in diameter. Within this circle is a shimmering light. Etched along the tentacles is the password for that particular portal. I.e., the portal located at encounter 214 has the word "Ulthar" etched in the tentacles, and if the password "Ulthar" is spoken before entering any other portal, it will lead them to encounter 214. If the PCs don't say a correct password and enter portal 214, they will be led to portal 216.

Dungeon Level 1

Random Encounters

The temple complex section of this dungeon will follow the guidelines for an inhabited dungeon as they appear in the DMG. However, only three types of encounters are possible. Roll 1d6. A 1-2 results in cultists, a 3-4 results in guards, and a 5-6 results in mane demons.

Cultists, 4 ea (CR 1, XP: 200)

S: 0, D: 0, C: 0, I: +1, W: +3, Ch: +2
AC: 16, HP: 20, 22, 24, 26, Init: +0, Speed: 30ft
Attacks: mace (+5, 1d6+1 Dmg), spells (+5 to hit, Save DC :13)
Spells: 2/2 (inflict wounds, silence, hold person)
Each cultist wears chain mail armor and wields a mace. Two have gold necklaces worth 100gp each, and the other two have 2d12 gp and 1d6 pp each.

Human guards, 4ea (CR 1, XP: 200)

S: +2, D: 0, C: +2, I: 0, W: 0, Ch: 0
AC: 16, HP: 25ea, Init: +0, Speed: 25ft
Attacks: obsidian club (+5 to hit, 1d10+4 damage)
Special: action surge 1x
Each guard wears scale armor made from thick seashells, and attacks with an obsidian embedded club. They also carry 2d6gp.

Demon, Mane, 12ea (CR: 1/8, XP: 25)

S: 0, D: -1, C: +1, I: -4, W: -1, Ch: -3
AC: 9, HP: 9, Init: -1, Spd: 20ft
Attacks: claw (+2, 2d4 Dmg)
Abilities: damage resistance (fire, cold, lightning), immunities (charm, poison, and fear)

121: Temple Entrance

Key Features: Ladder

Monster: Wights

Reward: 1 400 XP, necklace

Descriptive:

The cold iron rungs of the ladder lead downward more than fifty feet before the oppressive tightness of the tunnel opens up into stone worked room. The room is square, with the ladder in the very center. The walls are smooth worked stone, with little or no gaps between the bricks. A hallway to the south leads into darkness.

GM Info:

If searched, the PCs will notice several small humanoid tracks leading to the ladder (the mane demons), and one set of normal sized humanoid tracks (Markis). There is nothing else of note in this room.

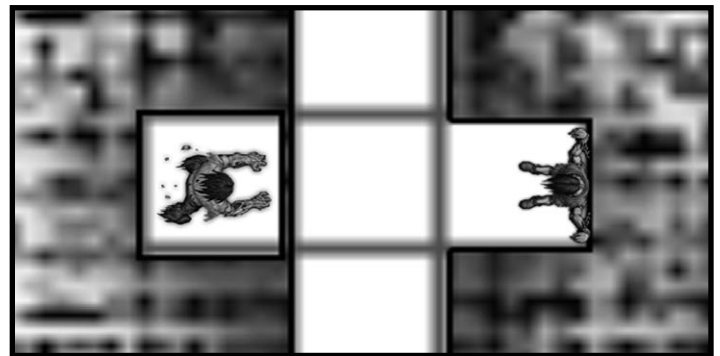
However, just beyond this room are two alcoves. The eastern alcove is noticeable by the PCs and has the body of a human prisoner chained up on the wall (see encounter 121a illustration). The western alcove has a thin mortar wall that covers the alcove and is not noticeable unless a perception check against a DC 15 is made.

The human prisoner is dead, dressed in tatters and hanging from the wall chained in manacles. Around his neck is a gold necklace (worth 50gp).

This is a trap. If the body is jostled (like trying to remove a necklace), a cord attached behind the wall to the manacles leads to a trigger on the opposite wall. This trigger will cause the fake mortar wall to crumble, freeing the wights behind it to attack. Depending on the character locations, this attack may be made with surprise.

Wights, 2ea (CR 3, XP: 700)

S: +2, D: +2, C: +3, I: 0, W: +1, Ch: +2
AC: 14, HP: 42, 48, Init: +2, Speed: 30ft
Attacks: touch (+4 to hit, 1d6+2 Dmg). Reduces max hp unless DC 13 Con check is made
Special: immune to cold, disease, necrotic, and poison, resist b/s/p non-magic Dmg



122: Cultist Room

Key Features: Straw mats and candelabras

Monster: Cultists

Reward: 800 XP, coins, jewelry

Descriptive:

As the party nears the wooden doorway, they hear the faint sounds of humming. The droning noise seems to be some sort of chanting coming from the other side.

GM Info:

This is a recently renovated room where followers of Markis and priests of Remahotep are using as a

private meditation chamber. The room is empty with the exception of several straw mats on the floor in a circular pattern, and candelabras posted in each corner.

If disturbed, the four human cultists will attack.

Cultists, 4 ea (CR 1, XP: 200)

S: 0, D: 0, C: 0, I: +1, W: +3, Ch: +2

AC: 16, HP: 20, 22, 24, 26, Init: +0, Speed: 30ft

Attacks: mace (+5, 1d6+1 Dmg), spells (+5 to hit, Save DC :13)

Spells: 2/2 (hold person, inflict wounds, silence)

Each cultist wears chain mail armor and wields a mace. Two have gold necklaces worth 100gp each, and the other two have 2d12 gp and 1d6 pp each.

123: Sleeping Quarters

Key Features: Mattresses, footlockers

Monster: n/a

Reward: n/a

GM Info:

This room has four basic straw mattress bunks in it; the sleeping room for the cultists in encounter 122. A small footlocker is at the foot of each bed, and includes extra sets of clothing and a small prayer book of Remahotep. Nothing of value is in any of the footlockers.

124: Dining Hall

Key Features: Long tables, chandelier

Monster: Cultists

Reward: 1200 XP

Descriptive:

This large room has two long tables in the center, with a long line of benches on either side. A chandelier provides light. A loud banging sound is coming from behind the door on the northeast wall.

GM Info:

This room is being used the dining are for the cultists who have taken residence here. There is a 25% chance that 6 cultists would be here eating when the PCs enter.

Cultists, 6 ea (CR 1, XP: 200)

S: 0, D: 0, C: 0, I: +1, W: +3, Ch: +2

AC: 16, HP: 20, 22, 24, 26, Init: +0, Speed: 30ft

Attacks: mace (+5, 1d6+1 Dmg), spells (+5 to hit, Save DC :13)

Spells: 2/2 (bless, inflict wounds, silence)

Each cultist is armed with a mace and wears chain mail armor.

125: Kitchen

Key Features: Stove, shelves

Monster: Morlocks

Reward: 50 XP

GM Info:

The loud banging is from the two morlock cooks in this room preparing food, and not being quiet about it. Banging pots, grumbling, and various banging can easily be heard from outside the kitchen.

Shelves with various good (flour, dried meats, etc) line the north wall,, and a small stove is on the south wall in which they are cooking with.

Two cooks (CR 1/8, XP: 25)

AC: 12, HP: 13, Init: +0, Speed: 30ft

Attacks: 1 dagger (+3, 1d4+1 Dmg)

126: Reward for the Faithful

Key Features: Two arches

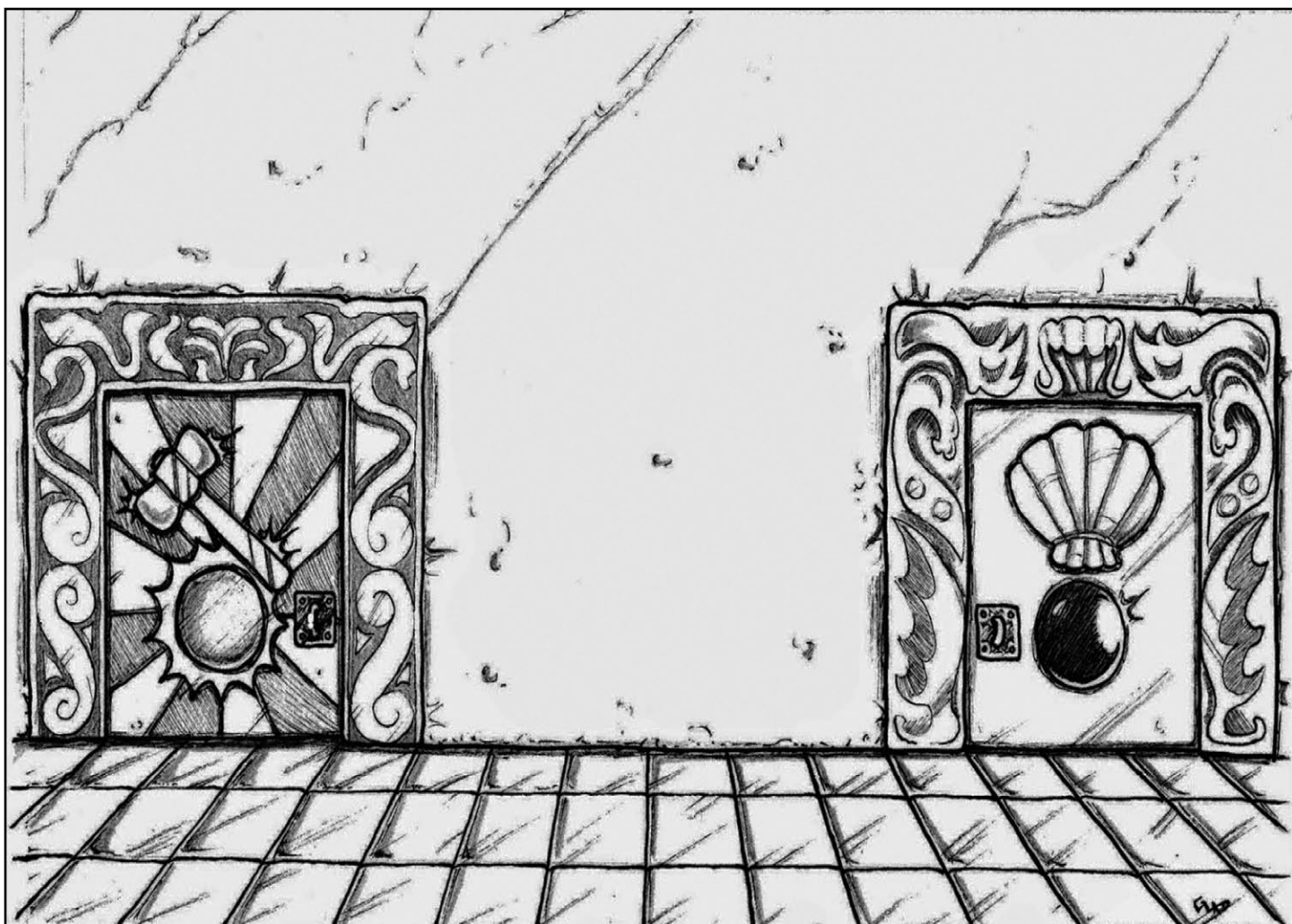
Monster: n/a

Reward: n/a

Descriptive:

On the opposite wall of this room, on the NE corner and the SE corner, are two highly decorated stone archways over a pair of doors. The NE door has a painted engraving of a gleaming hammer set over a bright sun. The stone archway is painted with glittering gold.

The SE door has an engraving of a seashell over a giant black pearl. The stone archway appears to be made from jade.



GM Info:

Both doors are unlocked, however once one is opened, the other will not open under any circumstances until the other is closed and an hour has passed.

If the PCs have been moving cautiously and studying the ground, they will notice that the floor of this room appears to have been swept clean. An uneasy evil feeling will come from the SE door as PCs get near.

The purpose of this room is to test the faith of anyone moving in this complex. True followers of Remahotep will know that the SE door is the safe door, while others may be tempted by the gold of the NE door.

If the archway is inspected, it will be revealed that the gold is just gold paint and is worthless. The SE archway is in fact made from jade.

When the NE door is opened, it will reveal a passage illuminated brightly by torch sconces. The walls of the passage glitter with the same gold paint, and a treasure chest is at the far end. When a PC nears the door to encounter 127 (north), the door behind them to encounter 126 will slam shut and be unable to be opened (it can take 100 points of damage before breaking). At that point, the door to encounter 127 (north) will open,

unleashing the creature within to attack the party. The treasure chest is illusionary.

When the SE door is opened, it will reveal a dimly lit passage with walls covered in wet, dripping algae and lichen.

127: Guardians

Key Features: n/a

Monster: Gargoyle

Reward: 450 XP

GM info:

In each of these rooms is a guardian gargoyle. The gargoyles resemble humanoids with the head of a lobster and huge pincers for hands. If the PCs took the golden northern path from encounter 126, the northern gargoyle will attack as soon as any PC nears the treasure chest in that hallway. If the PCs took the southern passage, the gargoyle will remain in this room appearing as any normal statue and will not attack (unless commanded by the high priest in encounter 128).

Gargoyles (CR 2, XP: 450)

S: +2, D: 0, C: +3, I: -2, W: 0, Ch: -2

AC: 15, HP: 50ea, Init: +2, Speed: 30/60ft

Attacks: 1 bite (+4, 1d6+2 Dmg), 1 claw (+4, 1d6+2 Dmg)

Special: resistant to non-magical weapons

128: High Priest

Key Features: Giant throne, statues, secret door

Monster: High Priest

Reward: 2300 XP, coins, gems, wand

Descriptive:

Along the center of the east wall of this large room is a throne made of giant crustacean shells intertwined with tentacles, flanked on either side by glistening red clay statues of humanoids with the heads of lobsters. Sitting in the chair is a man-sized humanoid dressed in tight blue and green robes over plated armor, and appears to be wearing a lobster headed mask.

The room is illuminated by patches of glowing fungi on the walls, and a heavy saltwater smell permeates the air.

GM Info:

This is the chamber of the high priest that Markis left in charge of the upper temple complex. If the PCs arrived via the northern path, he will be ready for them and will have prepared and cast proper spells, as well as commanded the gargoyle in the southern part of encounter 127 into this room to help defend him.

High Priest (CR 6, 2300 XP)

Str: 12 (+1) Dex: 10 (+0) Con: 12 (+1)

Int: 14 (+2) Wis: 17 (+3) Cha: 12 (+1)

AC: 18, HP: 59, Init: +0, Speed: 30ft

Attacks: wand (see below, +5 to hit), Spells (+5 to hit, Save DC: 13)

Spells: 4/3/3/2

Special: wrath of storm, fear aura x1 (all within 50ft make wisdom saving throw against DC 13 or be frightened for one minute (new save each round)).

Prepared Spells:

1st: inflict wounds, cause fear, sanctuary, shield of faith

2nd: hold person, silence

3rd: dispel magic

4th: guardian of faith

The high priest wears a suit of human sized plate mail that is fashioned from the hard shells of giant crustaceans, and wields a **wand of Remahotep**. His mask is a **ceremonial mask** of high priests of Remahotep, and allows him to speak with all sea life, and control crustaceans (even giant versions) while worn and attuned.

If he has had time to prepare, he will have cast guardian of faith and shield of faith, and then silence at any casters in the party. Then he will follow up with inflict wounds at a higher level slot to take out any front line fighters before resorting to the wand. If the battle is going badly, he will cast sanctuary and attempt to flee to encounter 132, using a secret door behind the throne.

The two clay statues are just that, and have no other magical or unusual properties. If the priest is slain before he is able to use the secret door, it can be detected with a base DC of 10 if searching the area.

The room directly behind the door is empty, and the passageway north leads directly into the small 20ft x 20ft room. This passage and room are not illuminated. In the room is a lavish bed, carved armoire, and a locked iron chest. The chest is locked with a combination lock, and not opened with a key. There are three rotating dials on the locking mechanism, each with six symbols of various aquatic species. Anyone attempting to pick the lock can listen to the tumblers, making the lock an effective DC of 17 to be picked. The chest itself weighs more than three hundred pounds.

The armoire contains several ceremonial robes for the high priest, but nothing else of interest. The chest contains 4322gp, 19920sp, 490pp, 5 emeralds worth 100gp ea, and 17 pearls worth 25gp each.

129: Storage

Key Features: Barrels, crates, sacks

Monster: n/a

Reward: n/a

Descriptive:

The door opens up into a room stocked with barrels, crates, and sacks. The sacks seem to contain flour and potatoes, the barrels stagnant water and wine, and the crates various dried meats. Little dust covers the room, hinting that it is recently used.

GM Info:

This is the storeroom to be used to sustain the new inhabitants. There is nothing of interest here other than the foodstuff previously mentioned.

130: Lavatory

Key Features: Toilet

Monster: n/a

Reward: really?

GM Info:

This is the bathroom for the cultists, as well as their area for waste disposal (food, garbage, etc). The holes in the seat drop down into a larger chamber below this room, where the waste is collected.

131: Washroom

Key Features: Pool

Monster: n/a

Reward: n/a

Descriptive:

In the center of this room is a large oval pool that stretches from the NW corner to the SE corner. The pool is about three feet deep, and clumps of lilies float on the surface. Water trickles down from the east wall down into the pool in rivulets, and the floor is covered in spongy lichen and moss.

GM Info:

This is the room where the cultists bathe and purify themselves with the all important water that is so critical to a cult that worships an aquatic god.

132: Escape Room

Key Features: Secret door

Monster: n/a

Reward: n/a

Trap: Pit Trap

GM Info:

This room appears completely empty and devoid of any items. However, if the room is carefully searched, the PCs can tell that a thin coating of dust still remains on the floor of this room, but faint footprints follow the wall along the west side, and do not go through the middle. A secret door (DC 15) is on the far north wall, which leads to a ladder that leads upwards, breaking through into Felk Mor just south of Esreal Alafa.

The center 10ft square of the room is a pit trap. Anyone stepping into that square with more than 50 pounds of weight will cause the section to collapse into a pit 20ft deep, lined with jagged stone spikes. Any PC falling into the pit will take 2d6 bludgeoning damage and 2d10 piercing damage.

133: Rear Guard

Key Features: Table

Monster: Cultists

Reward: 1200 XP

GM Info:

Sitting at a small table in the center of this room are six human cultists playing some sort of game with shells.

These are a rear guard, tasked with ensuring that no one comes down the ladder to enter the tunnel from the rear. If the high priest had fled this area, he will have alerted the guards and they will be ready to fight.

Cultists, 6 ea (CR 1, XP: 200)

S: 0, D: 0, C: 0, I: +1, W: +3, Ch: +2

AC: 16, HP: 24ea, Init: +0, Speed: 30ft

Attacks: mace (+5, 1d6+1 Dmg), spells (+5 to hit, Save DC :13)

Spells: 2/2 (hold person, inflict wounds, silence)

Each cultist is armed with a mace and wears chain mail armor.

134: Infestation

Key Features: Broken furniture

Monster: Mane demons

Reward: 650 XP

Descriptive:

A heavy wooden plank has been nailed over this door, preventing it from opening. The sounds of crashing and the jabbering of some sort of creature come from the other side.

GM Info:

This room contains thirteen mane demons who were summoned but for some reason decided to wreck havoc on the complex rather than go into Felk Mor. The high priest had them locked into this room until he decides what to do with them.

Demon, Mane, 13ea (CR: 1/8, XP: 25)

S: 0, D: -1, C: +1, I: -4, W: -1, Ch: -3

AC: 9, HP: 9, Init: -1, Spd: 20ft

Attacks: claw (+2, 2d4 Dmg)

Abilities: damage resistance (fire, cold, lightning),
immunities (charm, poison, and fear)

135: Staging Room

Key Features: Shelves of torture implements

Monster: Guards

Reward: 800 XP

Descriptive:

Eerie greenish light bathes this room, seemingly coming from no one particular source. Along the west wall are racks full of jagged and wicked looking implements of harm: daggers, hooks, clubs, whips, and axes. A barrel of a sickly greenish liquid is on the north wall, and a puddle of similar liquid is in the center of the room.

GM Info:

This room is used to bless and equip the demons that are summoned in the next room before being sent out into Felk Mor. The liquid is harmless, unless used during a ceremony to bless the demons, in which case the demon would have a +1 bonus to all saving throws and attack rolls after being blessed.

The weapons on the racks are normal and non magical, but are accentuated with spikes, barbs, and jagged rusted metal.

Human guards, 4ea (CR 1, XP: 200)

S: +2, D: 0, C: +2, I: 0, W: 0, Ch: 0

AC: 16, HP: 25ea, Init: +0, Speed: 25ft

Attacks: obsidian club (+5 to hit, 1d10+4 damage)

Special: action surge 1x

Each guard wears scale armor made from thick seashells, and attacks with an obsidian laced club. They also carry 2d6gp.

136: Summoning Chamber

Key Features: Pentagram, candelabras

Monster: Cultists

Reward: 1000 XP + up to 1000 XP

Descriptive:

If the PCs listen at the door, they will hear what sounds to be chanting from the other side.

GM Info:

In the center of this circular room, spanning more than 50ft across is a pentagram carved in the floor. At each point of the star, a candelabra glowing with a sickly green color illuminates the cultist next to it, deep in prayer.

If disturbed, the cultists will attack without hesitation. They use this room to summon the mane demons, and then send them out into Felk Mor.

Cultists, 5 ea (CR 1, XP: 200)

S: 0, D: 0, C: 0, I: +1, W: +3, Ch: +2

AC: 16, HP: 20, 22, 24, 26, Init: +0, Speed: 30ft

Attacks: mace (+5, 1d6+1 Dmg), spells (+5 to
hit, Save DC :13)

Spells: 2/2 (bless, inflict wounds, silence)

Each cultist is armed with a mace and wears chain mail armor.

The pentagram can only be destroyed by casting a bless spell by a PC of good alignment of level 6 or higher. If this is done (a DC 15 Religion check will allow the PC to know what to do), a party group award of 1000 XP will be given.

137: Holding Area

Key Features: Racks with metal items

Monster: n/a

Reward: n/a

Descriptive:

Several racks and shelves are along the walls of this room, and a thick velvet curtain hangs over a passage to the south.

GM Info:

This room is used to store all metal tools, weapons, and items that the cultists may own when they make their way to the lavatory or bathing area. Currently they are empty as there are no cultists using either room. Approximately once every four hours or so, if this room is observed, a few cultists will come here and place their metal belongings on the racks and head to described areas.

The curtain leads to the sarcophagus room in 143, but it otherwise normal.

138: Watch Dog...er...Golem

Key Features: n/a

Monster: Flesh golem

Reward: 1800 XP

GM Info:

In this room is the inanimate form of a flesh golem. It remains here until called up by the guards to investigate encounter 140 in the event that the trap is triggered. It will attack any living creature that enters this room and does not speak the command word, "moon". If the command word is spoken, the golem will obey the commands of the person who uttered it first.

Flesh Golem (CR 5, XP: 1800)

S: +4, D: -1, C: +4, I: -2, W: 0, Ch: -3

AC: 9, HP: 90, Init: -1, Speed: 30ft

Attacks: 2 slam (+6 to hit, 2d8+4 Dmg)

Special: immune to non magical weapons, disease, lightning, poison, and psychic damage.

Advantage on saving throws vs. magic

139: Guard Chamber

Key Features: Bunks, footlockers

Monster: Guards

Reward: 400 XP, coins



GM Info:

Each of these rooms are the same. They hold four bunks (2 sets of bunk beds) and four footlockers. This is the sleeping quarters for the basic guard force of the complex. At any given time, only two guards per room will be here, as the others will be on duty in other parts of the temple (as noted).

Human guards, 2ea (CR 1, XP: 200)

S: +2, D: 0, C: +2, I: 0, W: 0, Ch: 0

AC: 16, HP: 30ea, Init: +0, Speed: 25ft

Attacks: obsidian club (+4 to hit, 1d10+4 damage)

Special: action surge 1x

Each guard wears scale armor made from thick seashells, and attacks with an obsidian laced club. They also carry 2d6gp. In the footlockers are random personal effects.

In the far eastern room is also a small desk. On the desk is a ledger that seems to detail the guard shift rotation, along with a note scrawled at the top that says, "Don't forget! Golem listens to MOON"

140: Magnetic Trap

Key Features: Copper plates

Monster: n/a

Reward: n/a

Trap: Magnet

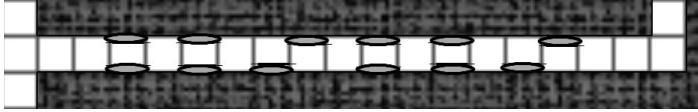
Descriptive:

The floor of this very long corridor is swept clean, and alternating sheets of hammered copper and dark iron are embedded on the walls.

GM Info:

This hallway is actually lined with powerful magnets. As marked on the map, each dash represents a magnet, and they are spaced sporadically down the hallway. Any creature wearing metal armor must make an

athletics check against a DC 16 every time it passes a 10 foot section of the hallway that has a magnet, or be flung to the wall and stuck. Any metal item carried (such as swords, axes, daggers, etc) must make an athletics check against a DC 12 each and every round the creature is near a magnet, or the item will be ripped from its hands.



As soon as any metal item hits a magnet, an alarm will sound and the guards in encounter 139 will go to the golem in 138, yell the command word, and order the golem to attack. If absolutely necessary, the guards will attack as well, as their armor and weapons are non metallic.

141: Look Up!

Key Features: Seashells on the floor

Monster: Lurker

Reward: 700 XP

GM Info:

The secret door at the end of this passage can be detected if a successful perception check against a DC 15 is made. The room appears to be devoid of any furnishings. Only a small scattering of seashells and what appears to be a wooden stick lie in the center.

The goblins in the cavern sections avoid coming here at all costs, because they know what is here. The newly inhabited cultists? Not so much. In fact, the shells and stick are what's left of a set of scale mail and obsidian club from a guard who entered this room.

Laying in wait on the ceiling is a lurker creature. It will wait for a creature to enter the center of the room before dropping and attacking. Any PC looking upwards can tell something is off about the ceiling if a perception check is made against a DC of 17.

Lurker (CR 3, XP: 700)

S: +1, D: +2, C: 0, I: 0, W: 0, Ch: -1

AC: 12, HP: 76, Init: +1, Spd: 10ft

Attacks: enveloping crush (+9 to hit, once hit, automatic 3d8+5 Dmg each round)

The secret door at the rear of the room can be detected when a perception check at a DC 15 is made.

142: Treasure Room

Key Features: Old clay pots and chests

Monster: n/a

Reward: Coins, gems, bag of holding, spellguard shield, potions of healing

Descriptive:

Several clay pots and two large wooden chests are in this room. All are covered with thick dust. Scratched in the dust on a wall are the words, "Beware the wrath of the Old King!"

GM Info:

The secret door at the rear of the room can be detected when a perception check at a DC 15 is made.

This room contains the treasure to the old king who is entombed in 143 below. When Markis started exploring this area, he knew something was special about the tomb and the treasure, and forbade any of his followers from disturbing either. If any of the treasure is disturbed, the Old King will wake and attack.

The eight clay pots all contain a stale wine. Back when the slaves revolted against the morlocks and the Old King died, they believed that the Old King would need the wine in order to live lavishly in the afterlife, and thus filled each pot with all of the wine they had.

Each of the two large chests are locked (DC 15) with the keys long since disappeared. They are also trapped (DC 12) with poison needles. If the traps are not disarmed, the needles will pierce whoever is trying to open the locks and if a constitution check is not made against a DC 17, 4d10 points of poison damage will be inflicted. Each successfully disarmed or bypassed trap without ruining the chest will result in a 250 XP award to those involved in passing this challenge.

The chests contain the following:

Chest#1:

1823gp, 2999sp, 9 tiger eyes worth 10gp each, 2 fire opals worth 100gp ea, and 2 **potions of greater healing**.

Chest #2:

290ep, 82pp, a **bag of holding**, 2 mage scrolls (random from the *Spell Scroll* section of the Appendix), and a **spellguard shield**.

143: The Old King

Key Features: Tomb

Monster: Old King

Reward: 1800 XP, jewelry, ring of protection

Descriptive:

This room is star shaped, with exits on each point of the star except the southeast point. In this “alcove”, if you will, is a large stone sarcophagus nearly twenty feet long and five feet high. A thick layer of dust coats the lid, and footprints come and go from the east, west, and northern points, but none down the southwest exit.

GM Info:

This is the burial place of the Old King. When the slaves revolted against the morlocks 300 years ago, this creature is the one who led them to victory, and was shortly thereafter declared the king. He has been buried here for more than 200 years, and has been left undisturbed the entire time; out of respect by the goblins, and out of fear by the monsters and cultists, as all can sense a great sense of dread when they get near the coffin. Markis has left strict orders that this not be disturbed. He doesn't think he has enough power yet to deal with this issue, and had more important tasks to complete.

If the lid of the sarcophagus is opened, the PCs will see the following:

Inside the cold stone coffin are the mummified remains of a giant goblinoid creature. You guess he would have stood nearly seven feet tall. He is very well preserved, yellowed teeth exposed in a satisfied grin. He is dressed in decayed garb that used to be of the best quality as some of the embroidery is still visible. His arms are crossed over his chest, and he wears a gold crown and platinum necklace. His fingers are adorned with gold rings.

The Old King will remain motionless unless his body is desecrated, someone breaks into his treasure room (as noted in the previous encounter), or someone tries to steal his jewelry. Then he will attack with shocking speed for a mummy.

Old King (ancient mummy, CR5, XP: 1800)

S: +3, D: +1, C: +2, I: -1, W: 0, Ch: +1

AC: 14, HP: 74, Init: +1, Spd: 30ft

Attacks: 2 rotting touch attacks (+6, 2d6+3 Dmg +

3d6 necrotic damage. Con save vs DC 12, or cursed with mummy rot)

Special: resistant to bludgeoning, piercing, and slashing damage. Dreadful glare (DC 12 wis or frightened).

His crown is studded with sapphires and worth 1000gp, his necklace is worth 500gp, and nine of the ten rings are worth 50gp. One of the rings is a magical **ring of protection +1**.

144: Forge

Key Features: Forge

Monster: Unless alerted, there is a 50% chance the forgemaster will be in this room. If not, he will be in his chambers at encounter 145.

Reward: n/a

Descriptive:

Radiant heat washes of the PCs as they make their way down the passage, and they can see a reddish glow along the walls and the room beyond. Situated in the southeast corner of this oddly shaped room is a large stone forge, still hot with glowing embers. Along the north wall is a large table with raw iron ore, ingots, and various metalsmithing tools.

GM Info:

Other than tools, there is nothing else of interest in this room. The passage to the east slopes down fairly steeply into the next level of the temple.

145: Forgemaster

Key Features: Bed, table, stool

Monster: Forgemaster

Reward: 1100 XP

GM Info:

Unless discovered or alerted of the PCs presence, the forgemaster will be in his quarters here. Upon seeing the PCs, he will grab his hammer and attack immediately. The forgemaster is a very large, and very ugly, human male with scars all over his body.

Forgemaster (CR 4, XP: 1100)

S: +4, D: +1, C: +2, I: -1, W: -2, Ch: 0

AC: 12, HP: 85, Init: +1, Spd: 30ft

Attacks: 2 hammer attacks (+6 to hit, 1d8+5 damage).

Special: 7th level champion fighter

His hammer is enchanted in that any tool, weapon, or armor crafted with it will be of higher quality, being worth 25% more than a typical item.

This room is furnished with a simple bed, table, and stool. Nothing else of interest is in the room.

146: Closet

Key Features: clothing

Monster: n/a

Reward: n/a

GM Info:

This room has a pile of clothing and leather aprons seemingly thrown about randomly. There is nothing else of interest in this room except the personal clothing and belongings of the forgemaster.

Cave Section

The unworked part of the cavern is home to two deep goblin clans: the Jets and the Sharks. Long after the morlocks were expelled, and after the Old King had died, the slaves formed into these clans. They avoid all of the parts of the official temple, and stay near the raw caverns.

Currently the two clans are at odds with each other, each trying to become more powerful than the other. Unlike most surface goblins, these are not inherently evil. They will not attack the party unless they are threatened. Upon first contact, unless immediately attacked, they will attempt to parley.

If the PCs discover the secret door leading to these caverns, in the tunnel just north of encounter 147 is a series of words scratched into the wall in goblin. Anyone who speaks goblin will be able to decipher the following:

*De mostest pretty sound I did heard
All de pretty sounds of de world in just one word
Martika
Martika Martika Martika
I just meeted a gurl called Martika*

Tobak, from the Jet clan, is in love with Martika, from the Shark clan, and vice versa. If the PCs manage to resolve this conflict and get the clans to join or at the very least accept the union of Tobak and Martika, award the group 2500 XP.

While the goblins hate each other, most of what they do is just talk smack. If any of the goblins are killed by the PCs, the clans will unite against them. If any of the goblins kills another, the entire group will feel shock and horror at what they've done, and cease hostility.

Being goblins, they are very prone to bribery, and this may be a way for the PCs to resolve the rift between the two clans.

147: Tobak's Home

Key Features: Goblin camp

Monster: Goblins

Reward: varies

Descriptive:

The tunnel has branched off into a chamber more than 30ft in diameter. Several straw mats act as beds for the six goblins that reside here. A fire pit lit by dried dung roasts some sort of vermin. As the party nears the chamber, they hear some sort of argument between two of the goblins.

GM Info:

This is the home of Tobak, one of the Jet clan. He is arguing with another goblin male called Riff. If any of the party can understand goblin, the conversation is:

*Tobak: Why we be figt'n all de time wit dem Sharks?
Dem not so bad!*

Riff: No so bad!!! Dem garbage. Dem rubbish. We more powerful dan dem. Look at wut dem write in the Gathering Chamber?

Tobak: No badder dan whut you write.

Riff: Bah! You just be say'n dis cuz you like Martika. Now you go clean up Gathering Chamber. Clean dem words real gud.

At this point Tobak will leave to go to encounter 148b. Including Tobak, there 6 goblins: 3 males, 2 females, and 1 youngling. The two females are mates to Riff and the other male goblin. The only items they have for fighting are crude knives.

Goblin, 5ea (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1

AC: 15, HP: 7, Init: +2, Spd: 30ft

Attacks: weapon (+4, 1d6)

148a: Diesel's Family

Key Features: Huts

Monster: Goblins

Reward: varies

GM Info:

In this larger cavern, leaned up against the various stalagmites, are crude huts that make up Diesel's family. He is one of the leaders of the Jets, and his family includes himself, four males, six females, and four younglings. As with all goblins here, they are armed only with crude daggers.

Goblin, 11ea (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1

AC: 15, HP: 7, Init: +2, Spd: 30ft

Attacks: weapon (+4, 1d6)

148b: The Gathering Chamber

Key Features: Benches, graffiti

Monster: n/a

Reward: n/a

GM Info:

The cavern opens up to a huge chamber. All stalagmites have been cleared, and stone benches have been placed along the north wall.

This is the Gathering Chamber, where the two clans occasionally meet. Written in goblin, above the benches, are the words:

*Every one of you hates every one of us
And we be hating you right back
Now let's get at it*

These were written here by the Shark clan leader, Bernardon, directed towards the Jets. These are the

words Riff was referring to when he told Tobak to clean them off.

149: Goblin Home

Key Features: Goblin homes

Monsters: Goblins

Reward: varies

GM Info:

Six males, two females, and three young reside in this chamber. They are all members of the Jets clan.

Goblin, 8ea (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1

AC: 15, HP: 7, Init: +2, Spd: 30ft

Attacks: weapon (+4, 1d6)

150: Goblin Home

Key Features: Goblin homes

Monsters: Goblins

Reward: varies

GM Info:

This home contains three goblin males, two females, and two young. They are part of the Jet clan. One of the males is called "Doc" and is skilled in medicine (+3). He has four healing kits with him in the room.

Goblin, 5ea (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1

AC: 15, HP: 7, Init: +2, Spd: 30ft

Attacks: weapon (+4, 1d6)

151: Cheeno's Home

Key Features: Goblin home

Monsters: Goblins

Reward: varies

GM Info:

This sparsely furnished chamber is home to Cheeno and seven of his male goblin friends.

Goblin, 8ea (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1

AC: 15, HP: 7, Init: +2, Spd: 30ft

Attacks: weapon (+4, 1d6)

152: Pepae's Home

Key Features: Goblin homes

Monsters: Goblins

Reward: varies

GM Info:

Nine straw bunks are in this cave, which is home to Pepae and his goblin buddies.

Goblin, 9ea (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1

AC: 15, HP: 7, Init: +2, Spd: 30ft

Attacks: weapon (+4, 1d6)

153: Bernardon's Home

Key Features: Straw bed

Monsters: Goblins

Reward: varies

Descriptive:

This chamber is cleaned up more than any of the other goblin chambers, and has a fairly well made door at the west wall. Along the north wall is an actual bed frame that holds a straw mattress.

GM Info:

Bernardon and seven of his goblin buddies reside in this chamber. The mattress belongs to Bernardon, and if searched, holds 18gp sewn within it.

Goblin, 8ea (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1

AC: 15, HP: 7, Init: +2, Spd: 30ft

Attacks: weapon (+4, 1d6)

154: Martika's Home

Key Features: message

Monsters: Martika

Reward: varies

GM Info:

This chamber belongs to Martika only. Bernardon guards her with jealousy, and has promised her to Cheeno when he feels she is old enough. A plain straw mattress is on the southeastern wall, and etched in the rock just above it are the words:

I feel pretty

Oh, so pretty

I feel pretty an smart and shiny bright

An I pity

Any gurl who don be me tonight

Martika (lvl 1, XP 10)

AC: 10, HP: 5, Init: +0, Spd: 20ft

Attacks: nil

155: Kitchen

Key Features: Pots and pans

Monsters: n/a

Reward: n/a

Descriptive:

Several bent, dented, and rusted pots, pans, and utensils lie on an old wooden table. A large bowl seems to be filled with a murky water.

GM Info:

This is the kitchen area where the female goblins prepare food for the males. There is nothing of real value here.

156: Gurls' Room

Key Features: Goblin homes

Monsters: Goblins

Reward: varies

GM Info:

This room is home to Aneeta (Bernardon's mate) and four other females along with three young. There are several straw mattresses here, but nothing of real value.

Goblin, 5ea (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1

AC: 15, HP: 7, Init: +2, Spd: 30ft

Attacks: weapon (+4, 1d6)

157: Storage

This room is locked (DC 10), and Bernardon has the key. Inside are a few barrels of water and racks holding dried meat and mushrooms.

158: Rear Guard

Key Features: Secret door

Monsters: Goblins

Reward: varies

GM Info:

All of the goblins from both tribes know of the secret doors here (DC 14), and Bernardon has posted two male goblins in this room to act as a rear guard so none of the Jets can sneak in the back way and steal their food from room 157.

Goblin, 2ea (CR 1/4, XP: 50)

S: -1, D: +2, C: 0, I: 0, W: -1, Ch: -1

AC: 15, HP: 7, Init: +2, Spd: 30ft

Attacks: weapon (+4, 1d6)



Dungeon Level 2

The Jets and Sharks from above have ventured down here all the way to the chasm in encounter 182, but have ventured no further due to being unable to find a way to cross it, and they sense "much evil" on the other side.

Unless otherwise noted, each area here is not illuminated by any source. Additionally, due to the nature of the inhabitants and structure, there is no chance of a random encounter here.

For the worked sections of this dungeon level, there is a persistent yet faint haunting sound. This sound will alternate as such:

- absolute silence, suddenly broken by a faint snapping sound.
- sound of a child sobbing
- sound of water trickling
- quiet moaning
- wet sucking sound

159: Teleportation Node

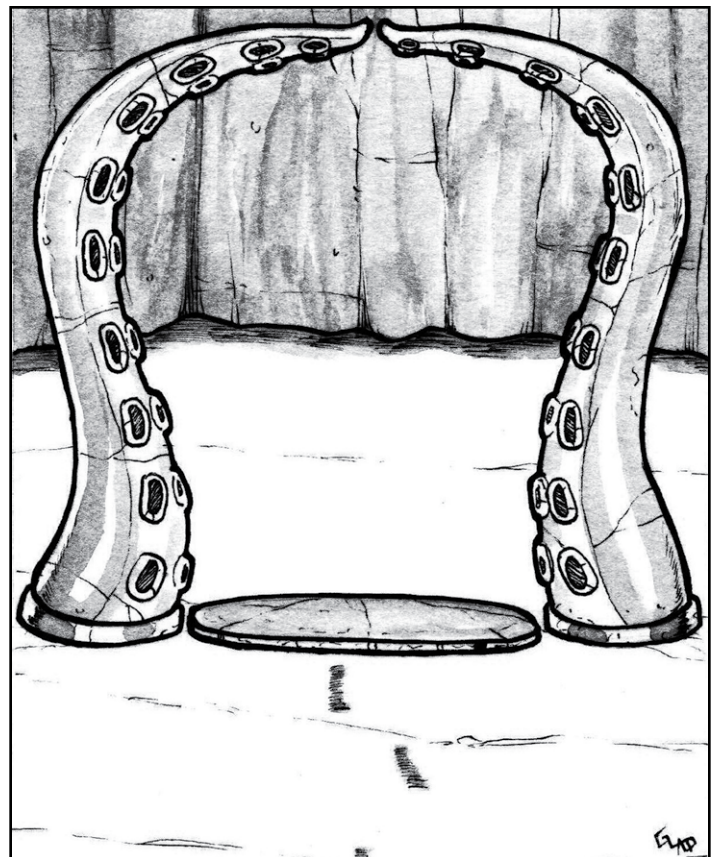
Key Features: Teleportation platform

Monsters: n/a

Reward: n/a

Descriptive:

In the very center of this chamber is a large stone circular platform rising a few inches from the ground. It is more than 10ft in diameter, and has what appears to be two giant stone tentacles rising from opposite sides to connect directly over the platform in a large arch. Very distinct human footprints lead from the platform to a tunnel in the east.



GM Info:

This is one of the teleportation nodes that were created as a fast way to travel within the temple complex. If any of the passwords are spoken to any of the other teleportation nodes, the portal will flare to life, showing a window of the next area in which the PCs can walk through and teleport to that area. If a password is spoken for the particular node that the PCs are standing next to, nothing will happen. If no password is spoken and someone steps on the portal, it will come to life and show a window to the linked portal, as noted earlier.

Etched along the tentacles of this particular node is the word "Arkham". In this case, if no password is uttered, the portal will teleport PCs to encounter 188.

160: Failed Flight

Key Features: Corpse, note

Monster: n/a

Reward: n/a

Descriptive:

The prints from the previous room lead into this chamber to the body of a human lying face down in the dirt next to the east wall. From this view, he seems to be wearing only clothing and appears to be very emaciated.

GM Info:

The figure is extremely gaunt and pale, as if he was sucked dry of all fluids or starved for weeks. The ends of his fingers are bloodied, as he was scratching a warning into the wall during his last moments. This message reads:

*Beware Markis
His mind is not his own
Possessed
True king*

The note reveals that Markis has been corrupted and possessed by Remahotep, and that Markis is the son of the first Castellan, and thus has royal blood in him.

161: Mortuary

Key Features: Steel table, drain

Monster: n/a

Reward: n/a

Descriptive:

The floors and walls of this room have been polished clean. In fact, the seams of the stone blocks are so tight that they are almost imperceptible. A slight slope of the floor leads to the center where a six inch drain is located. Directly above this drain is a large table with a gleaming sheet of steel on the top. On this table are various bottles, tubes, and what appear to be operating tools.

GM Info:

This room is where the honored dead of Remahotep were brought to be preserved, almost like mummies. There is nothing else of interest in this room. The bottle are either empty or contain formaldehyde.

The secret door can be detected with a successful perception check against a DC 12.

162: Macabre Caretakers

Key Features: Table

Monster: Wights

Reward: 2100 XP

Descriptive:

The PC's light illuminates three individuals sitting at a table. At first glance they appear to have been playing a card game, but a thick layer of dust covers them and the table. It seems nothing has touched this room in decades.

No sooner have the PCs looked inside this room than the individuals all stand up in a jerky motion and turn towards them. They appear to have been dead a very long time.

GM Info:

These creatures are wights, having once been caretakers for the dead followers of Remahotep. Now, the only thing that drives them is the hunger for living flesh. They will attack any living creature that is not wearing a badge of Remahotep.

Wights, 3ea (CR 3, XP: 700)

S: +2, D: +2, C: +3, I: 0, W: +1, Ch: +2

AC: 14, HP: 42, 48, 50, Init: +2, Speed: 30ft

Attacks: touch (+4 to hit, 1d6+2 Dmg). Reduces

max hp unless DC 13 Con check is made

Special: immune to cold, disease, necrotic,

and poison, resist b/s/p non-magic Dmg

163: Sarcophagus Room

Key Features: Sarcophagus

Monster: n/a

Reward: n/a

Descriptive:

In the very center of this room is a huge ornately carved sarcophagus. It is more than eight feet long, four feet wide, and four feet high. The carvings on the side and lid depict a mass of tentacles intertwined with various crustacean sea life.

The PCs will get a strong sense of uneasiness and wrongness near this sarcophagus.

GM Info:

It will take a combined strength score of 35 to lift or move the lid off of the sarcophagus. Inside, dressed in a dried kelp wrapping, is a very well preserved body of one of the high priests of Remahotep. The body is truly dead, and not some form of undead. And there are no valuables in the coffin with him. However, anyone that disturbs him will suffer a curse. Roll on the below table to determine the specific curse. Only a *remove curse*, *greater restoration*, or *wish* spell can break it.

Die Roll	Curse
1	PC can no longer speak
2	PC can only move by walking backwards
3	PC will always run into battle when an enemy is present, using melee weapons only
4	PC's skin becomes scaly and his or her face becomes fishlike
5	PC loses 1 d6 dexterity points
6	PC can only speak in insults
7	PC can communicate with animals, but cannot speak with humanoids
8	PC constantly smells like rotten food

The secret door in this room can be detected with a successful perception check against a DC 12.

164: Lost Guards

Key Features: Stone Chests

Monster: n/a

Reward: Mother-of-pearl

Descriptive:

Standing along the east wall of this room are three skeletal guards, each wearing chain armor and armed with halberds. They are unmoving, and covered in dust and cobwebs.

On the western end of this room are two great stone chests.

GM Info:

The guards are normal skeletons (not monsters) who died here at their posts. They were originally the guard force for the high priest's treasure.

Each of the stone chests are locked (DC 18), but not trapped. Inside are 755 mother-of-pearl shells, worth about 1 sp each.

165: High Priest's Chamber

Key Features: Furnishings

Monster: n/a

Reward: n/a

Descriptive:

The air stirred by the opening of the ancient door causes a cloud of dust to kick up, nearly choking the PCs. The room appears to have once been a fairly lavish bedroom. A four-post bed with a thick comforter is in the center of the east wall, and two well crafted armoires are along the north and south wall respectively. A thick layer of dust nearly a half an inch thick rests over everything.

At the corner of the PC's vision, they swear they can see hundreds of beetles crawling on the walls, but a direct gaze reveals nothing.

GM Info:

This is the private chamber of the high priest, and none have entered this room since his death. There is nothing of value in here, and nothing is unusual or magical.

166: Font of Life

Key Features: Basins of water

Monster: n/a

Reward: n/a

Descriptive:

The door to this room seems to be made for a single sheet of steel, yet remarkably light. It opens up to a room that has polished walls, a ceiling, and a floor. Not even a crack or seam is visible. However, what draws the PC's attention are the two pools of water about a foot in diameter each in the center of the floor. The floor curves downward to create recessed metal bowls in which the water resides in. The bowls are roughly one foot apart, and the skeletal remains of a rat lies exactly in between them.

But the skeleton isn't the only inhabitant here. There is also a live rat scurrying away from the party, and a large amount of rat droppings throughout the room.

GM Info:

Both of the pools of water are enchanted. The northernmost pool is a potent poison that unless a DC 20 constitution check is made, the drinker will immediately suffer 6d10 necrotic damage. The southernmost pool will grant the drinker extended life (every day a drink is taken, the drinker will not age), heal all wounds and afflictions, and he or she will no longer need food to survive, only water.

Both pools look identical. The skeleton of the rat faces south, as it came from the north pool when it died. Observant PCs may wonder how a rat got in this room with no other exits. In fact, the rat has been here 120 years, living on the water this entire time.

If the water is removed from the basins, it becomes regular water.

167: Embalmer's Chamber

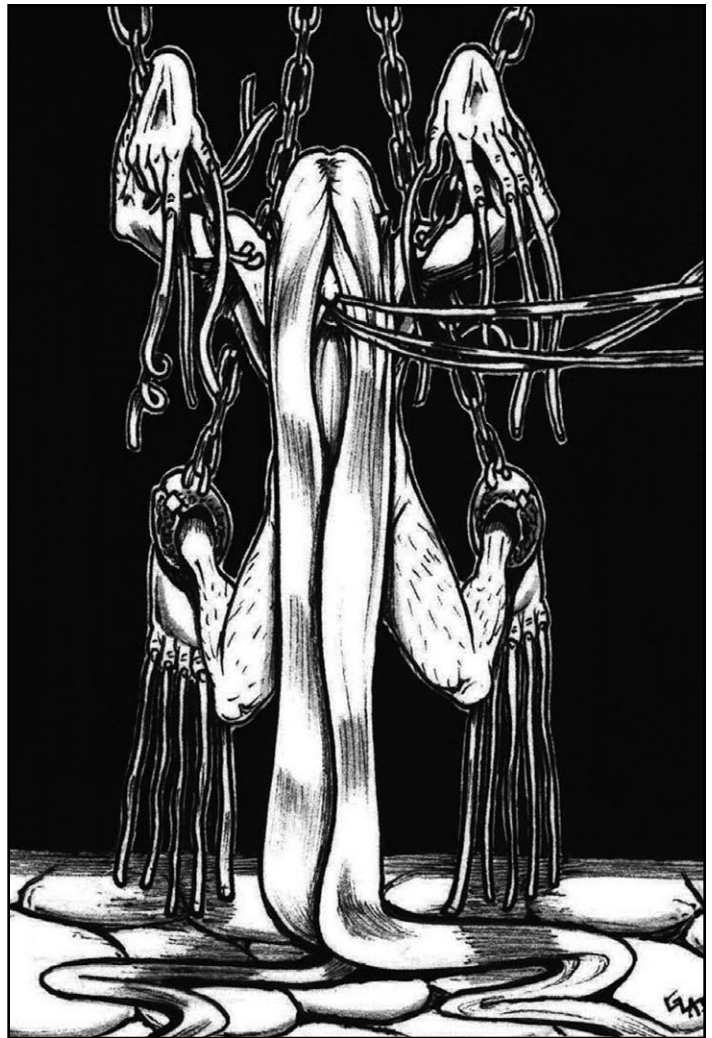
Key Features: Male in chains

Monster: Embalmer

Reward: 2300 XP

Descriptive:

This door opens up into a grisly sight. Hoisted on chains that are literally driven through his shoulders and shackled to his feet is the body of a human male. Various tubes lead from the east wall into his mouth and nose. He hangs from the chains in the very center of the



room, and his face is obscured by long gray hair that literally hangs to the floor and several feet beyond. His finger and toenails are more than two feet long each.

GM Info:

This is the room of the embalmer. When the high priest died, and the temple was about to fall into ruin, he had his assistants place him here. He was able to tap into the Font of Life in encounter 166 using the tubes, and has survived here in a sort of suspended animation. His body has continued to live, however, and his hair and nails have been growing this entire time.

If the tubes are removed, he will awaken, and if he doesn't see his assistants or someone in the form of Remahotep (or wearing a lobster mask), he will fly into a mad rage. The chains will snap from the ceiling and around his feet and he will drop to the ground. The chains will remain, however, embedded through his shoulders, but he has complete control over them. Each length is 20 feet, and he will use them to attack any creature within range.

Embalmer (CR 6, XP: 2300)

S: +3, D: +0, C: +2, I: +1, W: 0, Ch: -2

AC: 15, HP: 105, Init: +0, Spd: 30ft

Attacks: 2 chain attacks (+8, 3d8+3 bludgeon damage). If a chain hits, the target will be grappled and the embalmer can then slam the target each round (automatic hit, 3d8 damage).

Special: The embalmer is immune to any mind affecting magic.

168: Game of Chess Anyone?

Key Features: Chessboard, statues

Monster: Several

Reward: 4000 XP

Descriptive:

Before the PCs lies a very large square room. Along the wall that they have entered is a ten foot wide section of standard stone as the floor. A similar ten foot wide “ledge” is along the far west wall as well, where they see a door. However, most of the room is an 8 square by 8 square alternating pattern of black and white tiles, each 10 ft square.

The first two rows of squares (from west to east) each have a statue of a creature in it.

GM Info:

This is the chess room. Please show the players the handout for this encounter. The squares are actually parts of a large chess board. As soon as any PC steps

on a square that is part of the board, it will be activated and the PC will be locked into that chess piece that correlates with square they stepped in. For example, if a PC steps into the white square directly west of the door they came in, they will be assigned a Queen role.

Any attempt to step into the same square, or jump past the first row will result in the PC hitting what feels like a wall of force and bounced back to far eastern “ledge” of the room. Once a role has been assigned, no other PC is allowed to move to that square from the starting point.

Additionally, if a PC tries to move in a manner not typical of the piece he or she is assuming, he or she will take 1d6 points of electrical damage as soon as they step on an unapproved square. For example, if a PC is on the Bishop square and has that role, and tries to move non-diagonally, as soon as he does so, he will take 1d6 points of electrical damage for each square that he insists on moving to.

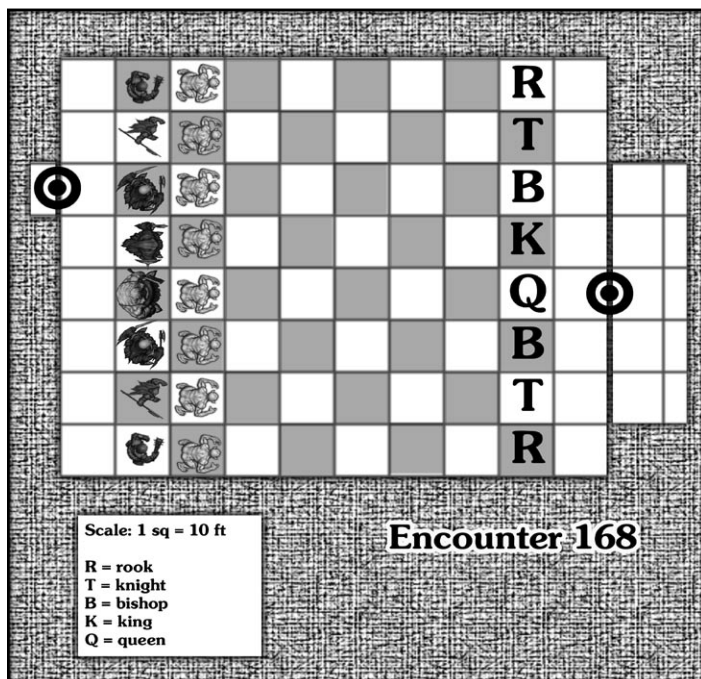
These movement restrictions apply to the monsters as well, and also apply to feet moved per round, regardless of the PC’s movement rate. I.e., even if a PC has a movement rate of 30ft per round, if she has taken the King role, she can only move 10 ft per round. Likewise, a PC may move as many squares diagonally (if a bishop) as they want regardless of movement rate.

However, much like chess, if any PC makes it to the first row of the board (the farthest west), he or she becomes a Queen and gains the movement rules of that piece. No creature can be forced from its square.

Additionally, any attack or spell cast from the starting ledge will dissipate as soon as it crosses over into the chessboard. Only attacks made from the chessboard itself will have an effect.

Once any PC enters the chessboard, all of the creatures will come alive and begin attacking. Any attack coming from a creature that isn’t a legal attack according to the rules of chess will be made at disadvantage, and the target will gain all damage resistance, as well as advantage on any saving throws. This also applies to any creature caught in an area of effect spell.

That is, creatures in the pawn role can only attack forward diagonally without penalty. If the zombies attack in any other direction, they will have disadvantage. Likewise, if a mage is on the Bishop role, she can cast a lightning bolt spell diagonally and all creatures caught within it will suffer the results of the attack normally. If the lightning bolt is cast non-diagonally, each creature will have advantage on its saving throws and damage resistance.



Pawns:

Zombies (CR 1/4 XP: 50)

S: +1, D: -2, C: +3, I: -4, W: -2, Ch: -3

AC: 8, HP: 22ea, Init: -2, Spd: special

Attacks: slam (+3, 1d6+1 Dmg)

Special: Zombie Fortitude

Rooks:

Hobgoblin leader (CR 3, XP: 700)

S: +2, D: +2, C: +2, I: +1, W: 0, Ch: +1

AC: 17, HP: 37, Init: +2, Spd: special

Attacks: 2 spiked club attacks (+4, 1d8+1 Dmg)

Special: Martial Advantage (3d6)

Bishops:

Dire wolves (CR 1, XP: 200)

S: +3, D: +2, C: +2, I: -4, W: +1, Ch: -2

AC: 14, HP: 39, Init: +2, Spd: special

Attacks: bite (+5, 2d6+3 Dmg)

Special: Pack tactics

Knights:

Knights (CR 3, XP: 700)

Str: +3, D: 0, C: +2, I: 0, W: 0, Ch: +2

AC: 18, HP: 50, Init: 0, Spd: special

Attacks: two greatsword (+5, 2d6+3)

Special: brave

Queen:

Human cleric (CR 2, XP: 450)

S: 0, D: 0, C: +1, I: +1, W: +3, Ch: +1

AC: 18, HP: 27, Init: +0, Spd: special

Attacks: mace (+5, 1d6+3 Dmg), spell (+4 to hit save DC 14)

Special: Divine wrath (2d10 Dmg)

Spells: 3/2/2

1st: cure wounds, healing word

2nd: silence, spiritual weapon

3rd: dispel magic, prayer

King:

Ogre (CR 2, XP: 450)

S: +4, D: -1, C: +3, I: -3, W: -2, Ch: -2

AC: 11, HP: 62, Init: -1, Spd: special

Attacks: greatclub (+6, 2d8+4 Dmg)

Once any PC makes it to the other side and opens the door, the creatures all turn to statues and the magic of the chessboard ceases. XP is still earned from each creature in this manner (total group award of 4000 XP).

169: Game Room

Key Features: Games

Monster: n/a

Reward: n/a

Descriptive:

There are seven small tables in this room, each with two stools near them. On the tables are various games (chess, bones, dice, etc).

GM Info:

Other than the dusty games, there is nothing else of note in this room.

170: Clerk

Key Features: Table, book, badges

Monster: n/a

Reward: n/a

Descriptive:

The door opens up into a square, dusty room. In the center of the room is a table, with a very old man sitting in a chair behind the table facing the party. On the table is a large book, an inkwell, and a feather pen in his gnarled hands.

At closer inspection, it appears the man is not moving, and his skin is pale and drawn taught against his bones. Long gray hair flows from his head and chin.

GM Info:

This is the room of the clerk. He has long since been dead, and the dry air has preserved him for more than two hundred years. The inkwell has long since dried, and the book is open. If the book is studied, on the pages are the names of various individuals. The ink on all of the names is extremely faded except the last: Markis. The ink on that name is fresh.

If any of the PCs enter the hallway to the west, their name will also magically appear in the book.

If detected (DC 15), the secret door to the north will reveal a closet with a rack containing more than a dozen

small bronze badges depicting a lobster head. These badges were given to visitors by the clerk to show the rest of the cultists that they were allies to Remahotep.

171: Hall of the Dead

Key Features: Tombs

Monster: Skeletons

Reward: 2600 XP or 1000 XP

Descriptive:

A sense of uneasiness comes over the characters as they look down these two long hallways. The walls house niches that contain the bodies of long dead humanoids, each draped in old decaying purple cloth. How long they have been dead is unknown. Each body is wearing an identical pearl and shell necklace.

GM Info:

This is the hall of the dead, a burial place for the cultists. If any of the bodies are disturbed, or if there is a loud noise, all of the bodies will animate and attack any living creature not wearing a badge of Remahotep. If they are left undisturbed, they will not animate.

Skeletons, 52 ea (CR 1/4, 50)

S: 0, D: +2, C: +2, I: -2, W: -1, Ch: -3

AC: 13, HP: 13ea, Init: +2, Spd: 30ft

Attacks: 1 claw (+4, 1d4+1 Dmg)

The necklaces are each worth 10gp. If the PCs decide not to disturb the dead (a good act), they will each gain 1000XP. Any evil PC who steals (desecrates the dead) would gain 1000 XP on top of any XP earned for defeating the now animated skeletons.

172: Basin of Enlightenment

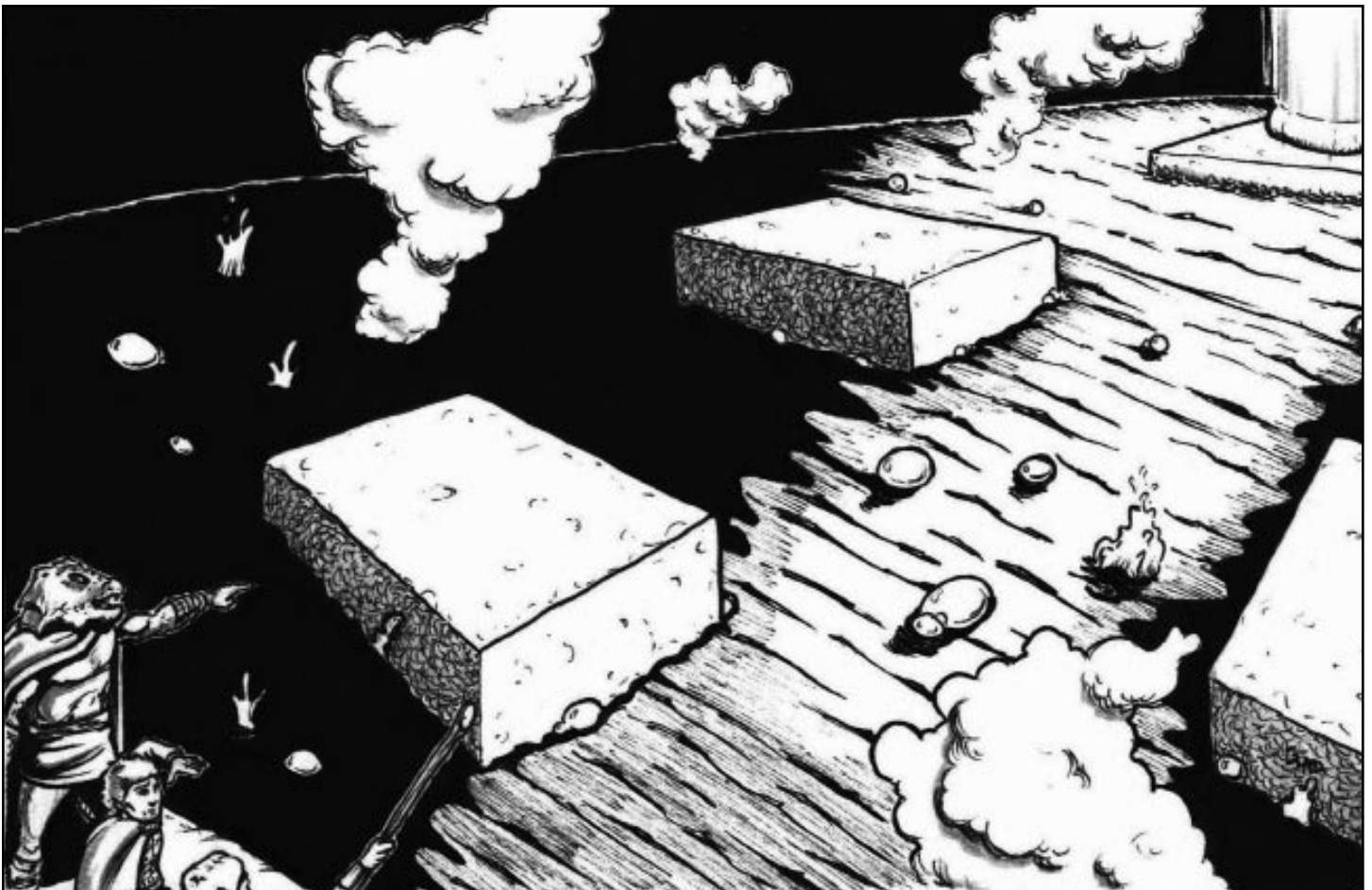
Key Features: Boiling liquid, basin

Monster: n/a

Reward: 2500 XP, total healing

Descriptive:

As the PCs near the entrance to this room, a heavy wave of humid heat hits them. When they get closer, they see that a small ledge is all they can stand on at the entrance. Across from them, a similar ledge exists from another entrance.



Five feet below them, covering the entire huge oval chamber, is a lake of clear boiling liquid. They can feel the heat blast them, even from the safety of the ledge. Randomly, a spout of boiling steam bursts in the room.

Also in the room are 10 platforms raised five feet out of the water; an equal height as the ledge the PCs are standing on. These platforms are ten ft square, and the stone glistens wet with the liquid.

Near the southern edge of the room is a larger 20ft by 20ft platform with giant basin on it. A blue beam of light seems to emit from the basin to the ceiling.

GM Info:

Please give the players the appropriate handout for this room, and reference the below to see how and when the steam geysers will blow. There are ten platforms. Each round, roll 2d10. The values you get will be the two platforms that will be showered with scalding water. Any creature on a platform when this happens will suffer 2d10 points of heat damage.

Most PCs can attempt to jump from one platform to another that are 10 feet apart by making an athletics or acrobatics check. Because the platforms are wet and slippery, the DC of this attempt would be 12. Failure means the PC has fallen into the 30ft deep boiling water, and will suffer 2d10 points of heat damage each round they are exposed.

The basin is magical, and any PC who places his or her hands into the light will feel a sense of enlightenment and empowerment. Hit points will be healed, and the PC will be awarded 2500 XP. The basin can only be used once per PC.

172b: Secret Lever

Key Features: lever

Monster: n/a

Reward: n/a

GM Info:

When the PCs pass by this section of wall, a magic mouth will say, "What is best in life!" If any PC answers with, "To crush your enemies, see them driven before you, and to hear the lamentations of their women!", a door will be revealed.

This door will reveal a small closet with an iron lever. If the lever is pulled, the water in room 172 will begin to drain. After 10 minutes, the water will be drained completely. If the lever is flipped back, water will begin

to fill back into the chamber, filling it in 20 minutes back to its 30ft depth.

173: Dinner Time

Key Features: n/a

Monster: Wights

Reward: 2100 XP, magic arrows

Descriptive:

A loud ripping and growling sound comes from behind the door.

GM Info:

If the door is opened, the PCs will see three savage humanoid creatures, facing west, tearing apart a relatively recently slain humanoid. When they detect the PCs, they will attack immediately.

Wights, 3ea (CR 3, XP: 700)

S: +2, D: +2, C: +3, I: 0, W: +1, Ch: +2

AC: 14, HP: 42, 48, 50, Init: +2, Speed: 30ft

Attacks: touch (+4 to hit, 1d6+2 Dmg). Reduces

max hp unless DC 13 Con check is made

Special: immune to cold, disease, necrotic,

and poison, resist b/s/p non-magic Dmg

The humanoid is an unfortunate elven explorer who was here before the PCs. He's been dead almost a week. If searched, he will have a typical adventurer's kit, an short sword, long bow, **12 obsidian tipped arrows+1**, and a journal that notes several of the rumors from the *Rumor Table 1* in the keep area, as well as the story of Eric the Bold (handout). He also has 12gp and 33sp.

174: Armory

Key Features: Weapons and armor, secret door

Monster: n/a

Reward: n/a

Trap: Trip wire behind secret door

Descriptive:

Several shelves line the east wall of this room, and a half dozen wooden dummy stands are in the center. Along the west wall are several weapons racks and barrels. While mostly empty, these racks and dummies do hold some weapons and armor.

GM Info:

In total, there are 8 spears, 2 short swords, 6 daggers, 2 suits of human sized leather armor, 2 tower shields, 1 suit of human sized chain mail, and 36 arrows in this room. There used to be a lot more, but the kobolds have stolen most of the items they were able to use.

The secret door to the south leads to the kobold area, and can be detected against a DC of 12 (it has been opened recently). Immediately on the other side of the door is a trip wire that leads down the tunnel to a wire with tin utensils, cups and plates on it, which will bang around if the wire is disturbed. The trap had a DC10 to detect it, and can be disarmed easily once detected.



Kobold Lair

If the kobolds have detected an intruder from room 174, or if they are attacked, the cook and blacksmith will join the females and young in room 185 and 186. The guards from 184 will stay there and form a line of defense. The chieftain will remain in 187 with his personal guard. All other kobolds from all other areas will rally to the location of the intruders and attack with an organized tactical plan. The dragonshields will form a shield line and move into melee, while the others will attack from range.

175: Guard Room

Key Features: Table, alarm

Monster: Kobolds

Reward: 525 XP

Descriptive:

This room has a small table in the center, only a few inches off the ground. Several kobolds are around it playing some sort of dice game. A stack of javalins rest against the far wall.

GM Info:

This is the guard room, to ensure that no one sneaks into the clan from the temple. The trap from behind the secret door ends in this room, alerting the kobolds if the trap is sprung.

If the kobolds are alerted, or attacked, the shieldmen will grab their shields and try to keep the PCs in the hallway, blocking access, while the others attack from range. If the battle is going badly, one of the kobolds will flee and set the alarm for the rest of the clan.

Kobold Shieldmen, 6 ea (CR 1/4, XP: 50)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 15, HP: 12, Init: +1, Spd: 25ft

Attacks: short sword (+3, 1d6+1 Dmg)

Special: pack tactics, shield master feat

Kobold spearmen, 7 ea (CR 1/8, XP: 25)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 11, HP: 5ea, Init: +1, Spd: 25ft

Attacks: javelins (+1, 1d6+1 Dmg)

Special: pack tactics

Kobold alchemist (CR 1/4, XP: 50)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 15, HP: 7, Init: +1, Spd: 25ft

Attacks: short sword (+2, 1d6+2 Dmg), alchemical bomb

Special: cantrips: acid splash, poison spray.

1st level: shield

Each kobold has 2d6 sp.

176: Hunting Grounds

Key Features: Cavern with stream

Monster: Kobolds

Reward: 300 XP

Descriptive:

The tunnel opens up into a large cavern with a stream of water that bisects from west to east. In this large stream are several small fish and crawfish. A similar stream crosses over the tunnels exiting the cavern to the east.

Cleaning some fish on flat rocks towards the northern end of the cavern are a dozen kobolds.

GM Info:

The stream provides the food source for the clan here. If surprised, the kobolds will yep an alarm and flee to room 184.

Kobold spearmen, 12ea (CR 1/8, XP: 25)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 11, HP: 5ea, Init: +1, Spd: 25ft

Attacks: javelins (+1, 1d6+1 Dmg)
Special: pack tactics

177: Armory

Key Features: Stone bench
Monster: Kobold blacksmith
Reward: 25 XP

Descriptive:

A large stone acts as a workbench in this cavern, and a small forge burns in the south corner. On the table are a small hammer and a pair of tongs. A few javelins and crude short swords are propped along one wall.

GM Info:

If the PCs have been stealthy, the blacksmith will be here, otherwise he will have moved to 184 with the other kobolds.

Kobold blacksmith (CR 1/8, XP: 25)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 11, HP: 5, Init: +1, Spd: 25ft

Attacks: hammer (+1, 1d6+1 Dmg)

Special: pack tactics

178: Kitchen

Key Features: Table, rack of fish
Monster: Kobold cook
Reward: 25 XP

Descriptive:

A stone table is in this room with several small knives and a cleaver lying on top. A rack is along the south wall with fish hanging on it, drying.

GM Info:

This is the area where the cook lives. If surprised, he will be here. If the PCs are known, he will be in 184.

Kobold cook (CR 1/8, XP: 25)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

Attacks: cleaver (+1, 1d4+1 Dmg)

Special: pack tactics

179: Refuse Area

Key Features: Waste hole
Monster: n/a
Reward: n/a

Descriptive:

A horrible stench comes from this cavern. As you enter, you see a hole in the ground in the northwest section where the smell seems to be coming from.

GM Info:

This is the area where the kobolds dump all of their garbage and waste. It is a 20ft deep pit, and is filled halfway with garbage.

180: Patrol

Key Features: n/a
Monster: Kobolds
Reward: 475 XP

GM Info:

There are several kobolds here just wasting time and jabbering. If the PCs are detected, they will grab their gear and defend the clan.

Kobold Shieldmen, 6 ea (CR 1/4, XP: 50)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 15, HP: 12, Init: +1, Spd: 25ft

Attacks: short sword (+3, 1d6+1 Dmg)

Special: pack tactics, shield master feat

Kobold spearmen, 7 ea (CR 1/8, XP: 25)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 11, HP: 5ea, Init: +1, Spd: 25ft

Attacks: javelins (+1, 1d6+1 Dmg)

Special: pack tactics

Each kobold has 2d6 sp.

181: Sleeping Area

Key Features: Straw beds

Monster: Kobold female/young

Reward: n/a

GM Info:

There are roughly two dozen very crude straw beds in this chamber, where the kobolds sleep. The males will be on guard duty most of the time and thus won't be here, but six females and four young will. At the first sign of hostility, they will flee to 185 or 186. They do not fight.

Hidden in a burlap sack are 5gp, 12 sp, and 422 cp.

182: Chasm

Key Features: Chasm, ledge

Monster: Ledge Angler

Reward: 1100 XP

Descriptive:

A steep chasm more than twenty feet across crosses this entire cave. The chasm drops almost vertically into the darkness below.

GM Info:

The chasm is fifty feet deep, and the walls are nearly vertical. On the southwest wall, twenty feet up from the main floor, is a small ledge and hole, nearly undetectable (DC 18).

If any PC tries to cross the chasm, the giant ledge angler will target them and attack, pulling them up towards the hole where it will drag the PC through and feed on him or her.

Giant Ledge Angler (CR 5, XP: 1100)

S: +2, D: +2, C: 0, I: 0, W: -1, Ch: -2

AC: 16, HP: 66, Init: +2, Spd: 10ft

Attacks: filament (+5, range 75ft. Hit: target

grappled and moves 25 ft towards fisher

(STR 18). 2 claw attacks (+5, 2d10+3 Dmg)

Abilities: Practiced Shot



183: Ledge Angler Lair

Key Features: Bones and garbage

Monster: n/a

Reward: scroll case

GM Info:

The cave fisher typically feeds on any unlucky kobold or goblin (from the above caverns) who ventures too close to the lair. But it will also attack any other creature that it deems a suitable meal.

The back of the cave is littered with bones, scat, and other piles of garbage. Anyone spending five minutes searching through the material will find a bone scroll case. Inside the scroll case is a **scroll** with four random spell scrolls (see Appendix)

184a: Portcullis Trap

Hidden in the ceiling at the two areas marked on the map are two portcullises. The lever that controls them is in encounter 184. If a PC is actively searching, the DC to discover the holes is 12. If the PCs are moving quickly or are not searching, the DC to detect them is 20.

After the party moves past the far west one, the kobolds in 184 will flip the lever, causing both portcullises to crash down, trapping the party. A strength check must be made at a DC 18 in order to lift a portcullis up. Until that happens, the kobolds will shower the PCs with missile weapons, or will set the basket of snakes free.

184: Guard Room

Key Features: Basket

Monster: Kobolds, snakes

Reward: 725 XP

GM Info:

Several kobolds are stationed here at all times, in the event the clan would be attacked. They act as a rear guard of sorts, protecting the chieftain, females, and young.

Kobold Shieldmen, 6 ea (CR 1/4, XP: 50)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 15, HP: 12, Init: +1, Spd: 25ft

Attacks: short sword (+3, 1d6+1 Dmg)

Special: pack tactics, shield master feat

Kobold spearmen, 7 ea (CR 1/8, XP: 25)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 11, HP: 5ea, Init: +1, Spd: 25ft

Attacks: javelins (+1, 1d6+1 Dmg)

Special: pack tactics

Kobold alchemist (CR 1/4, XP: 50)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 15, HP: 7, Init: +1, Spd: 25ft

Attacks: short sword (+2, 1d6+2 Dmg), alchemical bomb

Special: cantrips: acid splash, poison spray.

1st level: shield

Each kobold has 2d6 sp. There are also 28 javelins in this room used by the spearmen standing behind the dragonshields to launch attacks at PCs trapped between the two portcullises.

Additionally, there is a large basket in this room which contains 8 poisonous snakes. The alchemist will let the snakes loose down the passage at the PCs.

Poisonous snakes, 8ea (CR 1/8, XP: 25)

S: -4, D: +3, C: 0, I: -5, W: 0, Ch: -4

AC: 13, HP: 2, Init: +0, Speed: 30ft

Attacks: 1 bite (+5 to hit, 1 Dmg. DC 10 CON saving throw or +1d8 poison damage)

185: Concubine Room

Key Features: Straw mattress

Monster: Female kobolds

Reward: n/a

Descriptive:

This room must be something special, for instead of loose straw bedding, there are actual straw mattresses here.

GM Info:

This chamber is home to four female concubines of the chieftain. They do not fight, and wear ornamental, yet worthless jewelry.

186: Hunter's Chamber

Key Features: Straw mattress

Monster: Kobold tracker, rats

Reward: 400 XP

Descriptive:

A simple straw mattress is in this room, along with a pile of loose straw.

GM Info:

This chamber is home to the chieftain's brother, a kobold who has trained giant rats to sniff out intruders. If the clan has been invaded, he will have his rats out tracking down the intruders.

Kobold Tracker (CR 1/2, XP: 100)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 14, HP: 12, Init: +1, Spd: 25ft

Attacks: short sword (+4, 1d6+1 Dmg)

Special: pack tactics

Giant Rats, 12 ea (CR 1/8, XP: 25)

S: -2, D: +2, C: 0, I: -4, W: 0, Ch: -3

AC: 12, HP: 5ea, Init: +2, Spd: 20ft

Attacks: bite (+2, 1d4+2 Dmg)

Special: pack tactics

187: Kobold Chieftain

Key Features: Large bed

Monster: Kobolds

Reward: 500 XP, helm, coins, scroll

Descriptive:

An actual bed with a large straw mattress is along the east wall of this room. Several tattered blankets lay over it. Sitting on the bed like it's a throne is a large kobold dressed in mail armor and wearing an ornate bronze helmet. Five shield kobolds are with him here as well.

GM Info:

The chieftain and his guards will attack any intruders, and will fight to the death, as they know they are cornered. If the chieftain is the last kobold standing, he will beg for his life, but doesn't know much about the dungeon except his controlled areas and general knowledge of undead being in the temple area.

His mail is halfling sized, and his helmet is a magical **helm of telepathy**. While his shieldmen move forward to protect him, he will throw darts (he has 8) before moving in to attack with short sword in each hand.

Kobold Chieftain (CR 1, XP: 200)

S: 0, D: +2, C: +1, I: 0, W: -1, Ch: 0

AC: 14, HP: 28, Init: +1, Spd: 25ft

Attacks: 2 short sword (+5, 1d6+2 Dmg) or 2
dart (+5, 1d4+2 Dmg) attacks.

Kobold Shieldmen, 6 ea (CR 1/4, XP: 50)

S: -2, D: +2, C: -1, I: -1, W: -2, Ch: -1

AC: 15, HP: 12, Init: +1, Spd: 25ft

Attacks: short sword (+3, 1d6+1 Dmg)

Special: pack tactics, shield master feat

Buried in the ground under his bed is a small locked iron box (the chieftain has the key). Inside the box is a **scroll** (protection from undead), 34gp, 22sp, and 299cp.

188: Teleportation Node

Key Features: Teleportation node

Monster: n/a

Reward: n/a

Descriptive:

This node emerges into a rectangular room. The portal is similar to the one the party just entered, except that on these tentacles, the word "K'n-yan" is etched. Two passageways leading west and south exit this room into darkness.

GM Info:

Unlike the previous teleportation node, if no password is spoken, this node will not activate. It will only work if a proper password to another node is spoken.

189: Teleportation Node

Key Features: Teleportation node

Monster: n/a

Reward: n/a

Descriptive:

Thick iron bars prevent entry into the room beyond. PCs can see that another teleportation node is in the center of the room, but can't make out what words on etched in it. They can see, however, that on the other side of the room is another portcullis like the one before them, leading to a passage beyond that.

GM Info:

The portcullises in this room can only be opened by the lever in room 191. The bars are six inches apart, and have cross horizontal bars every two feet. The bars will raise with a combined strength score of 50, but as soon as it goes back below 50, the bars will crash down.

On the node's tentacles is etched the word, "Oriab". If no password is given, the node will teleport the party to encounter 195.

190: That's Water, Right?

Key Features: Floor covered in water, lichen

Monster: Gray oozes

Reward: 600 XP

Descriptive:

The door opens into a stone room, the floor covered in water. Four small holes along the top of the north and south walls allow a steady trickle of water to seep down to the floor, where it collects into a half inch deep pool over the floor. Green moss and gray lichen grow up along the walls to the height of the holes. No moss or lichen grows in the pool, leaving the entire floor glistening with the reflection of the party's light.

GM Info:

On the floor of this room are actually six gray oozes. That's why there is no plant life in the water on the floor. There is a 10ft wide path directly from one door to the other. As soon as any PC is in the middle of the room, or if any PC touches an ooze on either side of this path, they will attack.

Gray Ooze, 6ea (CR 1/2, XP: 100)

S: +1, D: -2, C: +3, I: -5, W: -2, Ch: -4

AC: 8, HP: 20ea, Init: -2, Spd: 10ft

Attacks: pseudopod (+3, 1d6+1 Dmg + 2d6 acid Dmg)

Special: dissolve, formless, resistant to acid, cold, and fire.

191: Lever Room

Key Features: Lever

Monster: n/a

Reward: n/a

GM Info:

This door is locked, and the curate in room 192 has the key. Inside the room against the east wall are two levers. The first lever controls the north gate in 189, and the second lever controls the south gate.

192: Curate's Room

Key Features: Kelp carpet, plush bed

Monster: Curate

Reward: 2300 XP, coins, gems, mace

Descriptive:

A plush bed rests against the southwest wall of this room, and a thick carpet of kelp acts as a 15ftx15ft rug in the center. The room is illuminated by glowing blue-green fungi on the ceiling.

GM Info:

This is the private quarters of the curate. If the PCs have not been to 193 yet, as soon as he sees them he will call out to gather reinforcements. If the PCs have gone to encounter 193 first, the curate will have been alerted to the sound of battle and helped them out after three rounds.

Curate (CR 6, XP: 2300)

S: 0, D: +2, C: 0, I: +2, W: +4, Ch: +2

AC: 18, HP: 73, Init: +2, Spd: 30ft

Attacks: mace (+5, 2d6+3 Dmg +1d8 necrotic)

Spells: 4/3/3/3/2 (Save DC 16, +6 TH)

1st: command, inflict wounds, cure wounds

2nd: silence, spiritual weapon

3rd: dispel magic, prayer, animate dead

4th: banishment, stone shape

5th: insect plague

He wears studded dragon turtle **leather armor+1** and wields a shield and his enchanted **mace**. When inspected, the head of the mace appears to have swirling water inside of it. Whenever a strike is made, a splash of water will emit from the impact spot. Any creature vulnerable to fire will take an additional 1d6 points of damage.

Also on his body is the key to room 191, and a jade necklace worth 150gp.

The kelp rug acts much the same as the spell *Entangle*. Any PC that enters the rug must make a strength check each round against a DC of 14 or be held fast until the start of their next turn.

Under the bed is a locked metal trunk that is trapped (DC 15 to find and disarm) and if set off, will emit a cloud of poisonous vapor in a 20ft by 20ft cloud. Any within this cloud must make a constitution save vs. DC 15 or suffer 2d10 points of damage. Half damage if the save is met.

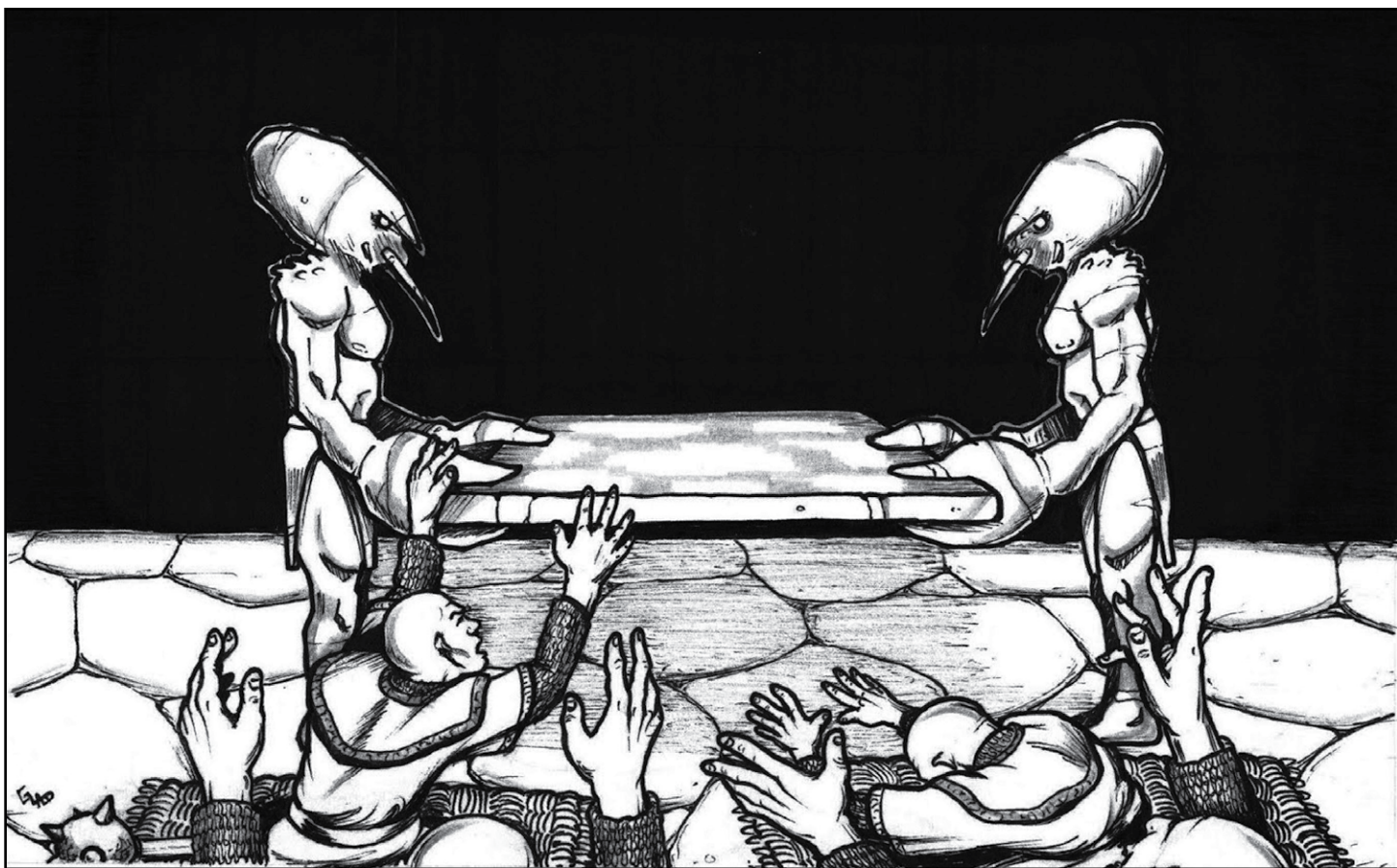
Inside the chest are 293gp, 1992sp, 23ep, 55pp, 4 fire opals worth 50gp each, and 12 pearls worth 25gp each.

193: Prayer Room

Key Features: Alter

Monster: Cultists

Reward: 800 XP + 250 XP bonus



Descriptive:

A jade alter carved to represent two lobster men holding a stone slab between them is along the far south wall of this room. Green glowing fungi on the ceiling illuminates this as well as the several straw mats on the floor. Four human cultists are here praying to their god.

GM Info:

These cultists will attack on sight of the PCs. As soon as battle is started, the curate will come to help, and will arrive in 3 rounds. If the PCs find the curate first, these cultists will go to help him and will arrive in 3 rounds.

Cultists, 4 ea (CR 1, XP: 200)

S: 0, D: 0, C: 0, I: +1, W: +3, Ch: +2

AC: 16, HP: 20, 22, 24, 26, Init: +0, Speed: 30ft

Attacks: mace (+5, 1d6+1 Dmg), spells (+5 to hit, Save DC :13)

Spells: 2/2 (bless, inflict wounds, silence)

Each cultist is armed with a mace and wears chain mail armor. The jade alter has 5000gp worth of jade there, but is very large and impossible to move. It is also tainted with evil. Any good aligned PC that helps to destroy it will be awarded 250 XP.

194: Storage Room

Key Features: Supplies

Monster: n/a

Reward: n/a

GM Info:

This room contains sacks, crates, and barrels of various foodstuffs that the curate and his cultists live on while working on getting this area ready for Remahotep.



Dungeon Level 3

The following areas can only be accessed by the various teleportation nodes, with the exception of the secret tunnel in encounter 212. Since the isolated sections of this dungeon are accessible by teleportation nodes only, the dungeons are no longer part of the same greater complex. I.e., you couldn't dig down from encounter 195 and end up near 212. They are actually spread out many miles apart from each other. The secret tunnel from 212 emerges in the mountains north of Granite Keep (exact location GM discretion), for example.

Also because of this, there are no random wandering encounters in the traditional sense. You will not roll for a random encounter because all inhabitants have a location they are central to. However it should be noted that the inhabitants don't necessarily stay in their marked encounter 24/7. So while there is not a random encounter table, it is possible for the party to stumble upon an inhabitant who happens to have left its lair. This is entirely up to you, but is encouraged if the PCs spend too much time in any one area.

Unless otherwise noted, every wall, floor, and ceiling from encounter 195 to 215 glows a faint phosphorescent blue. They appear as polished stone, with tight seams and no dust.

Similar to the above area, this section is also beset upon unsettling sounds, albeit slightly louder:

- absolute silence, suddenly broken by a screeching sound
- sound of a child sobbing
- sound of water trickling
- choking sound
- wet sucking sound

195: Teleportation Node

Key Features: Node

Monster: n/a

Reward: n/a

GM Info:

This is an oval room with a passageway leading east. Checking the tentacles, this node has the word "Carcosa" etched in it.

When the party enters the room, a magic mouth along the far wall will announce with glee:

Oh goodie! I love visitors! Where will you end up now? Place your seats in a reclining position and enjoy the ride!"

196: Cultist's Chamber

Key Features: Bunks, table, chairs

Monster: Cultists

Reward: 900 XP

Descriptive:

This room has two bunks, one along both the west and east wall. A small table and two chairs are in the center of the room. Residing here, dressed in flowing green and blue robes are two humans, who immediately attack the party on sight.

GM Info:

These are two cultists who will attack anyone not wearing a Remahotep badge.

Cultists, 2ea (CR: 2, XP: 450)

S: +1, D: +2, C: 0, I: +1, W: +3, Ch: 0

AC: 16, HP: 48, 44, Init: +2, Spd: 25ft

Attacks: 2 mace (+5, 1d6+5 Dmg) or 2 hurl lightning (+5, 50ft, 2d6 damage)

Special: Frighten (1x, DC 12 Wis check), Charm (1x, DC 14 Wis check).

Each wears chain mail armor under their robes and a badge of Remahotep. They also carry maces as well as 3d10gp each.

197: Keeper of the Beast

Key Features: Bunk, rack of meat

Monster: Ugolush

Reward: 450 XP, coins

Descriptive:

A single bunk rests against the north wall of this room. Along the west wall is a large wooden rack with some sort of meat draped over it in long strips. A door to east is ajar, leading to a hallway. No time to linger on the details, as a burly ogre dressed in hides and wielding a huge barbed whip attacks!

GM Info:

This is Ugolush, keeper of the shimmer beast in room 198. He wears the **hide of a shimmer beast** (granting a +2 bonus to AC).

Ugolush (ogre, CR 2, XP: 450)

S: +4, D: -1, C: +3, I: -3, W: -2, Ch: -2

AC: 15, HP: 72, Init: +0, Spd: 35ft

Attacks: 2 whip (+5, 1d8+5 Dmg)

Ugolush will roar out to his beast to help assist him. The first door is ajar, but the door to 198 is not, and will take the beast 2 rounds to break through, at which point it will join the attack.

Under his bed he has a large sack that contains 844gp, 1922sp, 3222cp, 24ep, and 92pp.

198: Lair of the Beast

Key Features: Rotten meat, bones

Monster: Shimmer beast

Reward: 540 XP

Descriptive:

This room is littered with scraps of rotting meat and cracked bones.

GM Info:

The shimmer beast that Ugolush raised lives here, and will attack any creature he commands.

Shimmer Beast (CR 3, XP: 700)

S: +4 D: +2 C: +2 I: -2 W: +1 Ch: -3

AC: 15*, HP: 78, Init: +2, Spd: 40ft

Attacks: 2ea claws (+6, 1d6+4 piercing
+ 1d6 necrotic damage)

*DC 12 WIS: all attack rolls are made with disadvantage

199: Teleportation Node

Key Features: Node

Monster: n/a

Reward: n/a



Descriptive:

The door to this chamber is magically barred. It can only be opened with the proper key, or by a knock spell. Inside, the word etched on the tentacles is "Miskatonic". If no password is said before entering, the portal will link to the one in room 207.

200: Guard Rooms

Key Features: Bunks, table, chairs

Monster: Cultists

Reward: 900 XP

GM Info:

Each of these rooms is exactly the same as room 196, each with two cultists.

Cultists, 2ea (CR: 2, XP: 450)

S: +1, D: +2, C: 0, I: +1, W: +3, Ch: 0

AC: 16, HP: 48, 44, Init: +2, Spd: 25ft

Attacks: 2 mace (+5, 1d6+5 Dmg) or 2 hurl
lightning (+5, 50ft, 2d6 damage)

Special: Frighten (1x, DC 12 Wis check), Charm
(1x, DC 14 Wis check).

Each wears chain mail armor under their robes and a badge of Remahotep. They also carry maces as well as 3d10gp each.

201: Water Guardian

Key Features: Pedestal and basin

Monster: Water elemental

Reward: 1800 XP, blade

Descriptive:

The party's attention is immediately drawn to the huge basin sitting on top of a jade green platform. The basin appears to be more than 10 feet in diameter. Murals on the floor depict scenes of tidal waves crashing into coastal settlements.

A jade pedestal sits before the basin platform, and on it in a coral stand is an ornate jeweled dagger with a seashell blade.

GM Info:

The **blade** is used for ceremonial purposes only, and if anyone but a priest of Remahotep touches it, the guardian in the basin will rise up and attack. The

blade itself is enchanted to be as hard as steel, and confers the following spells upon the wielder as long as the blade is held and attuned: *water breathing* and *freedom of movement*.

Water Elemental (CR 5, XP: 1800)

S: +4, D: +2, C: +4, I: -3, W: 0, Ch: -1

AC: 14, HP: 116, Init: +2, Spd: 40ft

Attacks: slam (+7, 2d8+4 Dmg) or whelm (recharge 4-6. DC 15 STR or 2d8+4 + grapple)

Special: Immunities, formless, freeze, resistant to acid and non-magical weapons

202: Storage

Key Features: Supplies

Monster: n/a

Reward: n/a

GM Info:

This room contains sacks and crates with various food, as well as barrels of wine, water, and other common materials.

203: Like My Collection?

Key Features: Jars of body parts, secret door

Monster: n/a

Reward: n/a

Descriptive:

Along the south wall of this room are rows of wooden shelves. On each of these shelves are dozens of jars filled with a milky liquid and all kinds of body parts, both humanoid and beast alike.

GM Info:

Other than the macabre nature of the contents, there is nothing magical or dangerous in this room. The secret door can be detected by making a perception check against a DC of 15.

204: A View to a Kill

Key Features: Mural

Monster: Medusa

Reward: 900 XP, sword, bow

Descriptive:

The PCs can hear the sound of soft singing coming from the end of the hallway. As they near the door, they can quite clearly hear the beautiful melody of at least two women singing in a language none of them can understand.

GM Info:

When the PCs open the door, they will see a well furnished room of pillows, silks, and thick rugs. Two beautiful women dressed strangely—wearing only a thick burka and a small sheer robe—stand with their backs towards the door. They are working together, painting a mural depicting the harmony of undersea life. Both are singing complementary parts of a soothing melody.

They will not turn around until approached by the PCs. When they do so, the PCs will quickly be exposed to their killing gaze, as both women are medusa. As they turn, they will also pull away their burka, allowing their snake hair to be free.

After the initial surprise attack, one medusa will pull out a **short sword+1** to attack while the other grabs a **bow** hidden beneath a silk sheet.

Medusa, lesser, 2 ea (CR 2, XP: 450)

S: +1, D: +2, C: 0, I: 0, W: 2, Ch: +2

AC: 12, HP: 40, 38, Init: +2, Spd: 30ft

Attacks: 1 snake hair (+5, 1d4 Dmg, DC 12 con save or +2d6 poison), and either 1 short sword (+6, 1d6+1 Dmg) or 1 bow (+5, 1d8+2 Dmg)

These medusa are the concubines for the high priest in encounter 206, and have been placed as a reward from Remahotep for faithful service. There is no additional treasure in this room other than the enchanted short sword and the long bow. If examined, the bow has the elvish word for “**Striker**” carved along the grip. It is an enchanted bow, never needing arrows. All the wielder has to do is draw the string back and an arrow will magically appear. All arrows fired in this manner are considered magical in nature.

205: Meditation Chamber

Key Features: Pool

Monster: n/a

Reward: n/a

Descriptive:

Unlike the rest of the rooms in this area, the walls, floor, and ceiling do not glow, as they are covered in thick dark padding. In the very center is a long, deep tub filled with water. There does not appear to be anything in this room.

GM Info:

This is the meditation chamber for the high priest. In order to help reach enlightenment, he removes all external stimuli. Once the door is closed, no noise can be heard from the outside. The priest strips and floats in the tub when doing his meditation.

206: High Priest's Chamber

Key Features: Bed, total darkness

Monster: High Priest

Reward: 2300 XP, chain mail, mace, coins, scroll

Descriptive:

This room is bereft of all furniture except that of a plush bed in the northern corner. No desk, table, or any other furnishings are here. Additionally, the room is draped in darkness. Only the light from outside of the room illuminates the area.

GM Info:

This is the high priest's chamber. Because he is blind, he does not need any light source. As soon as any of the PCs enter the room, he will utter the command word and the door will slam shut, magically barred with an *arcane lock* spell. He will be in the shadows (DC 16 stealth). His other senses are highly enhanced, so he is aware of the PCs before they enter (granting a +5 bonus to detect any stealthy PCs). He can also fight normally while in darkness. If the battle is going badly for him, he will escape through the secret door (DC 15) and make his way towards a teleportation node to escape the complex.

High Priest (CR 6, XP 2300)

AC: 17, HP: 51, Init: +1, Spd: 20ft

Str: 12 (+1) Dex: 12 (+1) Con: 10 (+0)

Int: 14 (+2) Wis: 18 (+4) Cha: 12 (+1)

Attacks: spell (+7, Save DC: 15) or mace (+5, 1d8+2 + 1d8 necrotic)

Special: divine wrath 2x (+2d10 Dmg), immune to darkness or blindness

Spells: 4/3/3/3/1

1st: inflict wounds, cure wounds, sanctuary

2nd: hold person, silence, darkness

3rd: dispel magic, slow, dispel magic

4th: evard's black tentacles, dimension door

5th: wall of stone, insect plague

He wears human sized **chain mail armor +1** and wields a **water mace** similar to the curate in encounter 192 earlier (+1d8 Dmg to creatures vulnerable to fire, +1 overall bonus). He also carries the key that opens the door to the node in room 199.

Under his bed is a loose stone (DC 12 to discover) that opens up into a niche. In this niche are 4993gp, 283pp, 2 sapphires worth 500gp each, and 2 **cleric scrolls** with *stone to flesh* (in the event one of his cultists inadvertently meets the medusa).

207: Teleportation Node

Key Features: Node

Monster: n/a

Reward: n/a

GM Info:

This node is identical with all of the other nodes, except the word "Celephais" is carved in the tentacles. The room is otherwise empty, with the floor, ceiling, and walls glowing as with the previous rooms.

208: Well done, or Rare?

Key Features: Burned bodies

Monster: n/a

Reward: n/a

Descriptive:

A stench of rotting and charred flesh assails the nostrils. More than a dozen humanoid bodies, all badly burnt and decaying, lie strewn in this room. The burns rarely cover the entire body, but seem targeted to localized areas, radiating in a circular pattern from a point of impact.

GM Info:

These burns are actually electrical burns from the lightning fungus in encounter 211, and were placed here by the caretaker.

209: It's a Mad Mad World

Key Features: Poem

Monster: n/a

Reward: n/a

Descriptive:

Along the north wall of this room, written in blood that has long since dried and is cracking, is a chilling rhyme:

All around me, familiar faces
Burned out places, burned out faces
Dedicated for their daily races
Falling nowhere, rising nowhere
Their fluids are filling up their glasses
No emotion, no expression
Hide my head, hide my sorrow
No tomorrow, no tomorrow

These words were written by the caretaker in the early stages of his madness, when he had to clean up the charred and dead bodies of the cultists who were here.

210: The Caretaker

Key Features: Hanging man, message

Monster: Caretaker

Reward: 10 XP

Descriptive:

The door opens to reveal a horrific scene. Hanging from the ceiling in a noose is the body of a long deceased man. Flesh hangs off of him in tatters, and maggots squirm and move throughout his body. It appears he has hung himself.

Scrawled on the south wall is a horrifying message:

Master of the Seas! I tried to make your
servants whole again, but I fail. I do not deserve
your love. My head hurts so badly. I deserve
nothing.

GM Info:

The message was made by the caretaker before he killed himself. It refers to him making zombies out of some of the cultists who had died from the lightning fungus. Because they were mindless and tried to attack him, he viewed himself as a failure and the madness overtook him, finally driving him to suicide.

As soon as the PCs get near his body, he will animate. He himself is a zombie, but he is unable to attack the party because he's still hanging from the noose. He will just flail about, trying to reach out to the party.

Cartaker (lvl 1, XP 10)

AC: 6, HP: 7

211: Lightning Strikes

Key Features: Lightning mushrooms

Monster: n/a

Reward: n/a

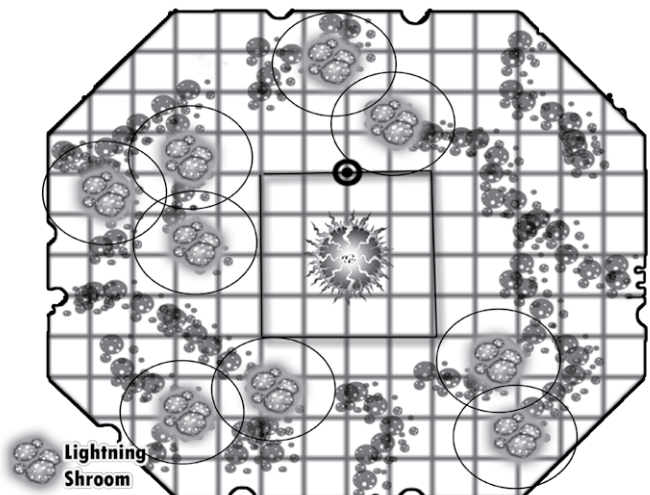
Descriptive:

The door opens up into a huge room roughly 150 feet wide by 100 feet long. The ceiling is more than thirty feet overhead, and a thick rich loam covers the floor.

Rows of giant mushrooms more than three feet high grow throughout the room. The mushrooms seem to pulsate with a bluish glow.

GM Info:

Please give the players Handout 12 for this encounter so they can see exactly how the mushroom rows are lined up. Also refer to the GM's blow up illustration below. This illustration shows which of the mushrooms are lightning mushrooms.



Lightning mushrooms are nearly indistinguishable from the pulsing mushrooms with the exception that upon very close inspection, tiny arcs of electricity seem to be moving over the cap.

Any creature wearing or carrying metal objects coming near a single lightning mushroom will feel a slight static charge. Any creature that is wearing or carrying metal that comes between two or more lightning mushrooms (crossing into two or more overlapping circles on the GM illustration), will complete an arc and a bolt of lightning will shoot from each mushroom within range to strike the PC for 1d10 electrical damage per arc. A dexterity save against a DC14 will reduce this damage by half.

Creatures without a significant amount of exposed metal will not trigger this effect. The mushrooms themselves are not alive, and can be easily destroyed as any other normal 3 foot tall fungi.

212: Storage and a Secret

Key Features: Ransacked supplies, secret passage

Monster: n/a

Reward: n/a

Descriptive:

Several sacks and crates filled with grain and dried meats have been torn apart and scattered all throughout this room, as if an animal was digging for something.

GM Info:

This disorder was in fact created by the caretaker. A secret door (DC 14) leads to a tunnel that travels upward for several hundred meters before opening up in the mountains just north of Granite Keep.

213: Zombie Stomp

Key Features: n/a

Monster: Zombies

Reward: 600 XP

Descriptive:

As soon as a PC nears the door, a magic mouth on the door will say, "Let he or she who is smartest enter first. Brains are appreciated here." When the PCs open the door, several putrid zombies come piling forth!

GM Info:

These rooms are where the caretaker locked in his failed attempts at raising the dead cultists. Each room

has 12 zombies, which are slightly stronger than a normal zombie.

Zombies, 12ea (CR 1/4, XP: 50)

S: +1, D: -2, C: +3, I: -4, W: -2, Ch: -3

AC: 8, HP: 25 ea, Init: -2, Spd: 20ft

Attacks: Slam (+3, 1d6+2 Dmg)

214: Teleportation Portal

Key Features: Metal disc lock

Monster: n/a

Reward: n/a

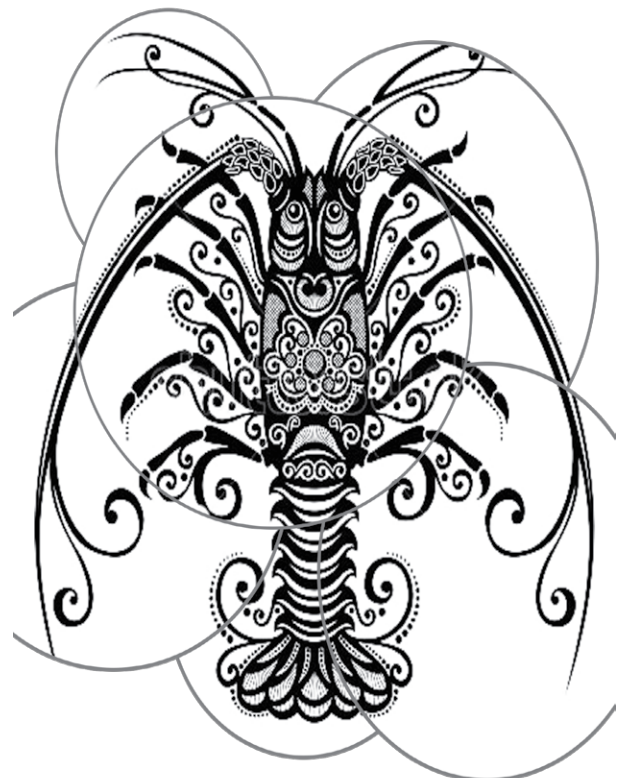
Descriptive:

A series of metal circular discs stacked on one another are situated where a door handle would be. Each disc seems to have a pattern etched in it.

GM Info:

Please show the players the Lobster Disc handout. Each disc can be rotated. If the discs are all rotated to form a complete image of a lobster (see below), there is an audible click and the door will open, revealing the node beyond.

This node has the word, "Ulthar" etched on the tentacles. If no password is given, the node will transport the PCs to encounter 216.



215: Laboratory

Key Features: Operating table

Monster: n/a

Reward: n/a

Descriptive:

A heavy odor of brine and formaldehyde oozes out of this room. Peering inside, the PCs see what appears to be a metal operating table with the charred remains of a human corpse on it. Hanging from holes in the ceiling are dozens of intertwining tubes, all inserted into the body at various entry points. A milky liquid seeps the areas where these tubes pierce flesh.

A filth-stained bed is along the south wall of the room, and dozens of bottles of various forms of liquid and operating tools lay on shelves at the north end.

GM Info:

This was the room where the caretaker slept and tried to “fix” those who had died from the lightning mushrooms. The milky liquid coming from the tubes is harmless, as is the corpse laying on the operating table.



This area deserves special note, and is a highly unique section of the super dungeon. All of the dark “walls” of the dungeon in this section on the map are actually thick spiked vegetation. These vines are nearly as tough as iron, and cannot be hack through by non-magical means. Only magical weapons or spells or superhuman strength can break them (each vine has 30 HP).

Because the vines are covered with thorns and spikes, any creature that charges into or is thrown against them will suffer 1d8 points of piercing damage.

The pathway here is all placed cobblestone, while the floor of each of the cages vary depending on what the inhabitant was or is.

The vines generally grow to form a canopy thirty to forty feet overhead. Several bulbs roughly the size of an grapefruit grow in the canopy and give off a gentle orange light, illuminating the entire section of this dungeon.

All of the rooms that border the main pathway are actually cages to hold the various creatures that have been captured and placed here. The thin wall of vines between the cage and the walkway are very much like bars to any other cage.

Cage Inhabitants

Only the cages marked with a number assigned to them will have a specific inhabitant. All other unnumbered cages will have a random inhabitant as per the chart below, or you may choose to place your own as per your desire. Typically smaller cages hold smaller creatures.

Die Roll	Inhabitant
1-10	Empty
11-14	Stone version of one of the below creatures
15	Delbolug
16	Karinth
17	Mas-qui
18	Humanoid
19	Teractl
20	Jailii

Stone Versions: whenever this result is determined, the creature(s) in the cage will be a stone version of any of the below. However, one unifying detail about the stone versions is that in every case, there is evidence that the creature was near breaking free of the cage. Common clues include holes that were being dug under the vines, a chipping away at the vines themselves, or other methods of escape.

Delbolug: These types of creatures come in various species, but all are canine-like. They range from small to medium sized, and are completely hairless. None of them have eyes, but they all have an excellent sense of smell. Depending on the particular species, feel free to substitute the stats for dogs, hyenas, or wolves.

Karinth: As the delbolug are canine like, the karinth are similar to felines. They too have species that range in size from small to large, and all have 6 legs. In place of whiskers, they have tendrils which they can control. They also have two sets of eyes, and their fur is thick and coarse-like, almost like pumice. Feel free to use the stats for various giant cats for these creatures as well.

Mas-qui: The mas-qui are an order of primate-like creatures ranging in size from a small lemur to a gorilla. They are all hairless with large saucer-like eyes that grant them great nightvision. For stats, feel free to substitute any similar primate depending on the size of the mas-qui encountered.

Humanoid: These would be any of the known humanoids found in the surface world: humans, elves, dwarves, orcs, etc.

Teractl: These creatures are all similar in that are small (from the size of a sparrow to an eagle) and all have the ability of flight. They only have feathers on their large wings, but their bodies are long and sinewy.

Jailii: These alien creatures could best be described as a hybrid of snakes and insects. They have segments and shells like an insect, but no limbs like a snake, and can range between a foot long and thirty feet long. The largest of them tend to have muted colors (browns and greys) while the smaller ones are brightly colored. The colors signify that the creature is poisonous. For statistical purposes, feel free to substitute the stats for various snakes.

Zookeeper

The inhabitants of the cages aren't the only danger to characters in this zoo. The zookeeper patrols this area, ensuring that everything is in good order. She was placed her by the Gods of Rock (see below) to ensure no creature escaped. If there was evidence of attempted escape, the zookeeper deals with them appropriately. This almost always resulted in getting turned to stone.

Unless she is alerted of the party's presence, she will move at a leisurely pace of 20ft per round, patrolling in random patterns. It is up to you to determine where she is at when the party enters the portal, and what path she is taking.

If she encounters the party and they are not displaying the pendants of the Gods of Rock (see *Appendix: Player Handouts*), she will attack. Otherwise she will continue to make her rounds, feeding the creatures and cleaning cages, her hood carefully drawn to avoid accidental petrification.

Zookeeper (Medusa, CR: 6, XP: 2300)

S: 0, D: +2, C: +3, I: +1, W: +1, Ch: +2

AC: 15, HP: 128, Init: +2, Spd: 30ft

Attacks: 2 longbow (+7, 1d8+2 Dmg) or 2 snake hair (+5, 1d4+2 Dmg + poison (DC 14 Con, 4d6 Dmg))

She wears heavy robes with a hood pulled over at all times, hiding her true nature. An elven bow, **Malnier** (dagonslayer in elvish), is carried at all times along with a quiver with 36 arrows. Malnier is exquisitely carved, and stained with a glossy mahogany color. It is enchanted to grant a +2 bonus to hit and an additional +1d8 points of damage against all types of dragons (if attuned). Against all other targets, the bow acts as a magical +1 weapon.

216: Teleportation Node

Key Features: Unusual Node

Monster: n/a

Reward: n/a

Descriptive:

From this side of the portal, the PCs no longer see what appears to be an underground cavern. Rather, the area on this side of the portal seems at first glance to be part of an extravagant garden, or perhaps a maze, for the portal appears to be in the center of a large circular paved area more than 60 or 70 feet across. This area is ringed with a thick wall of thorn-spiked vegetation. The vines grow so thick that they form a canopy overhead, where fist-sized globes glow with a pale orange light.

As they pass through the portal, they do in fact find themselves in a circular area. The cobblestones are well worn beneath their feet, with moss having established itself within each of the cracks.

There are four main walkways through the wall of spiked vines. The canopy is more than forty feet above you. There are also areas where the vegetation walls thin to form a cage; the thick vines act like bars to a chamber beyond.

From this side of the portal, they can see the word, "Cykranosh" carved in the tentacles of the portal.

217: Tortured Guard

Key Features: Man in pool of mucus

Monster: Guard

Reward: n/a

Descriptive:

On the other side of the spiked thorny bars is a human male dressed in the garb of one of Granite Keep's

guards. He is mulling about in a pool of transparent mucus that reaches his waist. As he detects the party, he turns to them with an anguished look in his eyes. His body actually seems to shimmer briefly.

"Have you come to mock my failure?" he wails. "Look then! Enjoy my never ending torment!"

GM Info:

This man was actually one of Elisea's personal guards when she and her son went on the fateful ride. He is Andras, captured all those years ago and placed here. The pool of mucus is magically enchanted where any living creature that remains in it will never age or need sustenance. It will also regenerate any lost limbs, neutralize any poison, and cure any disease. This magical effect only is effective here. Taking any of it out of this area turns it into normal slime.

Remahotep's high priest at the time had captured Markis as well as Andras, using Andras as leverage against the boy in order to condition Markis properly so he would be the vassal for the rebirth of Remahotep.

Andras is nearly mad, and has resolved himself to an eternity of torment. He knows nothing about current events or what is happening in the dungeon since he was captured. However, he does know about his time up until his capture. If asked the proper questions, he will reveal how they were ambushed by the cultists, all the while engaging in self deprecation.

He will also reveal how Markis has royal blood in him, and is the rightful heir to Erik and the keep. He does not know that Markis is now leading the cult of Remahotep, and will find that proposition preposterous since Markis was "always such a good lad."

If the party appears to be friendly, he will beg them to free him, so he may finally meet his fate and end this perpetual torment. If the PCs tell him of their purpose, he will gladly join them because he feels he must atone for his failure at letting Markis get captured.

Andras (LG human fighter, lvl 4)

AC: 16 (mail armor), HP: 32

Str: 16, Dex: 10, Con: 13, Int: 9, Wis: 10, Cha: 11

Attacks: 1 attack by weapon

He only wears his armor and tunic. He does not carry any weapons.

218: Gods of Rock

Key Features: Granite room, throne

Monster: Gods of Rock

Reward: n/a

Descriptive:

The first thing that catches the PCs attention is that the spiked vines that form cage walls have a large gap in them at this cell. The gap is easily wide enough for two men to walk in side by side. A polished white marble floor makes up the cage floor.

The cage itself is roughly forty feet wide by thirty feet deep, with a passage through the vines as the far southwest end. In the center of the cell, carved in the marble, is a five pointed star within a circle. Lying over the star is the body of a man. Close inspection reveals that the body is actually made from stone.

GM Info:

If the players make their way to the passageway, they will see the flickering light of several torches reflect off of the marble floor.

Around the corner is another chamber, this one roughly thirty feet wide by forty feet long, with a marble dais at the far end. The vine walls and ceilings have also given way to white granite, and several torch sconces are mounted on the each wall.

On the dais, which is as wide as room and comes out ten feet from the north wall, is a series of three granite thrones. On each throne is a carved statue of three human men.

When a character gets close to one of the statues, they will animate. The central one will ask what the party is doing here, and who they are.

These are the Gods of Rock. They are not actual deities, but are magical intelligent stone golems that have been trapped here hundreds of years ago. They can each shape and meld stone, but they have no power over the vines. Over the years they collected all the loose granite, stone, and marble they could find in the entire area to fashion it into this room.

They are also the ones who made the medusa the zookeeper, and she follows their orders unquestioningly. Any visitor or creature the Gods approve of, they will give them a pendant. The pendant is made from stone, with a star carved into a circle with a miniature relief of a man lying dead in front of the star. The zookeeper will not harm anyone wearing such a pendant (see handout).

The golems will talk freely to the party, and will not attack unless the party is insistent in starting a fight. While discussing topics with the party, they will seem a bit aloof, which is to be expected for a trio of golems who hardly ever see intelligent living creatures. Because they were here when the temple complex was first being linked to all of the portals, they are aware of how each portal works. While they themselves do not know the passwords, they have knowledge that a man who was recently here might know them. However, he was killed by the sentient vine in encounter 224, where his body still lies. Since the vine cannot be turned to stone, the zookeeper dares not come close.

Gods of Rock (stone golem, CR 10, XP: 5900)

S: +6, D: -1, C: +5, I: 0, W: 0, Ch: -5

AC: 17, HP: 175ea, Init: -1, Speed: 30ft

Attacks: 2 slam (+10, 3d8+7 Dmg)

Special: magic resistance, immunities, slow
(recharge 5-6), Flesh to stone (DC 15 on touch),
Stone to Flesh

219: Refuse Cage

Key Features: Pile of garbage, broken cage

Monster: Otyughs

Reward: 3600 XP

Descriptive:

An overwhelming stink of rotting garbage inundates this area, and becomes stronger as the PCs near the cage.

As the party gets close, the giant pile of garbage seems to explode outward in a shower of filth. Roaring in hunger is a giant beast that bursts forward and slams into the cage walls. The creature is of their nightmares--a blob of filth with two huge tentacles flailing chaotically about. The bars seem to weaken and the party suspects the beast will break free soon. Immediately another beast seems to rise up from the rear of the smaller secondary cage.



GM Info:

These are the otyugh pair, and are fed all the garbage and feces that is cleaned out from all of the other cages. With the scent of fresh meat, the creatures will go into a rage. The party has one round to react before initiative is rolled and the beasts break free of the cage.

Otyugh (CR 5, XP: 1,800)

S: +3 D: 0 C: +4 I: -2 W: +1 Ch: -2

AC: 14, HP: 91, 108, Init: +0, Speed: 30ft

Attacks: 1 bite (+6, 2d8+3, plus DC 15 CON save or poison) and 2 tentacle (+6, 1d8+3 Dmg plus 1d8 piercing + grapple)

220: Storage

Key Features: Supplies

Monster: n/a

Reward: n/a

GM Info:

This cage is actually an unlocked gate that opens to an area where several crates and barrels are located. These hold various foodstuffs that the zoo animals eat, and the zookeeper visits regularly. There are also several buckets, shovels, and wheelbarrows here that she uses to assist her with her chores.

221: Zookeeper's Quarters

Key Features: Lavish furniture

Monster: n/a

Reward: silver sculptures

Descriptive:

Lavish colorful curtains have been drawn on the inside of the vine wall to completely block any view from the outside. Additionally, it seems that there is an archway in the center where there no vines at all.

GM Info:

This is the private quarters of the zookeeper. Most likely she will not be here, but will be on patrol or doing her chores. The inside of the room is also lavish, with thick pillows forming a bed and a exquisitely carved armoire that holds several sets of hooded robes. A shelf that holds several silver sculptured miniature animals,

humanoids, and monsters is along one wall. There are a total of 56 sculptures, each worth 5gp. Other than that, there is nothing else of value here.

222: Griffon Roost

Key Features: Griffon nest

Monster: n/a

Reward: griffon eggs

Descriptive:

Two of the vines to this cage seem to have cracked and splintered, apparently from the effort of the beast that was held within. Although that beast, which was once a great griffon, is now a stone statue. A large nest of sticks and straw is in the far northwest corner.

GM Info:

The griffon was turned to stone by the zookeeper before it could burst from its cage completely. However, the zookeeper has not had time to clean the cage or repair it. The cage can be entered with little difficulty as the two vine bars are fragile. If searched, the nest holds two griffon eggs. They are both still viable, and will hatch in 1-2 weeks. If sold on the open market, they can fetch a price of 2500gp each.

223: A Lot of Anger. And Fire.

Key Features: Bones, large cave

Monster: Chimera

Reward: 2300 XP

Descriptive:

This is a fairly large cage, roughly 50 feet wide by thirty feet deep. Large boulders are strewn on the floor, and bleached and splintered bones litter everywhere. From the PC's vantage, they can see a large cave opening that suggests there is another chamber or something beyond.

GM Info:

This is the home of the chimera. It is currently sleeping in its cave (40 feet deep and unable to be seen from the outside) and will only venture forth if it is very hungry and hears something in its cave. It has been conditioned to know that any creature in its cage is dinner.

If attacked from the outside, the chimera will enter a rage and will spend one round breathing fire on the vines and then the next round breaking through, being free on the start of its turn on the third round.

Chimera (CR 6, XP: 2300)

S: +4, D: 0, C: +4, I: -4, W: -2, Ch: 0

AC: 14, HP: 114, Init: +0, Speed: 30ft/60ftfly

Attacks: 1 bite (+7, 2d6+4 Dmg), 1 gore (+7, 1d12+4 Dmg), and 1 claw (+7, 2d6+4 damage)

Special: fire breath (recharge 5-6) 15ft cone, DC 15 DEX save or suffer 7d8 damage.

224: Sentient Vine

Key Features: Dead body
Monster: Sentient vine
Reward: 1700 XP, coins, arrows, journal

Descriptive:
A giant pulsating bulb is in the center of this large chamber, with a whipping mass of vines that seem to dance around it. At the base of the bulb is the body of a dead humanoid.

GM Info:
This is a sentient vine. It will attack and lure any creature within range. The tentacles can reach all the way to the entrance of both tunnels.

Sentient Vine (CR 5, XP 1700)

S: +2, D: +0, C: +2, I: 0, W: 0, Ch: 0

Armor Class 14 (10 core root ball)

Hit Points: 20 (vine), 100 (core root ball)

Init: +0, Speed: n/a

Attacks: up to 12 vine attacks (+5 to hit)

If the body is searched, it is the remains of a male elf, dressed in typical adventure gear. He has an adventurer's pack, a pouch with 82gp and 33sp, a gold ring worth 25gp, a long bow, 27 **arrows +1**, and an elvish short sword. He also has a journal that has all the passwords of each previous node, as well as the word "Y'ha-nthlei" written just under them. This password will lead to encounter 235.

225: Ankheg Nest

Key Features: Circular pits
Monster: Ankhegs
Reward: 1350 XP, gems

Descriptive:
The ground of this large cage seems to be made from very fine sand. Three shallow circular cone shaped pits five feet wide are spread equally within the area. The PCs can see the gleam of several gemstones mixed in with the sand.

GM Info:
This is the lair of the ankhegs, who will attack any creature that comes in the cage. There are three, each living in one of the burrows.

Ankhegs, 3ea (CR 2, XP: 450)

AC: 14, HP: 30, 40, 43, Init: +0, Speed: 30ft

Attacks: bite (+5, 2d6+3 Dmg plus 1d6 acid damage. Target grappled DC 13)

Special: acid spray (30ft line, DC 13 DEX saving throw or 3d6 acid damage).

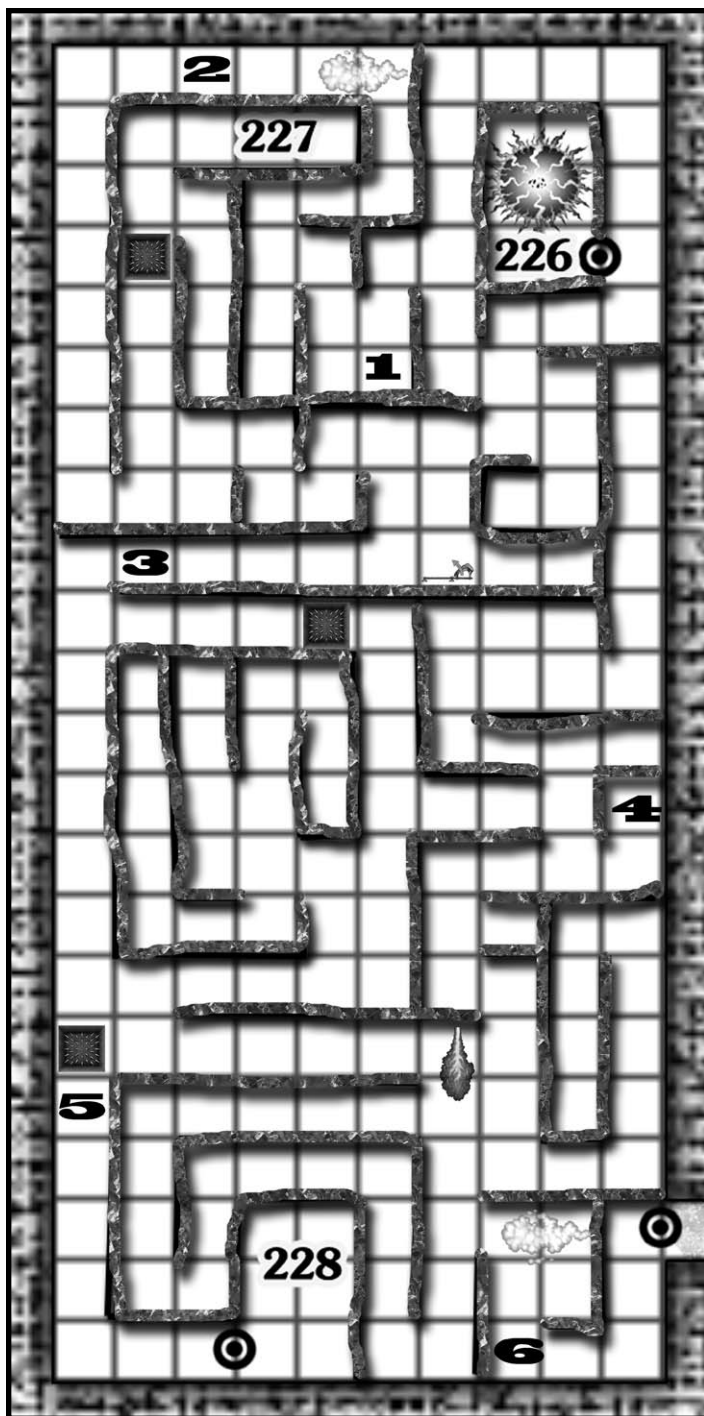
The gemstones are actual gems. For every minute spent searching, a PC will find one of the following:

Die Roll	Gem
1	Ruby worth 50gp
2	Turquoise worth 15gp
3	Quartz worth 5gp
4	Emerald worth 75gp
5	Opal worth 5gp
6	Diamond worth 500gp

There are a total of 6 rubies, 22 turquoises, 55 quartz, 9 emeralds, 11 opals, and 2 diamonds in this chamber.



A cunning and sadistic minotaur rules this area. He has set many traps in the maze, and will attempt to lure PCs into as many as possible. He will typically use his staff to attack at range, then flee, drawing the PCs in.



There are several types of traps here, each of which the minotaur knows how to avoid tripping the trigger.

- Spiked Pit: 10ft x 10ft x 10ft pit with spikes. Damage is 2d10 piercing. DC 12 to detect and disarm.
- Poison cloud: 10ft wide by 20ft long cloud of poison gas. DC 13 CON save or suffer 2d10 poison damage. DC 14 to detect and disarm.
- Flame: 10ft wide by 20ft long. DC 15 CON save or 3d8 damage. DC 13 to detect and disarm.
- Spring: One target in square. DC 15 DEX save or 2d10 damage. DC 15 to detect and disarm.

In addition to the various traps, there are a series of six teleportation nodes (numbered 1-6 on the GM Maze Level Map). Whenever a creature enters a square where one of these nodes are and does not say "Urmakla", he or she will be randomly teleported to another node. Roll 1d6 and reference the map to the corresponding location.

Observant PCs may note that the minotaur says this word whenever he crosses a node. He may also forgoe saying the safe word, and teleport to any node of his choosing.

When the entire party has passed through this maze, award each PC an award of 3000 XP.

Minotaur (CR 3, XP 700)

S: +4, D: +0, C: +3, I: -2, W: 0, Ch: -2

AC: 15, HP: 76, Init: +0, Speed: 30ft

Attacks: Gore (+7, 2d8+4 Dmg) or staff of scorching ray (100ft, +6, 3d6 Dmg)

Special: keen senses, charge

He carries a **staff of scorching ray** that has 8 charges. Each charge acts like a *scorching ray* spell. The staff recharges every day. He also always carries two flasks of oil, which he uses to hurl at groups of intruders before setting it all on fire.

226: Teleportation Node

Key Features: Node

Monster: n/a

Reward: n/a

Descriptive:

This room seems devoid of everything. The walls, floors, and ceiling are all the same granite material. There doesn't seem to be a speck of dust anywhere. Looking back at the portal, the party sees the word, "Dylath-Leen" carved in the tentacles. A single door leads to the east.

227: Minotaur Lair

Key Features: Furs, bones

Monster: n/a

Reward: n/a

Descriptive:

A thick pile of furs is stacked along the back wall of this dead end passage. Several bones lie on the floor, and a sick stench of death lingers in the air.

GM Info:

This is the lair of the minotaur who rules this maze. The bones are of various creatures who have ventured into its lair. There is nothing else of value here.

228: Room of Mirrors

Key Features: Mirrors

Monster: n/a

Reward: various

Descriptive:

The door opens into a room that has each wall lined with golden arched mirrors. Each mirror is man-sized, and positioned right next to each other, going all the way around the room. There are four mirrors along the west wall, four along the north wall, four along the south wall, and eight along the east wall.

Closer inspection reveals a faint image in each, and none of the mirrors seem to reflect the PC's image.

GM Info:

The images on the mirrors, starting from the first one on the right hand side of the party (first one on the south wall) and going around are:

1. Barbarian warrior
2. Man cloaked in shadow
3. Bugbear with an axe in each hand
4. Elven robed wizard with a spellbook
5. Eagle in flight
6. Burrowing great worm
7. Man balancing on a rafter
8. Robed skeletal figure with scythe
9. Woman rolling dice and smiling
10. Male lion
11. Fortress
12. Woman with a blazing radiance around her head
13. Filth Eater
14. Beautiful elven woman
15. Mole
16. Great brown bear rearing on hind legs
17. Dwarf armored warrior surrounded by weapons
18. Human man in a meditation pose

19. Female elf in deep concentration with a glowing sphere that surrounds her
20. Wild boar fighting off hunting dogs

Each of the mirrors is magical. If any PC touches a mirror, they will be instantly drawn into it. One minute later, the PC will appear just outside of the door, appearing to be normal. They will not be allowed reentry into the room, as a magical barrier will prevent it.

Depending on which mirror the PC entered, they will permanently be enchanted with a magical effect. Only one effect per character can ever take place. In addition to the stated effect, each PC will also gain 2500 XP. These effects are:

1. +1 strength
2. +5 bonus to all stealth checks
3. PC gains the Dual Wielder feat, or if he or she already has it, +1 damage to each weapon when dual wielding
4. +1 intelligence
5. PC can sprout wings once per long rest and fly at a rate of 40ft per round. Duration is one hour.
6. PC can cast *Meld Into Stone* once per long rest
7. +1 dexterity
8. PC gains advantage on all saving throws vs. death and resistance to necrotic damage.
9. PC gains the Lucky feat. If PC already has this feat, +2 bonus to all saving throws.
10. Once per short rest, PC can issue forth a loud roar that acts as a *Thunderwave* spell.
11. Somewhere, a small stone fortress appears (no more than 10,000 sq feet). The gate is magically barred, and no one can enter until the PC does. The PC will know where the fortress is located at.
12. +1 wisdom
13. PC can eat anything and never get sick. Advantage on all poison or resisting disease saving throws.
14. +1 charisma
15. PC gains blind sense 30ft, and is never considered to be blinded. He or she can also sense their surroundings up to a 15ft radius.
16. +1 constitution
17. PC becomes proficient in all weapons. If PC is already proficient in all simple and martial

weapons, he or she will gain a +1 bonus to all attack rolls with weapons.

18. PC no longer requires sleep, and gains the benefit of a long rest after only 4 hours instead of 8.
19. PC gains a +2 bonus on all saving throws versus magical spell attacks or influences.
20. PC gains the rage ability once per long rest as if they were a barbarian of equal level. If the PC is already a barbarian, he or she gains a fighting style as if they were a fighter.

229: Why Does it Always Have to be Snakes?

Key Features: Hallway submerged in muck

Monster: Snakes

Reward: 1350

Descriptive:

The thick wooden door opens up into a very long corridor that goes on into the darkness past the PCs light source. Stairs lead downward into a filthy muck.

GM Info:

Ten feet down the corridor the steps end in a level floor. The muck is nothing more than water, algae, and sludge that is three feet deep all the way to a similar set of stairs at the far end of the corridor.

From the 40ft point to the 240ft point of the corridor, a two inch diameter hole is on both the north and south walls near the ceiling, spaced about five feet apart.

At the 100 ft point, submerged under the muck, is a tripwire which will be set off when the first PC walks past it. Because the muck is three feet deep, medium sized creatures will have their movement rate reduced by half, while small sized creatures must swim.

When the trip wire is snapped, a hidden catch will release, allowing three swarms of water moccasin snakes to drop into the water from the holes. They will attack any creature in the water randomly. Please note that not all the snakes will be within striking distance immediately. They will drop randomly along that 200ft stretch of corridor.

Also note that the door can be removed from its hinges, and would float. It is five feet wide and seven feet long, and would hold one medium or two small creatures and still float. The snakes are not able to strike at creatures on the raft.

Water Moccasins, 3 swarms (CR 2, XP: 450)

S: -1, D: +4, C: 0, I: -5, W: 0, Ch: -4

AC: 14, HP: 36, Init: +3, Spd: 30ft

Attacks: bites (+6, 2d6 Dmg + DC 10 Con or + 4d6 poison damage. Half total Dmg if HP of swarm is 1/2)

Special: Swarm

230: Hapless Adventurers

Key Features: The door to this room is locked from the inside (DC 15)

Monster: n/a

Reward: Axe

Descriptive:

A stench of decay assaults the PCs as they open the door. Before them, just on the edges of the light, is the body of a humanoid leaning against the wall in a sitting position. It's skin has been drawn very taught, and it looks to be incredibly emaciated. Strewn beside the body are the bones of another humanoid, the larger ones splintered.

GM Info:

These are the remains of Hagar and Elothmir, two human warriors of no small skill (any PC can make a history check at a DC 15 to remember that they were once highly skilled soldiers who retired from the army to do mercenary work).

Hagar is the one leaning against the wall, and Elothmir is the one who is nothing more than splintered bones. If searched, the bones will bare teeth marks and the marrow has been scraped clean. Along with two packs (adventurer kits minus any food and water), their weapons (battle axe, 2 javelins, dagger), and their armor (human sized plate mail and chain mail), there is only a single page with the words, "I'm sorry good friend. My cowardice dooms us all. But you first." On the other side of the paper is the word, "R'lyeh".

The truth of what happened is grisly indeed. Both men were searching the area, hoping to find Markis. They succeeded in that, having found the password to the node in encounter 231 very early, allowing them to bypass most of the temple. However, when they appeared, they were immediately beset upon by Mi-go. Empowered by their god Remahotep, the Mi-go assaulted their minds with images of horror. Elothmir was able to break the spell and attacked, but was severely wounded. Hagar grabbed him and drug him out into the maze, raw fear giving him strength.

The Mi-go were sure they would perish from the many denizens of the complex, so they thought little more of it other than being irritated that their experiments were being interrupted.

Both men made their way to here, but Elothmir was passed out due to injury and entered a coma. Hagar was still struck with fear, locked the door, and refused to exit for any reason, convinced that demons waited for him on the outside. Eventually hunger and madness overrode his mind, and he began to eat Elothmir. After that was all gone, he just wasted away here, starving to death with only his fear to keep him company.

The **battle axe** is a cursed enchanted item. It will radiate powerful magic. Any attempts at identifying it, even by means of an identify spell, will not reveal the curse as the curse was not placed until after Hagar engaged in his horrible act of cannibalism.

The axe does grant a +2 bonus to all attack rolls and damage, but is also cursed to where anyone who carries it will have an insatiable lust for “long pork”—human flesh. The PC will think that it’s normal that they only want to eat human flesh, and will argue with anyone who tries to convince them otherwise. They will also refuse to give up the weapon, and if forcibly taken, will stop any action in order to retrieve it. Only a remove curse spell will work.

231: Rise of Remahotep

Key Features: Pillars, portal

Monster: Markis, Remahotep

Reward: up to 5000 XP + 5000 XP (Markis)

Descriptive:

A billow of thick fog billows forth when the door is opened. Even though the PCs can’t see more than 10 feet into the room, they have a feeling that it’s very large. Blue and green marble floor glistens wetly. In the distance, they can see a ghostly blue light. No—several of them.

Suddenly and quickly the fog begins to dissipate, revealing a scene of horror before them. Several pillars are spread evenly in this room, glistening with a greenish ooze. But that isn’t what draws their attention. No, that would be the man on the far end of the room, hoisted by what appears to be thick kelp vines wrapped at his arms and feet, pulling them wide apart. Each end of the vines are secured to the top and bottom of pillars respectively. The man is screaming in agony. He has no hand!

The fog quickly forms into thick tendrils that are rooted at each of the five candles that give off the bluish light at each point of a five pointed star drawn on the floor. It seems to collate in the very center where a teleportation node is, and from that the party can see a great humanoid shape rise forth, its helmed head lowered and gauntleted arms crossed.

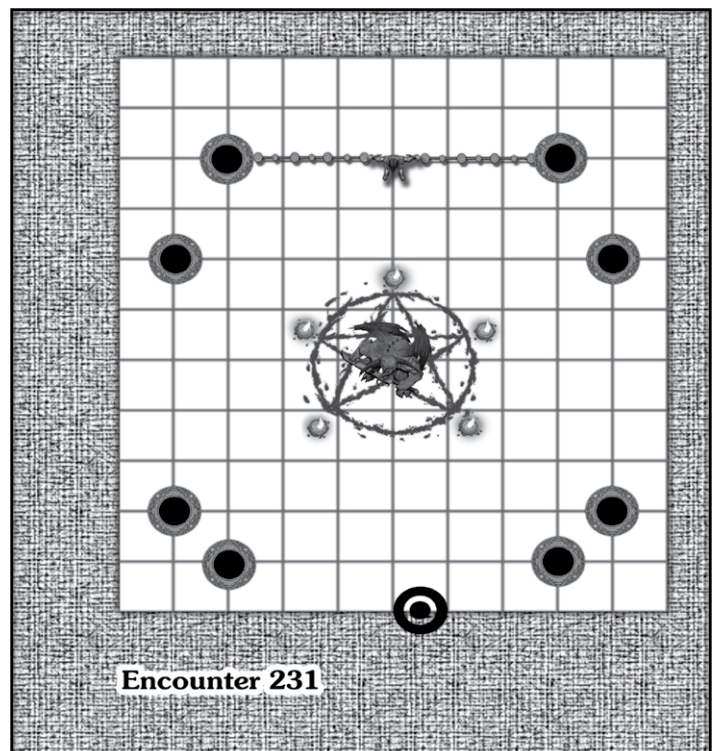
As it emerges from the portal, they see that it wears no helm, nor wields gauntlets. The head of this huge giant man is that of a lobster, and his hands form great claws as it screeches in rage and victory.

GM Info:

This is the avatar of Remahotep. The grooming of Markis was critical, because only one of royal blood could summon Remahotep, and he had to do it willingly. Markis gave himself up to Remahotep in the final step to summon him, the last vestiges of humanity screaming out in horror and pain while the demonic influence of Remahotep fed the madness.

Remahotep will attack immediately, for he is not fully summoned. Any PC can make a perception check at a DC 15 to notice that the fog tendrils from each of the candles feed into Remahotep, and that the blood of Markis seems to be flowing into the vines and is being pumped into the pillars where the vines have taken root.

If any PC is skilled in occult knowledge, they may attempt a DC 15 arcana check to know that disturbing



the candles may weaken Remahotep, and that the blood being drained from Markis is healing the demon god.

In fact, for each candle that is destroyed or extinguished, Remahotep must make a DC 15 CON check or be stunned until the end of his next turn. If Markis is slain or if the vines cut (each one has 10 HP), Remahotep will cease to regenerate hit points.

Markis (lvl 10 human LE warlock (no XP award if he is slain while restrained by vines))

See NPC **Appendix G** for full stats

Avatar of Remahotep (CR 9, XP: 5000)

Large Fiend

STR: 22 (+6), INT: 15 (+2), WIS: 16 (+3),

DEX: 17 (+3), CON: 21 (+5), CHA: 17 (+1)

AC: 18, HP: 158, Init: +3, Speed: 35ft

Saving Throws: Con +8, Cha +5, Wis +6

Attacks: 2 claw (+10, 3d10+6 slashing damage)

Special: Regeneration (vines, 20 HP per round; 5 per vine), fear aura (DC 13 WIS), Immune to fire and poison, Resistant to cold and non-magical weapons, telepathy

Legendary: 3 points which regen every round. Can be used at the end of anyone's turn

* 1pt: demonic tendril from the portal up to 50ft (+7, 1d10+2 necrotic damage)

* 3 pts: demonic tendril grapples and restrains target (+7)

* 1 pt: extra claw attack

Once Remahotep is "slain", he will be sucked back own into the portal. Upon inspection, the portal does have the word, "Yuggoth" engraved in the tentacles. As soon as Remahotep is sucked back in, the portal will swirl and then fade to a normal portal.

If Markis is freed before Remahotep is banished, he will attack the party as best as he can. He will not have spells, but will have invocations available. If he is freed after Remahotep is banished, his ties with his god will be broken. This means he does not have access to his spells or any divine powers, but is also no longer tormented by the madness and his effective alignment will shift to lawful-good. If this is done, the party will be awarded his XP value (5000).

Markis does not, however, remember anything of his life before being taken by the cult. If Andras is with the party, he will embrace Markis and tell him of his life while he was young, and tell him of his heritage.

232: Warded Node

Key Features: Hallway submerged in muck

Monster: n/a

Reward: n/a

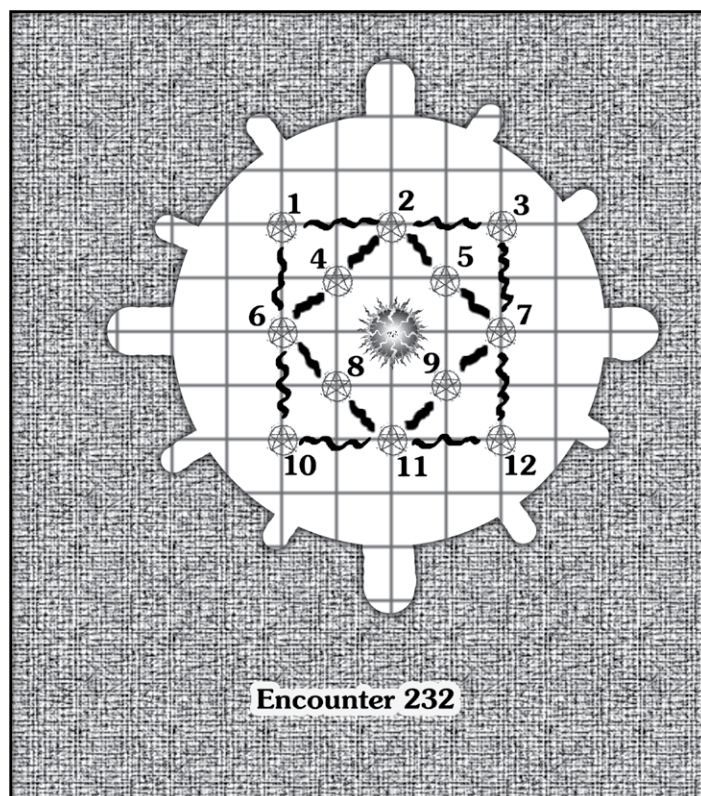
Descriptive:

Another teleportation portal sits in the very center of this circular room, shimmering with an image of a bare and clean granite room. On the floor are 12 pentagrams surrounding the portal. Arcs of magical energy crackle between each pentagram. A dozen passages sprout from the room.

GM Info:

Please give the players the handout for this encounter so they can see what the room looks like. Also reference the diagram below so you can see how each pentagram is numbered. Each number is partnered with a passage in the same order and format as that of a clock. I.e., the party will have come from the north passage from encounter 235, which represents the 12 o'clock hour because it's at the 12 o'clock position of a clock. The NE passage next to it represents "1 o'clock", and so forth.

If the party has flipped the lever in 235 already, the #12 pentagram will be dead, and no magical energy will arc to that position. There will still be energy from 10 to 11, and from 3 to 7. There will also be energy



from 7 to 9, and from 9 to 11 if this is the case, as the energy will always arc from pentagram to pentagram.

Any PC that touches or tries to cross an area with an arc of magical energy will suffer 2d8 points of magical damage and be unable to cross. Only by flipping the proper levers in each respective room to its assigned number will made a pentagram go dark.

The portal itself has the word, "Serannian" etched in it (not readable unless the PCs get within 10 ft of it), and the image it is currently showing is to encounter 226.

233: Rooms of Riddle

Key Features: Sphinx statue, lever

Monster: Sphinx

Reward: 1,800 XP

Descriptive:

The passageway opens up to a small circular room. At the far end is a lever positioned on the wall. Next the lever is a stone statue of a sphinx, exquisitely sculptured to appear almost lifelike.

GM Info:

The sphinx currently is made from stone. When any PC comes within 5 feet of it, a booming voice will emit from the sphinx, "Halt! Before you may pull the lever, you must answer this riddle!"

The riddle will be one of the 6 riddles below; each room will be a different one. If the PCs ignore the riddle and try to pull the lever anyway, the sphinx will animate and attack. If the PC's answer the riddle correctly, they may proceed and pull the lever without repercussion (and would be awarded the XP value of the sphinx).

Sphinx gargoyle (CR 5, XP: 1,800)

S: +3 D: +2 C: +3 I: 0 W: +2 Ch: -2

AC: 15, HP: 90, Init: +2, Speed: 40ft/90ft

Attacks: 2 claw (+8, 2d8+3 Dmg)

Special: resistant to bludgeoning damage, immune to mind affecting magic

Riddle #1: What gets wetter and wetter the more it dries? (Towel)

Riddle #2: You throw away the outside and cook the inside. Then you eat the outside and throw away the inside. What are you eating? (ear of corn)

Riddle #3: What has teeth but no mouth? (a comb)

Riddle #4: I have holes in my top and bottom, my left and right, and I the middle. But I still hold water. What am I? (a sponge)

Riddle #5: I can run but not walk. Wherever I go, thought follows close behind. What am I? (a nose)

Riddle #6: The man who invented it doesn't want it. The man who bought it doesn't need it. The man who needs it doesn't know it. What is it? (a coffin).

234: "I Battle Myself!"

Key Features: Lever

Monster: Special

Reward: 1000 XP

Descriptive:

The passageway opens up into a square room with a lever on the wall on the opposite side. Nothing else appears in this room. A magical giant mouth appears on the wall and cackles with glee, "Bwahahaha! Who is ready to face their greatest enemy, step forward!" It then disappears.

GM Info:

As soon as a PC gets within 5ft of the lever, that PC will suddenly disappear. That PC will suddenly reappear in a void. They will be standing on sandy soil, but darkness is all around past 100 feet in all directions. Opposite of them standing 30 feet away is a mirror image of themselves. Combat will begin immediately.

The clone will not have any magical items of the original PC, but will have non-magical weapons and armor. The clone will also not have any ability modifiers.

Both PC and clone will be at full resources (hit points, spells, abilities, etc). Each of the party members will be able to view the battle on the rear wall of the room as if it were a giant TV screen.

If the PC is victorious, he or she will reappear in the room and will be able to flip the lever. He or she will also be awarded 1000 XP. Wounds sustained during the battle and resources expended will also carry over.

If the PC dies, they will be in fact be dead, and the next PC to get near the lever will go through the same scenario.

235: Teleportation Portal

Key Features: Portal, lever

Monster: n/a

Reward: n/a

GM Info:

This portal is like many of the others, with the name “Y’ha-nthlei” etched in the tentacles. Behind the portal is a lever, which if pulled, will turn off the pentagram in room 232 marked as #12.



The Bugbear Tribe

The avatar of Remahotep is probably banished by now unless the PCs used the password, “R’lyeh” at a portal, and Markis is either slain or rescued. The party is weary, beat down, but victorious. They may decide to use the portal in Encounter 231 to go to a safe place, eventually returning to the Granite Keep as heroes. If that is the case, it is all well and good. But what if their curiosity grabs them further? What if they do follow the portal here?

If they do utilize the portal, they will be transported far away, deep inside a volcano in the middle of the Karpathain mountains. The average temperature is 100 degrees in the volcano tunnels, and thick humidity makes it hard to breathe.

Alternatively, this section can be used if the party decides to follow up on the rumors of the dragon in the mountains and decide to journey there themselves. The following section is completely optional and not part of the core campaign. It is only being included for those who choose to take on a really significant challenge.

For in the mountains, making his lair in a volcano, is a young red dragon. Just because he is a young adult and not fully matured, the players should not underestimate him. Ailifax is eager to make a name for himself and covets treasure more than anything else.

236: Teleportation Portal

Key Features: Hallway submerged in muck

Monster: n/a

Reward: n/a

Descriptive:

PCs stepping through this portal are immediately hit with an oppressive humid heat. They find themselves

in a natural cave with a tunnel heading south. Loose pumice rock forms the floor of this area. The portal has the word, “R’lyeh” carved in it.

Because of the heat and humidity, any PC in medium armor will suffer a -1 penalty to all of his or her attack rolls, and PCs in heavy armor will suffer a -2 penalty. Unless there are magical means to keep them cool, this penalty will persist.

As the PCs get near the dead end (secret door, easily detected from this side), they will hear several noises from the other side, the most notable what appears to be hammer on anvil. They can also hear two bugbears talking just outside of the door.

If any of the PCs speak bugbear or goblin, they can make out that the two are arguing about Urlug, and how they should make a stand with the chieftain against the dragon.

237: Bugbear Village

Key Features: Village

Monster: Bugbears

Reward: 4900 XP

GM Info:

This very large cavern is home to the bugbear clan that the Dragon, Ailifaxartifan, has trapped here to provide the treasure that it covets so greatly. Some of the bugbears, led by the shaman Urlug, view the dragon as their god, and will follow him unquestioningly. However, most of them, including the chieftain Malg, view him as a jailer and tyrant. If the party allies themselves with the chieftain, he will advise them that Ailifax’s great weakness is his treasure. He will do anything to protect it.

An entire village resides in this main area, which includes 6 large huts, fungus gardens, and a large stream of fresh water that runs through it (this water source is the cause of much of the humidity).

Not counting individual encounter areas, there are a total of 28 bugbears that are in this cavern at all times, including the chieftain. 4 are male, 15 are female and will fight like the males, and 9 young who do not fight.

If the PCs come bumbling out of the secret door into their clan area, they will be highly surprised and on the defensive. Violence isn’t assured as the chieftain will demand to know who they are, but the party better be quick witted to avoid battle.

If the PCs listened at the secret door before entering, they may be able to use that information to their advantage.

Bugbear fighters, 19 ea (CR 1, XP: 200)

S: +2, D: +2, C: +1, I: -1, W: 0, Ch: -1

AC: 16, HP: 28, Init: +2, Speed: 30ft

Attacks: morning star (+4, 2d8+2 Dmg) or
javelin (+4, 2d6+2)

Special: surprise attack (2d6)

Bugbear chieftain (CR 4, XP: 1100)

S: +4, D: +1, C: +3, I: 0, W: +2, Ch: -1

AC: 16, HP: 59, Init: +1, Speed: 30ft

Attacks: 2 greataxe (+6, 1d12+4 Dmg)

Special: action surge, second wind (d10+6)

The huts don't contain any treasure, as all treasure is brought to the dragon as are his demands. The closest thing to treasure is the gold ore in the mines and near the forge.

238: Mushroom Farm

Key Features: Mushrooms

Monster: n/a

Reward: n/a

GM Info:

This area is where the bugbears raise most of their food. Occasionally Ailifax will let them have the scraps of whatever creature it killed and ate.

239: Compost Pile

Key Features: Garbage

Monster: n/a

Reward: n/a

GM Info:

This cave is where the bugbears dump their garbage and refuse, where it eventually becomes compost for their gardens.

240: Empty Chamber

241: Abandon Mine

Key Features: Broken tools

Monster: n/a

Reward: n/a

GM Info:

This cave was originally built to expose a gold ore vein, but it turned out the vein was very small and no more gold ore is here. Only a few broken mining tools are here, covered in dirt and dust.

242: The Forge

Key Features: Forge

Monster: Bugbear

Reward: 800 XP, ingots

GM Info:

A great forge is here manned by four bugbear blacksmiths. This is the sound that rings all throughout the cave complex that the PCs heard when they entered. Three of the bugbears are forging weapons and metal for shields, while the forth is working the gold ore into ingots.

Bugbear fighters, 4 ea (CR 1, XP: 200)

S: +2, D: +2, C: +1, I: -1, W: 0, Ch: -1

AC: 16, HP: 28, Init: +2, Speed: 30ft

Attacks: morning star (+4, 2d8+2 Dmg) or
javelin (+4, 2d6+2)

Special: surprise attack (2d6)

There are currently 23 ingots of gold here, worth 25gp each, along with several morning stars, daggers, and javelins.

243: Gold Ore

Key Features: Gold ore

Monster: Bugbears

Reward: 600 XP, gold ore

GM Info:

Three bugbears are in this chamber mining an vein of gold ore. Currently there is 550gp worth of unrefined ore in a cart, and the vein holds a total of 12,550gp worth of gold ore still in it. It takes one man one day to mine 50gp worth of ore.

Bugbear fighters, 3 ea (CR 1, XP: 200)

S: +2, D: +2, C: +1, I: -1, W: 0, Ch: -1

AC: 16, HP: 28, Init: +2, Speed: 30ft

Attacks: pick (+4, 2d6+2 Dmg)

Special: surprise attack (2d6)

244: Gold Ore

Key Features: Gold ore

Monster: Bugbears

Reward: 150 XP, gold ore

GM Info:

This mine is exactly the same at encounter 243, except 433gp worth of ore has been mined, and 8,730gp worth of ore remains.

Bugbear fighters, 3 ea (CR 1, XP: 200)

S: +2, D: +2, C: +1, I: -1, W: 0, Ch: -1

AC: 16, HP: 28, Init: +2, Speed: 30ft

Attacks: pick (+4, 2d6+2 Dmg)

Special: surprise attack (2d6)

245: Tools

Key Features: Tools

Monster: n/a

Reward: n/a

GM Info:

This chamber is empty with the exception of a few picks and hammers lying about.

246: Mined Out

Key Features: Broken tools

Monster: n/a

Reward: n/a

GM Info:

This is another area that has since been mined of all the gold ore.

247: Iron Ore

Key Features: Iron ore

Monster: Bugbears

Reward: 300 XP, iron ore

GM Info:

There are seven bugbears here currently mining a vein of iron ore. There is roughly two hundred pounds of ore already mined, and the vein still has a lot more left in it.

Bugbear fighters, 6 ea (CR 1, XP: 200)

S: +2, D: +2, C: +1, I: -1, W: 0, Ch: -1

AC: 16, HP: 28, Init: +2, Speed: 30ft

Attacks: pick (+4, 2d6+2 Dmg)

Special: surprise attack (2d6)

248: Urlug the Shaman

Key Features: Hut, dragon bones

Monster: Urlug

Reward: 450 XP, scrolls

Descriptive:

The most noticeable thing that stands out on the lone hut in this chamber are the numerous carvings of dragons and dragon bones hanging everywhere.

GM Info:

This is the hut of Urlug, who views the dragon as a god sent to rule them, and is typically here worshipping him in various rituals and tributes.

Urlug (CR 3, XP: 450)

AC: 13, HP: 32, Init: +1, Speed: 30ft

Attacks: staff (+4, 1d8+2 Dmg) or by spells (+4 to hit, Save DC 13)

Spells: 4/3/2

Spells memorized:

1st: charm person, burning hands

2nd: flaming sphere, invisibility

3rd: fireball

If engaged in combat, Urlug will try to cast fireball if appropriate, then invisibility and sneak to the dragon to warn him of the party.

In the hut are all of Urlug's belongings, which include scrolls with the following spells:

- *Fireball*
- *Slow*
- *Levitate*
- *Flaming sphere*
- *Burning hands*

249: Warding Chamber

Key Features: Dragon skulls

Monster: n/a

Reward: n/a

Trap: Warding

Descriptive:

As the passage opens up wider, two large dragon skulls are mounted on poles on either side. The eyes glow a fierce red.

GM Info:

These are not actually dragon skulls, but have been carved out of wood to resemble them. The skulls have been enchanted with a warding spell similar to that of the spell Guardian of Faith. Anyone not approved by Urlug who walks in between them will set the spells off, which will engulf the entire room in flame. Anyone in the room must make a successful DEX save against a DC of 14 or suffer 24 fire damage (half on save).

250: Private Eating Area

Key Features: Table, bowl

Monster: n/a

Reward: n/a

Descriptive:

A small table sits against the west wall, with a stool next to it and a set of utensils and bowls on top of it. In one of the bowls is rancid meat.

GM Info:

This is the area where Urlug's food is left for him, as non dare go to his chamber.

251: It Burns!

Key Features: Area submerged in muck

Monster: Black pudding

Reward: 2,200 XP

Descriptive:

An acrid smell persists in this cave, which seems to be submerged in an inch deep slimy muck.

GM Info:

Two black puddings make this chamber their lair, venturing out to see if any unlucky creature has wandered

close. Any PC who enters into the room more than twenty feet will be attacked. If they do not, the oozes will still be alerted to their presence and will stealthily make their way towards the PCs, hunting them.

Black Pudding, 2ea (CR 4, XP: 1,100)

S: +3 D: -3 C: +3 I: -5 W: -2 Ch: -5

AC: 7 HP: 80, 88, Init: -3 Spd: 20ft

Attacks: pseudopod (+5, 1d6+3 bludgeoning plus 4d8 acid)

Special: split, corrosive form

252: Bare Room

Key Features: Sterile room

Monster: n/a

Reward: n/a

Descriptive:

The floor to this cave seems unusually polished smooth, as if every crevice and ledge has been worn smooth. There is no dirt or gravel here either.

GM Info:

The floor of this room has been worn smooth from the acid from the black puddings in encounter 251.

253: "Is That...Soup?"

Key Features: Dissolving body

Monster: n/a

Reward: n/a

Descriptive:

Lying in the center of this chamber is a bubbling pool of liquid. A heavy acid odor mixed with a sickening stench assaults the nostrils. As the PCs get closer, they notice that this isn't a pool at all, but the body of a large humanoid corpse that is nearly completely dissolved.

GM Info:

An unwise bugbear made his way down here, and he fell victim to the black puddings. There is nothing of value here.

254: Guard Post

Key Features: Barricade

Monster: Bugbears

Reward: 1200 XP

GM Info:

Four bugbear guards stay here at all times, ready for the instructions by Ailifax. The tunnel leading to encounter 255 has been halfway barricaded with rocks and loose wooden planks. If questioned, the bugbears will state that only death awaits down there.

Bugbear fighters, 6 ea (CR 1, XP: 200)

S: +2, D: +2, C: +1, I: -1, W: 0, Ch: -1

AC: 16, HP: 28, Init: +2, Speed: 30ft

Attacks: morning star (+4, 2d8+2 Dmg) or
javelin (+4, 2d6+2)

Special: surprise attack (2d6)

255: Forgotten Tribe

Key Features: Hallway submerged in muck

Monster: Snakes

Reward: 400

Descriptive:

Past the barricade is a very large chamber. Two huge stalactites raise to the ceiling and long abandoned huts lie in ruins scattered near the far end. There are ancient fire pits that don't look like they have been used in years. At the corner of the PCs vision shadows flitter about.

GM Info:

This large cavern used to be home to the bugbears first, until the black puddings drove them out deeper within the mountain. However, many of the bugbears had perished and raised as shadows. When the party makes their way to the center of the cavern, they will attack in force.

Shadows, 12ea (1/2, XP: 100)

S: -2, D: +2, C: +1, I: -2, W: 0, Ch: -1

AC: 12, HP: 15ea, Init: +2, Speed: 40ft

Attacks: touch (+4, 2d6+2 Dmg + 1d4 STR loss)

Skills: stealth +4 (+6)

Special: amorphous, shadow stealth, sunlight
weakness

The huts have been long stripped of any valuables, and only bits and pieces of long forgotten trash remains.

256: Chief Alokemuk

Key Features: Ancient chief

Monster: n/a

Reward: Crown, cloak, axe

Descriptive:

This passageway opens up a cavern cloaked in darkness and musty air. No living creature has been here in years. At the far end of the cavern is a stone throne; upon it sits the skeletal remains of a great bugbear. A crown rests upon his head, a fur cape is draped across his shoulders, and his hand still rests upon a great axe. All of these are covered with a thick layer of dust and cobwebs.

GM Info:

This is the remains of the bugbear chief Alokemuk. He was going to rally his clan against Alifax when the dragon first showed up, but the black puddings put an end to him and that cause quickly. He has been here more than 50 years, and is nearly forgotten by the rest of the clan.

His crown is a **crown of languages**, allowing the wearer to speak and understand any humanoid language. His cape is a **cloak of strength**, raising the effective strength of the wearer by 2 points once attuned. And his great axe is a product of the bugbear forge, named "**Flesh Cleaver**". It is enchanted with a +1 bonus to hit and damage, and against any humanoid not in metal armor, will inflict an additional 1d10 points of damage.

257: Secret Entrance

Key Features: Secret door

Monster: n/a

Reward: n/a

GM Info:

The secret door is easy to detect from this side, and leads to Ailifax's lair beyond. Unless the dragon is asleep, he will be aware any time the door is opened.

258: Ailifax's Lair

Key Features: Hallway submerged in muck

Monster: Ailifax

Reward: 5900 XP



GM Info:

This large area is actually the crater of the volcano. The rim is 250 feet above the ledge where Ailifax sleeps, keeps his horde, and where the PCs will enter from. The inner walls of the crater are very steep; nearly 80 degrees. Any attempt to climb will need to pass a DC 15 check, which must be made every 50 feet.

The crater floor itself is several hundred feet across, with the ledge ringing the lava pit ranging from 50ft to 100ft wide. The lava pit is roughly 200ft wide, with the pool of molten rock 100ft down below the lip of the ledge.

As stated in encounter 257, Ailifax will be aware any time the secret door is opened unless he is asleep. The only time that door is opened is when Ailifax calls upon his bugbear slaves to deliver more treasure they have worked.

There is a 25% chance that Ailifax will be sleeping at any given time. If he is asleep, he will not hear the door open if it is opened quietly and no loud noises are made. Any noise at the volume of normal talking will awaken him, and he will immediately be in a rage. If Urlug has managed to escape, Ailifax will always be alert for intruders, feigning sleep to lure them in.

This area is the lair of Ailifax, and thus he has certain levels of control over the mountain itself. If engaged in battle, he will cause a cave in over the secret door, trapping the party on the ledge. He will then call forth the lava, which will raise at a rate of 25 feet per round (reaching the ledge in 4 rounds). Once that has happened, once per round Ailifax can cause a gout of lava to splash outward. This gout can reach fifty feet, with a 3 foot diameter. Any creature within the line of the splash must make a DC 14 DEX saving throw or suffer 4d10 points of damage (save for half).

Ailifax is not stupid, and if the party seems a challenge, will circle above the crater, employing his fire breath. The one thing that will keep him from leaving is his irrational love for his treasure. In fact, if any of the PCs make their way to his treasure, he will fly down to engage with them physically, ignoring all other threats. His infatuation with his treasure is so great that he will not surrender under any circumstance if he feels he will lose it.

If engaged in melee combat, the dragon will attempt to use his tail swipe to push any PC into the fire pit if they get too close. Any PC that falls into the lava will instantly perish unless they have some sort of fire protection.

Ailifax (CR 10, XP: 5900)

S: +6, D: 0, C: +5, I: +2, W: +0, Ch: +4

AC: 18, HP: 180, Init: +0, Speed: 40ft/80ft

Attacks: 1 bite (+10, 2d10+6 + 1d6 fire) and 2 claw (+10, 2d6+6)

If Ailifax is slain and the bugbears are still alive, those who viewed him as a god will cower in fear from the party. The chieftain and those who viewed him as a jailer will rejoice for their freedom, and will want to stay here, where they will mine the gold for themselves. They will try to offer the party a deal where the PCs can have all of the dragon's gold if the bugbears can have the mine.

259: Ailifax's Treasure

Key Features: Horde

Monster: n/a

Reward: Butload of treasure

GM Info:

This side cavern holds all of Ailifax's horde. Piles of precious coins, gems, and sacks of more coins are littered everywhere. Dozens of weapons and armor, forged by the bugbears, are also stacked about randomly. The entire contents of this horde are:

- 8 suits of mail armor, of various sizes
- 12 shields of various sizes
- 3 suits of plate armor (large human sized, dwarf-sized, and halfling-sized)
- 6 suits of splint mail of various sizes
- 13 various non magical swords
- 8 various types of non magical axes
- 5 maces
- 14 javelins
- 12 daggers
- 2 flails
- 6 various pole axes
- 2 double axes
- 9 spears

All of the above is of bugbear craftsmanship, and therefore has a very solid, yet crude aesthetic to it. The steel is dark, and spikes adorn each of the items. The horde also contains:

24,312gp
 12,333sp
 43,553cp
 8,323ep
 2,909pp
 34 smoky quartz worth 10gp each
 17 yellow topaz worth 50gp each
 12 lapis worth 10gp each
 8 rubies worth 100gp each
 9 sapphires worth 150gp each
 5 diamonds worth 500gp each
 2 star sapphires worth 1500gp each
 18 gold rings worth 10gp each
 9 gold necklaces worth 25gp each
 3 gold and jeweled crowns worth 750gp each
 12 gold bracelets worth 75gp each
 1 gold tiara worth 250gp
 19 gold earrings worth 10gp each

Additionally, the horde contains several magical items:

Urosh the War Leader (double axe +1. Once attuned, the wielder can cause his voice to carry up to 500 feet).

Gleaming Shield (+1 medium shield that never tarnishes or gets dirty. If attuned, grants advantage against evocation spell saving throws).

Trunk of Holding (acts as a triple capacity bag of holding).

Mithril mail shirt

Short sword of Dancing +1

Yalin (intelligent mace,. Int 12, has the following abilities: telepathy with attuned wielder. Defender (+3). Cast light as the light spell at will.

13ea +1 arrows

12 ea +1 bolts

Staff of Striking

4ea potions of greater healing

Potion of diminution

Potion of longevity

Ring of feather falling

Hat of disguise

Robe of the Archmagi (white)

Wizard Spell **Scroll** (confusion, polymorph, wall of stone)

Wizard Spell **Scroll** (telekinesis, Melf's acid arrow)

Wizard Spell **Scroll** (flesh to stone)

Druid Spell **Scroll** (dispel magic, call lightning)

In addition, provided Ailifax's body didn't drop into the lava, his hide can be used by a skilled armorer to craft up to three suits of dragon scale armor and five suits of dragon leather. Each of these suits will grant the wearer resistance to fire damage.

Wrapping It Up

With so many things going on and options to take, who knows how the party did, and what alliances they might have made. They might have skipped Ailifax all together, and he may appear in a later plot hook... Speaking of, there are many additional hooks that your players may have uncovered along the way. Did they find out about the lost lizard man civilization across the aquifer? Did they join with the orcs to reclaim back their homeland?

Assuming the party made it this far, they will have defeated the cult of Remahotep, and will be viewed as heroes among the great good religions of the region. If they freed Markis, he will take his rightful spot as the leader of the Keep, once he is brought back up to speed. How that unfolds is another adventure in itself.

Did the party ever find out what caused the spring to run dry, and get that resolved? There is a good chance they may not have even been to Ssraal Mak to find the reason. If so, the spring is still dry, but the Keep still gets water from runoff from the mountains. Just not nearly as pure.

Regardless of all this, there are most likely several different potential new adventure ideas yet to be had by the party. I thank you for taking them through this particular one, and happy gaming!

Rod Waibel

Appendix A: Magic Items

Ant Nectar, Giant Honeydew

Each pint of this thick amber liquid can sustain a person for up to one day, as well as replenishing one spent HD. Only one HD can be recovered per long rest in this manner.

Because of the powerful effects, this nectar is highly sought after, and a pint can fetch up to 25gp on the open market.

Celestial Sunstone

Rumored to be stones of the sun itself (in actuality they are just bits of meteorites), these stones have been enchanted to emit a bright light when the command word is spoken. A successful lore check at a DC 15 difficulty will allow the PC to know the word, as it is common for all such stones. This light is the equivalent of daylight in a 25 foot radius, and dim light in a 50 foot radius.

Holy Symbol of Remahotep

This small silver icon, resembling a man with a lobster's head, will grant the wearer advantage on all saving throws vs. poison or disease. It is an unholy symbol, however, and no good aligned cleric or paladin will wear such an item.

Mask of Remahotep

These masks are fashioned in the form of a lobster head. When worn and attuned, they allow the wearer to speak with all sea creatures and control all forms of crustaceans, even giant versions. This second ability does allow the crustacean an opportunity to make a willpower saving throw against the wearer's spell save DC. Up to one crustacean per PC level may be controlled in this manner, and duration lasts for an hour before another check must be made.

Wand of Remahotep

Specially gifted for the high priests of Remahotep, these wands resemble a stretched out human torso with arms outstretched above the head. From the legs down is a narrow lobster tail making up 2/3 of the length of the wand. The head is that of a lobster, and the hands end in pincers.

Attunement: There are two powers that may be called forth:

- Pincer attack: a glowing pincer grows and reaches out to a range of 25ft to attack a target. An attack roll is required, using the wielder's spell attack bonus. If the attack succeeds, the target takes 7 (2d6) points of bludgeoning damage. This attack uses one charge.

- Grasping attack: a glowing pincer grows and reaches out to a range of 25 ft to grasp a target large sized creature or smaller. An attack roll is required, using the spell attack bonus of the wielder. If successful, the target is grappled, and will need to make a strength check against a DC equaling the caster's spell save DC or be held immobile. This power uses one charge, and requires concentration similar to that of any other normal spell that requires concentration.

Wands have 10 charges, and will automatically recharge when a prayer to Remahotep is made, taking one hour.

Appendix B: New Monsters

ANT, GIANT BULLET

(CR 1/4, XP: 50)

Str 16 (+3) **Dex** 14 (+2) **Con** 15 (+2)

Int 7 (-1) **Wis** 10 (0) **Cha** 6 (-2)

Medium beast, unaligned

Armor Class 13

Hit Points 14 (2d8+4)

Speed 40 ft.

Senses Sense vibrations out to 60ft, passive perception 14

Languages antish (pheromone)

SPECIAL ABILITIES

Detection Bullet ants can detect vibrations up to 100 feet away, granting them a +5 bonus to any perception check to identify hidden or invisible creatures.

ACTIONS

Giant bullet ants make one melee bite attack.

Melee Attack. Bite: +4 to hit (reach 5 ft., 1 creature). Hit: 7 (2d6) piercing damage + poison. On a failed DC 10 save vs. poison, take an additional 9 (2d8) points of damage.

ECOLOGY

Giant bullet ants are much like their “normal” giant ant cousins, albeit more rare. They often partner up with existing giant ant colonies to act as formidable warrior ants in exchange for food.

ANT, HARVESTER

(CR 1/4, XP: 50)

Str 16 (+3) **Dex** 14 (+2) **Con** 13 (+1)
Int 7 (-1) **Wis** 10 (0) **Cha** 6 (-2)

Medium beast, unaligned

Armor Class 13

Hit Points 11 (2d8+2)

Speed 40 ft.

Senses Sense vibrations out to 60ft, passive perception 14

Languages antish (pheromone)

SPECIAL ABILITIES

Adhesive Spit +4 to hit, one creature, 30ft range. DC 10 strength saving throw or be restrained. A new saving throw can be made at the start of the restrained creature's turn, otherwise the goo remains until cleaned off. Any creature struck will be covered in a thick sticky substance. Each additional successful spit attack increases the DC by 5, to a maximum potential DC of 25.

ACTIONS

Harvester ants do not have a damaging attack.

ECOLOGY

Harvester bugs resemble giant man-sized brown beetles with two large proboscis that jut out from their mouths more than a foot long. Each also has a pair of long antennae that is covered with fine hair. They are blind, but are able to detect sound and vibrations excellently.

The mucus that is excreted from the proboscis can be spat up to a distance of 15 feet away, and is incredibly thick and sticky. The only way to remove the mucus is to dissolve it in an alcohol or acidic based liquid. One pint of alcohol will dissolve one application of mucus in one minute.



AUTOMATON, SCOUT

(CR 1, XP: 200)

Str 7 (-2) **Dex** 14 (+2) **Con** 7 (-2)
Int 10 (0) **Wis** 11 (0) **Cha** 11 (0)

Small construct, unaligned

Armor Class 12

Hit Points 14 (4d6)

Speed 40 ft.

Damage Resistances slashing, piercing

Damage Vulnerabilities lightning

Languages n/a

SPECIAL ABILITIES

Mechanical Affinity: All automatons do not require any rest or sustenance, and can stay in a state of shut down for decades before being prompted based on programming.

ACTIONS

Melee Attack. Stinger: +5 to hit. One creature, 5ft range. 4 (1d8) piercing damage plus DC 11 Con save or paralysis poison (restrained for 1 hour, new save at the start of each of the paralyzed victim's turn).

ECOLOGY

Automatons are a fairly common mechanical tool created by gnome societies.

BELGOLOUGH

(CR 1, XP: 200)

Str 20 (+5) **Dex** 10 (0) **Con** 10 (+5)
Int 3 (-4) **Wis** 9 (-1) **Cha** 8 (-1)

Large beast, unaligned

Armor Class 14

Hit Points 32 (3d10+15)

Speed 60 ft.

Damage Resistances cold

Senses darkvision 60ft

Languages n/a

SPECIAL ABILITIES

Fur Coat: Belgolough are covered in thick fur, granting them advantage on any cold based saving throw.

Subterranean Habitat: Belgolough have darkvision, but are sensitive to bright light. Movement is halved and all attacks are made with disadvantage in daylight or brighter.

ACTIONS

Belgolough can make one trample attack (see below):

Melee Attack. Trample: +5 to hit (reach 5 ft, 1 large, 2 medium, or 3 small sized adjacent targets). Hit: 9 (2d8) bludgeoning damage.

ECOLOGY

Belgolouth resemble yaks with the head of a mole and six stout legs. Thick shaggy fur hangs from their bodies, and large cloven feet end in hooves more than a foot in diameter.

These creatures naturally live in small herds in vast underground caverns, using their sense of smell to find and root out various fungi that they prefer to eat. They are often domesticated as work animals from intelligent subterranean species, as they are incredibly strong and hardy creatures, if a bit stupid.



BURROW BEAST

(CR 5, XP: 1800)

Str 22 (+6) **Dex** 12 (+1) **Con** 17 (+3)
Int 10 (0) **Wis** 7 (-2) **Cha** 6 (-2)

Large monstrosity, chaotic evil

Armor Class 17

Hit Points 85 (10d10+30)

Speed 30ft, burrow 15ft

Senses darkvision 60 ft. tremorsense 60ft. Passive Perception 9

Languages burrow beast

Resistances bludgeoning weapons

SPECIAL ABILITIES

Fear Gaze. Any creature within 30ft of the burrow beast must either avert his or her gaze when attacking (suffering disadvantage), or must make a DC 16 CHA check or be frightened for one minute. At the start of each of his or her turns, a new save can be attempted. Once the save is made, the PC is immune to this effect for 24 hours.

ACTIONS

Multi Attack. The Burrow Beast makes two claw and one mandible attack each round.

Melee Attack. Claw. +8 to hit (5ft, one creature). Hit: 1d10+5 piercing damage.

Melee Attack. Mandible. +6 to hit (5ft, one creature). Hit: 2d12+5 piercing damage.

ECOLOGY

Burrow beasts are cousins to one of the more feared monsters in the subterranean worlds, standing over 7 feet tall and bearing great bulk. Despite this bulk, they are excellent at burrowing through dirt and stone alike. A favored tactic is to wait for prey to appear (detecting it with their tremorsense) and attack with surprise, tearing the prey item into pieces. It does not fear multiple attackers as it relies on its fear sight to incapacitate enemies.

COFFIN CORPSE

(CR 2, XP: 450)

Str 10 (0) **Dex** 11 (0) **Con** 15 (+2)
Int 15 (+2) **Wis** 14 (+2) **Cha** 10 (0)

Medium undead, chaotic evil

Armor Class 10

Hit Points 26 (4d8+8)

Speed 30ft

Senses darkvision 60 ft. Passive Perception 12

Languages as original race

Saving Throws Constitution +4

Immunities non magical weapons, disease, poison, sleep

SPECIAL ABILITIES

Frightful Stand. When the coffin corpse lets its presence be known, all creatures within visual sight must make a DC 11 WIS save or be frightened for 1 minute. A new save can be made at the start of PCs turn, and only one save needs to be made, regardless of the number of corpses in the area. Once the save is made, PCs are immune to this effect for 24 hours.

Feign Death. The coffin corpse is indistinguishable from a regular corpse as long as it remains motionless, and is not detectable as an undead until it “activates”.

ACTIONS

Melee Attack. Slam. +6 to hit (5ft, one creature). Hit: 1d6+3 bludgeoning damage and the target is grappled.

ECOLOGY

Coffin corpses are similar to zombies in creation, but were imbued with a much higher intelligence. They prefer to lie in wait until prey gets close, then suddenly attack with surprise.

FILTH EATER

(CR 2, XP: 450)

Str 15 (+2) **Dex** 14 (+2) **Con** 16 (+3)
Int 3 (-5) **Wis** 9 (-1) **Cha** 3 (-5)

Large Monstrosity, unaligned

Armor Class 13

Hit Points 34 (4d10+12)

Speed 30 ft, climb 20ft

Senses darkvision 60 ft. Passive Perception 11

Languages n/a

Saving Throws n/a

The eater appears as a ten foot long segmented creature similar to a giant centipede, with the head of a giant beetle. Two ten foot long feelers sprout from the head of the creature, which it uses to sense decaying and rotting material, upon which it feeds.

While they prefer dead and decaying material to feed on, if they are hungry enough or feel threatened, they will attack live prey. Each feeler is coated with a paralytic poison that keeps the target motionless while it attaches with its mouth and begins to feed.

SPECIAL ABILITIES

Attached Bite Whenever a filth eater has successfully made an attack with its bite, it latches on and the target will suffer damage automatically at the start of the eater's next turn. The target will also be considered to be restrained. If the eater suffers 10 or more points of damage, it will release this bite.

ACTIONS

Multi-attack. The filth eater makes two tentacle attacks and one bite attack.

Melee Attack. Tentacle: +0 to hit (reach 10 ft., one creature). Hit: DC 13 CON save or paralyzed until the start of target's next turn, at which point a new save must be made or remain paralyzed.

Melee Attack. Bite: +5 to hit (reach 5ft, one creature). Hit: 2d4+2 damage and target is attached.

ECOLOGY

The filth eater was not a naturally occurring monster, but has its roots in the experimentation of wizards. To answer the question of how to clean out corpses and other debris from the wizards' lairs, they experimented with several giant creatures, including centipedes, beetles, slugs, and others to finally come up with the filth eater.

INFILTRATION SPIDER

(CR 1, XP: 200)

Str 15 (+2) **Dex** 14 (+2) **Con** 13 (+1)
Int 3 (-4) **Wis** 11 (0) **Cha** 5 (-3)

Large Beast, unaligned

Armor Class 12

Hit Points 26 (4d10+4)

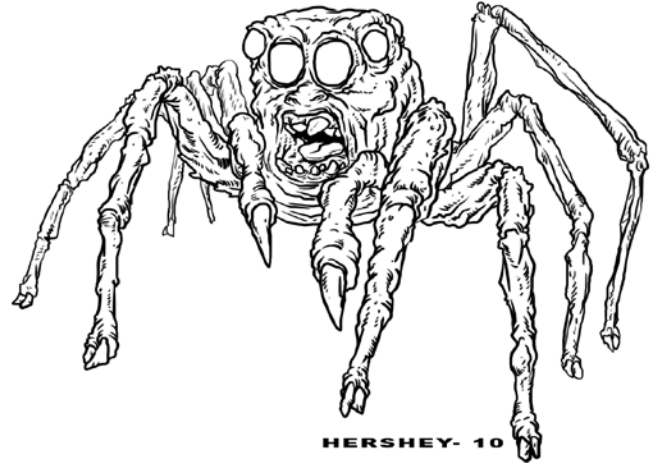
Speed 30 ft, climb 30ft

Senses darkvision 60 ft. Passive Perception 14

Languages n/a

Saving Throws Dexterity +5

Skills Stealth +5



SPECIAL ABILITIES

Spider Climb. The infiltration spider can climb on vertical surfaces and ceilings with no penalty to its movement rate.

Disguise. The infiltration spider can apply chemicals and use the parts and bits from other creatures to completely disguise itself to appear as a member of the different species for creatures that rely on smell only.

ACTIONS

Melee Attack. Bite. +5 to hit (5ft, one creature).
Hit: 1d8+2 piercing damage. Make a DC 10 CON save or suffer additional 2d6 poison damage. Half damage on a save.

ECOLOGY

Infiltration spiders are solitary creatures, often putting bits of insect parts on itself to infiltrate a nest of prey items. This ability allows it to move freely without being accosted in the nests while it hunts and feeds.

LEDGE ANGLER

(CR 4, XP: 1100)

Str 15 (+2) **Dex** 14 (+2) **Con** 10 (+0)
Int 7 (-3) **Wis** 9 (-1) **Cha** 7 (-2)

Large Monstrosity, chaotic evil

Armor Class 16

Hit Points 67 (12d10)

Speed 10 ft, climb 10ft

Senses darkvision 120 ft. Passive Perception 12

Languages n/a

Saving Throws Strength +5, Wisdom +3

Skills Stealth +6

SPECIAL ABILITIES

Practiced Shot Whenever a ledge angler uses its filament attack with advantage, the shot is so accurate that the target will also be considered to be restrained if the attack succeeds.

Ambush Predator Ledge anglers are extremely difficult to detect when they are not moving, and will gain advantage on the initial stealth check when encountered.

ACTIONS

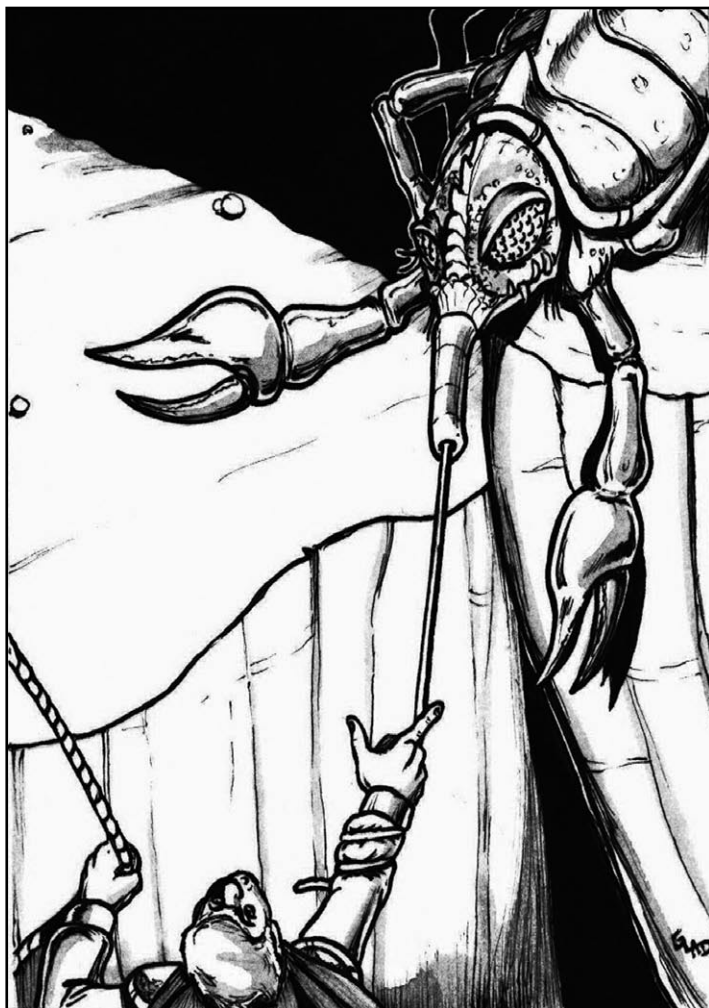
Multi-attack. The ledge angler uses either one filament attack or 2 pincer attacks or moves a grappled creature 25ft towards the cave fisher.

Melee Attack. Pincer: +5 to hit (reach 5 ft., one creature). Hit: 14 (2d10+3) slashing damage.

Ranged Attack. Filament: +5 to hit (reach 75ft, one creature). Hit: target is grappled.

ECOLOGY

The ledge angler is a large insect-like creature that makes its home in deep underground caverns, usually on a high ledge overseeing an open area. They typically prey on any small or flying creature that happens to pass through the threat range of the filament, but will also attack any humanoid that it feels would make a



nice meal.

While mostly solitary, occasionally groups of up to four anglers will be encountered, each covering an area where their fields of fire only slightly overlap, ensuring no route of travel is safe.

Their preferred method of attack is to remain in hiding until a suitable prey item crosses its path, when it will attack with its strong adhesive filament tongue. Once the target is secured, the monster will reel the tongue back in at a rate of 25ft per round. When the target is within range of its claws, the angler will attempt to tear it apart using its pincers.

Attacks can be made at the filament (AC 18, HP: 35). If severed, the creature will attempt to flee to the rear of its lair, where the tongue will grow back in 2d6+2 days.

The ledge angler lair itself is often towards the rear of the ledge in which the monster uses as an ambush point. This lair is littered with bones of previous victims, and may include any items from an unlucky previous owner.

LURKER

(CR 3, XP: 700)

Str 12 (+1) **Dex** 12 (+1) **Con** 10 (0)
Int 11 (0) **Wis** 10 (0) **Cha** 8 (-1)

Large monstrosity, chaotic evil

Armor Class 12

Hit Points 66 (12d10)

Speed 5ft, glide 30ft

Senses darkvision 60 ft. Passive Perception 12

Languages deep speech

Skills stealth+5

SPECIAL ABILITIES

Non Detection. The lurker gains advantage on any initial stealth check roll.

ACTIONS

Melee Attack. Enveloping Crush. +9 to hit (5ft, one creature). Hit: 3d8+5 bludgeoning damage and is grappled. At the start of the lurker's next turn, any grappled target automatically suffers damage.

ECOLOGY

Lesser cousins to cloaklers, lurkers often inhabit the same areas. They make their lairs on the ceilings of dark dungeons and natural caves, remaining hidden until a prey item walks underneath it, which it will attack and envelope.

The lurker moves very slowly when crawling, but it can move 30ft in its turn as long as it has 5ft to drop while gliding.

MEDUSA, LESSER

(CR 2, XP: 450)

Str 12 (+1) **Dex** 14 (+2) **Con** 10 (0)
Int 11 (0) **Wis** 14 (+2) **Cha** 15 (+2)

Medium monstrosity, neutral evil

Armor Class 12

Hit Points 41 (9d8)

Speed 30ft

Senses darkvision 60 ft. **Passive Perception** 12

Languages common

SPECIAL ABILITIES

Gaze. Any creature within 30ft that makes eye contact must make a DC 10 CON save or become restrained. Creatures can avert their gaze, but all attacks will be made at disadvantage. A restrained victim must make another DC 10 CON save at the start of their next turn. Failure means they are petrified into stone. Success releases the restrained status and the victim is immune to further gaze attacks for 24 hours.

ACTIONS

Multi Attack: The medusa can make one snake attack and one weapon attack.

Melee Attack. Snake Hair. +5 to hit (5ft, one creature). Hit: 1d4 piercing + DC 12 CON save or additional 2d6 poison damage.

Melee Attack. Short sword. +5 to hit (5ft, one creature). Hit: 1d6+1 slashing damage.

Melee Attack. Long bow. +6 to hit (150/600ft, one creature). Hit: 1d8+2 piercing damage.



ECOLOGY

Lesser medusa are cursed and created in the same fashion normal medusa are. Their vanity and shallowness as beautiful women led them to make pacts with demons and evil gods to grant them beauty for decades longer than normal people would have. However, like normal medusa, when the toll is due, they are transformed into hideous creatures.

MI-GO

(CR 1/4, XP: 50)

Str 11 (0) **Dex** 10 (0) **Con** 15 (+2)
Int 14 (+2) **Wis** 15 (+2) **Cha** 12 (+1)

Medium aberration, lawful-evil

Armor Class 13

Hit Points 7 (1d8+2)

Speed 30 ft, fly 50ft

Senses darkvision 60 ft. Passive Perception 12

Saving Throws Intelligence +4, Wisdom +4

Skills Stealth +4, Persuasion +5

Languages understands all, speaks only Mi-go

SPECIAL ABILITIES

Extraterrestrial Influence: Once per long rest, a mi-go can cast *Charm Person* (Save DC 12) as a 1st level spell.

ACTIONS

Multiattack: Mi-go make two claw attacks.

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

ECOLOGY

Mi-go are man-sized, pinkish abominations of horror resembling a crustacean humanoid with limbs that end in pincher-like claws, and a fleshy head covered in antennae. Despite their crustacean appearance, they are actually fungal in nature, and highly intelligent. Two large bat-like wings enable flight.

Mi-go communicate in a series of clicks and hisses, but can understand any language. They are not overtly hostile, but are very defensive to any that enter their domain, and will attack with planning and ruthlessness. They will use their telepathy to send disturbing thoughts and images into targets, hoping to break down willpower. Then they will use their charm person ability (via telepathic images rather than speech) to charm victims, leading them into trapped areas.



This horrific monster is not native to the natural world, but was originally summoned by demonic priests as go-betweens for the priest and the more powerful demons. Eventually the Mi-go tricked their summoners and have escaped into the world, and now live as free intelligent creatures.

MINOTAUR BEETLE

(CR 2, XP: 450)

Str 16 (+3) **Dex** 12 (+1) **Con** 13 (+1)

Int 5 (-3) **Wis** 5 (-3) **Cha** 3 (-4)

Medium monstrosity, chaotic evil

Armor Class 16

Hit Points 42 (8d8+8)

Speed 35 ft.

Senses darkvision 60ft, Passive Perception 10

Languages n/a

SPECIAL ABILITIES

Charge If the minotaur beetle has at least 20ft of room to charge, its horn attack will inflict an additional 2d8 piercing damage.

ACTIONS

The minotaur beetle makes one horn attack

Melee Attack. Horn Gouge: +5 to hit (reach 5 ft, 1 creature). Hit 9 (1d10+3) slashing damage. On a critical hit, gains one extra attack on any target within 5 feet of original target, if applicable.

ECOLOGY

Just as the mrav are human/ant hybrids, the minotaur beetle is a human/rhinoceros beetle hybrid. Only in this case, very little of the human intelligence is present, and the creature became a savage beast of destruction.



MORLOCK

(CR 1/2, XP: 100)

Str 10 (0) **Dex** 10 (0) **Con** 13 (+1)

Int 14 (+2) **Wis** 14 (+2) **Cha** 11 (0)

Medium humanoid, lawful evil

Armor Class 12 (various hide armors)

Hit Points 17 (3d8+3)

Speed 30 ft.

Senses darkvision 60ft, Passive Perception 13

Saving Throws Wisdom +4

Languages common, infernal

SPECIAL ABILITIES

Cultish Casting Morlocks know two cantrips and can cast up to 2 spells per day from the warlock spell list. These spells can be either level 1 or level 2 spells.

Natural Hiding Morlocks gain a +5 bonus to all stealth checks.

ACTIONS

One melee attack, ranged attack, or spell attack.

Melee Attack. Obsidian Dagger: +2 to hit (reach 5ft, one creature). Hit 3 (1d4+1 piercing damage).

Ranged Attack. Obsidian Dagger: +2 to hit (reach 30ft, one creature). Hit 3 (1d4+1 piercing damage).

Spell Attack. +3 to hit. Save DC: 11

ECOLOGY

Morlocks were originally normal humans who worshipped the dark god, Remahotep. Eventually, after generations of living deep underground, they have altered in appearance to adapt to their darker environment. This is reflective in pale skin and exceptionally large eyes.

MRAY COVJEKA

(CR 1/2, XP: 100)

Str 14 (+2) **Dex** 15 (+2) **Con** 12 (+1)

Int 9 (-1) **Wis** 8 (-1) **Cha** 8 (-1)

Medium monstrosity, neutral evil

Armor Class 14

Hit Points 17 (3d8+3)

Speed 30 ft.

Senses Sense vibrations out to 60ft, passive perception 14

Languages antish (pheromone)

SPECIAL ABILITIES

Pheromones: The Mrav queen has a heightened sense of smell, and can pick out even the slightest odor from up to 100 feet away.

ACTIONS

Multi Attack: Mrav Covjeka make one melee bite attack or two melee claw attacks.

Melee Attack. Bite: +4 to hit (reach 5 ft., 1 creature). Hit 7 (1d12) slashing damage.

Melee Attack. Claw: +4 to hit (reach 5 ft., 1 creature). Hit 4 (1d8) slashing damage.

ECOLOGY

Mrav Covjeka are not a naturally occurring species. They are the result of a mad wizard's experiment to create a hybrid between a human and a giant ant, hoping to create a controllable intelligent creature with an unwavering work ethic.

Mrav are somewhat intelligent, and will build hierarchies within groups of themselves--a trait from their human side. All of the mrav will follow the queen mrav covjeka's instructions without question, however.



A mrav covjeka stands roughly five feet in eight on four insect-like legs, but upright like a human. They have two additional insect appendages that end in hooked claws that are used much the same as a man might use arms. An ant-like head has two long antennae, and a set of powerful jaws are used to rip things apart.

MRAY COVJEKA QUEEN

(CR 1, XP: 200)

Str 8 (-1) **Dex** 5 (-3) **Con** 10 (0)
Int 15 (+2) **Wis** 16 (+3) **Cha** 3 (-4)

Large monstrosity, neutral

Armor Class 10

Hit Points 43 (8d10)

Speed 10 ft.

Senses Sense vibrations out to 60ft, passive perception 14

Saving Throws Cha +4

Languages antish (pheromone), common

SPECIAL ABILITIES

Pheromones: The Mrav queen has a heightened sense of smell, and can pick out even the slightest odor from up to 100 feet away.

Inspire: Any mrav within 60 feet of the queen will gain a +2 bonus to all attack rolls, as they will be inspired by her pheromone signals.

ACTIONS

The Mrav queen does not attack on her own.

ECOLOGY

The Mrav Queen is a hybrid between a human and an ant queen. Her appendages and head closely resemble those of an ant, while her torso resembles that of a very bloated human. She does have an egg sack abdomen like her ant counterpart would, attached at the waist.

Like all Mrav covjeka, she is a result of a lab experiment rather than a naturally occurring species, created by the unholy magic of a dark priest or wizard.

She is much more intelligent than other mrav, and gives them instructions that they will follow until death. When created, she will be imprinted with a set of instructions by the creator. Unless further instructions are given by this creator, she will follow them without fail. No other being can give her instruction except the person who created her.



MUSHROPOD

CR 3 (XP: 700)

Str 18 (+4) **Dex** 10 (0) **Con** 12 (+1)
Int 8 (-1) **Wis** 6 (-2) **Cha** 7 (-2)

Huge monstrosity, neutral

Armor Class 10

Hit Points 75 (10d12+10)

Speed 5 ft.

Damage Resistances bludgeoning

Condition Immunities charmed, prone, deafened, frightened, sleep

Senses darkvision 60ft, passive perception 8

Saving Throws Constitution +4, Wisdom +2

Languages n/a

SPECIAL ABILITIES

Camouflage: When motionless, the mushropod appears as a normal (albeit giant) mushroom. A DC 15 perception check must be made to realize that it is a creature.

ACTIONS

Multi attack. Mushropods can make up to eight melee tentacle attacks.

Melee Attack. Tentacle: +4 to hit (reach 20ft, one creature). Hit: 8 (1d6+4) bludgeoning damage. On a successful hit, the target is considered grappled. Only two tentacles can attack the same target at a time. Once a target is grappled, it will suffer 8 (1d6+4) constricting damage automatically at the start of each of the mushropod's turns until the victim is able to break free. Due to the suckers on the tentacles, the mushropod has advantage on all grappling checks.

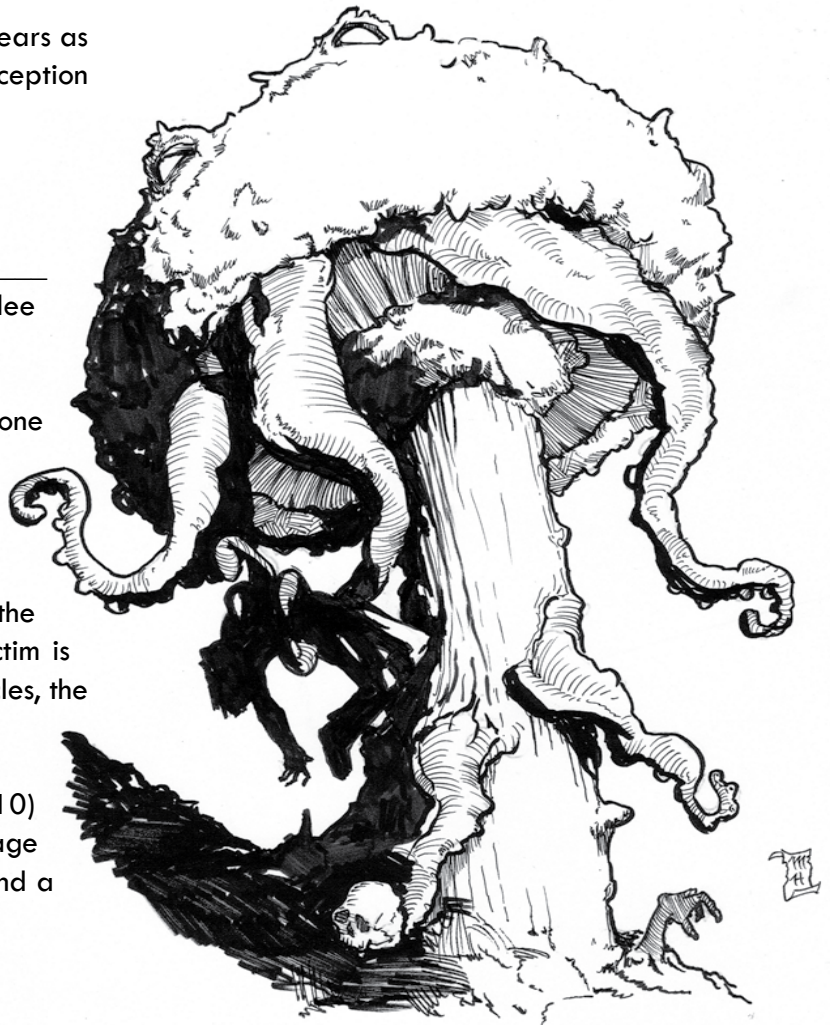
Each tentacle may be severed (AC 14) if 11 (2d10) points of damage are inflicted upon it. This damage is not suffered from the creature's total hit points, and a severed tentacle will grow back in one week.

ECOLOGY

Mushropods live deep in subterranean caverns, typically within large colonies of giant fungi. Because giant mushrooms are a common food source for subterranean creatures, and the mushropod relies on creatures to survive, its favorite tactic is to disguise itself as a giant mushroom until a prey source comes near, at which point it will attack.

Once the victim is slain, the mushropod will bury it at the base of its trunk, and use the decomposing flesh as a food source. It can move by uprooting itself, albeit very slowly.

Mushropods can grow to over twenty feet in height, with a trunk more than five feet in diameter. Each tentacle can reach out to 20ft from the cap. They typically live in pods of 2d6 creatures, spread out so no creature is closer than 40 feet of another.



REMAHOTEP

(CR 9, XP: 5000)

Str 22 (+6) **Dex** 17 (+3) **Con** 21 (+5)
Int 15 (+2) **Wis** 16 (+3) **Cha** 17 (+1)

Large Fiend, lawful evil

Armor Class 18

Hit Points 158 (15d10+75)

Speed 35ft, swim 50ft

Senses darkvision 120 ft. Passive Perception 16

Languages undercommon, common, abyssal

Saving Throws Con+9, Cha+5, Wis+7

Damage Resistances cold, non-magical weapons

Immunities charm, sleep, fire, poison

Skills Intimidation+10

SPECIAL ABILITIES

Regeneration For each vine still connected during the ritual, Remahotep regenerates 5 HP at the start of each of its turns.

Fear Aura Recharge 5-6: Remahotep can take a bonus action to use this power. All creatures within 50ft must make a DC 13 Wisdom check or be frightened until the end of their next turn.

ACTIONS

Multi-attack. Remahotep can make two pincer attacks each round.

Melee Attack. Pincer: reach 10ft, one creature. +10, 22 (3d10+6 slashing damage).

LEGENDARY ACTIONS

Remahotep can use up to 3 points every round, which regenerate at the start of each new round. Can be used at the end of anyone's turn

- * 1pt: demonic tendril from the portal up to

- 50ft (+7, 2d10+2 necrotic damage)

- * 3 pts: demonic tendril grapples and restrains target (+7 to hit)

- * 1 pt: extra claw attack



ROT GRUB

CR 1/8 (XP: 10)

Str 3 (-4) **Dex** 10 (0) **Con** 10 (0)

Int 8 (-1) **Wis** 6 (-2) **Cha** 3 (-4)

Tiny monstrosity, neutral

Armor Class 8

Hit Points 1

Speed 5 ft.

Senses tremorsense 20ft

Languages n/a

SPECIAL ABILITIES

Burrow: If a rot grub has successfully made a melee attack, it will burrow into the target. At the start of each of the rot grubs turns from that point on, the victim will suffer 1d6 piercing damage automatically as the grub burrows towards the heart.

The only way to stop this damage is to either amputate the limb, make a successful DC 15 Medicine check, or casting a *cure disease*, *greater restoration*, or *wish* spell.

ACTIONS

Melee Attack. Bite. +1 to hit (5ft, one creature). Hit: burrow starting on the grubs next turn.

SENTIENT VINE

(CR 5, XP: 1700)

Str 14 (+2) **Dex** 10 (0) **Con** 15 (+2)
Int 10 (0) **Wis** 11 (0) **Cha** 11 (0)

Huge plant, chaotic evil

Armor Class 14 (10 core root ball)

Hit Points 20 (vine), 100 (core root ball)

Speed n/a

Damage Resistances cold, acid

Damage Vulnerabilities fire

Senses vibration 500ft

Saving Throws Int +3, Str +6

Languages n/a

SPECIAL ABILITIES

Grappler: Sentient Vines have advantage on attack rolls against a creature grappled by it.

Vine protection: While vines are functional, the core root ball cannot be attacked with the exception of area of effect spells or attacks. The vines will act as a shield against all other attacks.

ACTIONS

Hypnotic Dance: whenever a creature is within 500ft of the creature, it begins to weave its vines in a hypnotic pattern. All creatures within sight must make a DC 12 wisdom check or become hypnotized, walking towards the vine in a trance. This check must be made each round visual contact is maintained. This action is constant each round and does not limit the vine's ability to attack. Creatures hypnotized are automatically struck by a vine attack when within range.

Drain Intelligence: For each round a vine is grappled with a creature, one intelligence point is drained per vine that is grappled with the target. When intelligence reaches 0, the creature becomes a thrall of the vine permanently.

Creatures freed before intelligence reaches 0 will regain their intelligence at a rate of 1 point per hour.

Melee Attack. Vine: Up to a dozen vines can be used to attack, +5 to hit (reach 100ft, one creature). Hit: vine has grappled with target. Up to one vine can attack and grapple a small creature, two vines for a medium creature, three vines for a large creature, and four vines for a huge creature.

ECOLOGY

Sentient vines are a species of creature/plant hybrid that are intelligent hunters. While being immobile, they are equipped with several abilities to ensure their survival. The vine will create thralls from initial victims, and will then send those thralls out to gather food for it. The center root ball cluster in the center of the creature has a large cavity filled with enzymes that digest all organic material similar to that of a venus fly trap.

These creatures can grow to great sizes, having a root ball more than fifty feet in diameter with a mass of vines that can reach out to 100ft in each direction.



SHIMMER BEAST

(CR 3, XP: 700)

Str 19 (+4) **Dex** 15 (+2) **Con** 14 (+2)
Int 7 (-2) **Wis** 13 (+1) **Cha** 5 (-3)

Large monstrosity, neutral evil

Armor Class 15

Hit Points 76 (10d10)

Speed 30ft

Senses darkvision 60 ft. Passive Perception 14

Languages n/a

Skills stealth+5

SPECIAL ABILITIES

Shimmer The shimmer beast always appears as if it were shimmering, similar to the effect of the waves of heat emanating from a hot highway. This makes it very difficult to hit from melee and missile attacks. Unless a DC12 WIS save is made at the start of the combat encounter, the attacker will suffer disadvantage on all attack rolls against the beast for the remainder of the combat.

ACTIONS

Multi Attack. The shimmer beast makes two claw attacks

Melee Attack. Claw. +6 to hit (5ft, one creature). Hit: 1d6+4 piercing damage + 1d6 necrotic damage

ECOLOGY

When not shimmering, the shimmer beast appears as a giant black panther covered in lesions, sores, and patches of hair falling out. They are vicious creatures who will attack anything it views as a threat.

Naturally they make remote swamps their habitat, living by themselves to hunt. But occasionally they have been captured and used as pets.

TUNNEL SWEEPER

(CR 2, XP: 450)

Str 18 (+4) **Dex** 3 (-4) **Con** 20 (+5)
Int 1 (-5) **Wis** 1 (-5) **Cha** 1 (-5)

Large Ooze, unaligned

Armor Class 5

Hit Points 74 (7d10)

Speed 10 ft, climb 10ft

Senses blindsense 60 ft. Passive Perception 10

Languages n/a

Saving Throws n/a

Immunities charm, blind, deaf, prone, fear

SPECIAL ABILITIES

Engulf. Any large sized or smaller target successfully hit by a tunnel sweeper is engulfed. Engulfed creatures are considered to be restrained and automatically take damage at the start of each of its turns until freed. A DC 12 athletics check must be made to break free of the sweeper.

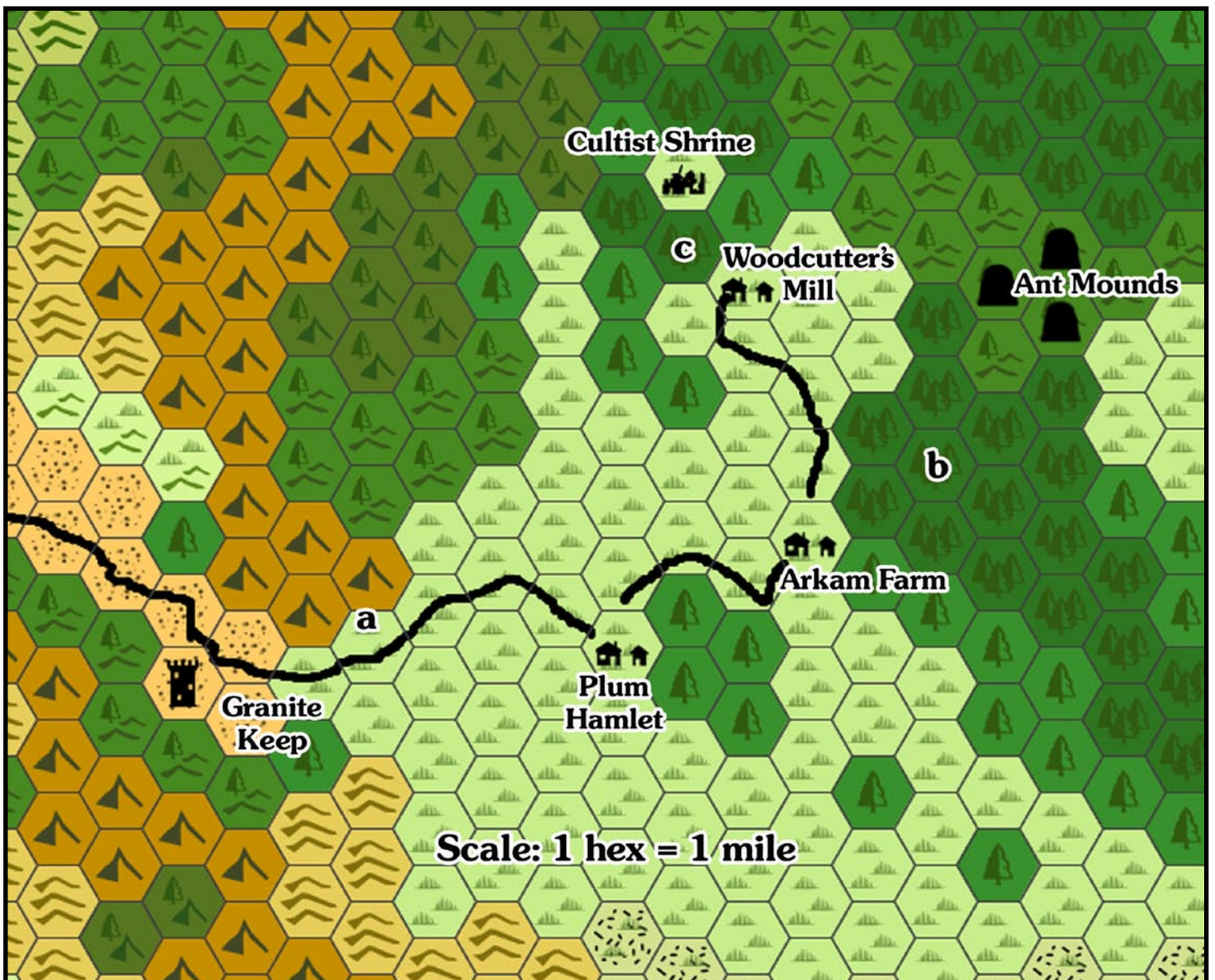
ACTIONS

Melee Attack. Slam. +4 to hit (5ft, one creature). Hit: 3d6 acid damage and target is engulfed.

ECOLOGY

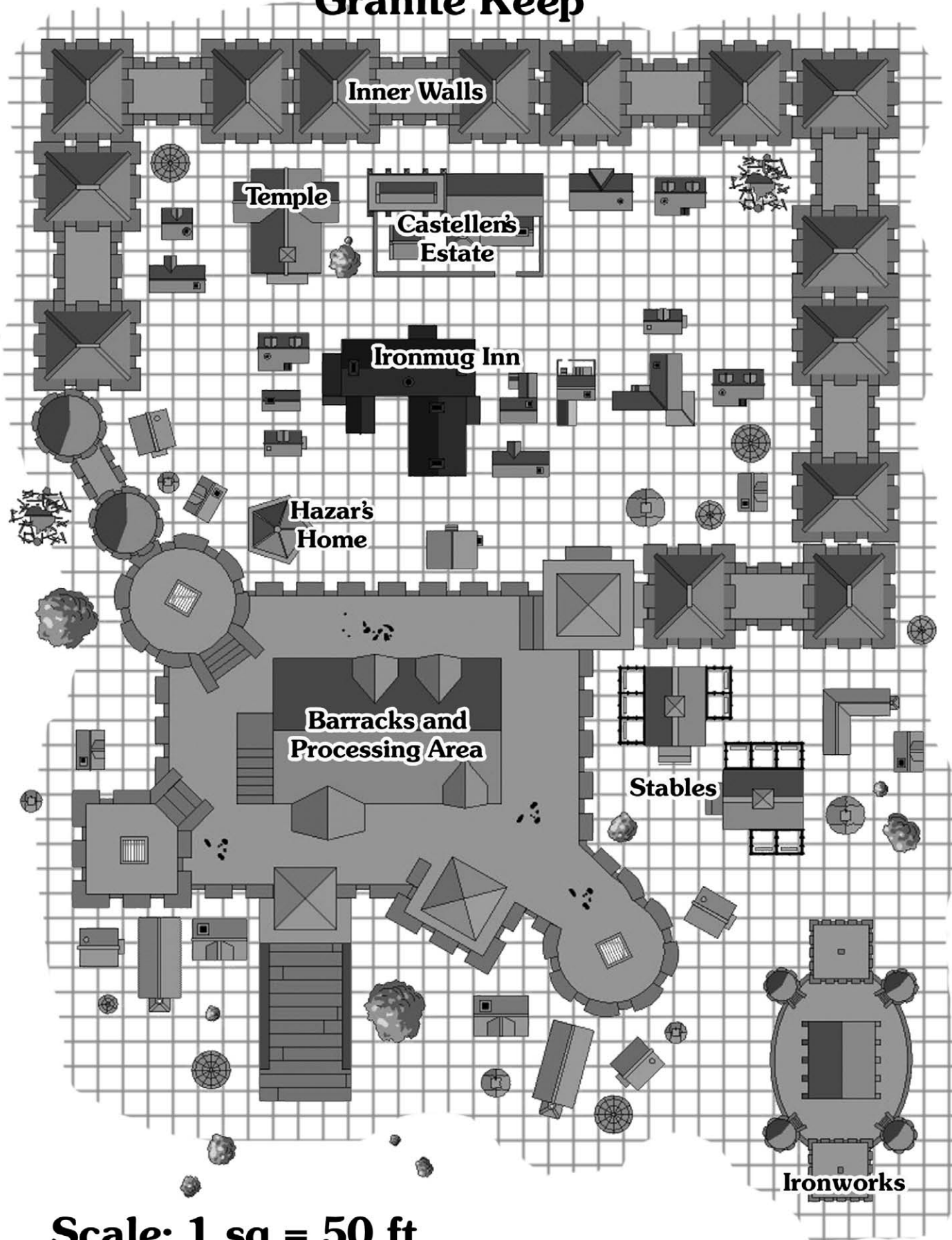
Tunnel sweepers appear as giant translucent green jellies that can grow to more than 10ft in diameter. Their sole purpose is to patrol dungeon caverns and tunnels, dissolving any garbage or refuse that it finds.

Appendix C: GM Maps

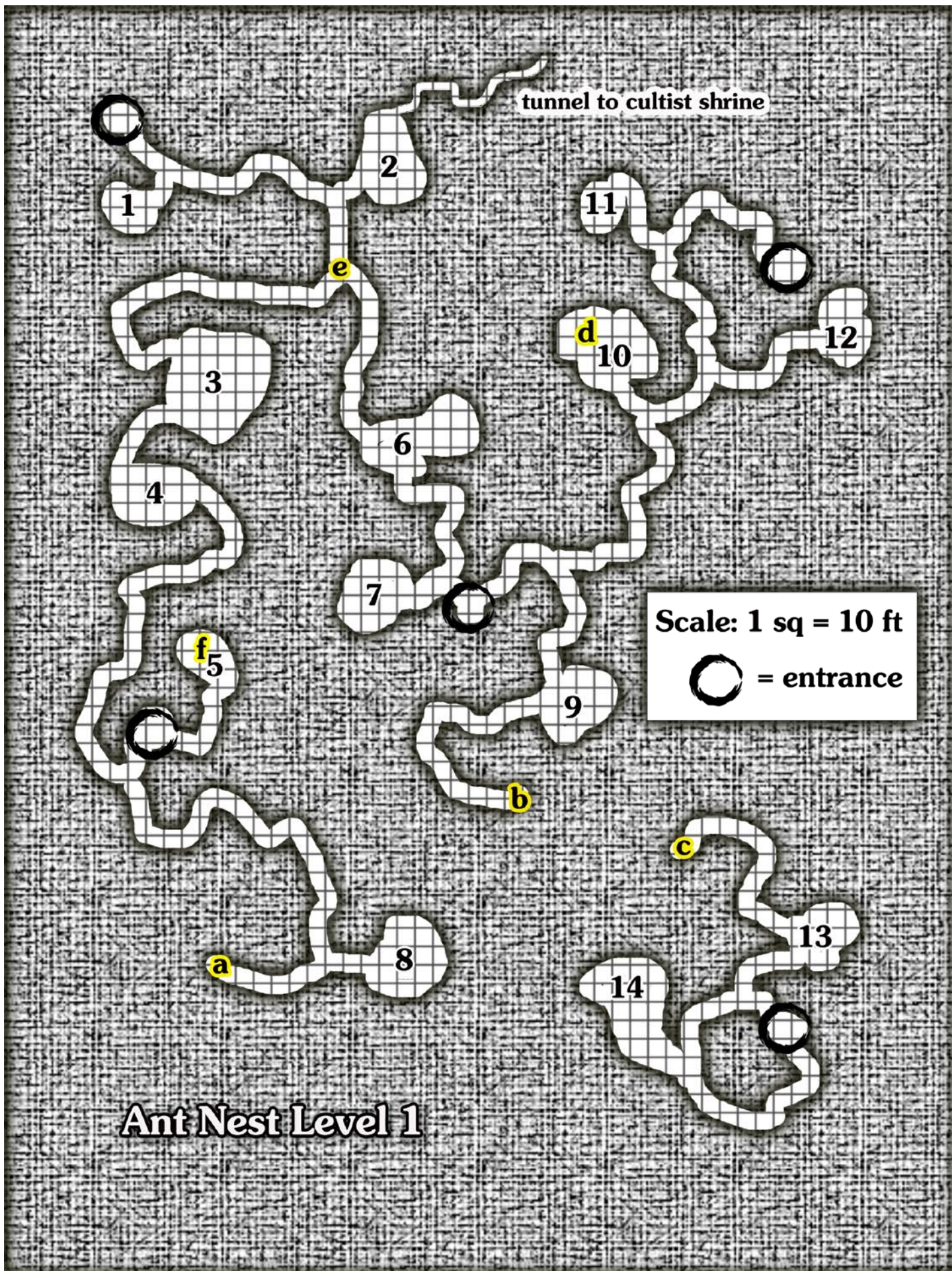


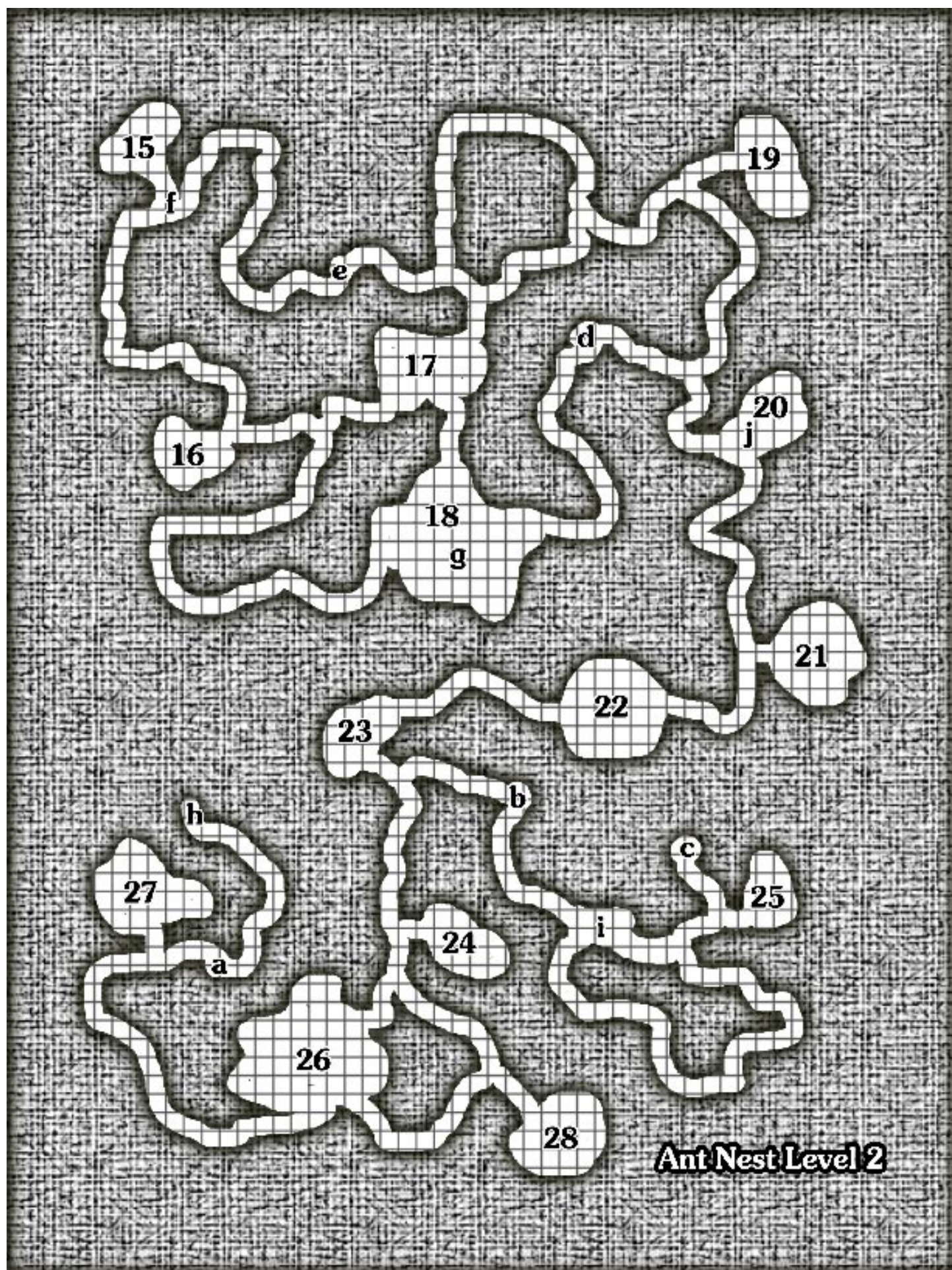


Granite Keep

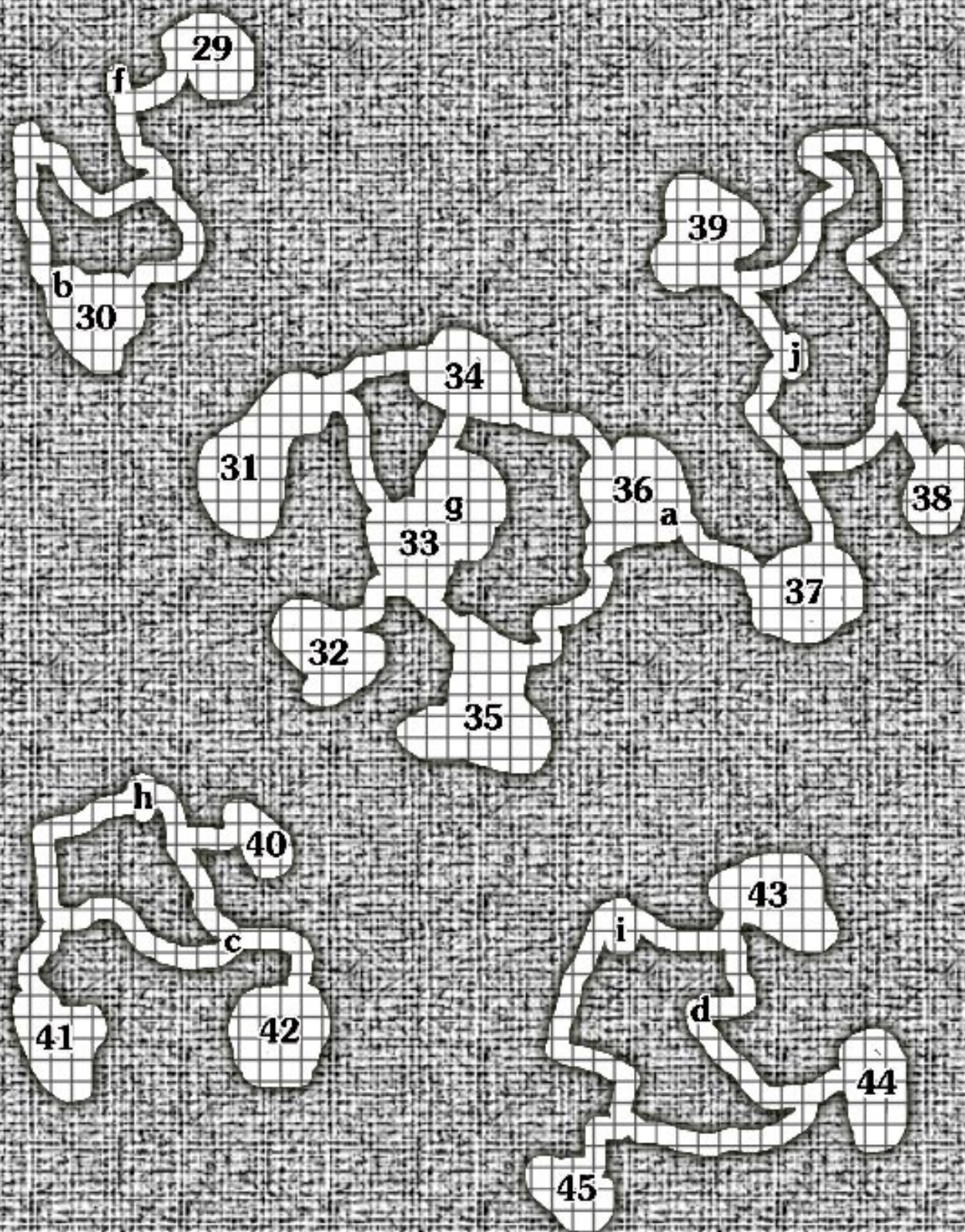


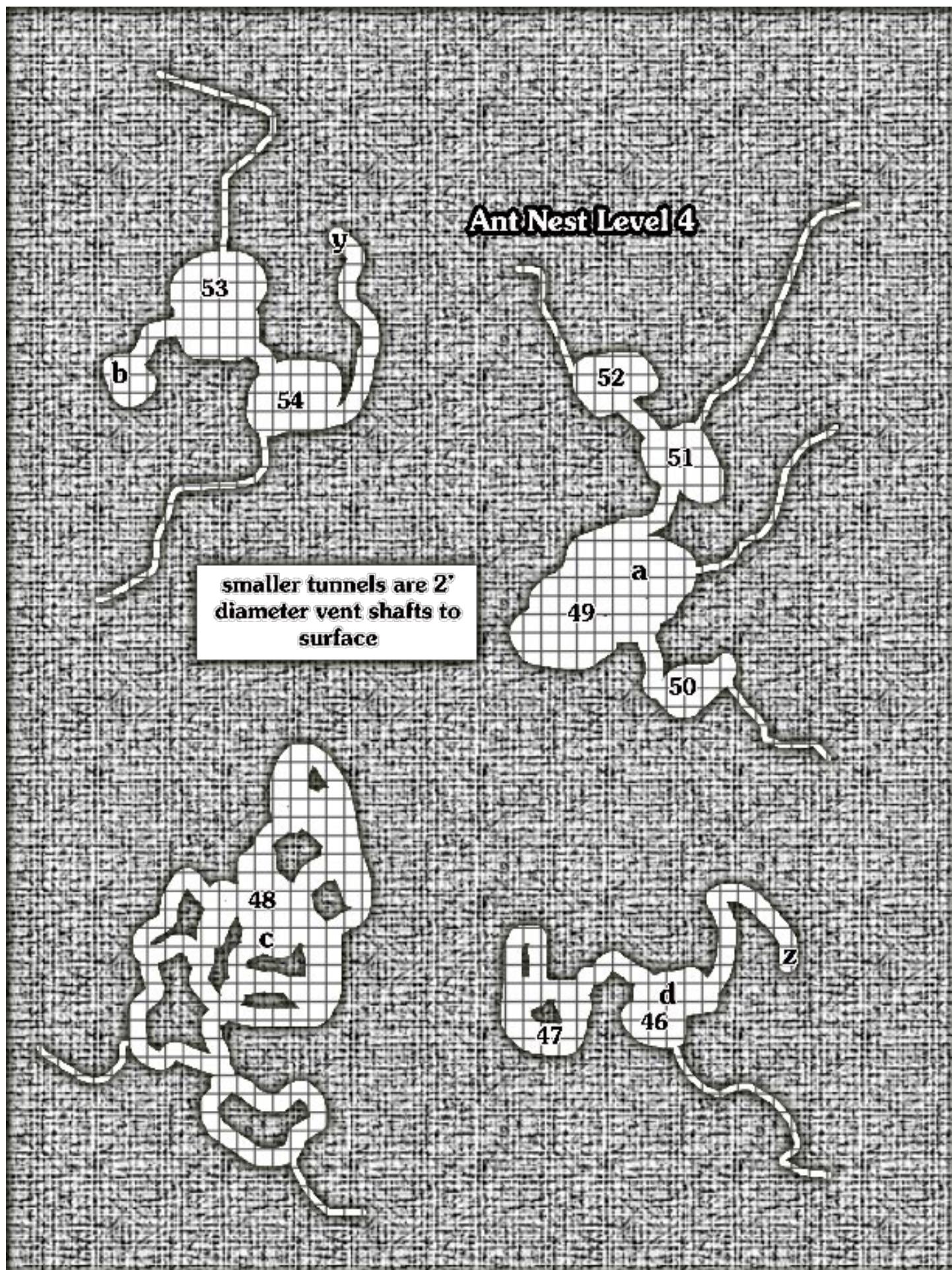
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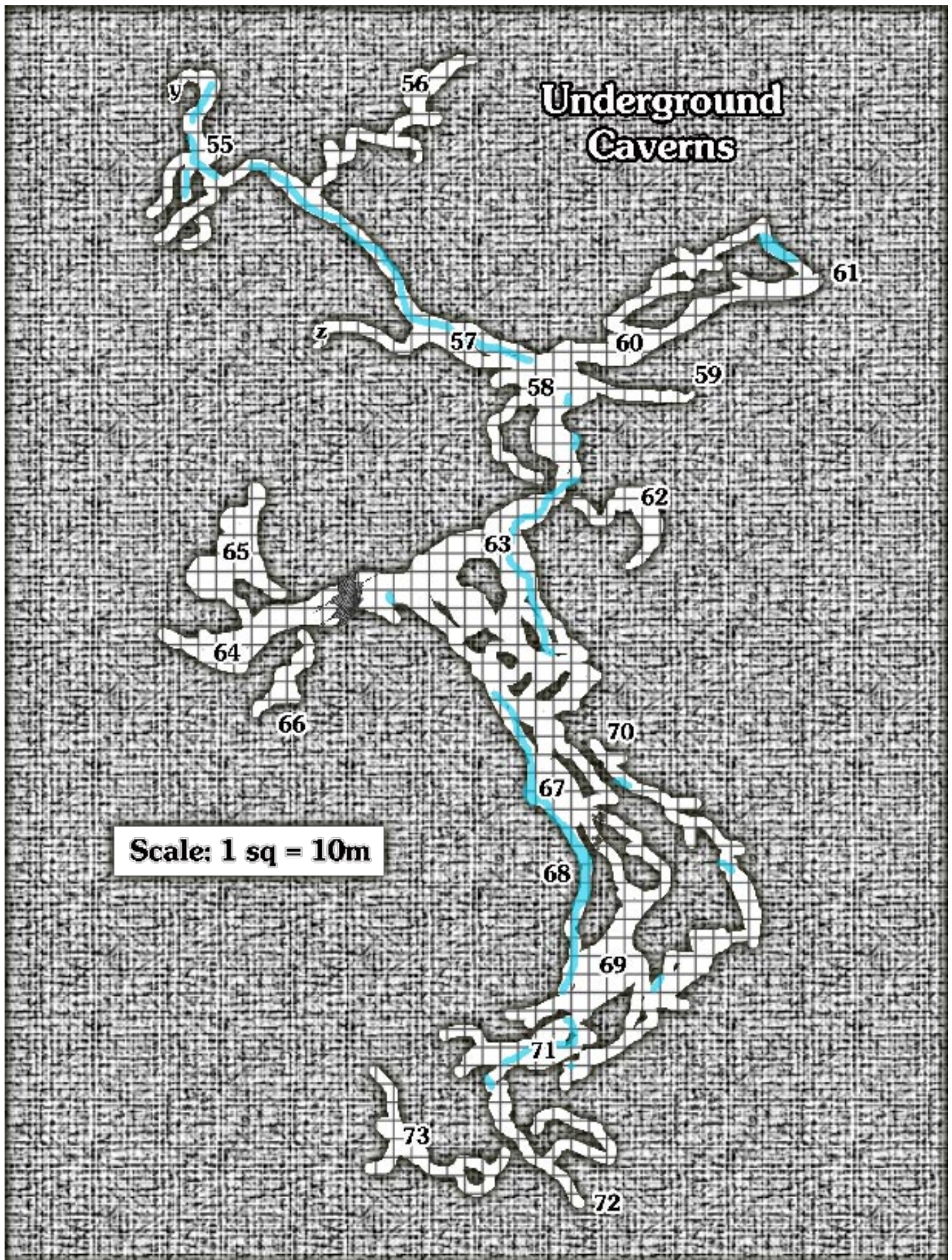




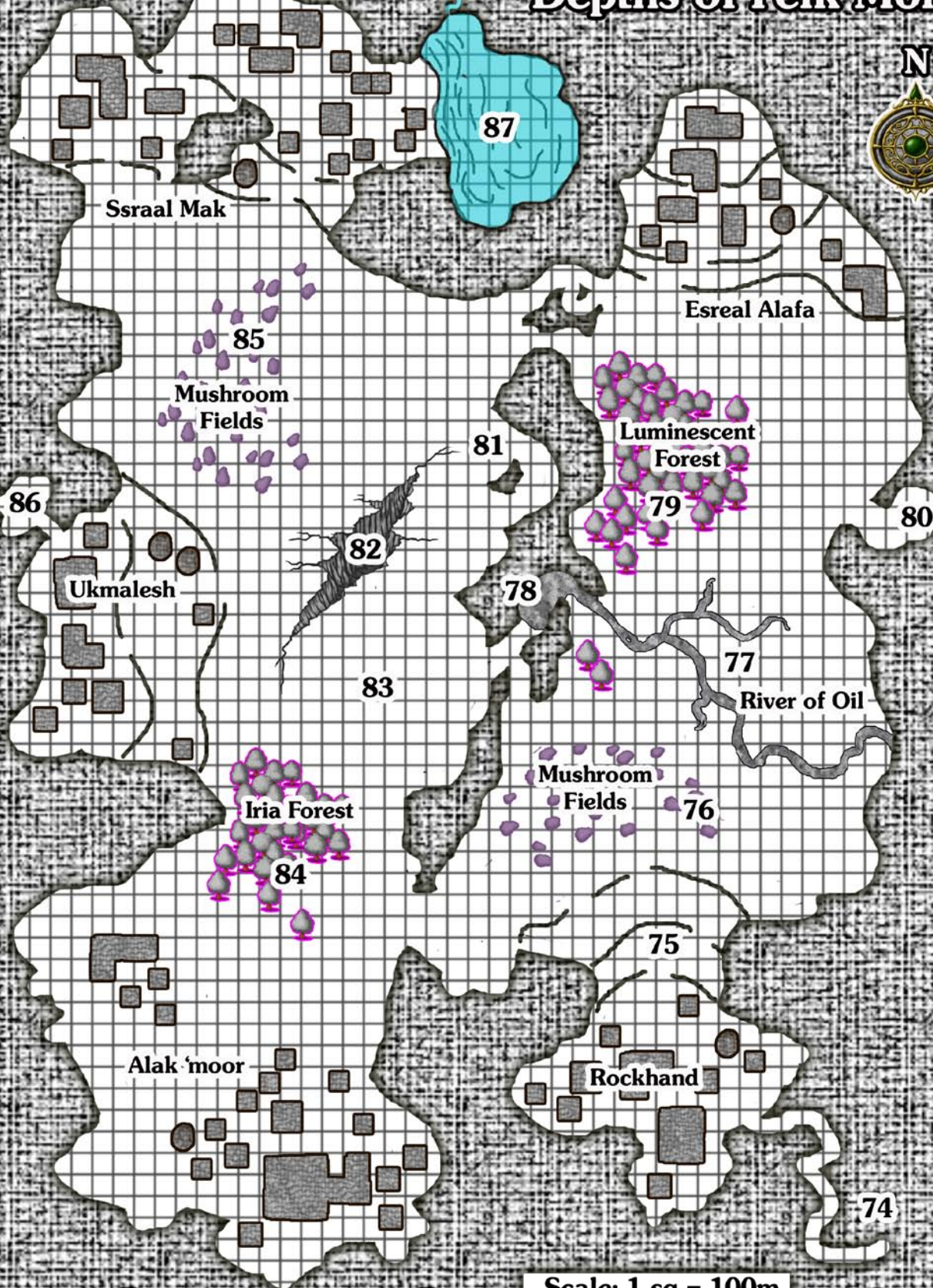
Ant Nest Level 3



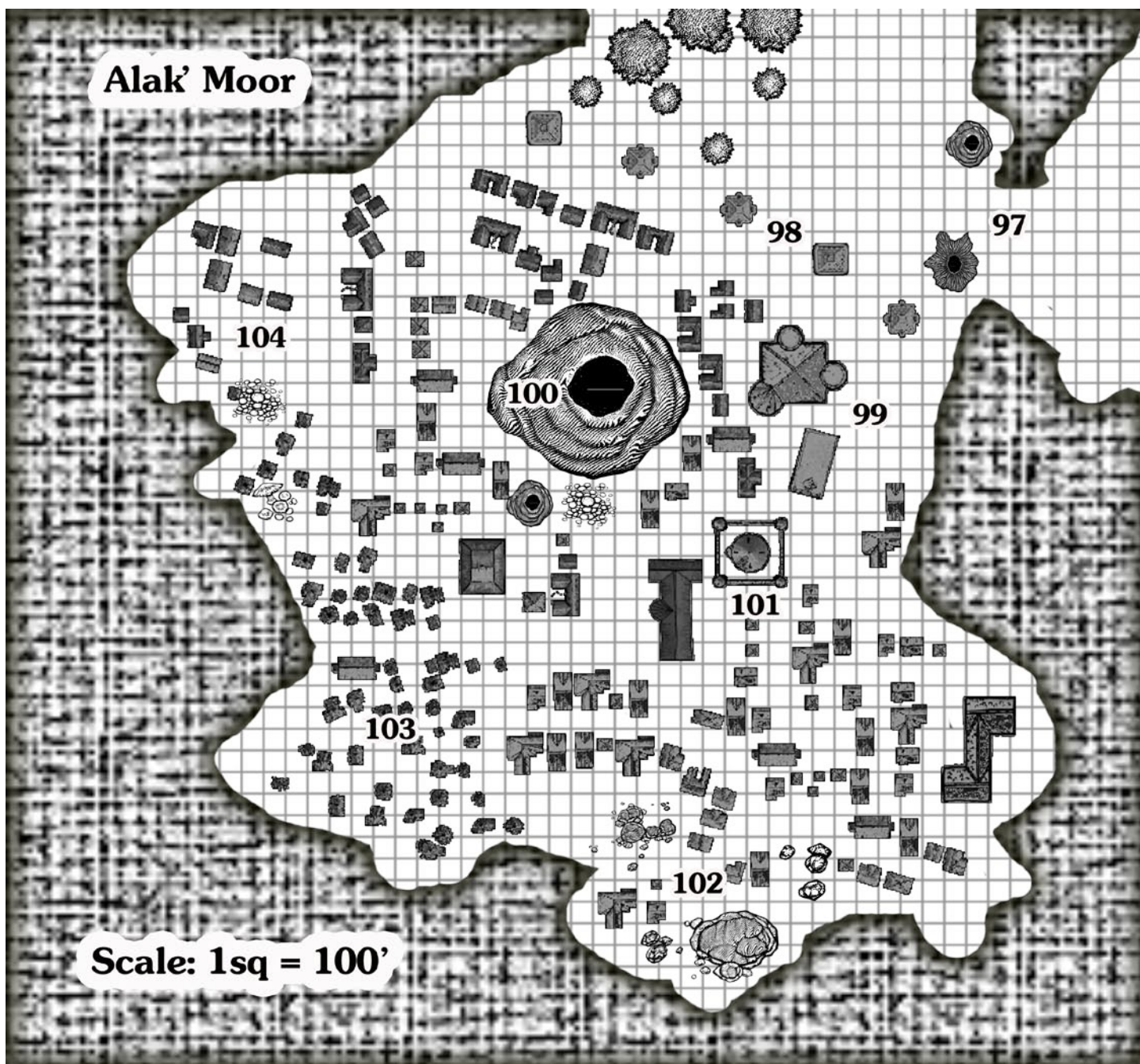




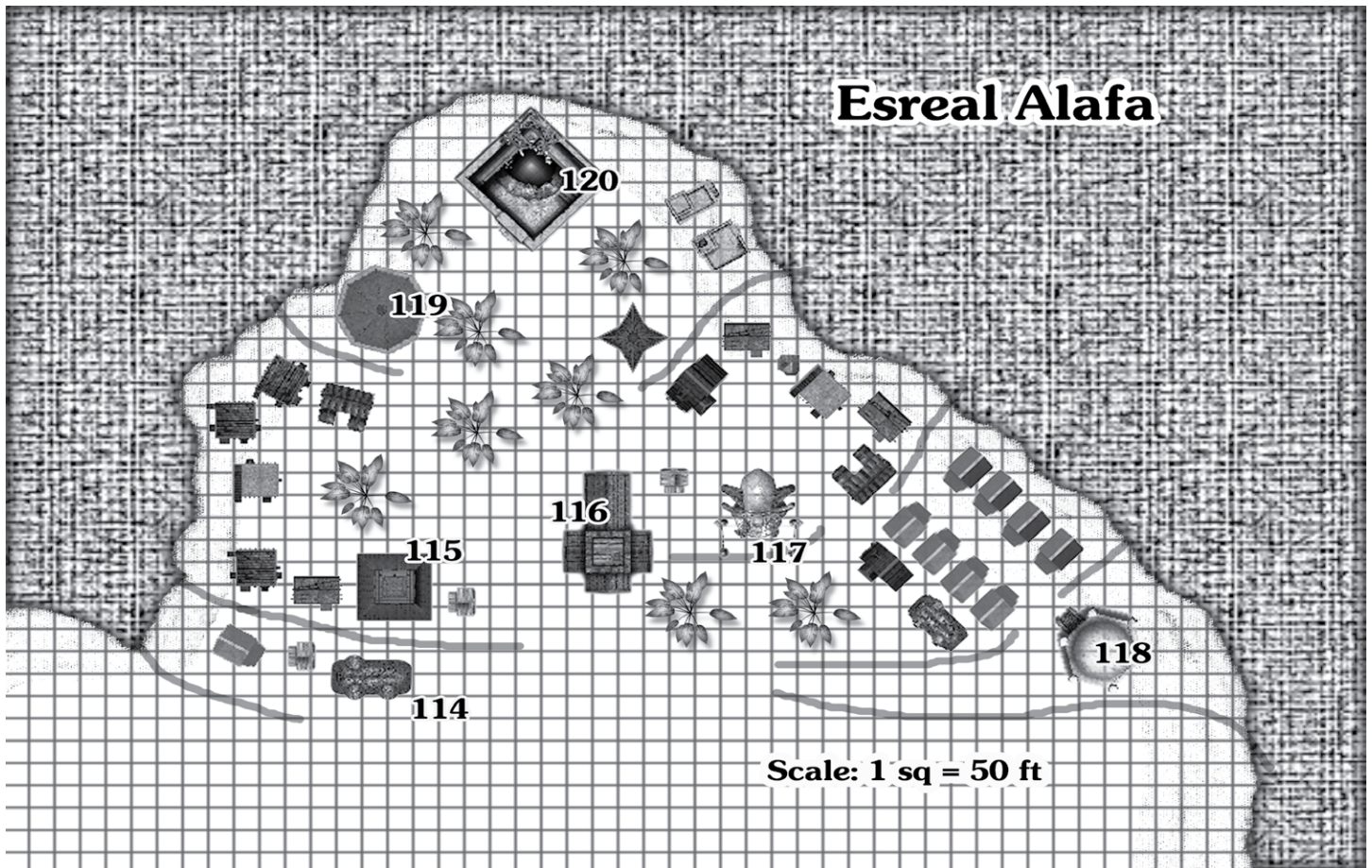
Depths of Felk Mor



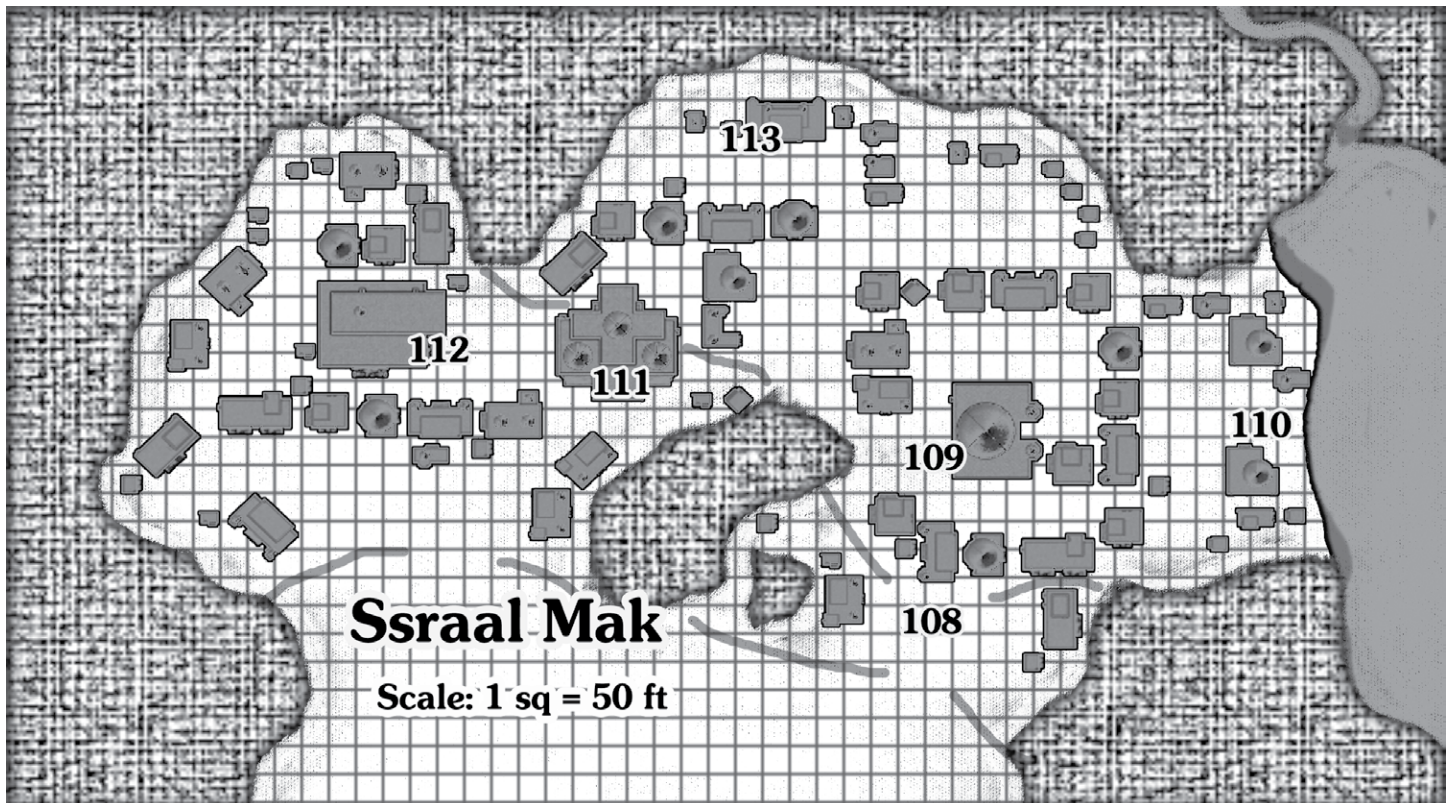
Scale: 1 sq = 100m
or 300 feet



Esreal Alafa



Ssraal Mak



Ukmalesh

Scale: 1 sq = 50 ft

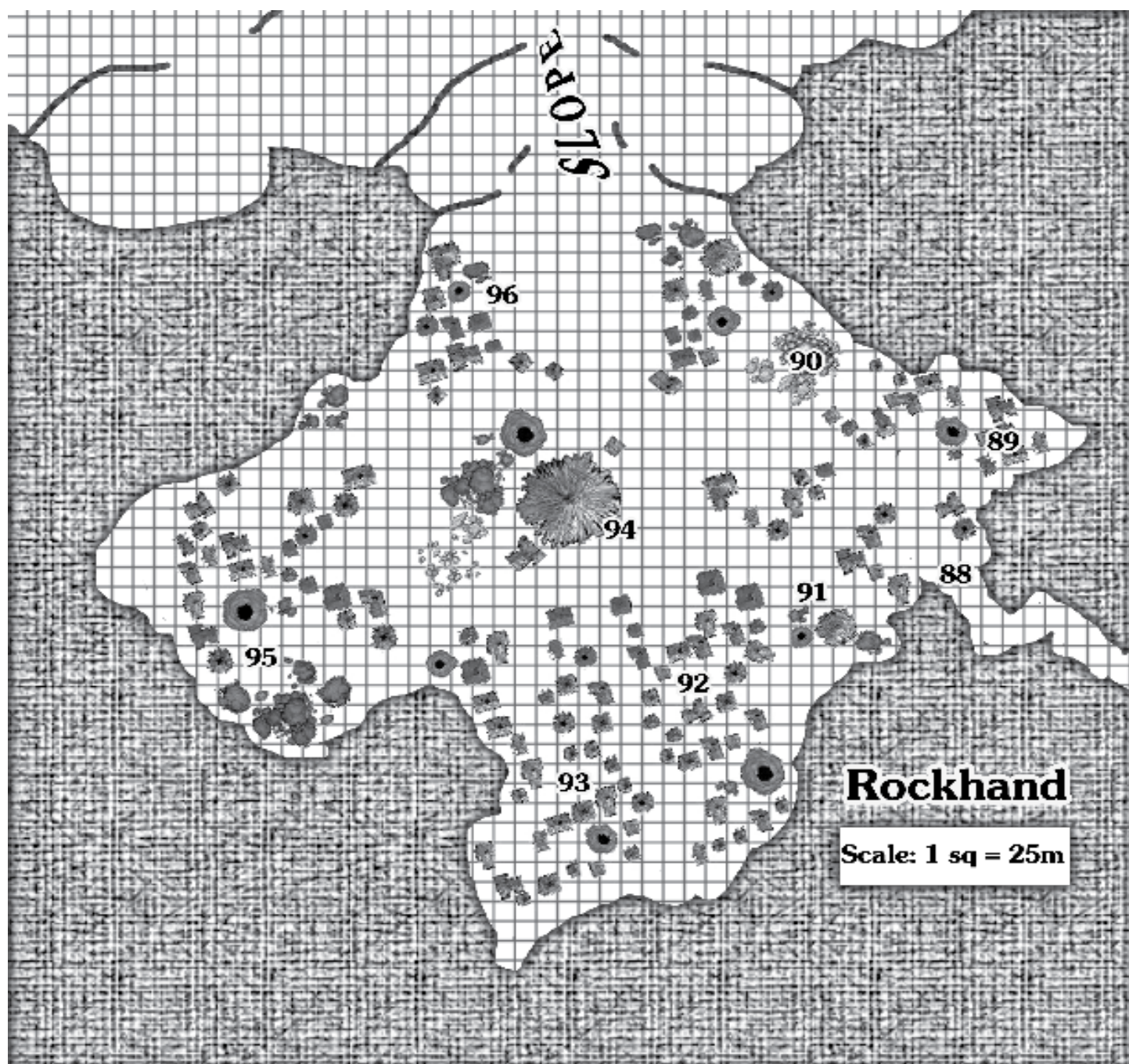


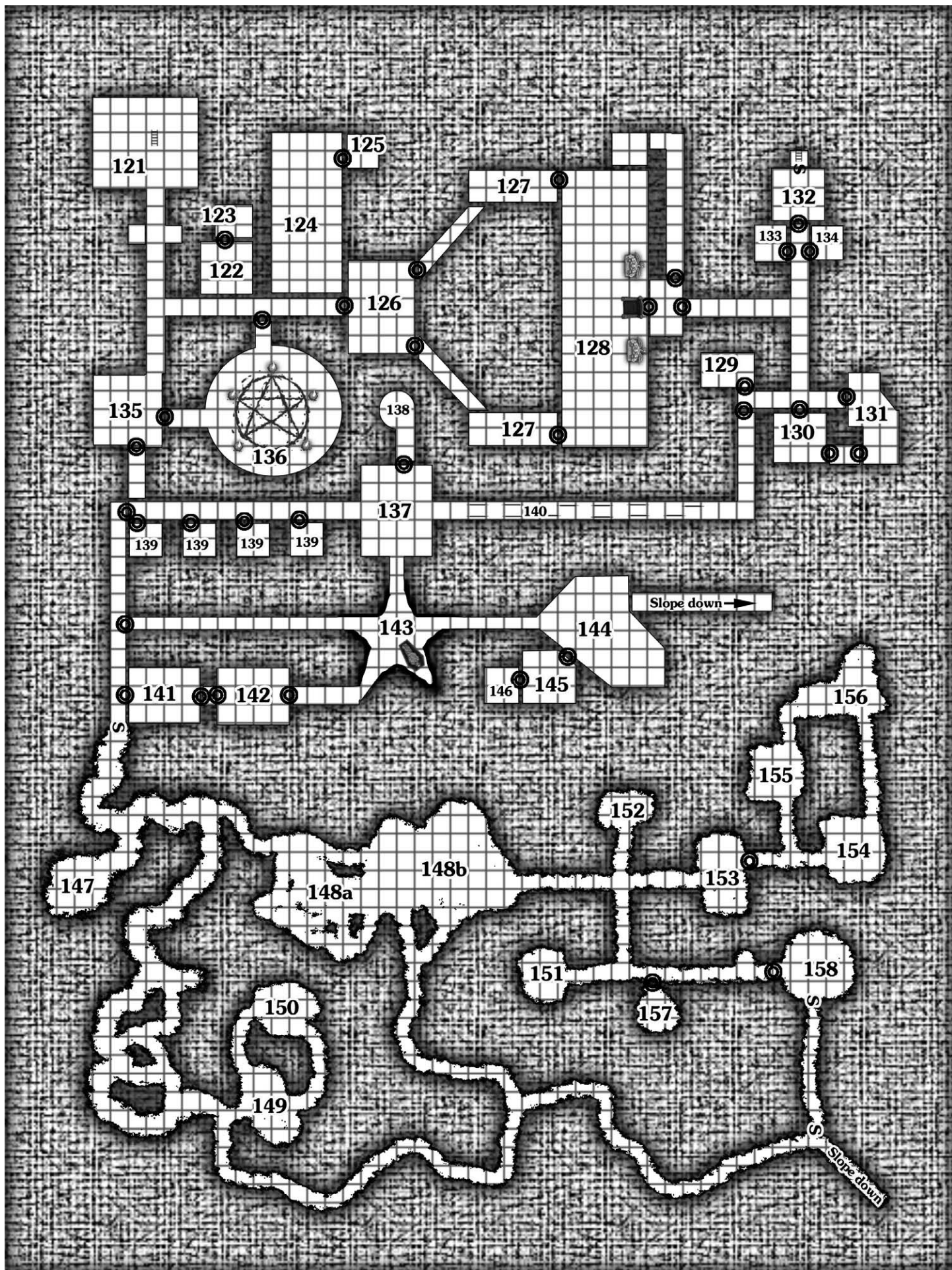
107

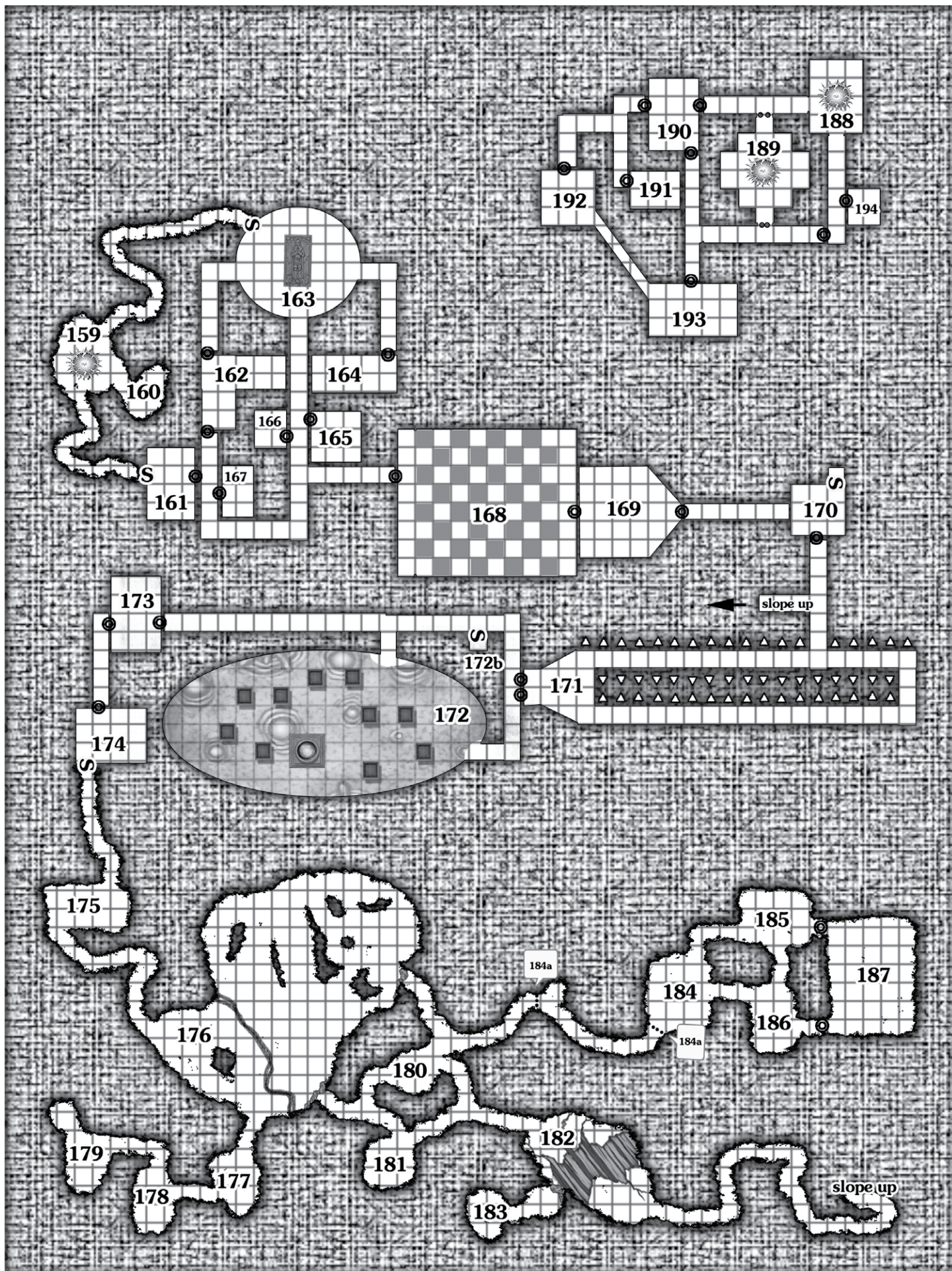


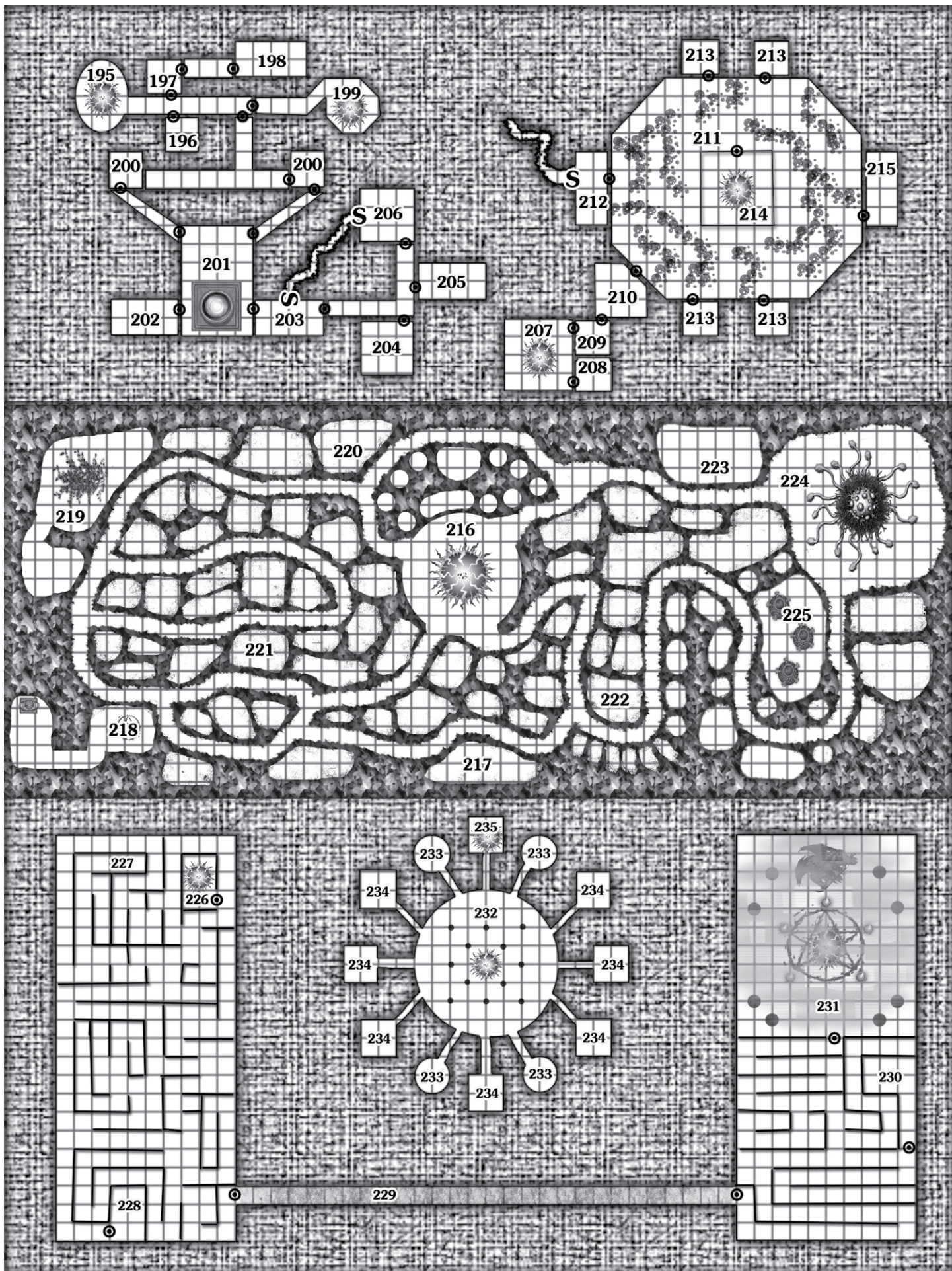
106

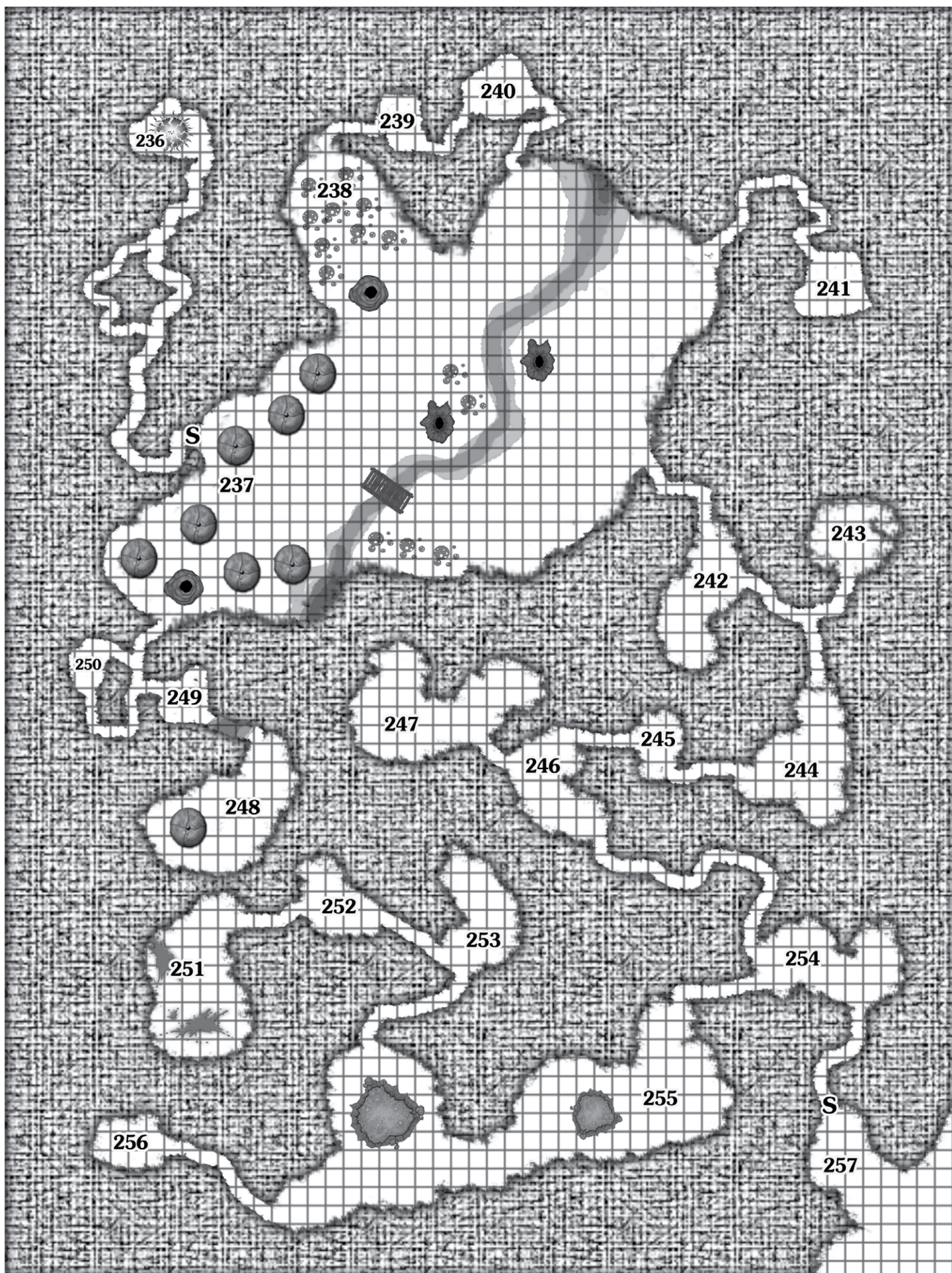
105





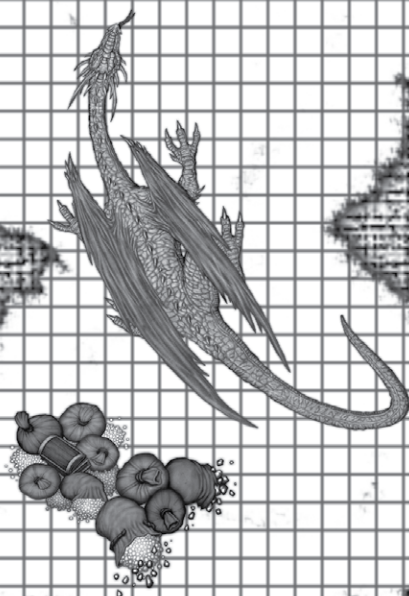
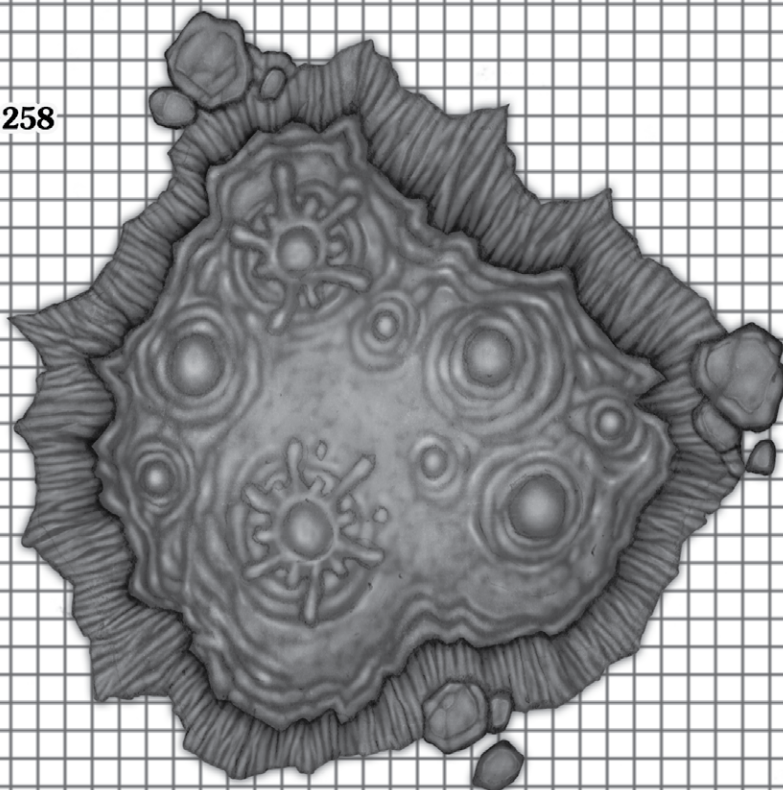






S

258



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Appendix D: Encounter Handouts

Ant Mounds



Cultist Shrine



Encounter 15: Elven Journal Translated

Feastmonth 4

Group of travelers have been attacked, and the Castellan doesn't seem to want to marshal the forces to find out what and how they are dying.

Feastmonth 9

I think I have found a clue. There seem to be giant ants that are attacking everyone. But that seems a bit unusual. Normally they only hunt for food, but I've seen attacks where victims are left and not carried back to the colony.

Feastmonth 17

Managed to come across the remains of a giant ant. I've never seen a fungus like this before, and I am very skilled in the ways of nature.

Hostfall 3

It's been several weeks since I brought the fungus to the high druid, and he seems to think that this is a fungus of magical nature. I am to go back to the area and search for the nest.

Hostfall 8

I have arrived at the ant mounds, and it seems as if every ant has this fungus. But why would anyone do this? And how?

Hostfall 10

Made it to the fourth level. Something odd is happening.

Hostfall 11

Alas...Remahotep. Must inform high druid

Hostfall 14

Necter. Lost. My head...must seal off door. Secret....in this journal. It's the key.

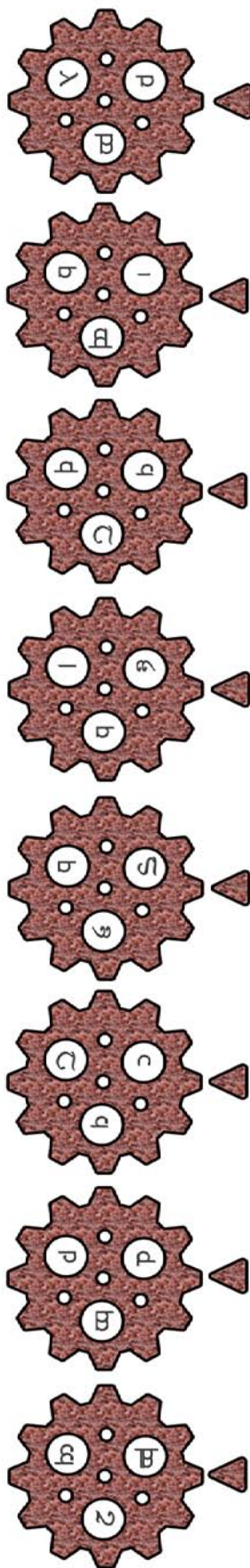
Encounter 16

Found the underground water channels. Something very odd, however. There are footprints here. Both of creatures unknown, and those of humanoids. What are they doing this far down, below the ants?

Encounter 31



Encounter 36



Encounter 37



Icmolloch, I trust you have taken enough time away from your personal monstrosity experiments to continue the work assigned you. What is the progress of the testing? Is the corruption successful?

I have followed the Great One's divine orders and am close to unlocking the world to him. I know it pains you that the Great One has chosen me, once your pupil, as his champion. But you are weak. And I am chosen. You can either choose to destroy yourself, or do what you're told. Complete the corruption. Seal off the water caverns. And you shall be rewarded.

•M

Encounter 57



Encounter 66



Encounter 69



Felk Mor Entrance



Justicar's Story

My name is Justicar Ironmaul. I am... was a paladin of Moradin. A warrior of his holy order, rooting out evil and bringing law and justice to the dwarven people. One day, I don't know how many years ago, I received a calling from Moradin that drew me here, to this cavern. There was a palpable evil in the air that I could taste. Just like a trail of gems, the path here was unmistakable.

However, once I got here I began to hear voices in my head. I prayed to Moradin for strength. I tried to remain faithful. However, I must have failed. I must have been too weak. The voices. The horrible monstrosities that would haunt my nights. The saturation of evil...

I am not worthy. For my failure, I must remain here in penance. I am not worthy to return to my order. I have failed.

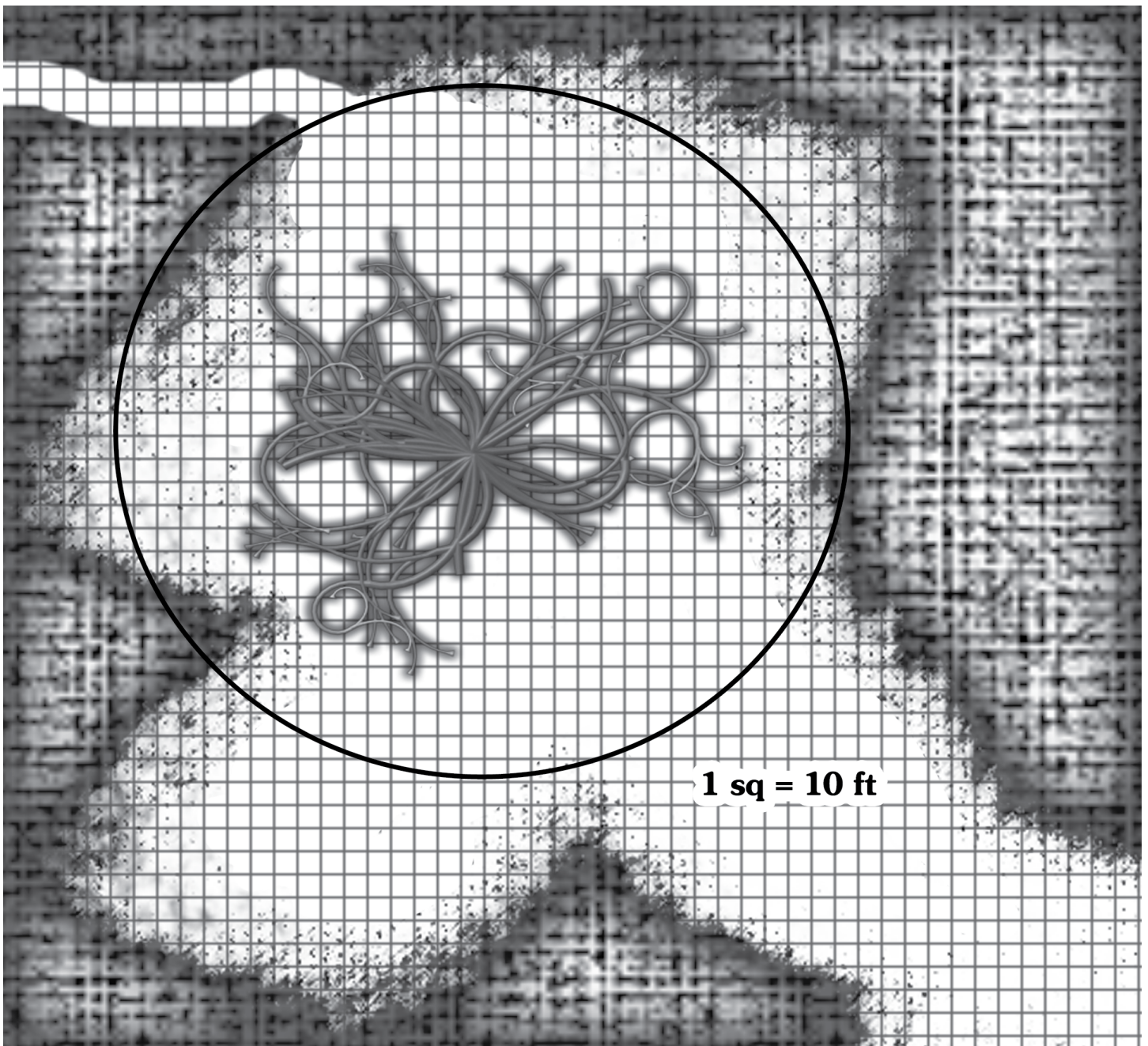
Encounter 81



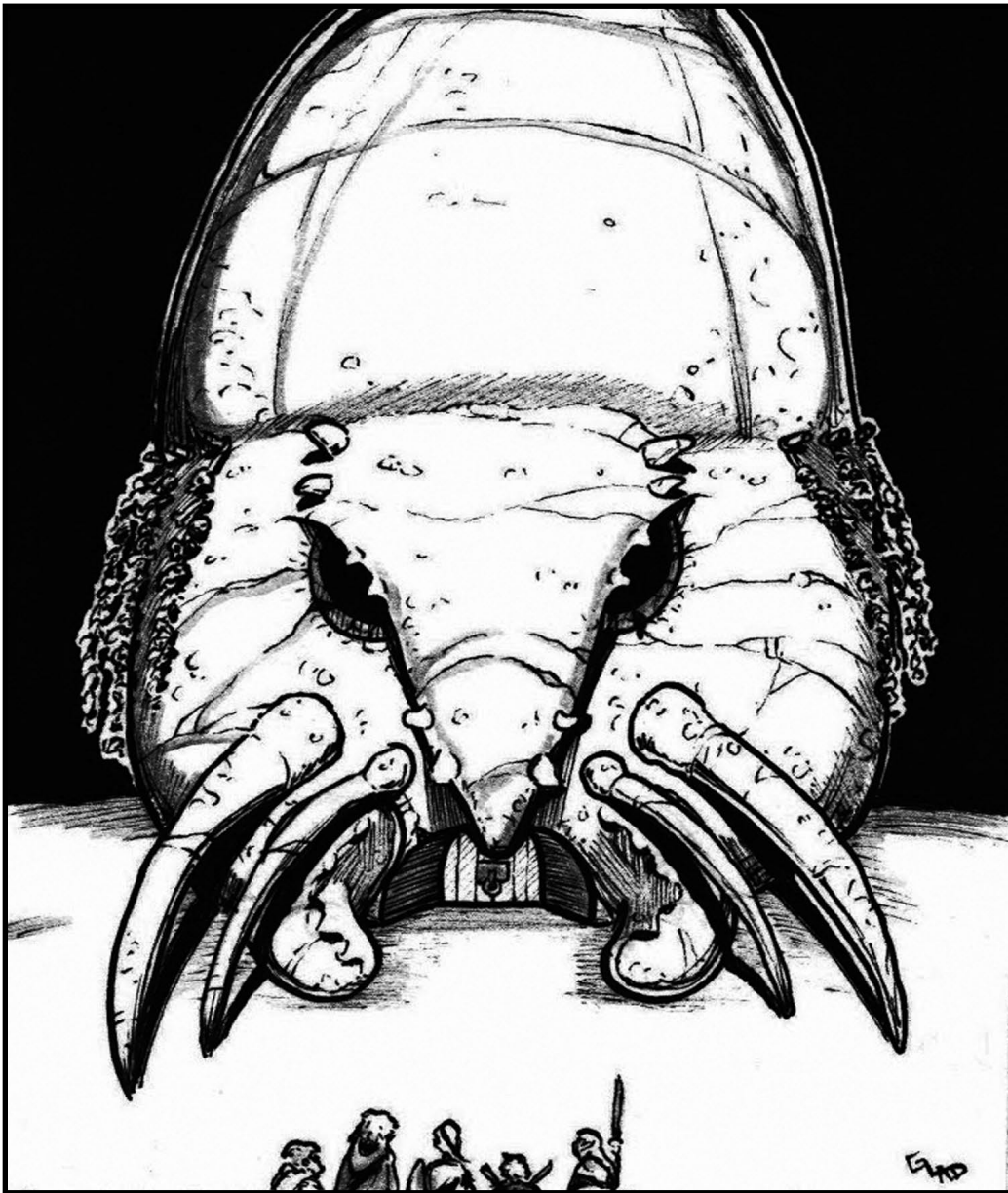
Orc Patrol



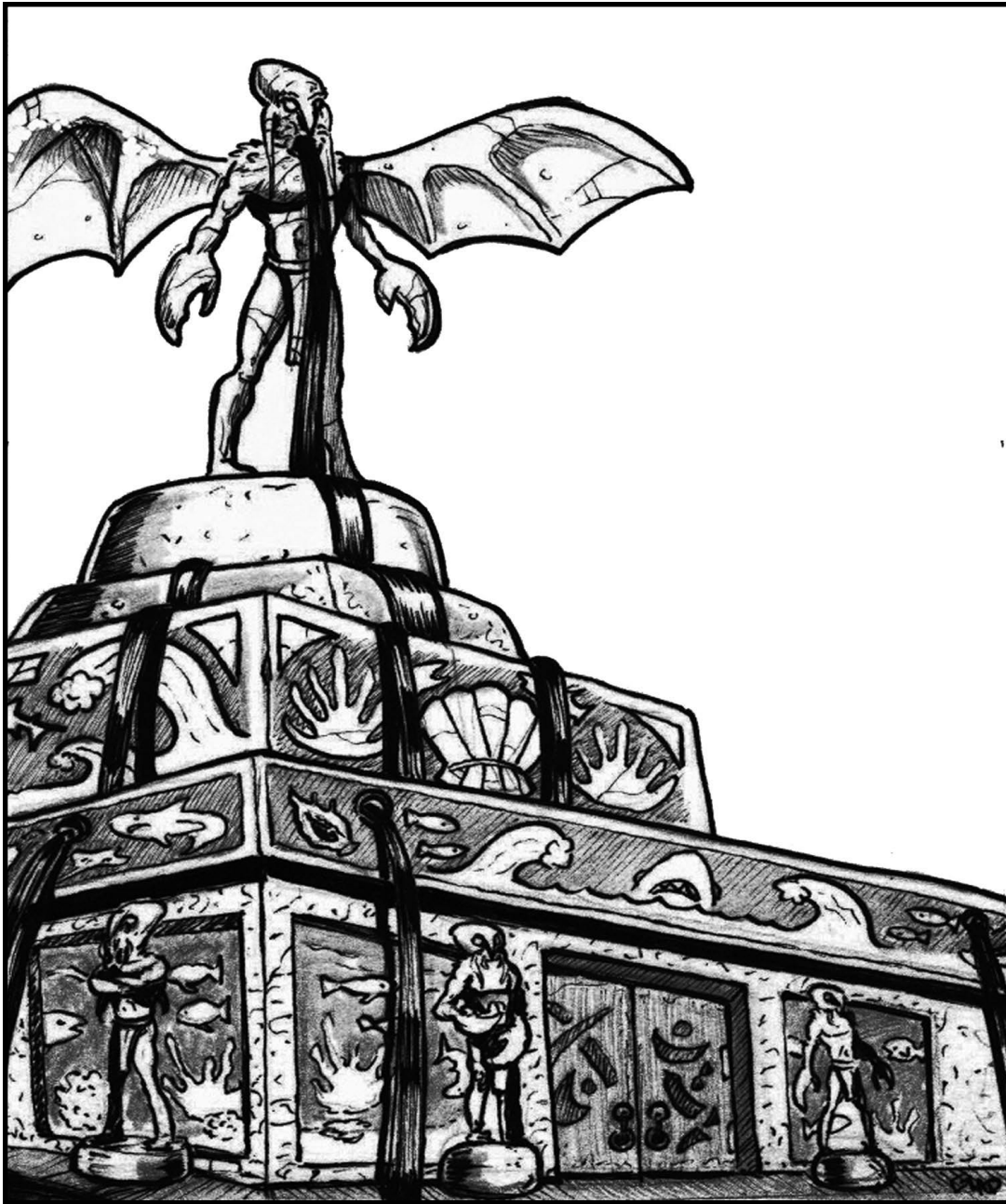
Encounter 107



Encounter 116



Encounter 120



melgymiar



Melgymiar was an exceptional creature, as not very many of those with orcish heritage reach paladinhood. Some say the resolve he had in order to reach such a lofty position was first ingrained as a youth, when he had to have a strong willpower to overcome all of the prejudice and hate he faced. He knew first hand the evil that men can do, and was determined that he would do everything in his power to protect those who couldn't protect themselves, and developed a strong determination to bring those of chaos and evil to justice. The half of him that was orc fed fuel to this desire for combat, and the half that was human directed his wrath towards those who deserved smiting.

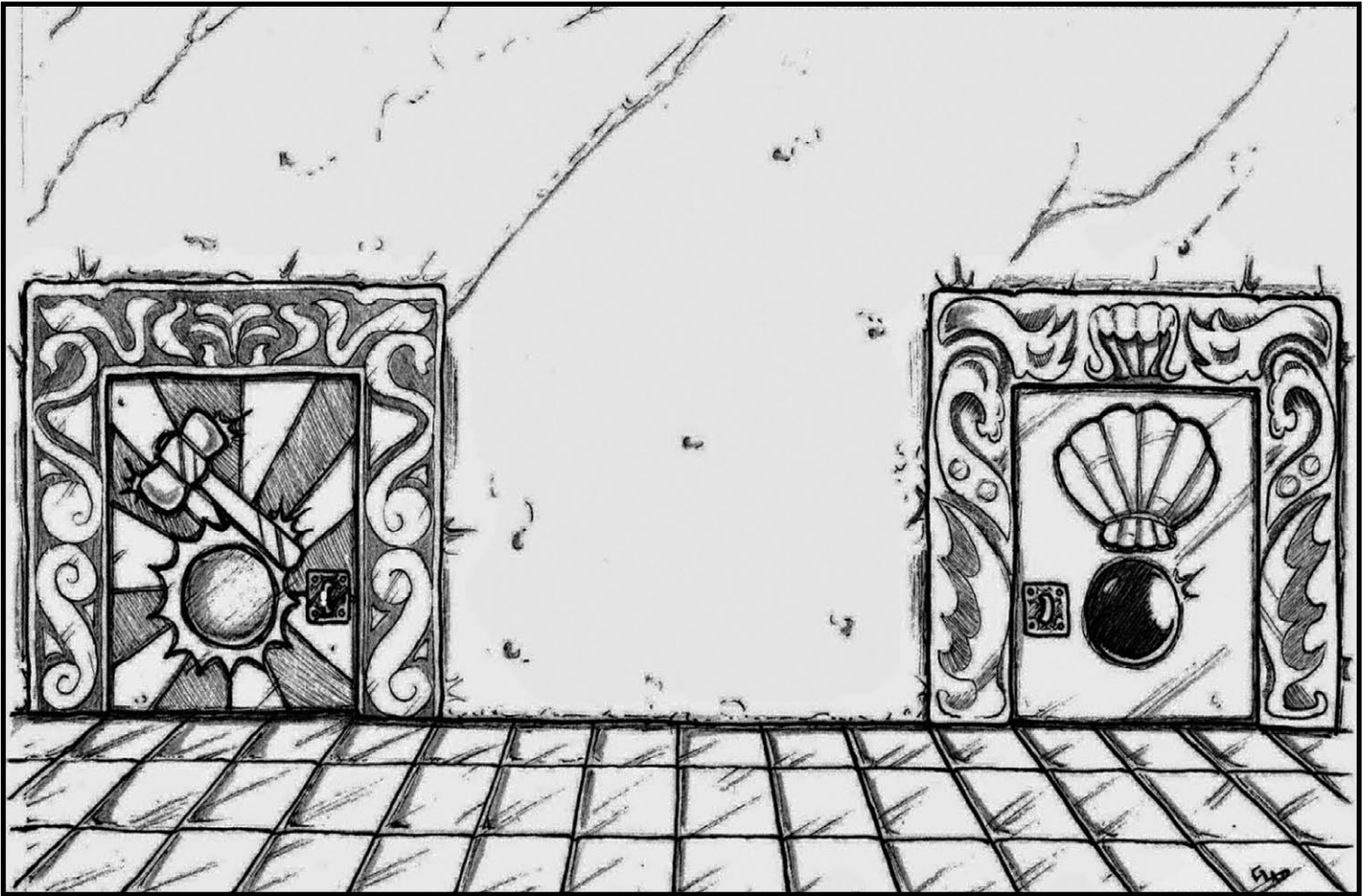
Melgymiar rose quickly in the ranks of holy warriors, and was eventually sent on a very important mission to bring the cultists of the fledgling god, Remahotep, to justice. Legend has it he fought through several levels of the great temple until he was betrayed and killed. His desire for justice was so strong, however, that his very soul was captured within his sword.

That was 300 years ago.

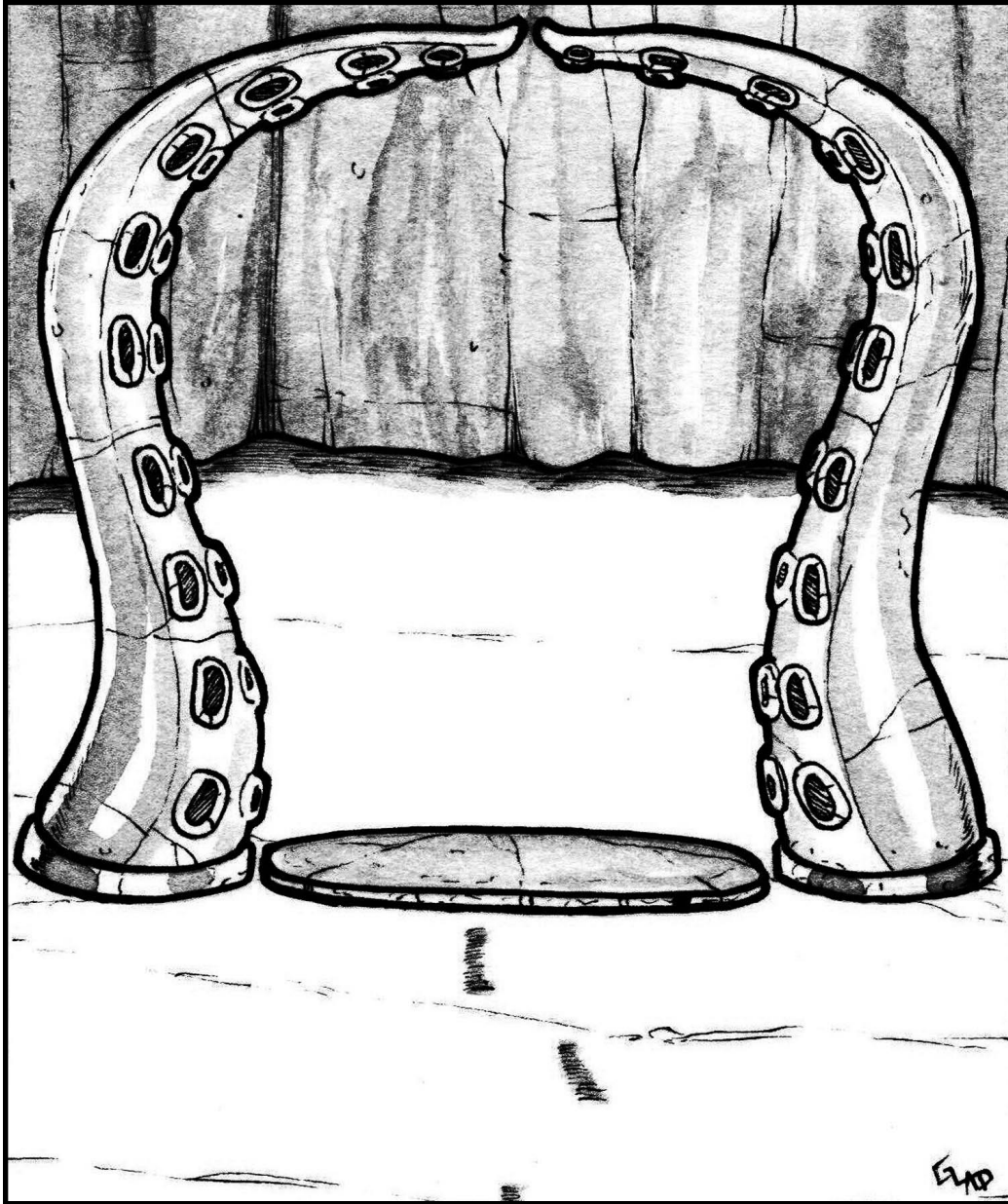
The sword Melgymiar still holds its master's soul, and the wielder of such a weapon can speak telepathically with Melgymiar as long as the sword is carried. Melgymiar has a strong sense of justice, and will try to ensure its wielder holds similar views. If Melgymiar disagrees with the wielder, a contest of wills begins. Both the sword and the PC will need to make a willpower check using his or her wisdom modifier (Melgymiar's modifier is +3). Whoever has the highest roll wins. If Melgymiar wins, the sword teleports back into its sheath until atonement can be made, or a new wielder is found, or the PC relents. Because Melgymiar is a sentient being, it knows everything Melgymiar knew as it very much is Melgymiar himself.

In combat, Melgymiar acts like a magically enchanted long sword, able to emit light equal to a torch upon command. Against chaotic evil or demonic or devilish creatures, it will inflict an additional 3d8 points of radiant damage. The sword is also unbreakable, and once per long rest will heal the wielder of all afflictions (damage, disease, poison, magical affects, etc).

Encounter 123



Node



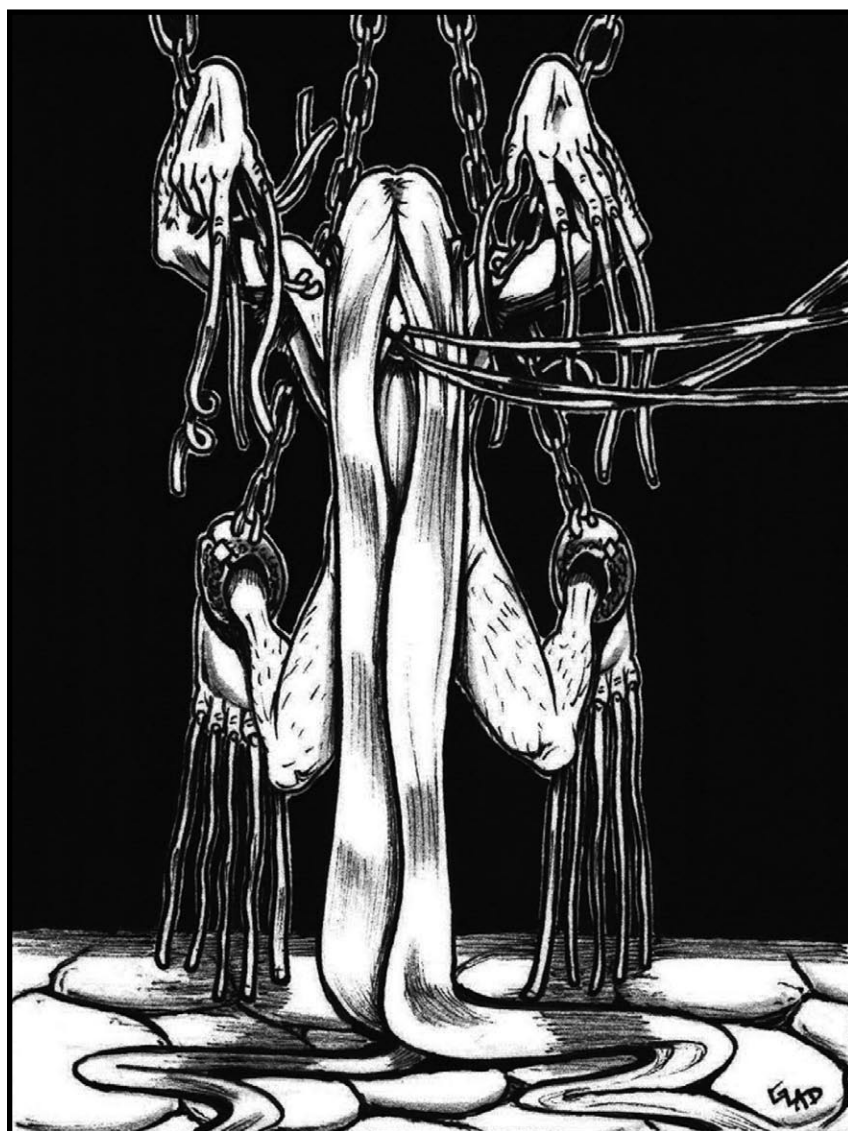
Encounter 147
(graffiti)

De mostest pretty sound I did heard
All de pretty sounds of de world in just ove word
Martika
Martika Martika Martika
I just meeted a gurl called Martika

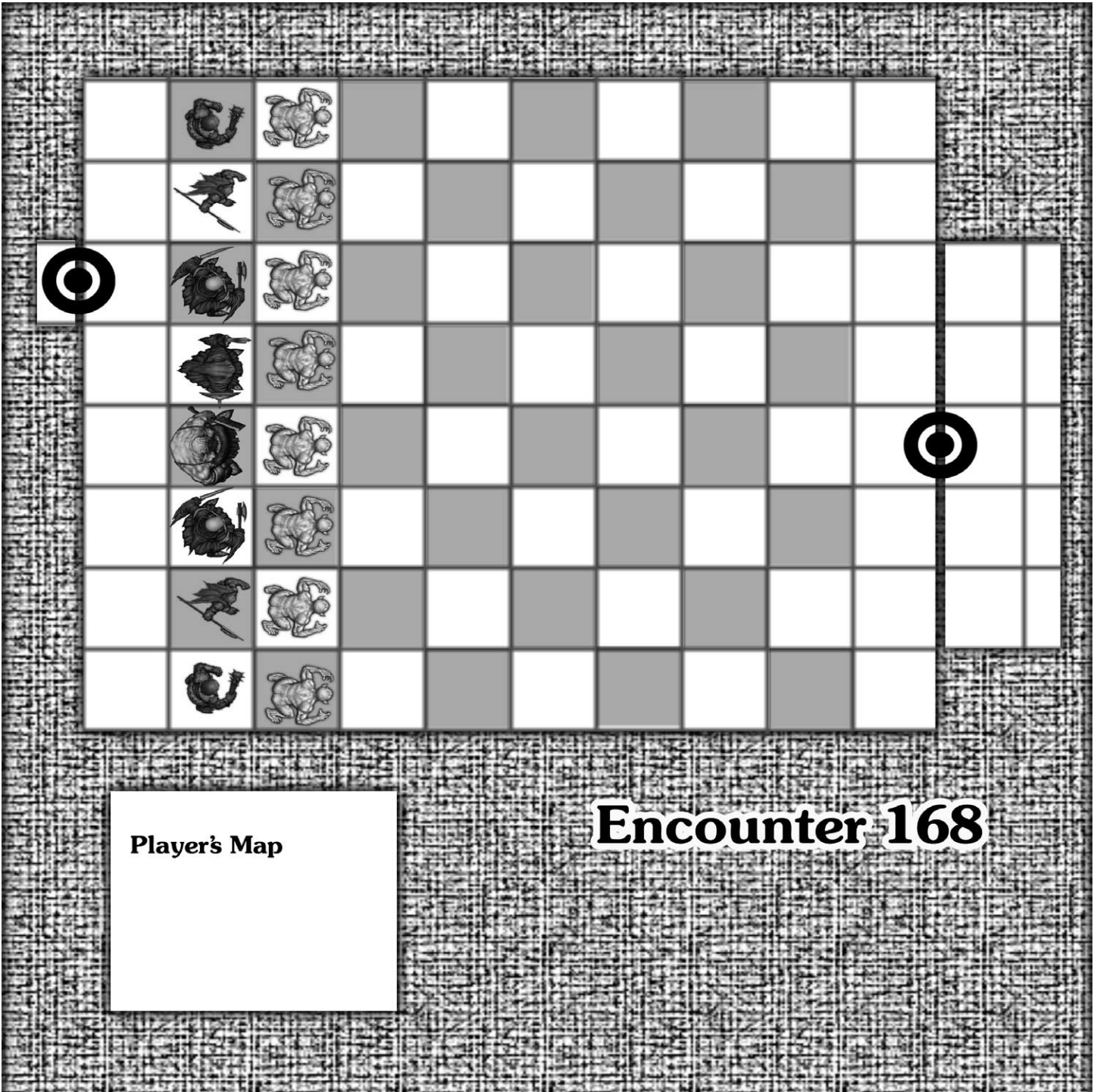
Every ove of you hates every ove of us
And we be hating you right back
Now let's get at it

I feel pretty
Oh, so pretty
I feel pretty an' smart and shiny bright
An' I pity
Any gurl who dov' be me tonight

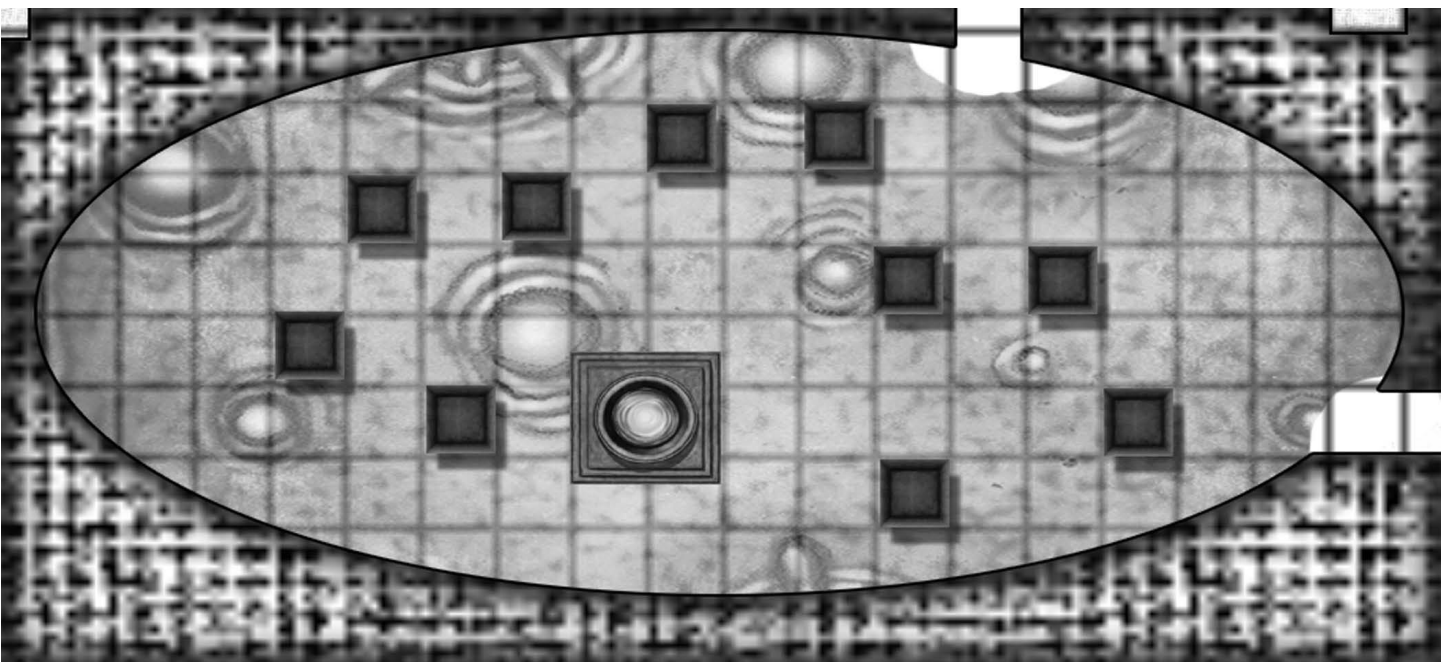
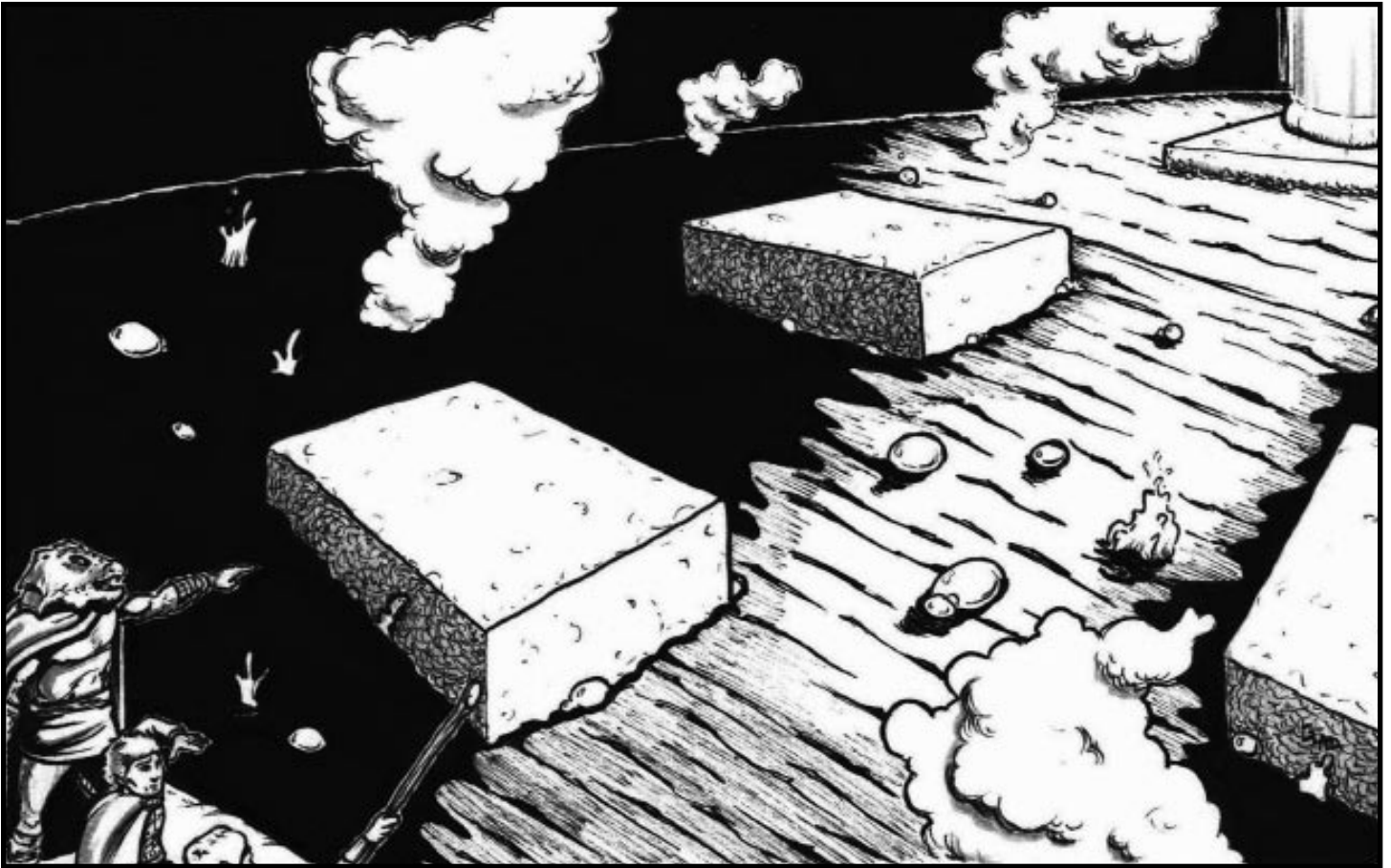
Encounter 167



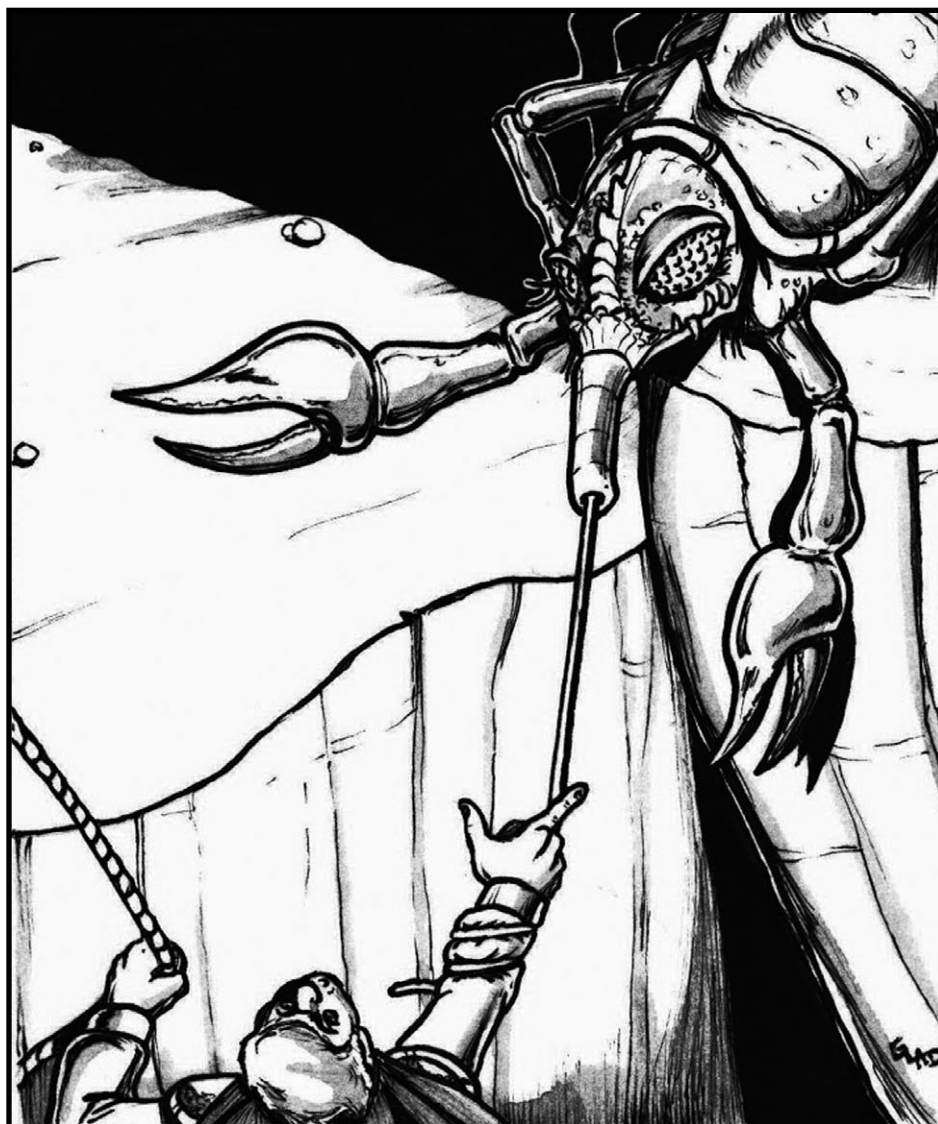
Encounter 168



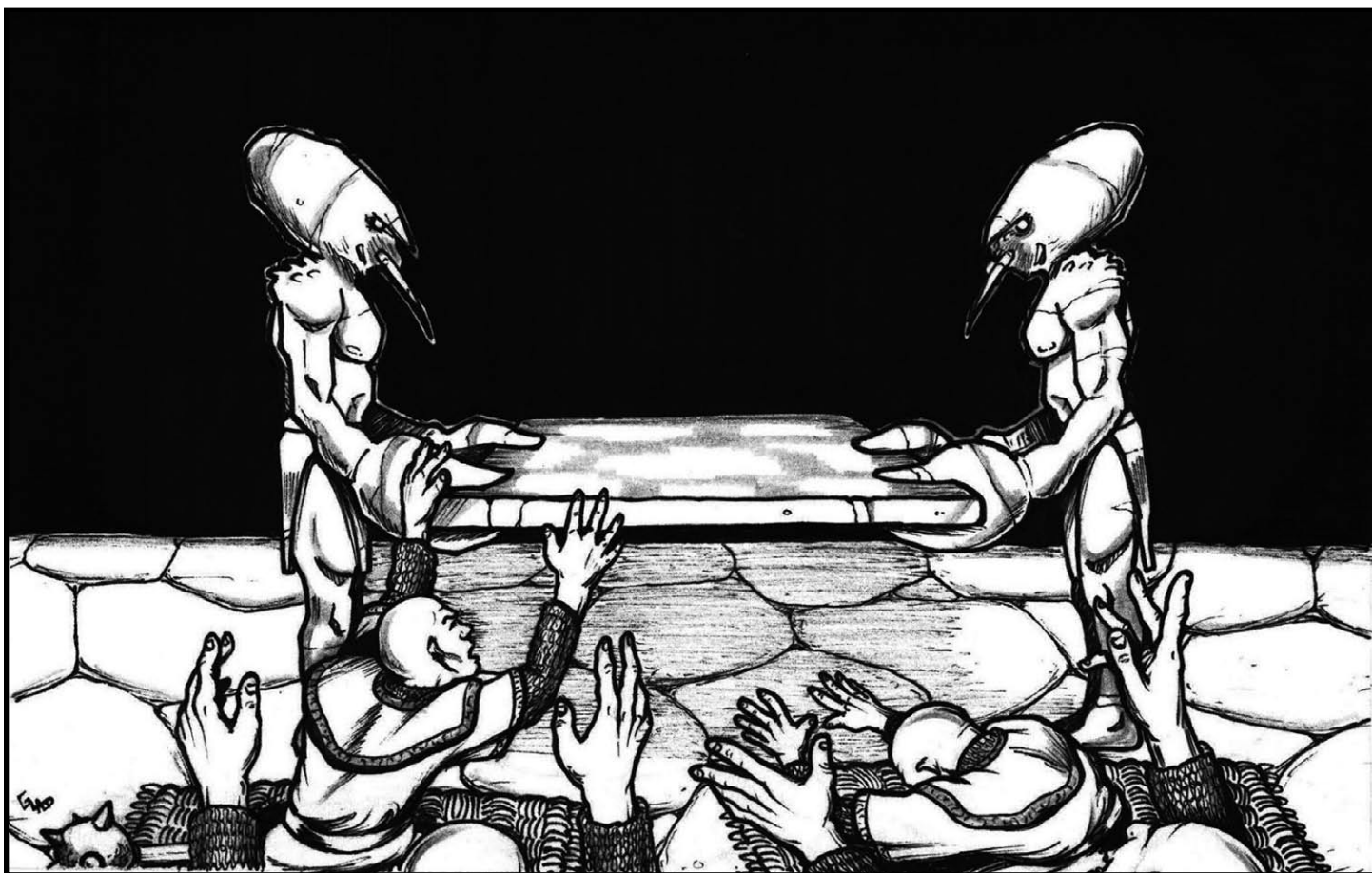
Encounter 172



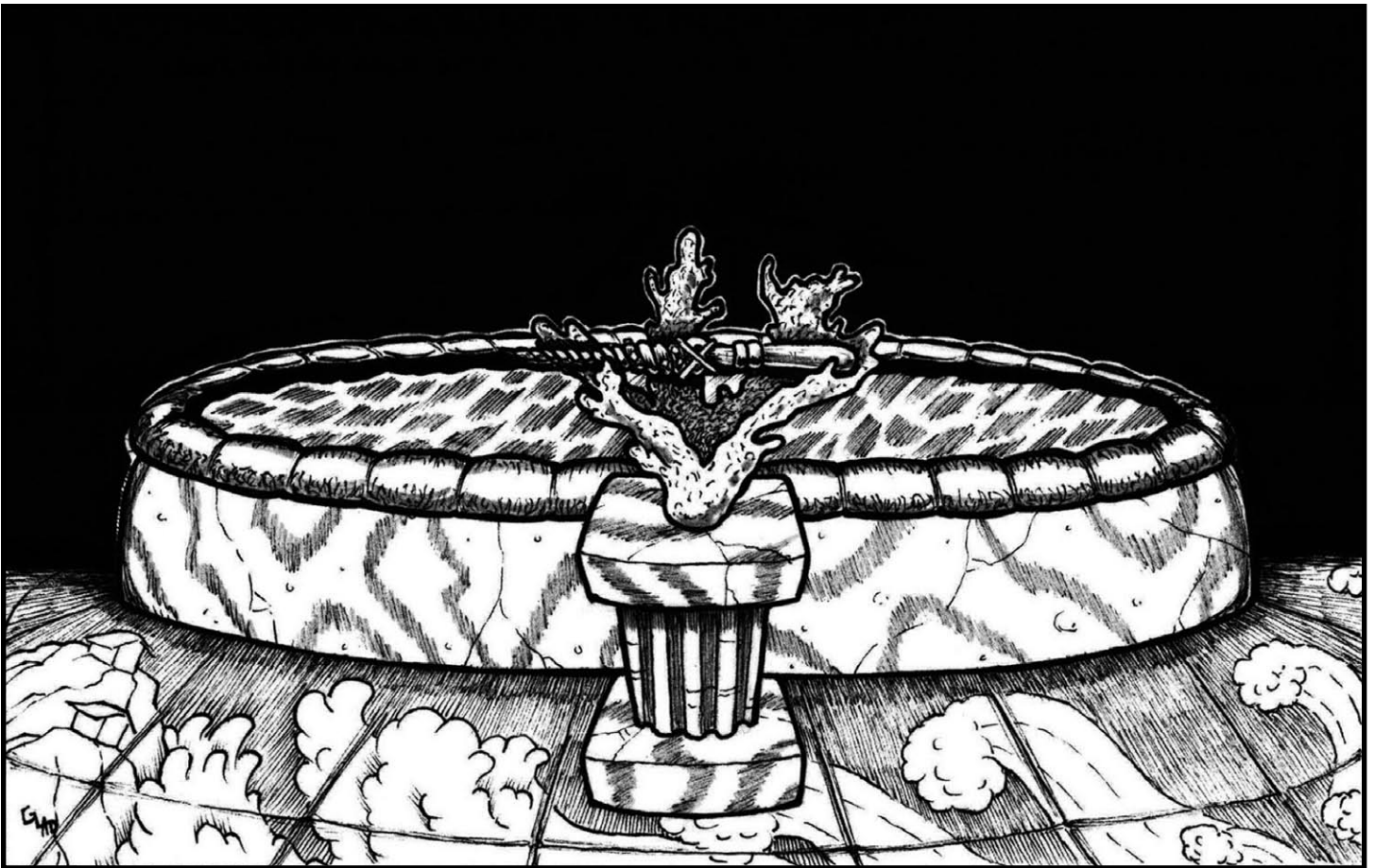
Encounter 182



Encounter 193



Encounter 201

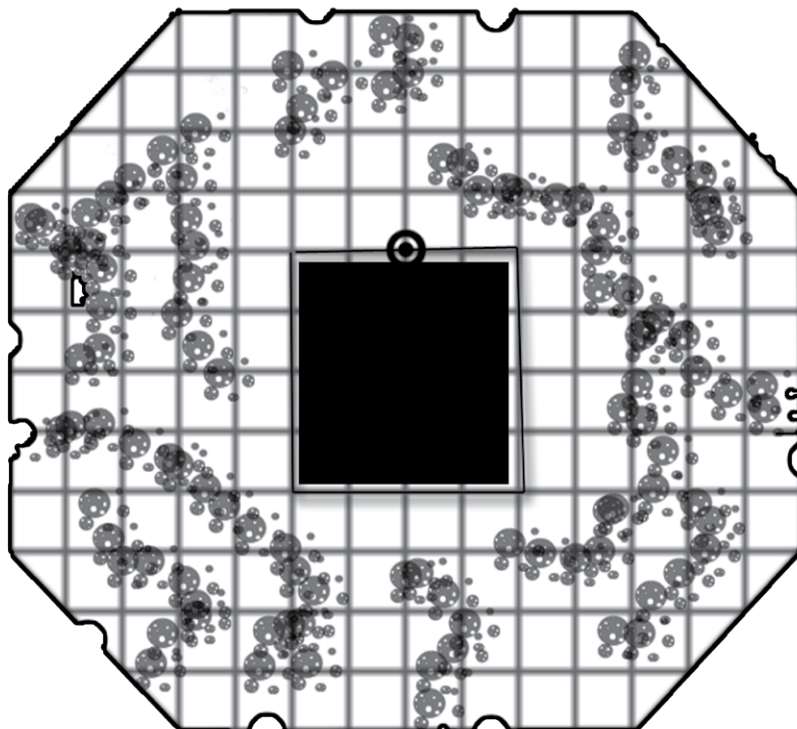
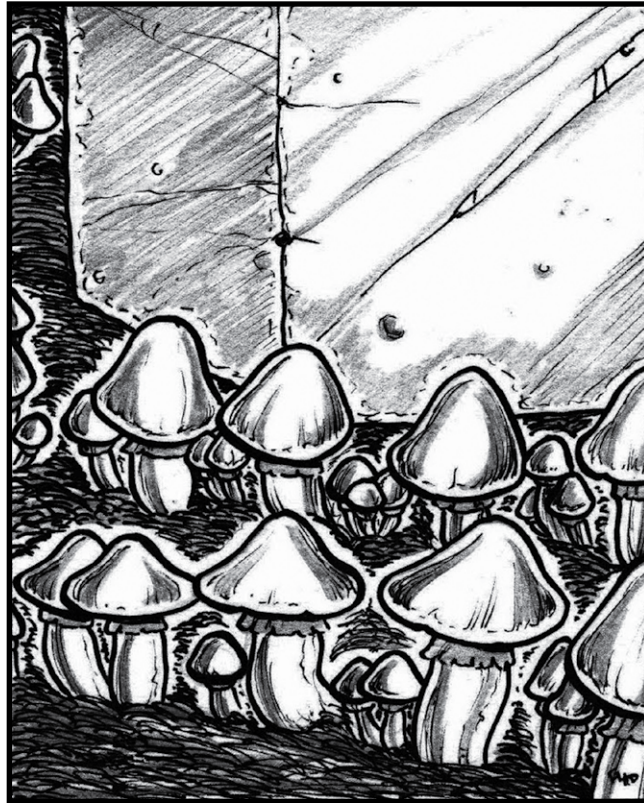


Encounter 209-210

All around me, familiar faces
Burned out places, burned out faces
Dedicated for their daily races
Falling nowhere, rising nowhere
Their fluids are filling up their glasses
No emotion, no expression
Hide my head, hide my sorrow
No tomorrow, no tomorrow

Master of the Seas! I tried to make your servants
Whole again, but I fail. I do not deserve your love. My
head hurts so badly. I deserve nothing

Encounter 211



Encounter 214

Instructions: cut out each individual layer, and arrange using thumb tacs on a thick cardstock or cardboard in the arrangement as shown in the image at the upper left, piercing the center so that each disc will be able to rotate.



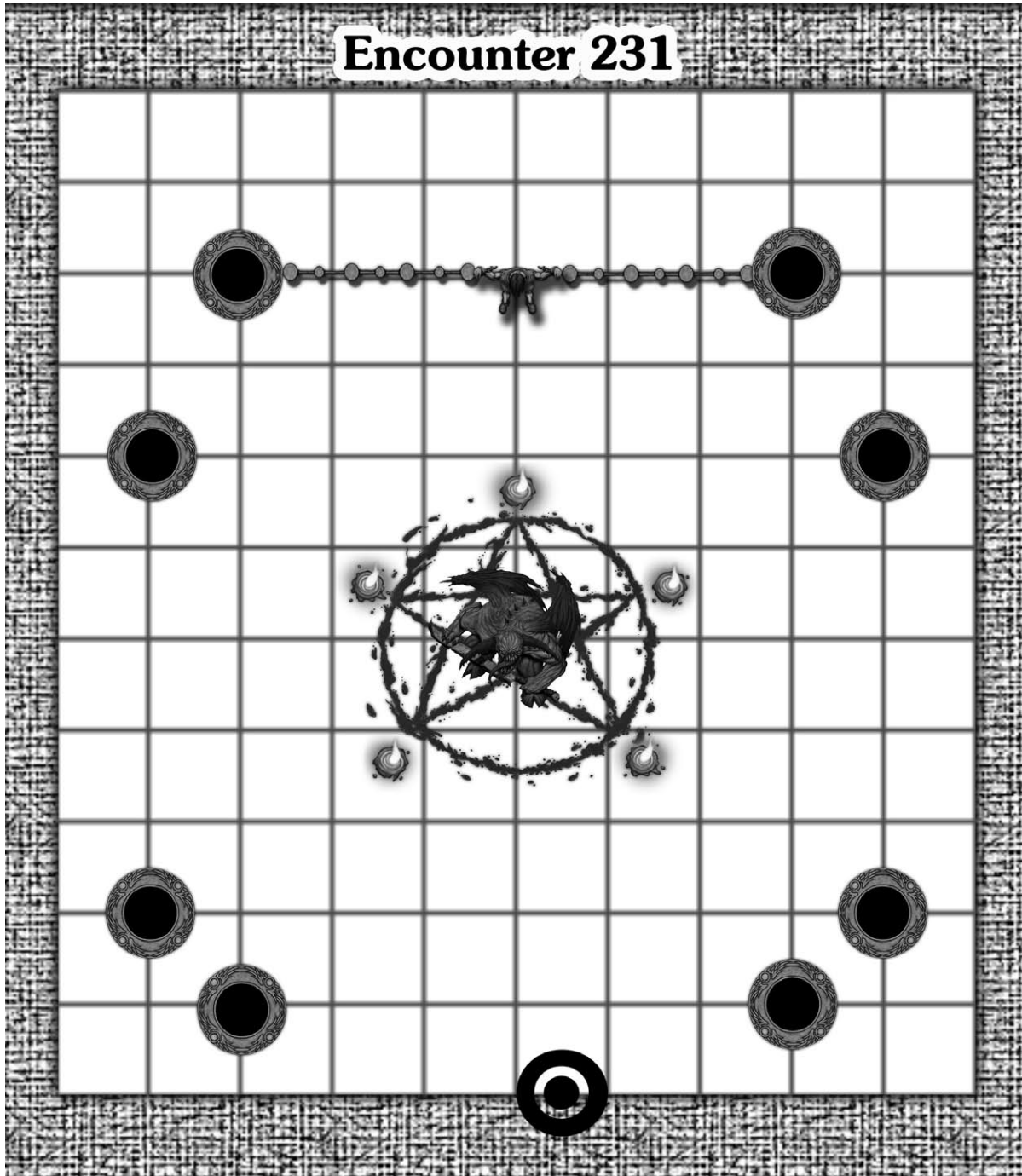
Encounter 218



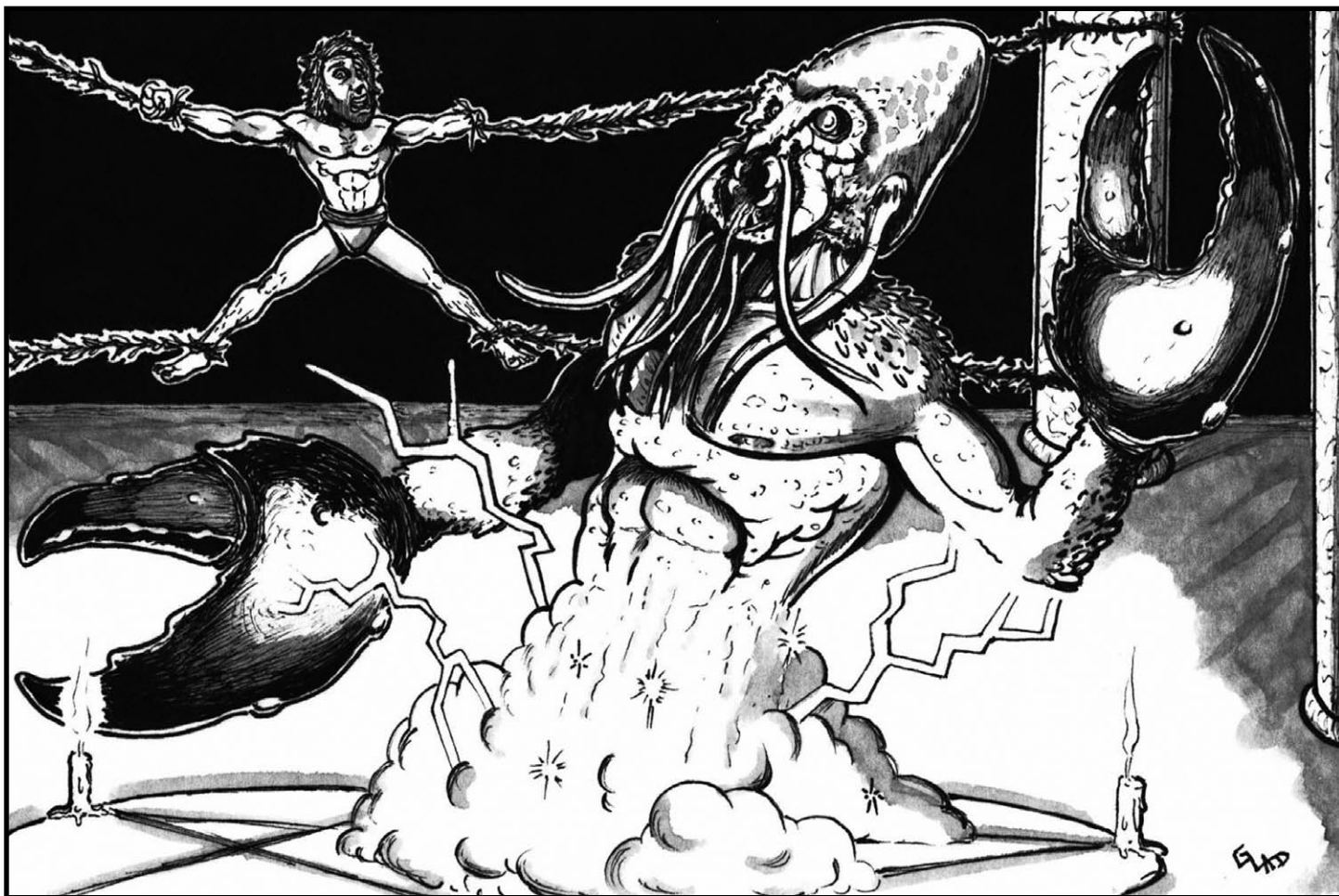
Encounter 219



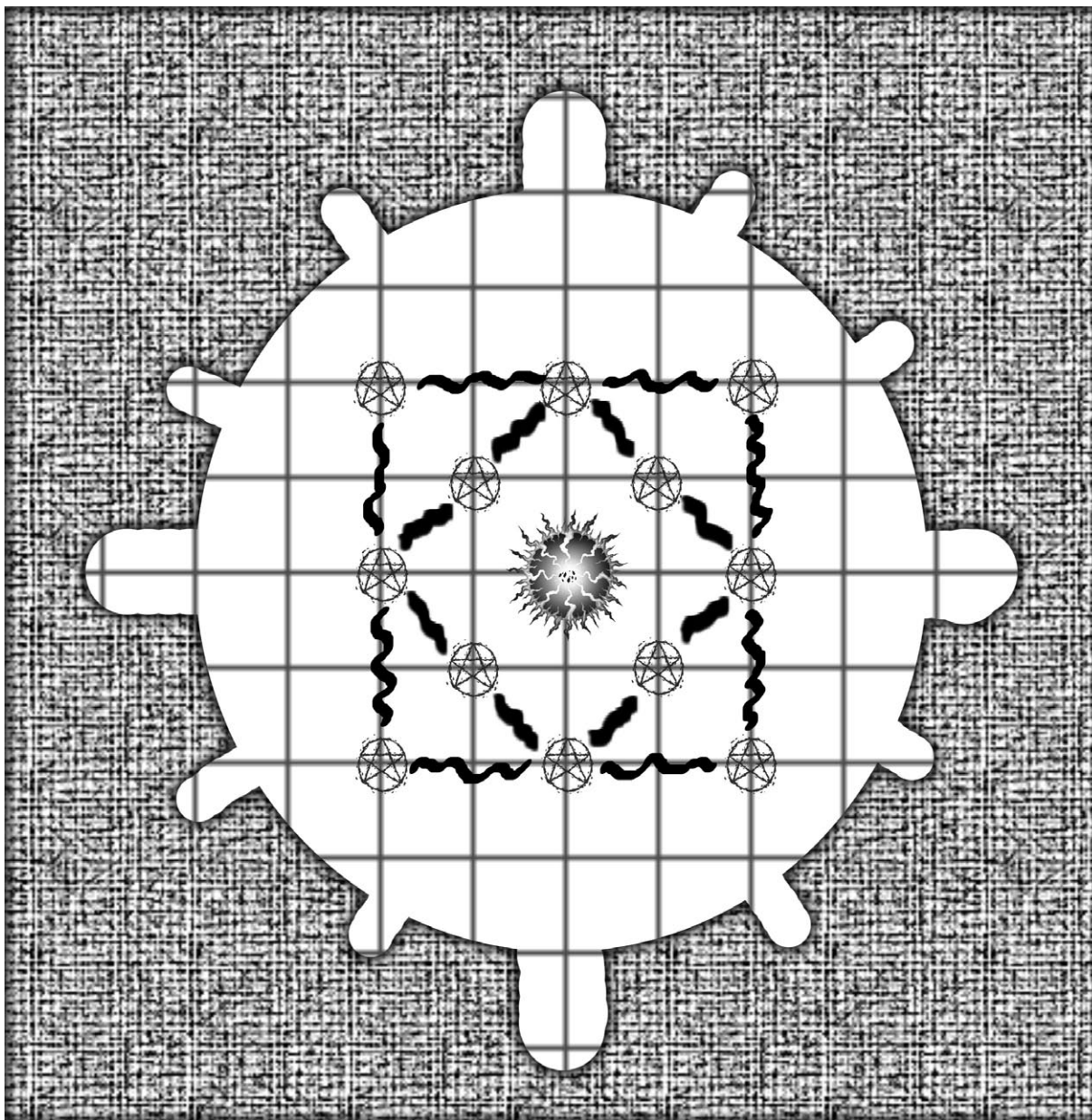
Encounter 231



Encounter 231



Encounter 232



Appendix E: Player Handouts

Player Background

It is the early months of fall, yet the bitter wind and chilling rain of winter are well established. The warm sunny days of summer have been chased away with an unnatural haste, giving one with a superstitious mind to believe that some malevolent force was behind it. Thick heavy carpets of fog and mist remain well into late afternoon, only to re-form as soon as the gray skies darken to evening.

Normally a time of year for celebration of the harvests, there is a tangible pall over the keep. People are on edge, and a level of inherent distrust seems to be festering underneath weak smiles and cordial habitual greetings. It seems as though the harvest celebration is happening out of routine, rather than genuine excitement. It is as if somehow the people are trying to use it as a way to get their minds off the pervasive sense of dread that is brought with each wave of fog.

The circumstances that brought you to the keep are varied, but one thing is for certain: something is amiss.

Prayer of Remahotep

He, god of gods
Lost for eons in rest
Waits for faithful
With souls that do attest

Shall rise once more
From earthly depths below
Hidden from men
Secrets he has to show

Remahotep
Your faithful have prepared
To honor you
Offerings to be shared

We heed your call
Bless us with your visage
We are worthy
Waited through the ages

To awaken
Your eternal resting
Blood of a prince
Give willingly hasten

Soldiers ready
Fungal carapace slaves
Guard your deep tomb
Prepare the graves

Erik the Bold

Erik the Bold was the first Castellan of the keep, and a highly respected leader, warrior, and king to a lost kingdom. He made his name fighting in the Gnoll Wars, and earned the title of Protector. When the keep began construction, Erik was sent to act as the Castellan and oversee the progress. His reputation preceded him, and most bandits left the keep well alone.

With him, Erik brought his wife Elisea and their young son Markis who was barely four years old. Erik loved them more than anything, to the point of being extremely over protective. At first he did not allow them to leave the protection of the immediate keep area, but eventually Elisea convinced him that she would go mad unless she was free to ride with the wind in her hair. Erik finally relented, but always made sure his best guards were with her at all times.

As the months passed and nothing happened, and Erik was deeply involved in the keep construction, complacency crept in. Elisea began to take Markis with her, which Erik would never have agreed to. Fewer and few guards would ride along with her.

On a particularly overcast and dark day, Elisea and her son did not return. No one noticed until Erik retired for the evening and they were nowhere to be found. He frantically called for a search, rousing every man available.

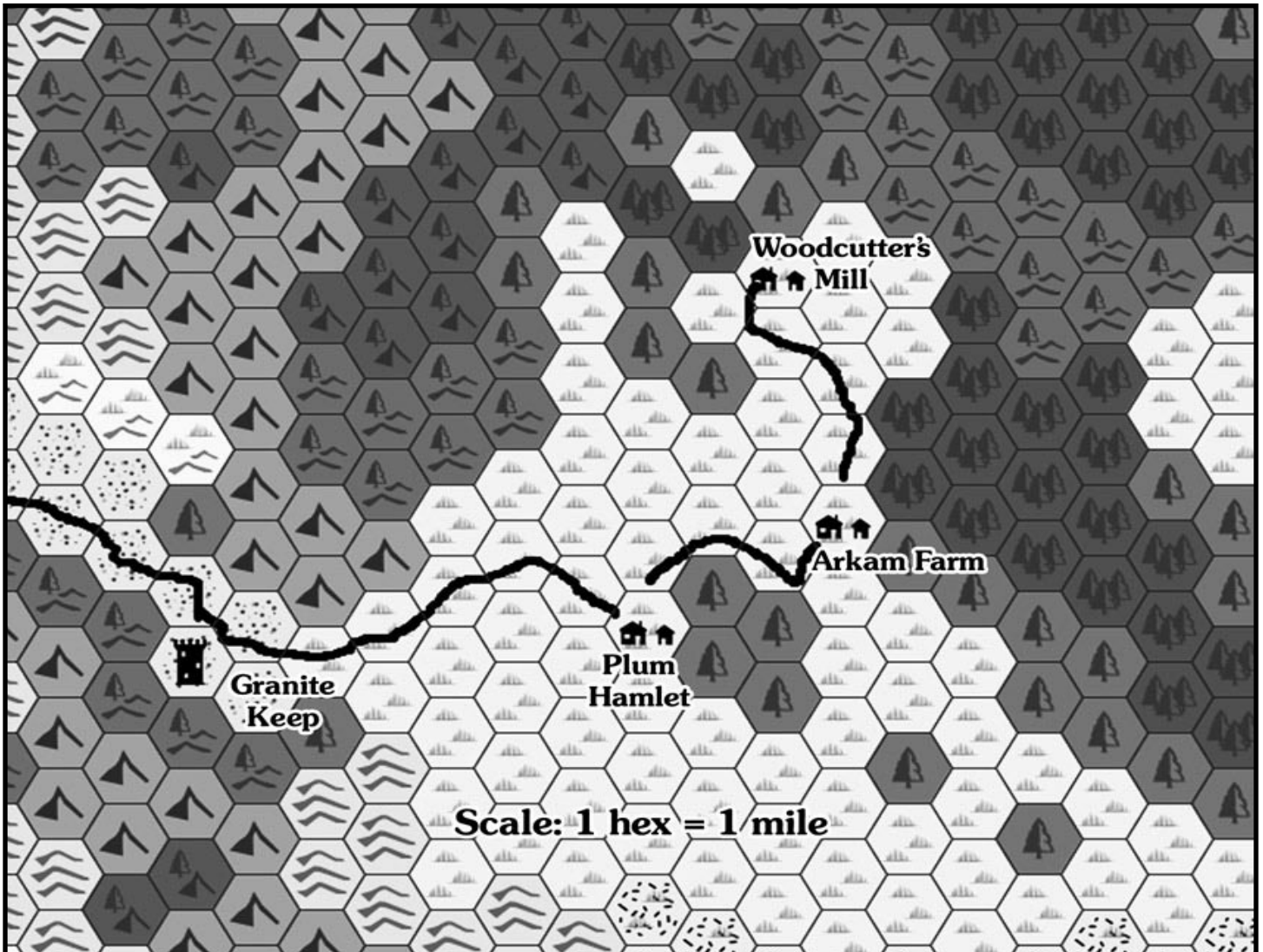
Two days later they were found. The mutilated bodies of Elisea and her guards strewn in a forest clearing to the north as if torn apart by savage beasts. Markis was never found, but a toddler sized hand was.

This discovery drove Erik mad with grief. This close friend and advisor Talimak tried to cover for his inability to manage the keep construction by doing those duties himself. Erik locked himself away and died shortly after. Most believe it was simply due to grief.

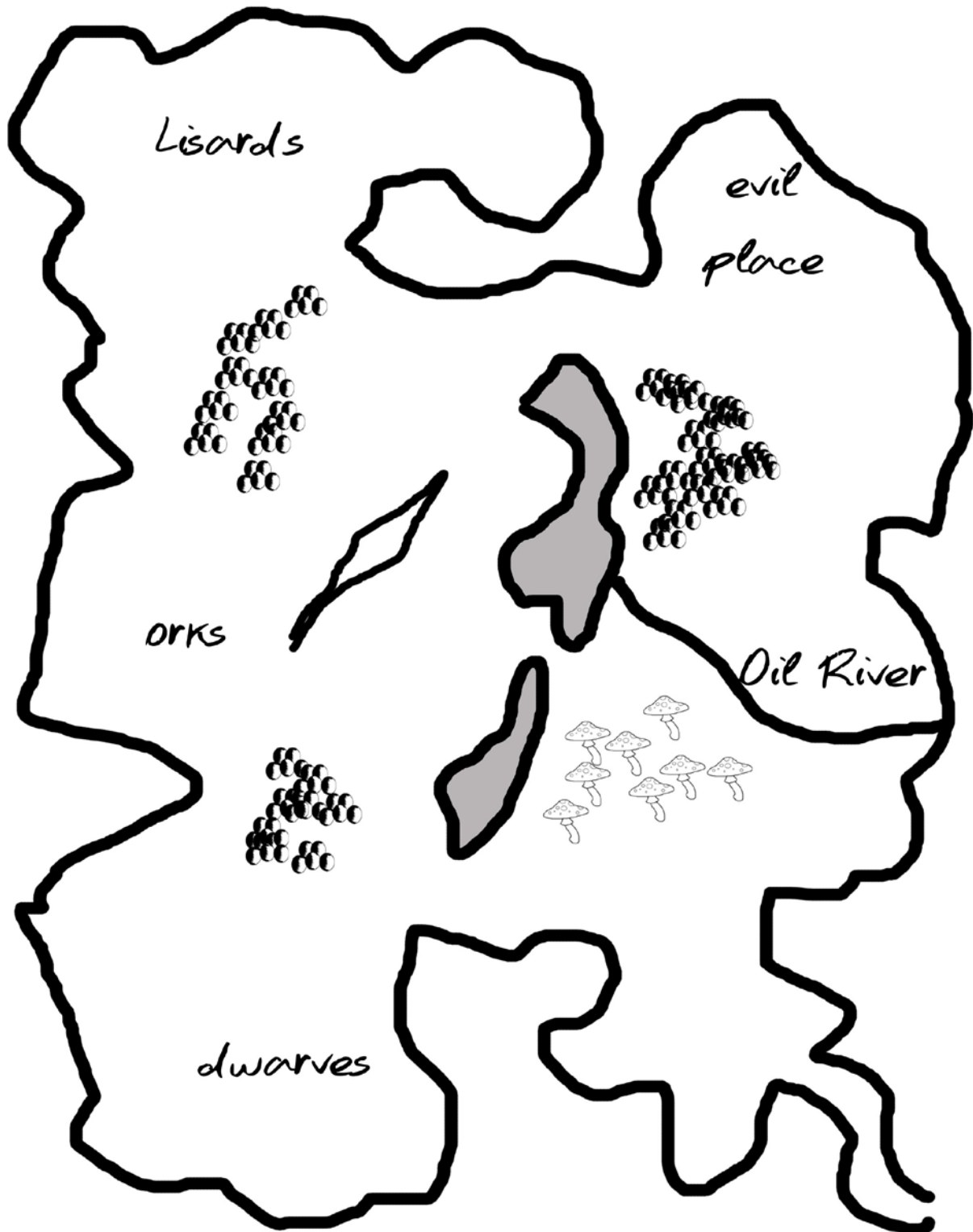
Player's Overland Map



Player's Overland Map II



Map from Rockhand gnomes



Gods of Rock Pendant



Appendix F: Spell Scrolls



DISINTEGRATE

1. 2. 3. 4. 5. 6. 7. 8. 9. 10.

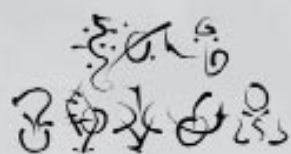
6th-level transmutation

HASTE

核子融合

3rd-level transmutation

ICE STORM



4th-level evocation

MYSTY STEP



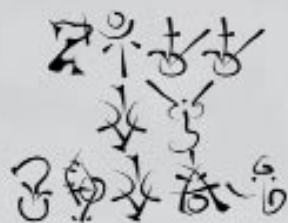
2nd-level conjuration

PASSWALL

今子子子子子子子

5th-level transmutation

WALL OF STONE



5th-level evocation

WEB

2nd

2nd-level conjuration

COMMAND

呪文

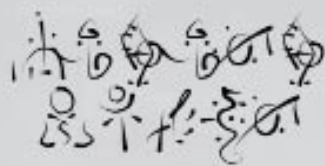
1st-level enchantment

COMPREHEND LANGUAGES

𠄎𠄎𠄎𠄎𠄎
𠄎𠄎𠄎
𠄎𠄎𠄎𠄎𠄎𠄎𠄎

1st-level divination (ritual)

DETECT MAGIC




1st-level divination (ritual)

HOLD PERSON

秘古術
今も伝わる

2nd-level enchantment

LEVITATE



2nd-level transmutation

DIVERSION DOOR

此字係由「水」與「火」組成，
 故其意為「水火」。

4th-level conjuration

Appendix G: NPCs

NOTE: The following NPCs only have their core attributes listed. Specific abilities, subclasses, and/or specialties have been left blank not only to adhere to the OGL, but also to allow you to customize them to fit better in your campaign.

ELOI

NG high elf 5th level bard

Speed: 30ft

Prof Bonus: +3

Initiative: +3

AC: 13

HP: 31

Proficiencies: perception (+4), history (+7), arcana (+7), performance (+6), acrobatics (+6)

Saves: dexterity, charisma

Languages: common, elf, dwarf, goblin, bugbear

STR: 13 (+1)

DEX: 16 (+3)

CON: 12 (+1)

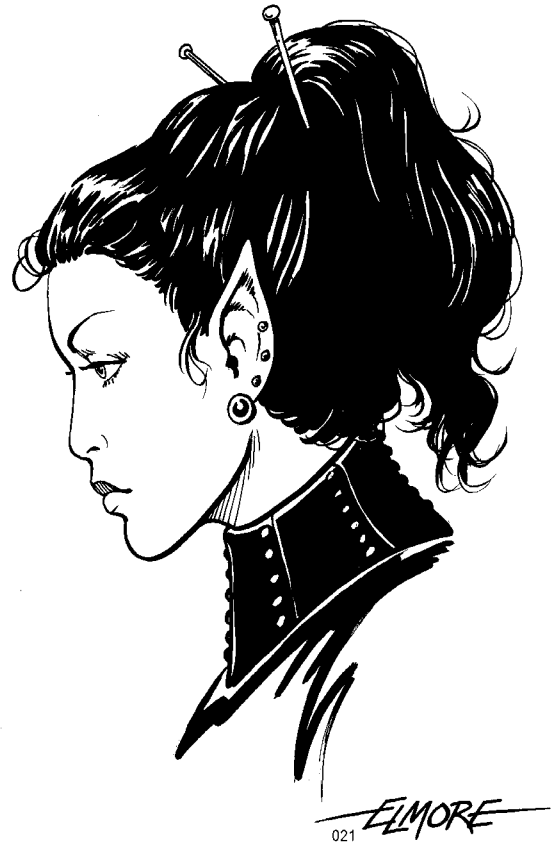
INT: 14 (+2)

WIS: 12 (+1)

CHA: 16 (+3)

Equipment:

Abilities:



MARKIS

LE (LG) human 10th level Warlock

Speed: 30ft

Prof Bonus: +4

Initiative: +2

AC: 15

HP: 91

Proficiencies: arcana (+5), religion (+4), history (+5)

Saves: wisdom, charisma

Languages: common, deep speech

STR: 10 (+0)

DEX: 14 (+2)

CON: 16 (+3)

INT: 12 (+1)

WIS: 10 (+0)

CHA: 18 (+4)

Equipment:

tattered robes



Abilities:

Eldritch blast (+8, 3d10+4)

witch bolt (+8, 5d12)

Pact: Remahotep (Old one)

JUSTICAR

LG mountain dwarf 6th level paladin

Speed: 25ft

Prof Bonus: +3

Initiative: +0

AC: 16

HP: 52

Proficiencies: mason tools, athletics (+6), intimidation (+5), survival (+3), animal handling (+3)

Saves: wisdom, charisma

Languages: common, dwarf

STR: 16 (+3)

DEX: 10 (+0)

CON: 14 (+2)

INT: 10 (+0)

WIS: 11 (+0)

CHA: 14 (+2)

Equipment:

tattered clothing

holy symbol

chain mail

2 handed hammer (+7, 1d10+4)

Abilities:



LARN OLMAR

NG human 8th level Fighter

Speed: 30ft

Prof Bonus: +3

Initiative: +0

AC: 21

HP: 64

Proficiencies: intimidation (+5), acrobatics (+6), perception (+5)

Saves: strength, constitution

Languages: common, dwarven

STR: 18 (+4)

DEX: 10 (+0)

CON: 14 (+2)

INT: 10 (+0)

WIS: 12 (+1)

CHA: 14 (+2)

Equipment:

plate mail

shield

long sword +1 (+8, 1d8+5)

Abilities:



HAZAR

CG human 8th level Wizard

Speed: 30ft

Prof Bonus: +3

Initiative: +0

AC: 13

HP: 29

Proficiencies: arcana (+7), history (+7), insight (+5)

Saves: intelligence, wisdom

Languages: common, dwarven, elven, gnome

STR: 10 (+0)

DEX: 10 (+0)

CON: 11 (+0)

INT: 18 (+4)

WIS: 14 (+2)

CHA: 9 (-1)

Equipment:

bracers of defense

Abilities:



MERECK

CG human 7th level rogue

Speed: 30ft

Prof Bonus: +3

Initiative: +4

AC: 17

HP: 28

Proficiencies: sleight of hand (+10), stealth (+7), disguise kit, thieves' tools, persuasion (+8), investigation (+3)

Saves: intelligence, dexterity

Languages: common, halfling

STR: 12 (+1)

DEX: 18 (+4)

CON: 9 (-1)

INT: 10 (+0)

WIS: 12 (+1)

CHA: 14 (+2)

Equipment:

bracers of defense

amulet of lie detection

2ea daggers (+7, 1d4+4)

Abilities:



MORDAKAI

NG human 9th level Cleric

Speed: 30ft

Prof Bonus: +4

Initiative: +0

AC: 15

HP: 51

Proficiencies: religion (+8), medicine (+3), history (+5), investigation (+8)

Saves: wisdom, charisma

Languages: common, dwarven

STR: 10 (+0)

DEX: 7 (-2)

CON: 14 (+2)

INT: 12 (+1)

WIS: 18 (+4)

CHA: 14 (+2)

Equipment:

chain mail +1

Abilities:



ANDREAS

CG Rogue High Elf

S: 10, D: 16, C: 10, I: 13, W: 12, Ch: 14

Level: _____ AC: _____ HP: _____

Prof Bonus: _____ Initiative: _____

Proficiencies: perception, deception, stealth, acrobatics, sleight of hand, investigation, thieves' tools

Saving Throws: dexterity, intelligence

Weapons: short sword (+ , 1d6+), short bow (+ , 1d6+)

Armor: leather

Equipment: pack, 7 days rations, 2 flasks/water, clothing, blanket, journal, pen, thieves' tools, bowl, 25' rope, 8 iron spikes, small hammer



SHEANDRA

LG Wizard Human

S: 10, D: 12, C: 12, I: 16, W: 15, Ch: 13

Level: _____ AC: _____ HP: _____

Prof Bonus: _____ Initiative: _____

Save DC: _____ Spell Attack: _____

Proficiencies: history, arcana, insight, investigation

Saving Throws: wisdom, intelligence

Weapons: quarterstaff (+ , 1d6+)

Armor: n/a

Equipment: pack, 7 days rations, 2 flasks/water, clothing, blanket, journal, pen, spellbook, bowl, 25' rope, robe, healer's kit
Spells:



BRAXIS IRONBOOT

NG Fighter Dwarf

S: 17, D: 10, C: 15, I: 10, W: 10, Ch: 8

Level: _____ AC: _____ HP: _____

Prof Bonus: _____ Initiative: _____

Proficiencies: mason tools, athletics, intimidation, insight, religion

Saving Throws: strength, constitution

Weapons: greataxe (+ , 1d12+), 2ea throwing axe (+ , 1d6+)

Armor: chain mail

Equipment: pack, 7 days rations, 2 flasks/water, clothing, blanket, journal, pen, holy symbol, healing kit, robe



WINDLEAF

CG Rogue Wood Elf

S: 12, D: 16, C: 12, I: 10, W: 14, Ch: 12

Level: _____ AC: _____ HP: _____

Prof Bonus: _____ Initiative: _____

Proficiencies: acrobatics, thieves' tools, athletics, sleight of hand, stealth, intimidation, perception

Saving Throws: dexterity, intelligence

Weapons: short sword (+ , 1d6+), short bow (+ , 1d6+)

Armor: leather

Equipment: pack, 7 days rations, 2 flasks/water, clothing, blanket, thieves' tools, bowl, 25' rope, bow strings, caltrops, healing kit



ALENDROS

NG Sorcerer High Elf

S: 9, D: 10, C: 14, I: 12, W: 13, Ch: 16

Level: _____ AC: _____ HP: _____

Prof Bonus: _____ Initiative: _____

Save DC: _____ Spell Attack: _____

Proficiencies: sleight of hand, persuasion, arcana, insight

Saving Throws: constitution, charisma

Weapons: quarterstaff (+ , 1d6+)

Armor: n/a

Equipment: pack, 7 days rations, 2 flasks/water, clothing, blanket, journal, pen, spellbook, bowl, 25' rope, robe, healer's kit, 3 candles, tinder box, lantern, flask of oil

Spells:



TALOC WILDRUNNER

CG Barbarian Human

S: 16, D: 16, C: 15, I: 9, W: 9, Ch: 10

Level: _____ AC: _____ HP: _____

Prof Bonus: _____ Initiative: _____

Proficiencies: athletics, intimidation, religion, medicine

Saving Throws: strength, constitution

Weapons: greatsword (+ , 2d6+), 3ea throwing axe (+ , 1d6+)

Armor: hides

Equipment: pack, 7 days rations, 2 flasks/water, 6 torches, bedroll, healer's kit, 3 candles, flask of oil, extra clothes



TENDLEFEL

LG Paladin Halfling

S: 14, D: 10, C: 14, I: 9, W: 13, Ch: 16

Level: _____ AC: _____ HP: _____

Prof Bonus: _____ Initiative: _____

Proficiencies: religion, history, athletics, insight

Saving Throws: wisdom, charisma

Weapons: short sword (+ , 1d6+), light crossbow (+ , 1d8+)

Armor: chain mail, shield

Equipment: pack, 7 days rations, 2 flasks/water, clothing, blanket, holy symbol, small hammer, 6 spikes, 25' rope, tinder box, 3 candles, lantern, flask of oil



USHMELOSH

CN Cleric Half Orc

S: 15, D: 14, C: 15, I: 8, W: 15, Ch: 10

Level: _____ AC: _____ HP: _____

Prof Bonus: _____ Initiative: _____

Save DC: _____ Spell Attack: _____

Proficiencies: religion, medicine, intimidation

Saving Throws: wisdom, charisma

Weapons: mace (+ , 1d8+)

Armor: chain mail, shield

Equipment: pack, 7 days rations, 2 flasks/water, clothing, blanket, journal, pen, spellbook, bowl, 25' rope, robe, healer's kit, 3 candles, tinder box, lantern, flask of oil

Spells:



TAKAHASHI

LN Monk Human

S: 13, D: 18, C: 14, I: 12, W: 16, Ch: 12

Level: _____ AC: _____ HP: _____

Prof Bonus: _____ Initiative: _____

Proficiencies: sleight of hand, stealth, disguise kit, acrobatics, insight, perception, thieves' tools

Saving Throws: strength, dexterity

Weapons: short sword (+ , 1d6+), 8ea shuriken (+ , 1d4+)

Armor: n/a

Equipment: pack, 7 days rations, 2 flasks/water, 6 torches, bedroll, healer's kit, 3 candles, flask of oil, extra clothes, chalk, thieves' tools



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