



WARRIOR'S GATE



A CITY SOURCEBOOK FOR V.3.5 ROLEPLAYING



NECROMANCER GAMES
THIRD EDITION RULES, FIRST EDITION FEEL
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BARD'S GATE™

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And to Casey in particular for helping realize my vision of this product. —Clark

Product Update Password for Bard's Gate—Cyllyria

This product requires the use of the Dungeons and Dragons® Player's Handbook, published by Wizards of the Coast®. This product utilizes updated material from the v.3.5 revision.



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PREFACE

Welcome to Bard's Gate, a city supplement for use in any fantasy campaign!

WHAT IS IN THIS BOOK

This book contains a description of Bard's Gate — its laws, politics, temples and cults, organizations, shops, locations and personalities. This book does not attempt to detail every street, alley, inn, shop and NPC in Bard's Gate. Instead, it provides a majority of the bones and a good bit of the meat and leaves the rest to be fleshed out by you and your players.

We took this course for a number of reasons. First, we wanted this city supplement to be detailed yet manageable. A book that describes every element down to the last detail would be cumbersome and would make it difficult for you, the DM, to really “get your hands around” the city. We wanted to give you the flavor of Bard's Gate. Second, we wanted to make it flexible. We left room for you to drop your favorite inns and shops into Bard's Gate. If we detailed every location, there would be no room for your creativity. Third, we wanted to make the city expandable so that you could tie products from other companies or other campaigns into Bard's Gate. Fourth, we didn't want to waste time on the common stuff. We presume that the many unnumbered locations are so common as to not need detail—the proverbial butchers, bakers and candlestickmakers, as well as simple taverns, fishmongers or craftsmen. Lastly, we wanted Bard's Gate to grow through development over the internet. If you go to the Necromancer Games web site (www.necromancergames.com) or the fan site, you can find shops and NPCs posted by fans or created periodically by the writers here at Necromancer Games, making Bard's Gate an ever changing and ever growing city.

Why did we detail the locations we did? Simple. We detailed locations that we deemed were essential to understanding or using Bard's Gate (city watch,

barracks, the keep, etc), we detailed shops with unique or interesting wares, we detailed places with unusual NPCs that could provide story hooks and we detailed locations that would be of particular interest to adventurers even if relatively mundane (stables, taverns, and so on).

MAGIC AND POWER LEVEL

Bard's Gate is a city of “medium fantasy.” It is not a city where centaurs roam the streets, ogres and trolls run stores, orcs and faeries mingle with humans and ordinary shop owners possess powerful magic items. This is not to say Bard's Gate does not contain the unusual or the fantastic — it does, simply not in every shop. Bard's Gate, for your reference, has more in common with Lieber's Lankmar than it does with the Realms' Waterdeep (high fantasy) or Tolkien's Minas Tirith (low fantasy).

Most residents of Bard's Gate are of the NPC classes (commoners, experts, warriors, etc) with a Profession skill reflecting their occupation and Skill Focus on their respective main skill. Most are no more than 5th level in their NPC class, with some exceptional few being as high as 9th level. A few residents have levels in a class from the PHB, those being mostly rogue, fighter, sorcerer or cleric levels. In general, those residents that do have such classes are no more than 3rd level in any PHB class, with several exceptional few being as high as 7th level. Keep these parameters in mind when you fill out the city as part of your campaign. Unless you intend the shop to be unique, do not make a common baker a 9th level wizard. Rather, he or she is most likely a 2nd level Commoner or Expert.

Of course, you are free to mold the city to the magic level of your campaign. If you wish a more high fantasy game, switch some of the shop keepers to ogres or goblins, give them several more PHB class levels and be more liberal in handing out random magic items. If you wish more low fantasy, change most shop keepers to human, take away powerful magic items and reduce the class levels of the main NPCs.

HOW TO USE THIS BOOK

Spend some time with the map itself. Get to know Bard's Gate and the various quarters that make it up. Then read about the physical features—the walls, the canals, the bridges and the island. Move on to the various organizations and main NPCs. Familiarizing yourself with these things will help you to run adventures set in Bard's Gate with consistency and a feeling of depth.

Next, familiarize yourself some of the “big” locations in the city—the ones where your players will most likely go: the main taverns or inns and the several city plazas. Then peruse the remaining locations. Use them to help you tell stories set in the city or to come up with plot ideas. Don't feel overwhelmed with the level of detail we have provided.

Let your players guide you. They will undoubtedly seek out certain shops or persons—armorers, weaponsmiths, healers or possibly unsavory types such as a rogue for a sensitive job of their own devising. While you can certainly create a simple armorer, rope maker, swordsmith,

healer or thug, this supplement provides a numerous unique examples of nearly every conceivable shop or location. If they are hungry, don't just charge them a gold piece and say they had a meal, send them to the Paasha's Pillow! If they have a hangover from a hard night of carousing at the Felled Ogre, don't just say they sleep it off—send them for a jar of Mar's green!

A Note about Secrets: You will observe that a number of shops or NPCs have secrets. Lasker the pie maker is a foul murderer and Poldo the maker of inks and dyes is also a forger. Don't immediately reveal these secrets. Allow your players to innocently eat some of Lasker's pies and maybe even befriend him. Will they spring to his defense when, years later, they find a link to him as the murderer that is plaguing the city? Or perhaps you can have your player's mages purchase ink from Poldo. Imagine their surprise, many sessions later, when the merchant they bribe to lead them to someone to forge a document takes them to Poldo—the man they have been innocently buying inks from for years!

Most importantly, put your campaign themes into Bard's Gate and make it your own.

INTRODUCTION

Established many years ago as a bard's outpost and way station for travelers between the inner Forest Kingdoms and the port city of Reme, Bard's Gate has grown into an important crossroads for trade and travel. The city's banner depicts a silver lyre above a stone gatehouse on a green field.

Bard's Gate is currently an independent city, allied to the nearby Grand Duchy for mutual defense and prosperity. The Grand Duke's troops help defend the city against the evil creatures from the Stoneheart Mountains to the north. A liberal and tolerant city, Bard's Gate welcomes all races.

CITY PROFILE

POPULATION

Bard's Gate's population averages 20,000 in winter, and up to 35,000 in the summer when merchant caravans, adventurers, travelers and mercenaries visit the city; over the entire year its average population is about 25,000.

Bard's Gate boasts a higher population than normal of elves and half-elves, possibly due to its focus on the arts. Normally a race in search of a home, many half-elves find things quite to their liking in this tolerant city. The city, as with most cities, is dominated by humans, however.

ALIGNMENT

Bard's Gate is a tolerant city and most citizens vary from neutral to Chaotic Good. The city harbors many different races and beliefs, allowing most citizens to do as they please, but also allowing much evil to exist undetected. This is not to say that the city's inhabitants are tolerant of evil; quite the contrary. Living under the constant threat of invasion from the orcs and gnolls of the north makes the average Bard's Gate citizen even more determined that good triumph, but their "live and let live" philosophy also gives evil the opportunity to hide itself successfully.

ASSETS

Due to its important trade location, Bard's Gate is highly prosperous. There is also a huge number of skilled craftsmen in the city, and many outstanding goods are available. Nearly any masterwork item can be purchased here. The only limit on magic items that can be purchased is a practical one: there are few spellcasters over 10th level and thus items requiring higher-level magic are quite rare.

HISTORY AND OVERVIEW

Because of its strategic position on the only easily-bridged area on the Stoneheart River, the city

BARD'S GATE (LARGE CITY OR METROPOLIS)

Conventional, Nonstandard and Magical; AL CG; 80,000 gp limit; Assets 10,000,000 gp; Population 25,000; Integrated (human 39%, halfling 8%, elf 12%, dwarf 12%, gnome 5%, half-elf 20%, half-orc 3%, other 1%).

Authority Figures: Cylyria, NG female half-elf Brd10 (elected High Burgess), Imril, (Captain of the Lyreguard); Jared Strann, (High Priest of Oghma); Duloth (head of the Wheelwright's Guild and the Black Market).

Important Characters: Bofred, (priest of Thyrr); Barahil the Faithful, (priest of Muir); Lauriann Danyr (head of Bard's College); Andrigor, (diviner and member of the Fellowship of Note); Noria Verilath etc. See NPC appendix for further details on important persons of Bard's Gate.

CHRONOLOGY OF THE DEVELOPMENT OF BARD'S GATE

The following relevant dates are provided relative to the current year so that GM's may incorporate the city into their own campaign time frame.

- 800 years: King's Bridge built.
- 600 years: Rudimentary canals built by enterprising merchants
- 550 years: Keep constructed
- 520 years: Western canals dug for protection around the city
- 487 years: First town council meeting and election of first Burgher
- 480 years: Retractable bridges built over canals by dwarven craftsmen from the Halls of the Silverhelm to the north
- 440 years: Merchant guilds and shipping gain prominence
- 420 years: Bard's College founded
- 398 years: Guilds formalized
- 380 years: Dock section walled by merchants
- 370 years: Strife between merchants and governing town council begins
- 300 years: Main bridge modified to its current form
- 270 years: Main bridge fortified
- 250 years: Old Temples lose influence
- 165 years: Turlin's Well expanded
- 130 years: Religious center moves to bridge, decay of Old Temple district begins to show
- 105 years: East canal constructed
- 95 years: Tent city arises
- 80 years: Eastern portion of the bridge is covered with a wooden roof
- 72 years: West wall strengthened and built with its current design
- 48 years: East wall erected
- 17 years: Gnoll hordes invade from the north, standing army instituted; Imril rises to captaincy of Lyreguard
- 10 years: East Docks begin to flourish; Thieves' Guild disappears
- 8 years: Cylyria elected High Burgess
- 5 years: North Island renamed the "Thieves' Quarter" by overly-romantic bards

developed quickly. In addition to being a way station and trade center, Bard's Gate quickly became a meeting place for wandering bards, skalds and other performers.

To the south, the Stoneheart River becomes impassible due to a series of sheer falls. As a result of this, the central island of Bard's Gate became an important port for barge traffic, from which goods were transported overland to Reme. Thus, the western side of the town developed first, with the central island used as a defensive and governmental center.

With the rise of an imperial power to the south, merchants from the forest kingdoms began to avoid shipping goods by river and traveled overland along the merchant's road to Bard's Gate and on to Reme, bringing still more prosperity to the growing city. The guild system developed due to the high volume of trade passing through the city. To this day, Bard's Gate — especially in its outlying districts — retains a rough and almost frontier feel.

LAWS AND CUSTOMS

Weapons and Armor: Generally, the guard allows the wearing of leather armor or less. Chain shirts or medium armor is prohibited. Only Small-sized weapons may be carried openly and these must be sheathed. There is no

requirement of "peace-binding" weapons, as this is generally seen as an effete affectation, though many aristocrats and some young fops have adopted the custom. Medium-sized or larger weapons must be wrapped. No polearms are allowed. Persons in violation of these rules quickly draw the attention of the guard. After a warning, persistent violators have their weapons confiscated. If serious problems arise, veteran warriors are called in to deal with violators as are priests of Vannithu, who volunteer with the guard. These laws are more strictly enforced as one moves closer to the Keep District — in some outer districts, the constables do not have enough manpower to enforce weapons laws too strictly, and will often let minor violations slide as long as no one causes trouble.

Magic: Open use of magic is frowned upon — particularly spell casting. The casting of low-level personal spells is tolerated, though not in shops or stores. Destructive spells or spells affecting others are always outlawed, though unless done in the open one most likely avoids detection. This will draw the attention of the constables and a sheriff, and possibly a low-level wizard in the employ of the sheriff.

Magic and Merchants: Merchants — particularly those not dealing with arcane items — frequently will not deal with spellcasters and expel any persons believed to be using magic. It is a custom for magic-users to allow merchants to cast *detect magic* on them to verify that improper en-



chantments are not affecting negotiations. This custom is normally unspoken. It is customary that any magic using character wishing to do business approaches the merchant with arms outstretched, hands empty and palms upturned. This is a signal to the merchant that the mage is willing to have *detect magic* cast on him. Often, simply making this motion is evidence of good faith — the person essentially saying “I am a mage, and I willingly subject myself to your investigation” — and the merchant does not cast *detect magic*. A guild of alchemists creates *detect magic* potions for sale at low prices (at 1st caster level) and most merchants have three or four such potions on hand.

DEFENSES

The town has recently acquired an earthen palisade around the city capped with a crenellated wall. The town is separated internally by waterways with narrow bridges that provide an additional defense in the event the outer walls are breached and allow for defense by a relatively small number of defenders.

THE CANALS

The canals were built to help facilitate the river trade and cut a swath through the eastern and western sides of the city. Numerous bridges cross the canals at various points. These small bridges are retractable, designed by dwarven engineers. They offer greater security in the event that the city is overrun and defenders find themselves retreating to the security of the inner city.

ECONOMICS

Bard's Gate is a remarkably prosperous city, especially given its size. The mountains to the north used to provide metals and gems, but the mines have become too dangerous to maintain. For this reason Bard's Gate relies heavily on overland and river trade to the West and South. Any interruptions of traffic are investigated by the city's agents, and especially serious problems draw the attention of Imril and his knights.

COINS OF BARD'S GATE

Bard's Gate uses all coins of the realm, but has a few of its own, with their own names:

Lyre: An oval shaped platinum coin worth 1 pp. It bears the city crest on one side and the image of a high burgess or mayor on the other side. Because some leaders are more popular than others, lyres bearing the images of especially well-liked or -disliked mayors are worth up to 1d10 times their face value.

Harp: A round gold coin worth 1 gp. It bears the image of the Bard's College on one side and a harp on the other.

Bard: A square silver coin worth 5 sp. This coin is released in limited quantities each minting bearing the likeness of the most recent winner of the citywide bard competition for that year. This is one of the most common coins of the city, as it is the normal price for a common room at an inn.

Wheel: A round silver coin that resembles a wagon's wheel. Worth 1 sp, it is the most common coin in the city.

Drum: A large round copper coin with a raised edge, like a checker piece, a drum is worth 5 cp. It is also known as a cup, since it is the normal price for a large mug of ale in any of the alehouses. It normally bears either the image of the Lyreguard or the Citadel of the Griffon, but some are minted with the crests of breweries in town.

Penny: This is the city's standard copper piece (worth, unsurprisingly, 1 cp), and bears the crest of the city, crudely stamped on either side.

Horn: This coin is made from a small round chip of ivory with a hole in the middle to allow it to be threaded on a leather thong. It is worth about 1/2 cp and is commonly used as currency by the barbarians who frequent the Tent City. Most merchants inside Bard's Gate refuse to accept horns.

RELIGION

A liberal and tolerant city, Bard's Gate is home to many different faiths. Once, the worship of Thyr, god of justice and Muir, goddess of virtue — was the primary religion, but that has waned greatly over time. Real adoration is reserved for Freya, neutral good goddess of love and Oghma, god of bards, whom many now consider to be the city's true patron.

In the past, inhabitants worshipped older, more demanding deities such as Arden the sun god and Belon the Wise. In recent centuries, the worship of these old gods has declined, along with their once-proud temples, and the new gods hold sway over Bard's Gate.

Many, many other gods and goddesses are venerated in Bard's Gate as well, and some outsiders refer to it as the City of a Thousand Gods, with good reason. Such unusual deities as Mocavello, god of chaos, Tykee, goddess of luck, Sefagreth, god of trade and Dre'uain, god of crafts, have temples and devoted priesthoods. The city's non-human inhabitants also follow their own faiths as well.

In the shadows, however, darker beings are worshipped. It is widely rumored that the Cult of Orcus, demon-god of the undead, has established itself in Bard's Gate, and stories of the Cult of Set and its abominable practices circulate constantly. The toad-god Tsathogga, whose followers were responsible for desecrating the shrines of Muir and Thyr in the north, are also said to be present here, working behind the scenes to bring ruin to the city. So far, the authorities have proved unable to root out these cults or even to conclusively prove that they exist.

See Appendix A for more information on Bard's Gate's many gods and goddesses.

ROGUES AND THIEVES' GUILDS

The city's network of smugglers, thieves and spies, known commonly as the Shadowguild, is secretly run by Duloth (see NPC Appendix), head of the Wheelwright's Guild, one of the largest guilds in the city. Duloth's minions facilitate transfer of black-market items and extract a "tax" to move such items through the city.

Duloth's guild maintains an uneasy truce with the Black Brotherhood and the Shadow Masks, a rival organization dedicated to smuggling, espionage and extortion, and sometimes works with the Red Blades, the city's assassins' guild.

Duloth rose to power after the city's original thieves' guild, known as the Grey Deacons, vanished about ten years ago. Nobody in town knows exactly what happened to this powerful organization, though there are fearsome tales that a mysterious fog emerged from the Deacons' guildhall on Rogue's Island and slew all guild members.

The Deacons disappearance was not because of Duloth (though he would like people to think it was), but rather a result of their guildmaster's theft of the Glimmer Gem. For more information on the Grey Deacons and their Guildhall, the Slip-Gallows Abbey, see Chapter 19.

WEATHER AND CLIMATE

Bard's Gate enjoys a moderate climate, ranging from freezing temperatures during winter to occasionally heavy rains in the spring and heat ranging into the 90s during summer. A temperate, relatively pleasant region, Bard's Gate is in the middle of rich agricultural lands, but perils such as the gnoll raiders and stubbornly traditional wood elves have prevented this region from being overly developed.

NOTABLE CHURCHES

The most prominent church in town is the Auditorium of the Silver Harp, the temple of Oghma, attended by the High Harpist Jared Strann and his priests. Less a formal church than a performance hall, the Auditorium is a place of public recital and music. It is located at the northwest side of the central plaza on the central island in the important Bridge District.

Next in importance is the Temple of Skilled Hands, temple of Dre'uain The Lame, overseen by holy artificer Liserion. All items made in Bard's Gate are routinely blessed by this temple.

STANDARD CHARACTERISTICS

Each section of town has the following characteristics, summarized for the DM:

Character: A short description of the nature of the district.

Businesses: The type of businesses that can be found here.

Prices: Variation from standard PHB prices, if any.

Gold Piece Limit: Maximum value of items that are available for sale.

Building Type: General characteristics of the buildings and streets of this area.

Guard Details: Number and frequency of guard details as well as notes on their general reactions.

The House of the Ever Vigilant Guard, temple of Vanitthu, God of the Steadfast Guard; High Guardian Elissa Perinor presides over a brotherhood of 75 priests. The temple is a crenelated fortress-like building. The brotherhood contributes to the defense of the town. A priest usually rides with every patrol.

The High Sanctum of the Scroll, temple of Yenomesh, God of Glyphs and Writing; Master Scrivener Dembrar and his scribes. Dembrar will give access to the library only to those who donate documents of interest to the temple.

The Exhalted Temple of Thyr the Lawgiver is a Romanesque temple that is a smaller scale replica of the currently desecrated shrine in the valley to the north. High Priest Bofred the Just presides over the remnants of the desecrated temple.

The Shrine of the Uplifted Sword, Temple of Muir, Lady of Justice, has a small following and, as the temple of Thyr above, consists of the remnants of the desecrated shrine of Muir to the North. The congregation is led by Barahil the Faithful, an dhis brother knights. Together, they form the Order of the Sword of Retribution, dedicated to restoring the desecrated temple and are awaiting the day that they are ready to reclaim their holy shrine.

There is also a very popular shrine to Tykee, as well as shrines to Freya, Styrme, Pekko and Moccavallo. The open worship of evil deities is prohibited, though in a city this size there are always secret cabals of evil that go unchecked.

DISTRICT ABBREVIATIONS

Locations are identified first by their district and then by a unique number within that district to make it easy to tell where a location is by its number. The abbreviations are as follows:

B: Bridge

BC: Bard's College

C: Canal

D: Docks

ED: East Docks

G: Guild

H: Hill

K: Keep

M: Market

N: North Wall

O: Outer District

OT: Old Temple

SR: Stables Row (outside the east gate of the city)

T: Thieves'

TC: Tent City (outside the west gate of the city)

TW: Turlin's Well

ADVENTURERS' QUARTERS

Given the transitory nature of the city, there is an abundance of inns and taverns:

Most popular is the large and cozy Felled Ogre, run by Durst Hammerhand, whose tale of his one-blow felling of an ogre with his fist is local legend. Also notable is the rowdy and crowded Bloody Boar in the Thieves' Quarter.

The Aleman's Guild, a noisy taproom whose name is a play on the large number of guilds in town as this is in fact not a guild at all located on the east bank. The Hidden Lady, though not a house of prostitution is used by those on the run and is located in the cramped Thieves' Quarter.

The Inn of Twelve Candles, which caters to rich merchants and pampered adventurers is located in the merchant's quarter. The Wizard's Familiar, services visiting mages and caters to their need for privacy and expensive tastes, also has several wizards as door-guards.

Last and least is The Black Viper, also located in the Thieves' Quarter, it is known for its discretion, private booths and small rooms. More than one person has been found murdered in the morning, the result of foul play.

CHAPTER ONE

GROUPS AND ORGANIZATIONS

Bard's Gate is more than a collection of walls and buildings — it is a living city. And, as with all large cities, Bard's Gate has its own groups and organizations. Some, such as the Lyreguard, are well-known, while others, like the Fellowship of Note and the Red Blades, are more secretive. Because Bard's Gate is a chaotic city by nature, it contains many such groups and no single group can be said to predominate. While the city's primary groups are described here, DMs should feel free to create and detail their own as well.

MILITARY

The city is defended by the elite Lyreguard, and by its standing army, the Free Defenders. Troops from the neighboring Grand Duchy, and various mercenaries, caravan guards and adventurers supplement the city's defense forces.

LYREGUARD

Numbering about 250, the Lyreguard are the elite defenders of Bard's Gate. Unlike many such veteran units, most of the Lyreguard are not heavy knights; rather they are lightly-armed and armored, and their tactics are highly versatile. Members wear studded leather armor or chain shirts under a green surcoat bearing a silver lyre on the left breast, carry shields, spears, long swords and composite longbows. All are trained to ride light warhorses.

The Lyreguard are well-trained and also well-led due to their frequent clashes with the evil creatures of the north. Their leader is **Imril** (see NPC Appendix), who is aided by 10 griffon-riding knights. The knights breed the creatures, and there are currently 16 adult griffons at the Citadel of the Griffon (see Wilderness Chapter). The knights wear half-plate, and are Pal2-5s. The Lyreguard knights are often seen in small groups, flying patrols over the city or performing important missions for **Imril** or the High Burgess.

Most of the Lyreguard are deployed at the Citadel of the Griffon, several miles to the north of the city in the Stoneheart Mountains. Here, they can watch for approaching enemies and warn the city if any threaten.

A smaller contingent patrols the walls and rides from the town to patrol the surrounding countryside.

A hand-picked squad of 15 Lyreguard, selected for their loyalty and reliability, serve as the High Burgess' personal bodyguard. Known as The Gentlemen, five accompany the Burgess at all times. The Gentlemen are mostly fighters, but a few have levels in wizard or sorcerer.

The Lyreguard also have 12 war wizards (Wiz3-6, various schools, though mostly evocation and abjuration) and up to 30 priests (Clr2-5) of various faiths who provide healing and combat support. Each wears the symbol of his order or school as well as the insignia of the Lyreguard.

Typical Member: Ftr2-4, Pal1-3; commanders are Ftr6 or Pal5.

Leader: Imril (see NPC Appendix)

FREE DEFENDERS

The city's main defense is in the hands of the Free Defenders, an army of approximately 500, consisting mostly of young volunteers. Those young persons of able body who have not been apprenticed are expected to serve two years as a member of this force.

A contingent of 100 is stationed inside the city near the Keep, but the remainder of the Defenders are garrisoned outside, 200 each at the Citadel of the Raven and the Citadel of the Griffon, where they help the Lyreguard keep watch on the creatures of the north. This garrison is also supplemented by 50 footmen (Ftr2), 20 heavy knights (Ftr4) and 20 light cavalry (Ftr3) from Waymarch. Because of the number of monsters in the north, most Free Defenders have seen some combat. The Defenders' various companies take turns riding on patrol with the Lyreguard, and also serving as the city Garrison within Bard's Gate itself. Most are trained to ride light warhorses, but only a few are skilled enough to serve as cavalry.

Free Defenders wear chain shirts and carry medium shields, long swords and long spears. A group of about 100 Defenders are skilled archers (Ftr1 or Rgr1s); these wear leather or studded leather armor, and are armed with longbows and a pair of short swords.

Typical Member: War1-3, Ftr1-2; officers may be up to War5 or Ftr4

Leader: Lord Commander Behrend Roy (see NPC Appendix)

CITY GUARDS

GATESMEN

Numbering about 75, the Gatesmen are the best trained guards in Bard's Gate besides the Lyreguard. They guard all gates to the city, working in pairs and regularly rotated on a random basis to minimize the chance of corruption or bribes. So far the system works well, as only a handful of Gatesmen have ever been caught taking bribes. In addition, the Gatesmen are well-paid, and expected to swear to a strict code of conduct. Those convicted of corruption are branded and expelled from the order; more grievous offenses are punishable by execution, but no Gatesman has ever committed a crime that carries such a harsh penalty.

Typical Member: Ftr1-2; officers are Ftr2-4.

Leader: Captain Hodd (male human Ftr6, LN).

THE WALL WATCHERS

In addition to aiding the Gatesmen as needed, the Wall Watchers also observe activities outside the city and make sure that those inside are behaving themselves. There are about

100 Wall Watchers, garrisoned in the city wall towers. Throughout the day and night, pairs of Wall Watchers walk long, often lonely patrols, with one watcher looking out from the city and the other looking in.

The Wall Watchers dress in grey surcoats over chainmail. The surcoat is embroidered with the image of a crenellated wall affixed with a white lyre in its center. Their kite shields display the standard of the city. Standard armament consists of longbows or longspear, with battleaxes for cutting ropes and breaking siege engines.

Typical Member: War1-3, Ftr1; officers are War3-5 or Ftr2-4.

Leader: Chief Sentry Topfer Brighteye (see NPC Appendix).

LAW ENFORCEMENT

The laws of Bard's Gate are overseen by the constables and the sheriffs, two groups who are sometimes known to be competitive. Though from time to time turf battles between the two groups make law enforcement difficult, the sheriffs and constables are quick to cooperate if the city is threatened.

SHERIFFS

The sheriffs are charged with serving arrest warrants within Bard's Gate, and are responsible for escorting individuals arrested by the city's private



watch brigades. The sheriffs also maintain the jail located within the keep and have a holding facility and headquarters in every district. The Sheriff himself is an elected official voted upon by the free folk of Bard's Gate. Because it is a political position, unlike the Chief of Constables who is appointed by the City Council, the Sheriff is almost always elected from the nobility. Sheriffs are known for their no-nonsense attitude, and are quick to silence unruly prisoners with a club or sap.

Sheriffs wear orange and black checkered surcoats over their armor (scale or chain). A tin badge in the shape of a lyre is affixed to the breast of the checkered jacket. Sheriffs carry large wooden shields and are variously armed with light crossbows, clubs, saps and halberds.

Typical Member: War1-2; sergeants are War3-4 or Ftr1-3.

Leaders: Deputy Sergeant Kotchko (see NPC Appendix); Chief Sentry Topfer Brighteye (see NPC Appendix).

CONSTABLES

City Constables are similar to the Sheriffs in that they may serve warrants for searches and arrests which private watch brigades are not allowed by law to do. The constables are also charged with investigating and solving more serious crimes, such as murder, assault, grand larceny, peddling of illegal drugs and poisons and the like. Most constables take their work very seriously, but due to political considerations the constables are not as well funded as the sheriffs, so lower-ranking constables are more susceptible to bribes than other city law enforcement officials.

Constables wear brown tabards and short capes over scale mail or studded leather emblazoned with a white lyre. They are typically armed with a light crossbow, a large wooden shield and longsword. Because of the brown color of their trappings they are referred to by the derogatory term "brownies."

Typical Member: War1-2/Exp1-2; sergeants and watch commanders are often War1-2/Exp3-4/Rog1-2 with ranks in Bluff, Diplomacy, Gather Information, Intimidate and Knowledge (local).

Leaders: Captain Pthan Traklos (see NPC Appendix); Chief Constable Garrid Garzag (see NPC Appendix).

ORGANIZATIONS

The city is composed of many guilds, reflecting the various crafts and trades. They are one of the primary political entities of the city, as the head of each guild—no matter its size—is allowed to vote

in the town council (see the section on Politics in the Introduction). Some guilds are exactly as they appear: simple organizations of craftsmen. Others, however, have a secret component to them, such as the Wheelwright's Guild which is a front for Duloth's evil organization. The main guilds are detailed below, though many more exist within the city. DMs are free to expand as needed.

SECRET ORGANIZATIONS

These groups exist in secret. That is to say that while the existence of the group may be well known to the populace, the membership of the group is not generally known and a member's affiliation is usually not announced publicly. Some, such as members of Duloth's group, may be well known as members though no one speaks of it for fear of reprisal.

FELLOWSHIP OF NOTE

The Fellowship of Note, also called the Greycloaks, is a recently-formed group of like-minded individuals (including several powerful characters) dedicated to eradicating evil from Bard's Gate. Begun by Cylyria in her guise as "Merinath," the Fellowship's current mission is undermining the actions of Duloth and his group. This is something Cylyria cannot do openly, but can do as a part of a secret organization. The Fellowship of Note has agents in Reme and the Forest Kingdoms as well. They have been known to provide secret aid to good-aligned individuals in need. The Fellowship also includes several common merchants who have proven themselves trustworthy.

The Fellowship holds quarterly meeting in a hidden cave outside the city along the banks of the Stoneheart River. All the members wear masks and the high Harpist Jared Strann casts detect evil and uses his amulet of truth to make sure the band has not been infiltrated before the meeting begins.

Leaders: Cylyria, the High Burgess (in her secret guise as "Merinath"); Andrigor the mage; Imril, the Captain of the Guard etc. (see NPC Appendix).

THE LONGHUNTERS

A loose confederation of human rangers that scours the Lyre Valley and the foothills of the Stoneheart Mountains, these doughty and surefooted scouts are Bard's Gate's first line of defense against the gnolls and other monsters of the north. Sworn to defend the Lyre Valley from all foes, the Longhunters' exploits are usually unknown to the citizens of Bard's Gate. Whether their foes are humanoid raiders, bloodthirsty

bandits or even would-be warlords and conquerors, the Longhunters battle fearlessly, shunning fame and glory for the simple knowledge that they are protecting their homeland. They are a small, elite group, with no more than 50 members.

Founded by the famous frontiersman Rodgers Boone, the Longhunters dress in soft buckskins and carry powerful longbows. The Longhunters are seldom seen within the walls of Bard's Gate itself, preferring the wilderness or Fort Rendezvous to the chaos of the big city. Longhunters act as guides for Imril and his knights in times of dire need, though it is a rare occasion that they will be found in bands numbering more than six. Though not often seen in the city (and largely unknown by its populace), the hunters are fiercely loyal to Cylyria. Some Longhunter captains are also members of the Fellowship of Note.

Average Member: Rng1-3; officers are Rng4-6. Some Longhunters also have 1-3 levels in Rogue.

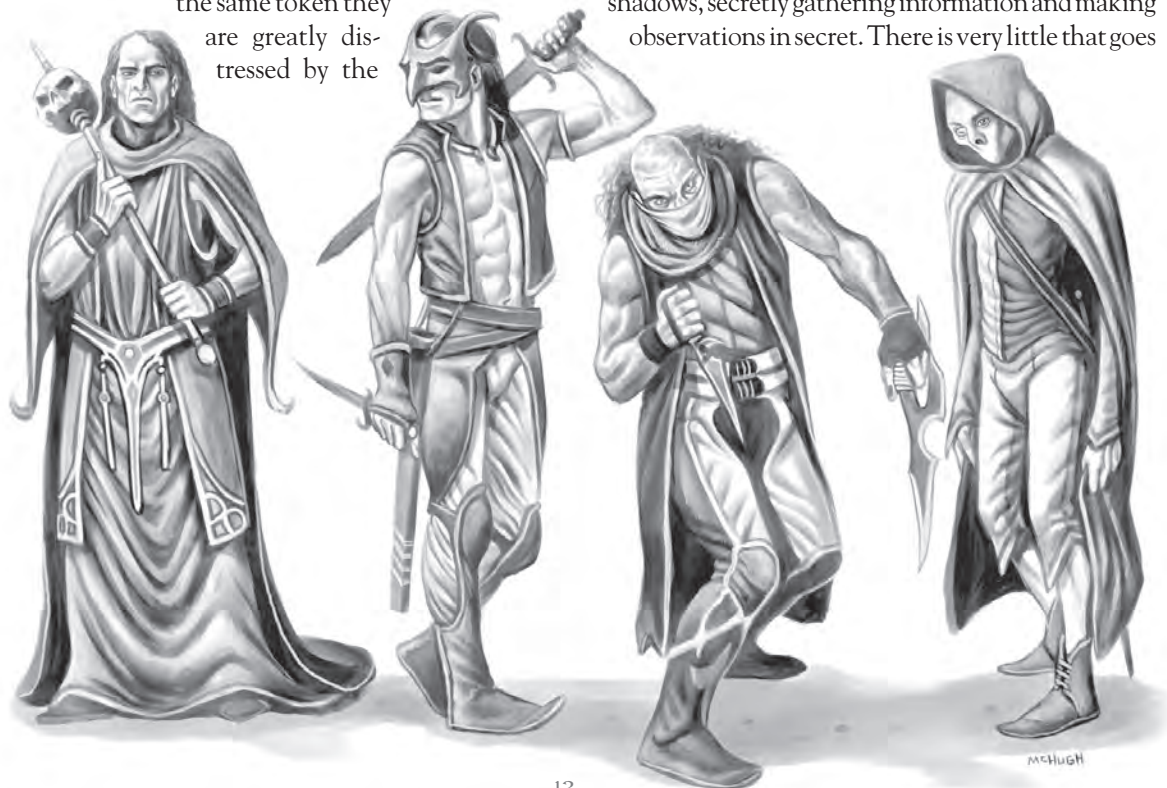
Leader: Master Hunter Rankir (see NPC Appendix)

FARSEEKERS OF TWILIGHT

This small and elite group of rangers and scouts consists entirely of elves and half-elves. The Farseekers are distrustful of humans, and have a healthy disdain for dwarves. They keep to themselves and are only rarely seen within the walls of Bard's Gate (and even then, few if any know who they are). Their numbers vary, but usually average about two dozen.

The Farseekers are concerned with the threat of humanoid assault upon the Lyre valley and its possible effects upon the region's plants and wildlife. By

the same token they are greatly distressed by the



increasing amount of mercantile traffic that moves through the Lyre Valley, to and from Bard's Gate. As the group is of good or neutral alignment, the Farseekers have no intentions of attacking or damaging the city, but they also have been known to actively discourage anyone from traveling too deeply into their territory. Trespassers may find themselves captured or magically incapacitated and escorted from the forests, while others may receive a stern warning from Oberon or one of his lieutenants.

The Farseekers feel a grudging respect for the Longhunters, but the two groups remain somewhat at odds over who truly defends the region, and has nature's best interests at heart. Being primarily human, the Longhunters see the wilderness as a place to be respected and carefully managed for the good of all, while the elvish Farseekers feel that the region should remain unspoiled and untouched. Though their goals and views are different, the Farseekers and Longhunters often work toward the same ends, battling common enemies and promoting common goals.

Typical Member: Elf or half-elf Rng1-5; leaders are Rng4-6.

Leader: Oberon Thanlaus (see NPC Appendix)

SHADOW MASKS

No city the size of Bard's Gate can ever be entirely free from spies, assassins and political intrigue. In Bard's Gate, there are several secret societies that carry out the will of the city's politicians, merchants, guildsmen and crime bosses; among the most deadly are the Shadow Masks.

As their name implies, these expert spies work in the shadows, secretly gathering information and making observations in secret. There is very little that goes

on in Bard's Gate that is not surreptitiously watched by the Shadow Masks. The group's secrecy and heavy security are among its greatest weapons, for no one in Bard's Gate can be sure who is or is not a member of the Shadow Masks. Only magic and fanatical caution can protect one from the Masks' attentions, and even these remedies have their limits.

The Masks approach their clients in a similar manner. It is said that if you need a job done, the Shadow Masks will find you. A Shadow Mask representative always meets with his contacts at night, and always clad in a hooded cloak and leather mask. When large numbers of Shadow Masks meet, all are disguised similarly, and the average member of the society knows only a few other members. The rest remain a mystery, even to long-time members of the group.

No one knows who truly controls the Shadow Masks; only the most senior members of the group even know their name. The ultimate power elites among the city's underworld, the Shadow Masks' masters are a tight cabal known only as the Black Brotherhood. It is said among the group's members that the Brotherhood knows everyone, but no one knows them.

There is good reason for this, for the Black Brotherhood is far more than a group of master spies and criminals. In reality, they are a band of doppelgangers, who have joined in an alliance for mutual benefit and protection. The Shadow Masks themselves are nothing more than a means of protecting the Black Brotherhood from discovery, a conspiracy within a conspiracy, being manipulated at will by their own masters. Members of the Black Brotherhood circulate among other Shadow Masks, and there are always a few at any meeting, just to keep an eye on the rank and file and make sure that the Brotherhood is in no danger of being unmasked. Anyone who poses a threat to the group simply disappears, and ordinary Shadow Masks have learned not to ask too many questions.

This information is known to no one outside the Brotherhood itself. For the rest of Bard's Gate, the Shadow Masks are the ultimate source of information, and anything they do not know is not worth knowing. Price is the only object — should a prospective client offer enough gold, the Shadow Masks will find what he wants, regardless of obstacles. In all likelihood, they know it already.

The group's unofficial headquarters is the Hidden Lady (T4), where the Masks and some members of the Black Brotherhood regularly change their disguises to appear as different owners, staff or patrons. Those who are familiar with the Masks and their ways can come to the Hidden Lady, where eventually a Shadow Mask will offer his or her services.

The Black Brotherhood itself is led by a venerable doppelganger known only as Grandfather, who is so ancient and frail that he is confined to his bed, kept alive

by magic and herbal concoctions. The other members are doppelgangers of various sorts, most of whom have gained class levels to aid them in their work and in impersonating humans. Grandfather is presently housed in the Desfort Estate (TW38), where other members of the Brotherhood impersonate the estate's reclusive owner.

Typical Member: Shadow Masks: Rog1-10; senior Shadow Masks also have up to 6 levels of Assassin. Black Brotherhood: Doppelganger with 2-8 character class levels, usually fighter or rogue. The group also has numerous members in other professions, such as bards, dancers and entertainers (see Onund in the NPC Appendix).

Leaders: Grandfather, Fade (see NPC Appendix).

THE RED BLADES

While the Shadow Masks are spies who lurk in the shadows, the Red Blades are killers for hire, assassins who claim to be able to slay any target if a large enough bounty is offered. They are master stalkers and glib, sophisticated individuals who specialize in gaining their victims' confidence or friendship, learning all they can, then striking without warning and vanishing without a trace.

The Red Blades have also filled the void left by the vanished Bard's Gate Thieves' Guild. Though originally assassins, the Blades have begun to diversify, taking on other jobs such as burglary and larceny as needed. The Red Blades' only real rivals are the members of Duloth's Wheelwright Guild, which claims responsibility for the destruction of the old Thieves' Guild and is unlikely to tolerate competition from the blades. Though they are unaware whether Duloth actually helped take down the old guild, the Blades are more than aware of the threat that he presently represents, and have begun forming alliances with other groups in the town, should open warfare ever break out.

The guild is controlled by a Council of Assassins, each overseeing a separate district and band of killers. Membership is open to anyone who wishes to apply to the councilors, but the penalty for failure is steep. Those who fail to hold their own in combat against seasoned guild assassins are buried in unmarked graves and forgotten. Most Red Blades are human; there are few halflings, gnomes or half-orcs.

The Blades have only a single fixed meeting place, the Black Viper (T5); elsewhere in the city, the assassins gather or meet their clients wherever it is most convenient, and least likely to be disrupted by the authorities.

Typical Member: Low-ranking members are Rog1-5; senior members are Rog4-8/Asn1-5.

Leaders: Noria Verilath, Vol (see NPC Appendix).

GUILDS

As a city of artisans, Bard's Gate has numerous craft guilds, some of which are politically powerful. The following are the city's most prominent guilds; numerous smaller ones exist as well.

A typical apprentice is a Com1-3, while a journeyman is an Exp1-5. Guildmasters are Exp8-12; some are even higher, or have player character levels in addition to their levels in Expert. All have maximum ranks in Craft or Profession related to their guilds.

GEM CUTTER AND JEWELERS GUILD

This guild has long been headed by Borm Morgarm (H8) who has seen the success of the guild grow over his tenure. The guild sets the prices for gems both raw and cut, as well as handcrafted jewelry throughout Bard's Gate. Guild members also share information about criminal activities in the city, to help protect themselves against theft. The guild often employs outside adventurers and guards to help thwart the machinations of Bard's Gate's criminal element. Anyone who buys or sells more than 10,000 gp in gems and jewelry within the city must join the guild. Membership is 1,000 gp per year.

SCRIBES GUILD

Members of this guild are responsible for the preparation of official documents and legal papers within the city. The guild also aids in the detection of illegal documents and forgeries and transcribes legal proceedings. Most nobles and wealthy merchants in Bard's Gate have at least one guild member on staff; some nobles keep scribes simply to record their thoughts and draw up mundane correspondence.

Apprentice scribes take an oath of secrecy upon joining the guild. The oath states that the scribe will never reveal any of the secrets disclosed by employers, and is enforced by a *geas* cast by a member of the Wizards' Guild.

The current guildmaster is Livit Lockhardt (G12), who specializes in the transcription of magical texts. So far, Livit and the guild have taken a wait-and-see approach to the Lyre Valley Press and its odd "printing machine." The technology seems nothing more than a curiosity and not a threat to their position.

Guild membership is a mere 15 gp per year.

STONEMEN WORKERS GUILD

Stonemasons, bricklayers, sculptors and similar craftsmen are required to join the Stoneworkers Guild if they wish to work in Bard's Gate. The guild is highly respected, and its members are often employed to build structures and create decorations far from Bard's Gate.

The Stoneworkers are likewise known as one of the most incorruptible of the city's guilds. Prices for their services are fixed at a yearly meeting, and members face stiff fines if they violate either the guild's pricing guidelines or their code of conduct, which demands prompt, timely and professional services.

Barik (G13) is an almost legendary craftsman, and has led the guild for nearly 30 years. He works closely with city officials and helps them plan new construction in Bard's Gate, carefully making certain that new buildings fit the overall style and architecture of their existing neighborhoods. Barik is also known for his friendly, fatherly manner—he treats all guild members as equal, down to the most lowly apprentice.

Guild dues are based upon the member's skill. Laborers (Com1-3) pay 1gp per year; apprentices pay 5 gp per year, journeymen 10 gp per year, and masters pay 20 gp per year.

GLASSBLOWERS GUILD

In addition to glassblowers, this guild numbers crystal sculptors, glaziers, lantern makers and window hangers among its members. This guild is as well known for its feasts and revels as for its craftsmanship—in many ways the Glassblowers Guild is more of a social club than anything else. Just the same, guild members take great pride in their work. Guillome (G5) is the current guildmaster. Members of the Glassblowers guild pay annual dues of 5 gp.

CARETAKERS GUILD

Gravediggers, groundskeepers, coffin makers, coroners, mourners and others who deal with the dead and dying belong to this guild. Run by the cold-hearted elven undertaker Erlend (see NPC appendix), the Caretakers Guild is independent of any church, but has official license to inter the dead in the City of Ash. Religious officials and priests may preside over interments, but the actual task of laying the dead to rest remains with the guild. In addition, the Caretakers are also responsible for collecting and storing the bodies of the newly deceased.

The Caretakers are known to harbor a number of corrupt members, including those who make deals with necromancers to raise the dead or supply body parts for

illicit magic. Other members of the guild are rumored to be able to conceal the signs of murder or assassination and often work closely with the Red Blades.

Membership costs 5 gp per year for a journeyman or master, 1 gp per year for apprentices.

WEAVERS AND TEXTILE WORKERS GUILD

This loose guild includes almost anyone involved in the creation of cloth and textiles. Members range from impoverished weavers to dealers in fine cloth, and few have any qualms about competing fiercely with each other. Milago the Halfling (G6) was chosen as guildmaster for his relative innocuousness. A retired weaver, Milago has an excellent knowledge of the subject and does little to interfere in internecine struggles between guild members. Presently, the guild exists primarily to fix prices, but fines for violating price limitations are minimal, and most members treat guild prices as guidelines, or at least as a place to begin bargaining from. Membership in the guild is 1 gp per year.

RIVERMEN'S GUILD

This guild survives largely due to the efforts of Katrin (see NPC appendix), a druid who is credited with introducing gondola traffic to the city. Other river-folk prefer to work independently, and Katrin is often frustrated in her attempts to organize them. Traditional river pilots and boatmen find her a bit naïve, her visions of moonlit gondola rides, serenades and peaceful water traffic at odds with the reality of competition and waterborne trade.

Katrin has managed to keep all the gondoliers and a handful of law-abiding, businesslike boatmen in the guild, but many others refuse to join or pay dues, competing openly for business and ignoring any attempts by the guild to regulate prices.

Membership in the guild is 4 gp per year, which many rivermen consider to be outrageous, given the minimal assistance that the guild provides. Many refuse to pay, and Katrin may be fighting a losing battle in her efforts to bring the rivermen together into a single group.

THE BEGGAR'S GUILD

Most inhabitants of Bard's Gate would be surprised to learn that the city's beggars have their own guild. This is fine with the beggars, who prefer that their organization remain largely secret.

Though the guild makes some money from the actual business of begging, it has another side, one which brings considerable income to its leaders. While few notice

beggars, the beggars themselves notice much. Those in the know — merchants, criminals, spies and adventurers — use the beggars as extensions of their own eyes and ears, gathering information and watching the comings and goings in the city. The beggars' most precious commodity is knowledge, and little goes on in Bard's Gate that they do not eventually hear about.

Guildmaster Lucius Gromp (see NPC Appendix) oversees what amounts to a powerful espionage organization, sending guild members all over the city with instructions to listen and watch as they beg. Though most of these missions do not yield anything useful, enough good information is gathered — an idle observation, a whispered conversation overheard, a note or clue dropped in the street — for Gromp and his subordinates to make a tidy profit when sold to the right buyer.

Guild members must pay 1cp per week, plus a percentage of their begging income (ranging from 75% for apprentices, 50% for journeymen and 20% for master beggars) to the guild. In exchange for these rather steep rates, the beggar's guild provides food, shelter and clothing to those guild members who need them. Combined with the gold that Gromp makes from selling secrets, the beggars actually have a fairly substantial fortune, hidden in various caches throughout the city, only a small portion of which (2d10x100 gp) can be found in the guild hall (C13) at any one time.

Beggars who refuse to pay their dues are beaten by hired toughs, and more flagrant violations result in broken limbs. Few beggars manage to survive for long without the guild, so nearly all beggars in the city are guild members.

Gromp has spies and moles in almost every other Bard's Gate guild. Those who need information can seek him out at the beggars' guildhall, where they are asked to pay an amount based upon their own affluence and the importance of the information required. Gromp has no qualms about charging exorbitant rates to wealthy patrons.

BREWERS AND DISTILLERS GUILD

No alcohol is brewed, bought or sold in Bard's Gate without the knowledge and oversight of this guild. Nearly all tavernkeepers are members of the guild; only those who do not serve alcohol can escape the membership requirement. Anyone dealing in alcohol without guild approval will find themselves visited by hired thugs, who are not above reducing businesses to smoldering ruin.

Needless to say, membership in this guild is broad. Its size is actually something of a handicap, for the large number of members means that the guild is often encumbered by bureaucracy and its members

can rarely agree on anything. Official guild prices are not set — rather, a range of prices that a member can charge are determined by the type of alcohol he is selling, and this range can vary greatly.

The wealthiest member of the guild Ayn Vinewood (see NPC Appendix) also serves as the group's president, but he is generally considered little more than a figurehead, presiding over meetings and representing the guild at official functions. His own personal and family problems likewise distract him from the important business of running the guild.

Trouble has flared within the guild due to the feud between Brin Zwiescher and the Stoneheart Mountain Distillers. This feud threatens to tear the guild apart unless Ayn shows some real leadership. Both Brin Zwiescher and Gowan McKean are making alliances to take control of the guild — it seems likely that the guild might split into two factions, with McKean heading a new Distillers union, and Brin heading a Brewers' League.

The guild also has trade agreements with farmers and other associated industries, giving them discounts on purchase of barley, grains, hops, yeasts, barrels and other important items. Membership dues are 15 gp per year.

HERBALIST AND ALCHEMISTS GUILD

An old and venerable guild, the Herbalists and Alchemists grant licenses to practice healing and alchemical arts within the city, and also provide assistance to members in the form of laboratories, common store houses where materials can be purchased cheaply, and no-interest loans. The guildhall (G14) also contains an extensive library with many volumes of ancient, near-forgotten lore.

The guild's leader is chosen once per year by secret ballot of the master craftsfolk, but the guild's current mistress, Tanna Evesho (G14), has continued to win elections as long as any can remember.

Those seeking membership in the guild must pay 5gp, then must take a test of their knowledge from senior guild masters. Yearly dues are 10gp, most of which goes to the upkeep and maintenance of the guildhall and its library.

SOCIETY OF ARMS

The Society of Arms is a guild and fraternal association of fighting men and women. Anyone seeking employment as a mercenary, guard or watchman, or who wish to join the Lyreguard or Free Defenders must first qualify for membership in the Society of Arms.

Headquartered in the Market District, this Guild is run by Commandant Rahonse (See NPC Appendix) whose aids put applicants through a series of basic tests and exercises to determine their fighting skills. Once

accepted, the new member pays a one-time membership fee of 15 gp. The guild provides training to its members, and offers weapons and armor at a 10% discount from normal prices. The guild headquarters (M19) also serves as a hiring hall, where unemployed warriors can come to find employment with merchants, mercenary companies, adventuring bands and the like.

INNKEEPERS GUILD

Anyone who wishes to run an inn (defined as a structure where food and drink are served and nightly lodging is available) in Bard's Gate must join this guild. Yearly dues are a percentage of the inn's yearly income, and range from 10 gp for a small establishment to over 1,000 gp for a large, well-stocked multi-story inn.

Unfortunately, the Innkeeper's Guild is something of a joke in Bard's Gate, for many inns are simply fronts for underworld activities, or sources of profit for greedy nobles, and their owners are mere skills. Most inns do not maintain accurate accountings of their income, so the amount that the guild collects rarely if ever reflects the inns' real income.

In addition to its somewhat ineffectual role as an organization for innkeepers, the guild also loans out money at steep interest percentages, ranging from 15-30%. Guild members can borrow with little or no interest, and the curiously high default rate on these loans has brought much gold into the guild's coffers of late. Rumor has it that the guild has been buying properties all over Bard's Gate, though to what end no one is certain. Others claim that these purchases don't cover all the money that the guild is taking in, leading to speculation as to where all this gold is truly going.

THE TAVERNKEEPER'S ASSOCIATION

Most members of the Tavernkeeper's Association are also members of other guilds, such as the Innkeepers' and the Brewers' Guilds. This organization is more of a loose confederation than a true guild, but its members still wield considerable influence. Anyone who runs an establishment that sells food or drink must be a member of this guild; this includes open-air stalls, carts and other small businesses so, like the Innkeepers, the Tavernkeepers have a fairly large membership.

Those attempting to run a tavern or drinking establishment without the Tavernkeepers' approval soon find their casks broken in the street or their establishment ablaze. Some even suspect the guild of complicity in several major fires recently, but nothing has been proven so far.

The guild meets infrequently, and cares little for the quality of its members' goods, only that they are members and pay their dues. Membership in this

union is similar to that of the Innkeepers Guild, in that proprietors are charged a percentage of yearly profits. As with the Innkeepers, many businesses cook the books and don't honestly report their income, however. Vendors who sell from carts or stalls are charged only 1 gp per year.

THE HARLOT'S GUILD

Members of this large but discreet guild are known as the Sisters of the Merciful Touch (though a few men are also included in the harlots' ranks). The guild is run, with merciless efficiency, by Madame Toulon (G18). Though outwardly warm and cordial, Toulon is nevertheless a highly effective, no-nonsense businesswoman who never lets personal sentiment get in the way of good financial decisions. Her primary interest is the well-being of the guild and its members, and in this she is as uncompromising as she is skilled.

The guild's members are mostly women, with training and skills in many areas, both social and erotic. Despite the guild's name, its members are more courtesan than harlot, and are always in demand throughout the city as companions, escorts and lovers. Common streetwalkers are generally left alone by the guild, and must face the perils of their profession without its support. Toulon prefers members who bring substantial income to the guild. Dues for guildmembers amount to 5gp per year, plus a 25% cut of each member's nightly profits. As it is difficult to keep a close watch on guild members while they ply their trade, it is not uncommon for them to under-report their earnings, though doing so and being caught risks a hefty fine or expulsion from the guild. Without guild protection, former members are forced to ply their trade on the streets, with all the dangers that that entails.

Members who remain in good standing often end up becoming wealthy and well-known throughout the city, for Toulon often calls upon them to attend large banquets, state dinners and official events as entertainers, providing singing, dancing and performance in addition to their roles as escorts and companions. In general, it is considered somewhat gauche to openly notice or mention that an attendee at a lavish function is a member of the Harlot's Guild.

Madame Toulon at one time had close ties to Duloth of the Wheelwrights Guild, but today she will not stand to have the man mentioned in her presence, and no one is entirely sure why.

THE WIZARDS' GUILD

Though officially listed on the roles of Bard's Gate guilds, the Wizards' Guild is actually closer in nature to a secret society, since its leaders are unknown and information about its members is kept confidential.

Despite its name, the guild is open to sorcerers, wizards, bards and other practitioners of the arcane arts. Unlike many other guilds, membership is not mandatory, but the advantages of membership are such that few would refuse it. Members are allowed to purchase magical items and components at reduced rates, are given access to the guild library and facilities in the guild hall (G19). In addition, guild members are first in line for lucrative work with the city when magical assistance is needed.

The guild's leaders are a group of 33 called the Dominion Arcane. Though officially secret, many members of this elite band of 33 wizards and sorcerers are actually fairly well known — one cannot be a powerful arcanist in a city like Bard's Gate and avoid attention. Known members of the Dominion include such individuals as Velior, Andrigor, Manisool and the masters of the eight schools of magic and sorcery (see NPCs Appendix). Others are less well-known, and only members of the Dominion itself know the identities of all 33. Gatherings of the full Dominion are rare, as several of its members live elsewhere outside of Bard's Gate, their seats held in absentia.

As a rule, the Dominion stays out of the internal affairs of Bard's Gate, preferring to remain aloof from common politics and petty struggles. The health of the guild and its members, the furtherance of arcane studies, and the discovery of new magical techniques and spells are their primary interests. While members are often hired by city officials, and the guild is expected to participate in the city's defense if needed, they remain relatively uninvolved in daily matters. Certain members of the Dominion such as Manisool and Andrigor have their own interests as well, and on occasion these interests directly affect the city and its welfare, however.

The guild has three categories of members. Sorcerers and Wizards of 1st or 2nd level are apprentices, and usually serve as students and assistants to higher-ranking members. They also assist in the creation of scrolls and potions, and can be hired to perform basic magical functions for merchants, nobles and the Bard's Gate military. Once they have reached 3rd level, apprentices can apply for charter membership.

Charter membership is granted to wizards and sorcerers of 3rd level and higher. Charter members are allowed access to the Apprentice Tower (G19A). Here they may study and trade spells with other charter members or petition Dominion members for tutelage in higher level spells or the crafting of magic items. Charter members are sometimes asked to perform quests or aid in a search for spell components in exchange for an opportunity to study with Dominion members. Most guild arcanists are charter members.

The Dominion Arcane is limited to 33 members and open to membership by invitation only when a former member dies, resigns, or is declared dead by the surviving Dominion members. The Dominion has no official leader, though members are given one vote per caster level, so the higher-ranking members wield greater power in the council. The Dominion Arcane meets at the Tower of High Incantation (G19B). Only full Dominion members and their apprentices are allowed entrance to this tower.

Though it takes no active role in Bard's Gate's affairs, the Dominion nevertheless has eyes and ears through-

out the Duchy of Waymarch and beyond, including several different planes. Anything that might affect the Dominion is watched with great interest, and agents are often sent to investigate. The Dominion is also active in the search for relics, artifacts, new magic items, spells and other arcane matters.

Guild members are required to pay dues equal to 100gp per caster level. Aerial servants collect payments from members regardless of their location, and failure to pay results in suspension and eventually expulsion from the guild in extreme cases. Membership is for life, regardless of alignment, race or religious affiliation.

CHAPTER TWO

TENT CITY

This transient settlement began life as a semi-permanent encampment for travelers, barbarians and nomads who live in the vicinity. Outside of Bard's Gate proper, Tent City is rougher and more lawless, but is also a bustling trade center, where wandering merchants trade with tribes of nomadic horsemen, and contraband of all types changes hands away from the prying eyes of the city authorities.

There are few permanent structures in the Tent City, the most prominent being Fort Rendezvous, a provisoner's longhouse and sometime-home of the Longhunter rangers. The Tent City also includes the Stockyards, a sprawling lot jammed with livestock for sale and trade.

The tent settlement's exact layout changes constantly as new residents arrive and old ones leave. The Waymarch cavalry sometimes patrols the area, but in general the Tent City is beyond the reach of Bard's Gate's law enforcement.

LOCATIONS

TC1. BLACKFINGER'S DEVILS

This portion of the camp is far more regimented and organized-looking than the rest of the tent city. A banner bearing a green devil on a gold field flies above these evenly-spaced rows of military style tents, while nearby well-trained and -equipped men march in formation and engage in close-order weapons drill. At night, the camp is nearly silent, as the soldiers sit near their tents, drinking moderately and talking quietly. It is hard to believe that this is the encampment of one of the most celebrated and deadly mercenary units in the world.

Dennin Blackfinger (see NPC Appendix) earned his name when a magical mishap stained his fingers black. Though he does not draw unnecessary attention to himself, he has earned a reputation as a skilled battlemage and wily commander. In battle, he is tricky and resourceful, often winning combats through maneuver alone with minimal

risk to his men. He specializes in deceptive tactics and ambushes that dishearten the enemy and destroy their morale. Blackfinger is also cautious, and will not squander the lives of his men unnecessarily. This combination has proven successful, and he is as beloved by his men as he is famous for his tactics.

Blackfinger is aided by his spymaster and chief scout **Ash the Clever** and executive officer **Dante the Baleful**. Often these officers will command contingents of Blackfingers sent into battle, but separate units of Blackfingers will never take the field against one another. In such cases, both units will stand down and refund their employers' gold.

Anyone is welcome to join Blackfinger's mercenaries, as long as they are willing to work hard and follow orders. Those who aren't cut out for combat are employed as support staff, while warriors and skilled war wizards rise through the ranks quickly if their skills merit it.

Ash the Clever, male human Rog4/Ftr1: CR 5; hp 20; AL NG; Str 14, Dex 17, Con 10, Int 11, Wis 12, Cha 9; +1 *shadow leather armor*, +1 *rapier*, light crossbow, 3 *potions of invisibility*, masterwork thieves' tools.

Dante the Baleful, male human Clr5: CR 5; hp 38; AL N; Str 14, Dex 10, Con 14, Int 10, Wis 16, Cha 12; full plate, +1 *heavy steel shield*, +1 *warhammer*, *string of prayer beads*, *wand of cure light wounds* (caster level 5; 30 charges).

TC2. WATENGA

An important social center of the Tent City is this semi-permanent enclosure, where immigrant **Watenga** (see NPC Appendix) serves spicy roasted chickens and various potables, including a tasty brown ale of his own creation. A priest of Moccavallo, Watenga mixes his business with his faith, often speaking to customers about the essentially chaotic state of the universe and the need to accept and embrace its ever-changing nature. Most of this goes over the heads of Watenga's patrons, but they listen nonetheless, for his fare is quite good, especially in this neglected corner of Bard's Gate.

Though good-natured, Watenga is also something of a trickster, and unknown to most, is also a prime

Character: Tent City is a rough and tumble frontier encampment near the western walls of Bard's Gate. Its inhabitants include tradesmen, barbarians, furrers and woodsmen who bring their goods to the tent city to exchange for trade goods. Smugglers and less-reputable merchants also ply their wares here, where the authorities of Bard's Gate have little influence. Despite this, the settlement's inhabitants do a good job of policing themselves and serious theft is rare.

Businesses: Trading posts, taverns, stables, general merchandise, blacksmiths, horse traders, supplies for nomads and merchants.

Prices: Prices in Tent City average 10-20% higher than standard.

Gold Piece Limit: 200 in winter months, 400 for the rest of the year.

Building Type: The majority of structures in the Tent City are lean-tos, wall tents, pavilions, or yurts made of stretched animal hides. The few permanent structures are of longhouse design, made from stout logs with a smoke slit in the center of the ceiling and a strong bank of hot coals day and night for roasting game or warmth in the winter months.

Guard Details: The tent city's informal guard force is chosen from among barbarian warriors, rangers and plainsmen. Known as "dog soldiers," they take turns keeping an eye on the camp and making sure that disputes don't get out of hands and no blatant lawless behavior takes place. Dog soldiers are identified by the red armbands that they wear when they are on the job. To avoid tribal conflicts, the dog soldiers are selected from among a wide range of the tribes and bands who live in the tent city.

For people who live by few rules, these measures seem to be quite successful. The dog soldiers maintain good relations with both city guardsmen and Imril's knights. As most of the tent city's inhabitants don't want the city authorities encroaching on their encampment, the inhabitants do their best to obey the dog soldiers, turning over known criminals and fugitives when alerted to their presence.

A typical dog soldier is a Rng1-4 or Bbn1-4, with an occasional rogue or spellcaster. There are no standard armors or weapons — the soldiers simply use their normal equipment. The leader of the dog soldiers — called the booshway — is selected from among the various dog soldiers and serves a term of one month, during which he or she arbitrates disputes and oversees the other dog soldiers. Booshways are normally dog soldiers of level 5 or higher.

source of blue lotus flower and other illicit substances. Watenga sees no harm in this, as to him it is merely a way of spreading the worship of Moccavallo. He is, however, concerned about the influence of the Cults of Orcus and Set, and has been known to provide information on cult activities to both the authorities and to adventurers whom he sees as likely allies.

Watenga's mundane wares include spicy roast chicken for 5 sp and his trademark brown ale for 8 cp per mug. Those who are interested in his more exotic items can purchase blue lotus for 35 gp per dose or (when it's available) the more potent red lotus for 50 gp. Red and blue lotus are fully described in **Creature Collection Revised** by Sword and Sorcery Studios.

TC3. THE CUTTING BLOCK

This small tent is set apart from the others, near tent city's dirt racetrack. The tent is a patchwork of fur, cloth and leather, and the racetrack's boundaries are marked by a series of wooden stakes pounded into the ground. Horses are tied to the stakes as owners and betters look at them and determine wagers. Inside the tent, **Nadir Tragon** sits at a small desk and takes bets as his assistants chalk current odds on a framed piece of slate that stands on an easel near the entrance.

A former mercenary who lost his left eye to an arrow, Nadir is still thin and spry, with short curly hair and a face tanned by years in the sun. He seems much older than his 30-odd years. After being mustered out of his unit, Nadir found his way to the tent city and became a groom, tending horses for the barbarians, nomads and merchants. In time, he and an ambitious horse peddler decided to stage races to attract attention and possibly increase the value of their horses. To this day, Nadir remains Tent City's sole horse handicapper and bookie. Despite his alignment, Nadir pays in full and on time and has a reputation for honesty, though rumor has it that he is not above dealing in stolen horses, or occasionally feeding potions to certain animals to improve their performance.

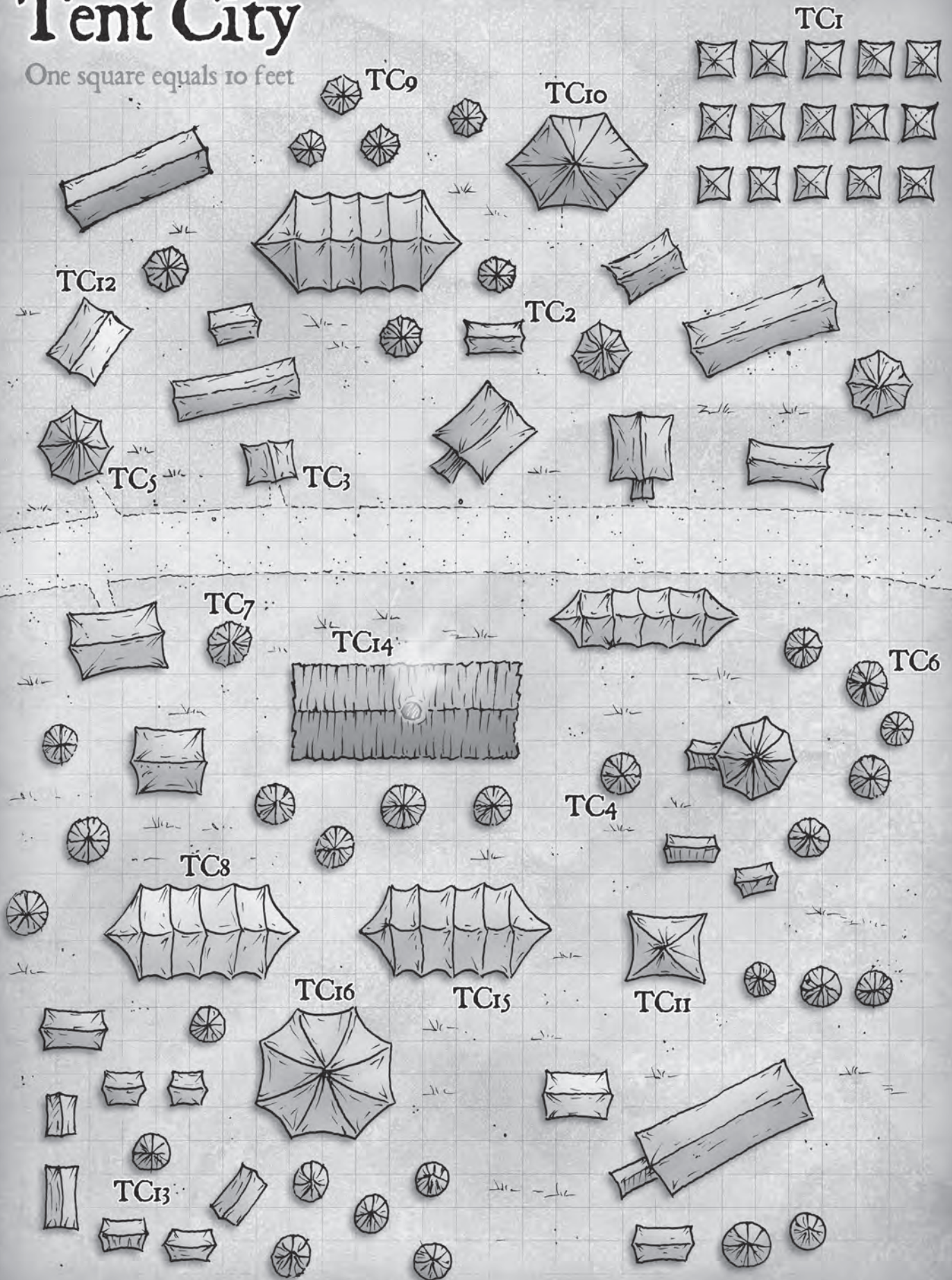
Nadir Tragon, male human Ftr3/Rog1: CR 4; hp 28; AL NE; Str 16, Dex 17, Con 15, Int 12, Wis 11, Cha 16; Appraise +8, Handle Animal +5, Ride +8; Deceitful, Negotiator; *dagger* +2.

TC4. THE GROUND BEAN

Okil sells a rich dark brew made from an exotic bean called cabb'e. His source for the beans is not known, but the brew has proved popular and is famous for its odd and pleasant aroma. He serves cabb'e cold for 4 cp per mug. A cup of cabb'e cures the effects of fatigue, but the drinker must sleep an additional 1d4 hours the following night or awaken fatigued again.

Tent City

One square equals 10 feet



Okil is a thin for a dwarf, and his braided red hair is graying, adorned with silver and platinum rings. After years of drinking his own product, Okil's teeth are stained light brown; in addition, he dresses in shades of brown. A rival of the Green Leaf (TC5), Okil is said to have hired ruffians to close that business down, but have so far met with little success.

Okil, male dwarf Exp5: CR 4; hp 27; AL CN; Str 11, Dex 13, Con 15, Int 14, Wis 14, Cha 12; Craft (alchemy) +11; Profession (brewer) +6.

TC5. GREEN LEAF

Okil's primary rival in the selling of non-alcoholic stimulants, **Sayid** sells a wide variety of teas, many of which are his own concoctions — infusions of several different leaves that provide a number of special benefits. He sells his teas out of a rough hide wigwam, which emits clouds of aromatic steam at all hours of the day and night.

Sayid is a rugged individual, dressed in a mottled green cloak, with his silver sickle always at his side. He has handsome, chiseled features, and always wears his long blonde hair in two braids. He carries numerous pouches, each stuffed with different herbs and tea leaves.

Sayid also sells dried bricks of his more mundane teas. Each brick weighs about a pound and makes 100 cups of tea. His more unusual teas are sold by the cup only, and their formulae remain Sayid's closely-guarded secret.

Teas served here include green tea (2 cp cup, 5 sp brick), jasmine tea (4 cp cup, 8 sp brick), black tea (3 cp cup, 6 sp brick), berry infused tea (3 cp cup, 7 sp brick), yerba mate (4 cp cup, 8 sp brick).

Sayid, male human Rgr3/Drd1: CR 4; hp 18; AL N; Str 10, Dex 13, Con 10, Int 14, Wis 17, Cha 15; Knowledge (nature) +10, Profession (herbalist) +9, Survival +8; Skill Focus (Knowledge [nature]); silver sickle, shortbow.

TC6. SPICED SEED

Jotolf is an old half-orc who took over his former master's business after strangling the cruel bastard with his own whip. He appears more human than half-orc, though his jaw is heavy and his teeth oversized and vicious-looking (he rarely smiles). He usually hides his features under a thick cloak and hood.

Born into slavery, Jotolf worked for countless merchants as guard and porter, and acquired a detailed knowledge of business practices, as well as a number of languages. Now, disguised as his old master, Jotolf travels from place to place, buying and selling spices,

and salting away his profits in the hope of one day becoming a wealthy merchant. He is fearful that he will be caught, though as time goes by fewer and fewer people remember his old master. His "shop" is nothing more than a large covered wagon, its interior redolent of many different spices. Despite the danger, Jotolf also runs a side-business dealing in poisons and other illicit items, though potential buyers have to earn the half-orc's trust before he will sell such things to them.

Spices for sale include black pepper (1 gp/oz.), bay leaves (1 cp/oz.), chives (1 cp/oz.), cinnamon (1 gp/oz.), cloves (1 gp/oz.), garlic (1 cp/oz.), oregano (1 cp/oz.), paprika (1 gp/oz.), saffron (6 gp/oz.), salt (1 sp/oz.), sesame seed (8 sp/oz.), thyme (1 sp/oz.), sage (2 cp/oz.).

Jotolf, male half-orc Exp3: CR 2; hp 13; AL NG; Str 18, Dex 10, Con 16, Int 11, Wis 13, Cha 9; Profession (merchant) +5; hide armor, pearl-handled silver dagger (250 gp).

TC7. DOLLS AND DICE

Always fascinated with the way things work, **Lindalin** eventually abandoned her arcane studies to become a full-time toymaker, selling dolls, toy soldiers, puzzles and other curiosities to nobles and wealthy merchants. She is an experienced illusionist, and also crafts magic items as well, including a *cube of illusion*, one of her most prized creations.

Lindalin casts various illusions on her tent, making it look like almost any small structure. The tent often sparkles with lights and brightly-colored images. She herself can change appearance almost instantly, appearing as a warrior one moment, a beautiful dancer, then as a scholarly old man or woman. In reality, she is somewhat plain and average in appearance, with a large nose and dull brown eyes, but few have seen her this way.

Lindalin crafts many different toys, trinkets, puzzles and even dice, many of which appear to move on their own. These toys range in price from 100-400gp. She is not above crafting the occasional set of loaded dice, which cost 300 gp.

Lindalin, female human Wiz4 (Illusionist)/Exp2: CR 5; hp 13; AL NG; Str 9, Dex 14, Con 11, Int 17, Wis 15, Cha 16; Craft (toys) +12, Knowledge (arcane) +8, Profession (merchant) +8; *cube of illusion* (see Magic Appendix), *wand of illusion* (24 charges), *robe of protection* +2.

TC8. CASTERAN'S CAKES

Inside this large tent is a stone pit filled with coals, where **Bjorn Casteran** cooks his famous skillet cakes. Thin, crispy and sweet, the cakes are cooked in hot grease and slathered in sugar or honey. Small tables and stools are scattered about the tent's interior.

Bjorn is a thin and gangly middle-aged man, dressed in a thick leather apron spotted with batter, flour and grease. His sun blonde hair is cut short, and he keeps his thin moustache oiled and pointed. His arms bear various scars and burns — through some claim that these were from his old, secret life as a wandering bandit and mercenary, they are in reality the results of mishaps with hot skillet or grease. His skillet cakes are known throughout the city and sell for a mere 2 cp each. Many have tried to copy his recipe, but none have yet succeeded.

Bjorn Casteran, male human Brb1/Exp5: CR 5; hp 43; AL CN; Str 18, Dex 12, Con 18, Int 10, Wis 9, Cha 9; Profession (cook) +10, Ride +8; *club* +1.

TC9. HONEY POT

Rachid has spent his entire life keeping bees, having been taught by his mother, a druidess and beekeeper in her own right. For most of his life Rachid kept bees, selling the honey to maintain a minimal livelihood.

Then one day, Rachid met a dwarven brewer, who informed him that honey can be fermented. Curious, Rachid brewed his first batch of mead, which was to be both his blessing and his curse.

Soon, Rachid was selling his mead for a tidy profit, but he also discovered a fondness for his own wares and within a few years was reduced to an overweight, toothless alcoholic. Though tending his bees (he has numerous hives located throughout the region) remains his chief joy, Rachid's physical condition makes it increasingly difficult to go about his rounds, and today he spends more and more time here, brewing mead and drinking a good portion of it himself. He has taken to hiring others to tend more remote hives for him, several of whom have begun to steal honey and sell it themselves.

Rachid is only a shadow of his former self — a large, overweight shadow, but a shadow nonetheless. Where once a powerful, red-haired druid strode the land and tended to its insects, today Rachid dresses in tattered hide armor to protect himself from bee stings, and his full head of hair has been reduced to a few pitiful wisps. He wears a gold ring (worth 100 gp) engraved with images of bees. He hopes one day to earn enough to buy his own tavern, where he can drink to his heart's content, but his tendency to consume his own mead makes this an unlikely outcome.

Rachid's honey costs 1 gp per jar. Honeycomb is 8 sp per ounce, and mead (by far his most popular product) goes for 2 sp per cup and 5 gp per gallon.

Rachid, male half-elf Drd7: CR 7; hp 10; AL N; Str 8, Dex 11, Con 6, Int 11, Wis 14, Cha 9; Craft (brewer) +5, Handle Animal +5, Knowledge (nature) +8, Profession (beekeeper) +11; hide armor, *ring of protection* +1, masterwork dagger whose pommel bears a piece of amber with a bee trapped inside (200 gp)

TC10. CURDLED BREW

A small herd of a dozen or so goats grazes in this crudely-fenced area. Beside the corral is a small shack, where **Jillian** sells goats' milk, cheese and butter. Jillian is a dedicated herdsman, and has taken on some of the characteristics of her flock. Her hair is blonde and shaggy, her face tanned, her eyes dark and watchful. She is also somewhat stubborn and contrary, though in general she deals politely with customers. Her goats have sometimes caused problems in the tent city, breaking free from their rough corral and running wild, forcing the dog soldiers to recapture and return them. Jillian sells milk (1 cp per gallon), cheese and butter (2 cp per pound).

Jillian, female halfling, Com8: CR 7; hp 17; AL NG; Str 9, Dex 12, Con 13, Int 11, Wis 13, Cha 16; Handle Animal +6, Profession (farmer) +11; walking staff, sling and pouch of stones, goat hide vest and breeches.

TC11. THE CLEANSED SPIRIT

This large tent, perpetually wreathed in clouds of white smoke and steam, is the home to members of a monkish order known as the Weth. An ascetic order devoted to the purification of mind and body. The Weth are also said to use the smoke and steam to communicate with ancestors and spirits.

The monks offer what they call spiritual cleansing at this tent as well. Senior monk **Haiweth** meets with clients and escorts them into the tent's interior, where he and the eight other **monks** (male human Mnk3, LN; *speaking with dead* 1/day) chant, calling forth the spirits as they ladle water onto the hot rocks in the center of the tent.

As the client relaxes, Haiweth and the other monks use their *speaking with dead* abilities to commune with the spirits and pass messages on to the client. The monks ask for a small donation in exchange for their services, but will turn no one away. No one is sure where the order came from or if there are any other Weth elsewhere in the world, and the Weth themselves are unwilling to discuss it.

Haiweth, male human Mnk8: CR 8; hp 36; AL LN; Str 15, Dex 17, Con 11, Int 12, Wis 16, Cha 16; quarterstaff; *speaking with dead* 3/day

TC12. THE TORN PAGE

A traveling bookbinder and scribe, **Asleif** travels the world in search of old scrolls, books and tomes, which she then copies and sells. A former rogue, Asleif almost perished in a robbery gone wrong, and began a new life as a scribe, learning as she worked. She married her husband Quynell and together they had three children.

When her husband was killed by a magically-trapped tome, Asleif swore to find and destroy such dangerous books, and began to study wizardry to aid in her quest. Her quest expanded to include dangerous and evil books such as the *Book of Vile Darkness*. Today, she continues her endeavors, selling her copied books and even working as a magical scribe creating arcane scrolls to earn a living. Her two daughters, Asral and Delean (Exp 2) and son Quynell (Exp 1) assist her in her business. They all have maximum ranks in Profession (scribe).

Asleif and her children sell books, scrolls, parchment, quills, inks and other writing implements and she will copy any book at a normal rate of 1 sp per page. She also scribes magical scrolls for wizards and sorcerers, but refuses to deal with those of evil alignment. Anyone who purchases scrolls or magical tomes from her must first swear that they will not be used for evil purposes. Currently, Asleif has heard a rumor that an especially evil tome can currently be found in Bard's Gate, and is working hard to locate it.

Asleif, female human Rog2/Wiz6: CR 8; hp 27; AL NG; Str 12, Dex 18, Con 13, Int 17, Wis 14, Cha 16; Craft (calligraphy) +15, Knowledge (history) +11, Knowledge (nature) +9, Knowledge (religion) +9, Knowledge (arcana) +11, Profession (scribe) +10; +1 quarterstaff *Quynell* (see Magic Appendix), dagger, *Asleif's Traveler's Tome*, ring of protection +3.

TC13. THE WANDERERS ENCAMPMENT

Amid the tangled maze of tents, ropes and guy wires lies this circle of brightly-painted house wagons, guarded by three snarling mastiffs. On one of the wagons is a sign reading "Mama Bobo's Palmistry and Divination." The encampment's inhabitants are swarthy individuals clad in vests and trousers. They wear many different holy symbols about their necks, and some appear to have some orcish blood.

The Wanderers are a band of half-orcs and various other individuals of mixed ancestry, who have sought shelter and companionship with each other after being driven from their respective homelands. Today, they travel as wagon-driving nomads, making a living doing odd jobs, entertaining, performing divinations. They are not above the occasional confidence game or act of thievery, either, but the Wanderers limit their larcenous activities to those who can afford the loss — they remember their own precarious state and the ravages of poverty all too well.

There are perhaps two dozen individuals of various ages in the camp. Prominent Wanderers include **Belonda**, a tough female half-orc who serves as the group's guard and muscle, **Tarrio**, a charming and skilled rogue who specializes in games of skill and pickpocketing and **Lolly**, a charming young woman whose charisma and pleasant looks can easily prevent a mark from keeping too close watch on his coin-purse.



All adult Wanderers have at least one level of Rogue, and most are Rog2-3. There are six children here who are non-combatants, but have some ranks in Sleight of Hand nonetheless.

Mama Bobo (see NPC Appendix) is the Wanderers' matriarch. A strange and twisted half-orc shaman, she is also a skilled diviner. Her wagon's interior is cramped, with room for only three people to sit around her tiny table. The walls are hung with colorful tapestries and silks. Here, she tells fortunes and — for a somewhat higher fee — casts divination magic for those seeking guidance.

Mama Bobo boasts that she can find lost treasures, see the future and reveal anyone's fate, as long as the price is right. More often than not, her divinations simply involve fortune telling with cards or casting a few minor spells, convincing her client that she has seen genuine visions of the future.

If a patron demands more, Mama Bobo grows more serious and professional. She will use scrying spells and divination magic to gather information, and make accurate predictions about the client and his future. She charges proportionately more for such services, but like her companions she uses a sliding scale, charging what the market will bear, based upon the client's relative apparent wealth.

If her spells don't get the required information, Mama Bobo may use her *deck of prophecy* (see New Magic appendix), a very powerful magic item that Bobo inherited from her mother, a powerful wizard.

Should Mama or the camp ever come under attack, any assailants will feel the full wrath of her magical abilities, as well as the fighting skills of the other Wanderers. Assailants are rarely killed, but are instead beaten senseless, their possessions taken, then handed over to the dog soldiers for justice.

Mama normally charges two gold pieces for a simple reading, spell cost for casting for other divination spells, and 500 gp if she uses her *deck of prophecy*.

Belonda, female half-orc Ftr4: CR 4; hp 42; AL CN; Str 19, Dex 16, Con 17, Int 9, Wis 15, Cha 10; +1 *greatsword*, +1 *chain shirt*.

Tarrio, male human Rog4: CR 4; hp 22; AL N; Str 11, Dex 16, Con 13, Int 13, Wis 18, Cha 16; +2 *short sword of wounding*, *ring of invisibility*.

Lolly, female human Rog2: CR 2; hp 10; AL CN; Str 12, Dex 17, Con 10, Int 15, Wis 14, Cha 17; *short sword*, *sling*, *potion of blur*.

TC14. FORT RENDEZVOUS

This longhouse is built of rough timbers cinched with clay. The odor of smoke and roasting meat usually wafts from its entrance. Fort Rendezvous is one

of the few permanent structures in the tent city, and has become the settlement's favorite meeting place, a combination of inn and trading post. This is a popular spot for the Longhunters and other ranger-types.

The structure is over 60 feet long and 20 feet wide, the roof peaks to a height of 15 feet with a narrow smoke slit in the center, immediately above a large firepit, where a log fire burns constantly. Nearby, a long table is laden with food and liquor of various sorts, with a pair of kegs at one end. **Colonel Portland** (see NPC Appendix), a jolly, red-faced giant of a man clad in a red plaid kilt, tends bar and oversees the locked cash box.

Several tables are scattered throughout the interior. Locals, commoners, woodsmen, druids and rangers dine and drink here, sometimes entertained by **Colonel York** (see NPC Appendix), a gray bearded man who sips from a silver flask and puffs at a long-stemmed pipe as he tells tall stories of his adventures.

Portland and York run this establishment with an easy hand, often regaling customers with tales of their journeys to the nearby Stoneheart Mountains, where they found a beautiful vale untouched by time and the outside world. There, streams were full of fish and the woods alive with game. The two used the wealth that they gained in the vale to build Fort Rendezvous. They often hint that a dangerous foe lurked in the vale, but they continue to refuse to reveal the vale's location.

The establishment sells food and drink at standard rates, as well as adventuring equipment such as rations, blankets, tents, lanterns, picks, rope, and some weapons.

TC15. SCENTS OF PASSION

A brightly-colored tent covered with elaborate patterns stands here. Inside **Rini Rohavi**, an exotically beautiful woman of unknown age, sits on a richly-woven carpet, offering for sale bottles and pots of oils and perfumes. Nearby stands her guard, **Wassan**, who wears a black mask and turban and carries a thick-bladed tulwar. He normally stands silent and entirely motionless as Rini bargains with customers. His silence is easily explained, as he has no tongue, and his loyalty is unquestioned, for he was once a bodyguard to Rini's father, a sultan from a distant realm. Should Rini ever be in danger, Wassan will defend her to the death.

Rini's perfumes and potions are of the highest quality, and sometimes are even infused with a bit of magical essence, enhancing the user's charisma and attractiveness to the opposite sex.

Rini Rohavi, female human Sor6: CR 6; hp 30; ALN; Str 12, Dex 13, Con 14, Int 14, Wis 12, Cha 19;

dagger, *ring of protection* +2, *ring of minor spell storing (blur)*, *necklace of adaptation*, 4 vials *oil of slipperiness*, 3 vials *perfume of masking*.

Wassan, male human Ftr4: CR 4; hp 27; Str 16, Dex 12, Con 13, Int 13, Wis 11, Cha 7; masterwork tulwar (treat as greatsword), *bracers of armor* +2, *amulet of natural armor* +1.

TC16. FILINI THE RUG MERCHANT

This tent contains piles of rugs of every description, from simple mats to elaborate carpets. **Filini** (see NPC Appendix) is a strange-looking individual

whose silk rugs are becoming famous throughout Bard's Gate. Unknown to the populace at large, Filini is an aranea sorcerer, and the rugs are of his own making, produced in the dead of night while the rest of the city is fast asleep.

Despite his alien nature, Filini is no threat — rather, he is quite fascinated by human nature and by the culture of the demihuman races. He is talkative and friendly, often asking extremely detailed and often bizarre questions of his customers. If his true nature is ever discovered, Filini will move on and sell his wares in another city. His prices range from 5 cp for a simple woven mat to 1,000 gp for his largest and most elaborate carpet.

CHAPTER THREE

MARKET DISTRICT

The Market District is referred to as one of the Adventurer's Districts, because of its high population of visiting adventurers and explorers. The Market District gets its name from the fact that it was the location of the original open air market outside the canals of the old city. Added to the city when the wall was first built, the Market District has kept its character as a location for merchants rather than craftsmen, filled with taverns and inns. The West Gate provides an exit to the city onto the Merchant Road to Reme.

The southern end of the quarter, near to the Canal District, is far rougher and seedier; this district was recently badly damaged by fire.

GENERAL LOCATIONS

MARKET WAY

This long thoroughfare runs the length of the Market District, from the West Gate through the Guild District, until reaching the King's Bridge of the Bridge District and central island. The Market way is crowded day and night with travelers, merchants and caravans of raw materials and finished goods moving into and out of the crafters city. Traffic is managed by Market Watch who do their best to keep commerce flowing into and out of the city.

MARKET BRIDGE

The Market Bridge leads across the Western Canal into the Guild district. **Wilie**, an elderly halfling member of the Market Watch collects a toll of 1 cp for each wagon, travois, or sedan chair that passes across the Market Bridge. Wilie makes sour wisecracks and comical greetings to all who pass him by, but does not fail to recognize a face.

Wilie, male halfling War3: CR2; hp 10; AL NG; Str 15, Dex 12, Con 11, Int 14, Wis 12, Cha 9; studied leather, sling.

MOON STREET

This semicircular street runs between the western wall and the inner market area. Though not as wide as the Market Way, Moon Street is frequented by locals who wish to avoid the hustle and bustle of busier streets. Many of the more interesting small shops of the Market district are located on Moon Street. This street also offers a quick route to the Canal District and the North Wall.

GRAND PLAZA

The grand plaza is the largest open market inside the walls of Bard's Gate. For the most part it is a traders market dealing in everything from metals and uncut gemstones to cotton and wool and other raw materials barter and trade with professional brokers and buyers for the various guilds or private craft shops. Often items bought outside the gates in the Tent City are resold for a substantial profit here in the Grand Plaza. Unless visitors are looking for a sweet deal on several tons of rare Kemitan cotton they would be better off seeking out some of the fine craft shops, or enjoying a pint or three at one of the fine local taverns.

GROCERS PLAZA

This plaza consists of open air markets that trade in fresh fruits and vegetables, eggs, cheeses, and dried meats. The Plaza is ringed by a bakeries and butcher shops and the Pasha's Pillow, a restaurant whose claim to fame is having the freshest food in all of Bard's Gate, which is true, as the foodstuffs prepared there are bought directly from the Grocers Plaza and seasoned with spices from the Spiced Seed in Tent City.

THE TRIANGLE

The Triangle, so called for the conjunction of three busy streets, is surrounded on all sides by curiosity shops. Most deal in low-priced knickknacks and trinkets for visitors and tourists. Stalls with good luck charms,

Character: This section of the city is busy with the coming and going of merchants and the bustle of vendors selling their wares. The streets are full at all hours of the day and night. Houses are generally new and well maintained, except closer to the Canal District. Though many of the shops close their doors at night, the taverns and alehouses stay open quite late. The district is lit by lamplight. The streets are wide to accommodate carts, which are frequent. The main streets are set with stones, though the lesser streets and alleys are packed dirt.

Businesses: Unnumbered buildings in this district are most likely bakeries, produce and livestock merchants, butchers, fish mongers, sellers of salted meats, stables, sellers of beasts of burden or small, nondescript taverns, alehouses and inns. There are very few buildings that are only residences, as those that do live here do so above their shops.

Prices: Standard except where otherwise noted.

Gold Piece Limit: 100 gp unless where otherwise noted.

Building Type: Most buildings are made of wood and plaster and are two-story, with a shop on the bottom level and a residence on the top. The district also contains a number of larger buildings—including several inns and a number of stone towers.

Guard Details: This quarter is heavily patrolled, both by the district's well-trained watch and by the Lyreguard as they come and go to the Keep from the West Gate. In addition, there are almost always mercenaries and sell-swords accompanying merchants or seeking employment.

The Market Watch, a lightly armed force that oversees traffic and petty squabbles in the Market area is typically armed with clubs, saps, and slings. The Market Watchmen wear studded leather armor and hardened leather caps under a distinctive robin's egg blue cloak. A typical Market watch patrol consists of 1d4+2 War1, led by a War3.

The Market Watch is generally friendly to newcomers and freely offers directions if asked. Although not a challenge to dangerous foes, the Market Watchmen are more than adequate to break up squabbles between local merchants. If they are ever seriously threatened they know that the Lyreguard or Gatesmen are only a whistle away from coming to their aid. The Market Watch are paid out of a tax collected at the market bridge.

whistles, miniature lead and tin soldiers stand side by side with vendors selling bottles of beer and meats of uncertain origin cooked on sharpened skewers.

BURNT SECTION

This area of the Market District was recently the victim of a fire that destroyed two complete blocks of the south market. The fire is rumored to be the work of an arsonist that has been plaguing the city. Others claim that it was the result of a miscast arcane spell that released a powerful fire elemental.

MERCHANT'S CIRCUS

This plaza's nickname comes from the multitude of brightly-colored vendor's carts and wagons that are crammed here, each vying for buyers' attention. Merchants and their hawkers — often elaborately dressed — loudly proclaim the quality of their goods and offer unbelievable bargains. Some perform or even use minor magic to attract buyers; as a result the place is a chaotic tumult of color and motion at all times.

SHOPS AND BUILDINGS

M1. THE WEST GATE

These massive iron-reinforced wooden gates stand open during the day and are closed at night. A squad of 8 Gatesmen (Ftr1 or War2) stand watch here at all times. They are commanded by a lieutenant (Ftr3). At night, visitors are challenged and must state their business before being allowed in.

The gatehouse is a three-story stone structure with a crenellated roof. Normally a company of 2d6+4 Gatesmen and a captain (Ftr4) are garrisoned here, along with a pair of ballistae, that can be quickly constructed and used if the gate comes under attack.

M2. NIGHTGATE INN

This overpriced and rundown inn has the advantage of location. Latecomers are often forced to take rooms here rather than search for other lodging. A small stable to the rear accommodates riding horses, but not wagons or heavily laden pack animals.

Proprietor **Torrie Dixson** is a wiry halfling with a thin moustache and oily hair. He stands outside of the inn and aggressively sells rooms to any who come through the gate after dark. He charges 1 gp a night (he claims that the normal rate is 2 gp, but that this is a "special" rate), plus a surcharge of 1 gp per horse per night.



The inn is three stories and contains 30 sleeping rooms. Though most rooms are usually full, there are few repeat customers. Rooms are poorly cleaned and maintained, and Torrie's food is bland, made to feed large groups such as porridge or stew. Torrie often recycles leftovers, though he takes pains to conceal this. To his credit, Torrie knows that his primary customers are late arrivals, and so always has food available, despite its quality.

Torrie's minimal wares include Brin Zwiescher ale (3 cp per mug during the day, 5 cp per mug at night) and porridge or stew (2 sp per bowl during the day, 3 sp per bowl at night).

Torrie Dixon, male halfling Exp4: CR 3; hp 10; AL N; Str 8, Dex 16, Con 10, Int 15, Wis 12, Cha 17; Profession (innkeeper) +10.

M3. THE PRIDE OF THE MARCH

The shield of the Grand Duchy hangs over the door of this martial looking brick building. A sign on the door reads *Private Club — spellcasters and other undesirables unwelcome*. The Pride is run by **Sergeant Vassale**, a hard-drinking, hard-fighting retired campaigner and drill instructor, who knows most soldiers and fighting men of Bard's Gate by name. Membership at the Pride is by invitation, open only to soldiers and other warrior-types. Others are served one drink and asked to leave; this request is enforced by some of the club's higher-ranking members.

The interior of the tavern contains simple tables and chairs, long benches and a hearth where a fire always burns. The walls are hung with campaign banners and weapons, and the bar features liquors from many different lands, including expensive elven wines and dwarven ales.

Vassale has a stern demeanor until someone gets to know him or earns his trust, at which point he can become a very powerful ally. His one true weakness is that he is one of the few individuals in town that actually enjoys the taste of Brin Zwiescher ale. Rumor has it that he was dismissed from the infantry for striking a cowardly superior officer. After working for a few years as a mercenary, he settled in Bard's Gate to open his tavern.

Vassale keeps his earnings in a lockbox in his upstairs apartment. It currently contains 500 gp, a 100 gp gem, five 50 gp gems, campaign ribbons, a treasure map that leads to Rappan Athuk and a distinguished service medal from the Grand Duke for bravery and heroism. The item is priceless to Vassale. Vassale often sits up after the tavern closes with a bottle of whiskey and drinks to his fallen comrades, sometimes with company, most often alone. A second lockbox under the bar contains the daily take, an average of 6d20 sp and 5d20 gp.

Vassale's wares include March Rye Whiskey (bottle 2 gp, glass 8 sp, shot 2 sp), Brin Zwiescher Ale (mug 5 cp), Red Eye Fortified Wine (bottle 1 gp, glass 2 cp), Rhemian Brown Rum (bottle 3 gp), the Duke's Wack Reserve (bottle 3 gp), elven wine (bottle 100 gp, glass 1 gp) and dwarven black stout (bottle 1 sp, mug 1 cp).

Sergeant Vassale, male human Ftr5: CR 5; hp 37; AL LN; Str 17, Dex 15, Con 14, Int 11, Wis 10, Cha 14; Profession (Bartender) +4; +2 *longsword*, +1 *banded mail*

M4. THE FELLED OGRE

A wooden sign bearing the image of an ogre teetering on one leg hangs in front of this busy inn. Frequented by adventurers, travelers and mercenaries, the Ogre is a large, clean two story building in the heart of the Market District run by **Durst Hammerhand**. A large bald man with a ring in each ear and a huge steel glove upon his ham-sized fist, Durst can usually be found behind the bar. Durst gained notoriety for felling an ogre (whose head is now pickled in a jar behind the bar) with a single blow of his fist. His masterwork steel gauntlet was made for him by an impressed patron and his masterwork axe is a family heirloom.

The inn offers clean rooms for 5 sp per night, or 2 gp per week and 7 gp per month. Meals include eggs, bacon, bread, roast beef, roasted chicken, meat stew and a good full grain bread for around 2 sp per meal. Potables include Brin Zwiesher's Ale (mug 4 cp), Hammer Hand Whiskey (bottle 1 gp, glass 6 sp, shot 2 sp), Heart of Aeulyn Brandy (glass 4 sp), Goldsberrie Wine (glass 1 sp, bottle 5 gp), and vinewood port (glass 1 gp).

The rooms are cared for by **Sylnry**, who secretly provides Duloth with information on all who stay here. Durst's wife, **Aileen** cooks the food, and two stableboys (Com1) care for the horses.

Durst Hammerhand, male human Bbn2/Ftr1: CR 3; hp 27; AL NG; Str 18, Dex 12, Con 16, Int 10, Wis 10, Cha 9; Profession (Innkeeper) +6; masterwork silver gauntlet, studded leather armor, masterwork greataxe.

Sylnry, female gnome Rog2: CR 2; hp 7; AL CN; Str 8, Dex 18, Con 11, Int 13, Wis 14, Cha 16; Gather Information +9, Profession (barmaid) +6; +1 *dagger*.

Aileen, female human Com3: CR 2; hp 5; AL NG; Str 9, Dex 9, Con 10, Int 11, Wis 12, Cha 13; Profession (cook) +6.

M5. HELMAN'S BAR

Run by the loveable and gregarious ex-adventurer **Helman the halfling**, this eponymous watering hole is hopping with activity into the small hours of the morning. Helman himself is a whirlwind of action, mixing drinks and socializing with patrons as he runs along a platform built behind the bar that allows him to stand and talk to humans on their own level. Rumor has it that a former mage and adventuring companion enchanted the casks of the bar so that they would never run out of ale. In support

of this rumor, the casks behind the bar display Speigle the mage's personal rune.

Because of Helman's friendly nature, his bar has become quite popular with the nobility, especially with female nobles. Helman has become quite a lothario, improbably — though correctly — linked with dozens of liaisons with notable women of the city. He is a local celebrity and his conquests are the (whispered) talk of the town.

Helman has no desire to return to an adventuring life, though it is nearly impossible to get him to stop telling tales of his past. He lives in a plush apartment above the bar, basking in his popularity and success.

The bill of fare here includes Heart of Aeulyn Brandy (glass 4 sp), Vinewood Port (glass 1 gp), Brin Zwiesher's Ale (mug 4 cp), Stone Heart Reserve Whiskey (glass 5 sp, shot 2 sp), Speigle's Vinyard Wine (bottle 7 sp, glass 2 sp), and Speigle's Own Ale (pitcher 5 sp, mug 5 cp).

Helman, male halfling Rog9: CR 9; hp 45; AL N; Str 10, Dex 20, Con 12, Int 16, Wis 10, Cha 18 (22); Balance +12, Bluff +16, Diplomacy +15, Disable Device +13; Escape Artist +13; Hide +21; Move Silently +17, Open Lock +15, Search +15, Tumble +17; +2 *short sword*, 4 small daggers, *ring of protection* +3, *bracelet of charisma* +4, *dust of disappearance* (6 doses).

M6. THE SELL-SWORD TAVERN

Frequented, as the name implies, by mercenaries and swords-for-hire who sit here awaiting employers to enter with offers of work, this busy tavern serves basic food and many of the local beers and ales. In addition to long tables and benches, the Sell-Sword also includes several curtained booths where mercenaries and potential employers can discuss business.

Former mercenary brothers **Tarkon** and **Kel** abandoned their old profession and opened this tavern. Here, though the money isn't quite as good, they are at least safer, and today they live in pleasant chambers on the tavern's second floor. Drunkenness and brawling are not tolerated, as Tarkon and Kel like to maintain a professional and businesslike atmosphere.

Here, diners can feast on a big joint of "miscellaneous" meat for 3 sp, whole roast chickens for 5 sp, or drink Stoneheart Double Black Vodka (shot 1 sp, glass 4 sp, bottle 12 sp), Sell Sword Pale Ale (flagon 3 sp, pitcher 5 sp) and, of course, Brin Zwiesher's Ale (mug 4 cp).

Tarkon, male dwarf War5/Exp2: CR 6; hp 37; AL CN; Str 17, Dex 8, Con 14, Int 11, Wis 13, Cha 8; Profession (bartender) +12; Cleave, Power Attack.

Kel, male dwarf War6/Exp3: CR 8; hp 49; AL CN; Str 15, Dex 10, Con 13, Int 12, Wis 12, Cha 12; Gather Information +10; Profession (bartender) +8; Alertness, Improved Initiative.

M7. POLDÓ'S DYES AND PIGMENTS

Poldo manages what appears to be a simple ink and dye shop in this cramped two-story building. His wares are basic, his prices unremarkable, and his shop badly cluttered and disorganized. He is a good-natured bumbler, and his fingers are stained with the inks he creates. His legitimate goods are sold for standard prices. Despite his apparent ineptitude, Poldo is in reality a skilled forger, and this is where he makes his real money.

Poldo works for criminals and unscrupulous merchants, forging tax documents, contracts, bills of sale, inventories, accounting ledgers and the like. Needless to say, Poldo does not advertise, relying instead on word of mouth. Anyone who wishes to obtain forged documents says that they are looking for "doppelganger ink," which alerts Poldo to their true intentions.

Poldo charges a minimum of 25 gp for a simple signature, 50 gp for a common document and 100 gp for a complicated document or signature of an important individual. A full set of bills of lading, account books, permits, tax records or similar official documents cost anywhere from 200 to 500 gp.

Surprisingly, Poldo is not connected to Duloth. Duloth is wary of the forger, fearing he could be revealed were Poldo ever found out.

Poldo, male half-elf Exp5: CR 4; hp 17; AL CN; Str 9, Dex 16, Con 8, Int 13, Wis 16, Cha 14; Craft (inks and dyes) +8, Forgery +12; Skill Focus (forgery).

M8. THE INN OF SIX CANDLES

The **Inn of Six Candles** is the destination for those seeking fine dining in the Market District. Popular with nobles, wealthy merchants and adventurers, the inn is located on prime real estate, and provides diners with a picturesque view of Bard's Gate's canals. Inside, soft magical lighting illuminates hardwood tables and comfortable chairs, and outside a pleasant courtyard boasts several small tables for more intimate dining during the spring and summer months.

Prices are steep, but to the nobles and wealthy folks of Bard's Gate, they are well worth it. Rooms are 3 gp per person per night, 25 gp per week and 90 gp per month. The full eight hour spa treatment is 100 gp. Horses can be stabled for 3 gp per night, 18 gp per week and 60 gp per month. The inn's famous 10 course meal is a full 20 gp per person, while luncheon is a bit cheaper at 5 gp.

Only the finest wines, ales and spirits are served here, and include Parnubalen Wine (glass 6 gp, split 12 gp, bottle 25 gp), Goldsberrie Rose Wine (glass 1 gp, bottle

8 gp), Vinewood Cabernet (glass 2 gp, bottle 12 gp), Stoneheart Extra Reserve Whiskey (glass 1 gp) and Silver Wick Amber Ale (pint 1 sp). The ubiquitous Brin Zwiescher Ale is considered far too plebian to be served at this distinguished locale.

A. LOBBY

The inn's concierge, known only as **Charles** sits at a desk, taking reservations, relaying messages, arranging for rooms, and receiving payment. Rooms are 20 gp per person per night, and include full service and meals. Charles' brother, **Wilfred** carries bags and does grunt work while professional guard **Clayton** watches the door and checks weapons. Normally, patrons are not allowed to keep their weapons, but there are occasional exceptions (see below).

Charles, male human Exp3: CR 2; hp 19; AL NG; Str 11, Dex 11, Con 10, Int 14, Wis 17, Cha 18; Profession (innkeeper) +12; Skill Focus (Profession [innkeeper]).

Wilfred, male human Com2: CR 1; hp 8; AL N; Str 18, Dex 14, Con 15, Int 7, Wis 6, Cha 5.

Clayton, male human Ftr3: CR 3; hp 22; AL NG; Str 18, Dex 12, Con 16, Int 12, Wis 11, Cha 9; Cleave, Power Attack, Quick Draw; *chainmail +1 [glamoured]*, greatclub, sap

B. DINING ROOM

Maitre'd **Manuel** obsequiously escorts patrons to their seats. Each table is set with a candelabra holding six candles, and the inn is famous for its 10 course meal, which costs 10 gp per person. Beautiful waitresses and handsome waiters, clad in spotless tabards embroidered with six candles see to the guests' every need. The room is dimly lit by several *continual light* spells that are replenished each night.

Local notables including members of the Silver Spear and even Cylyria and Imril are regulars here, often served personally by master chef **Fillipe**. Both **Fillipe** and **Manuel** are extremely sycophantic, fawning over well-known patrons, often to the exclusion of others.

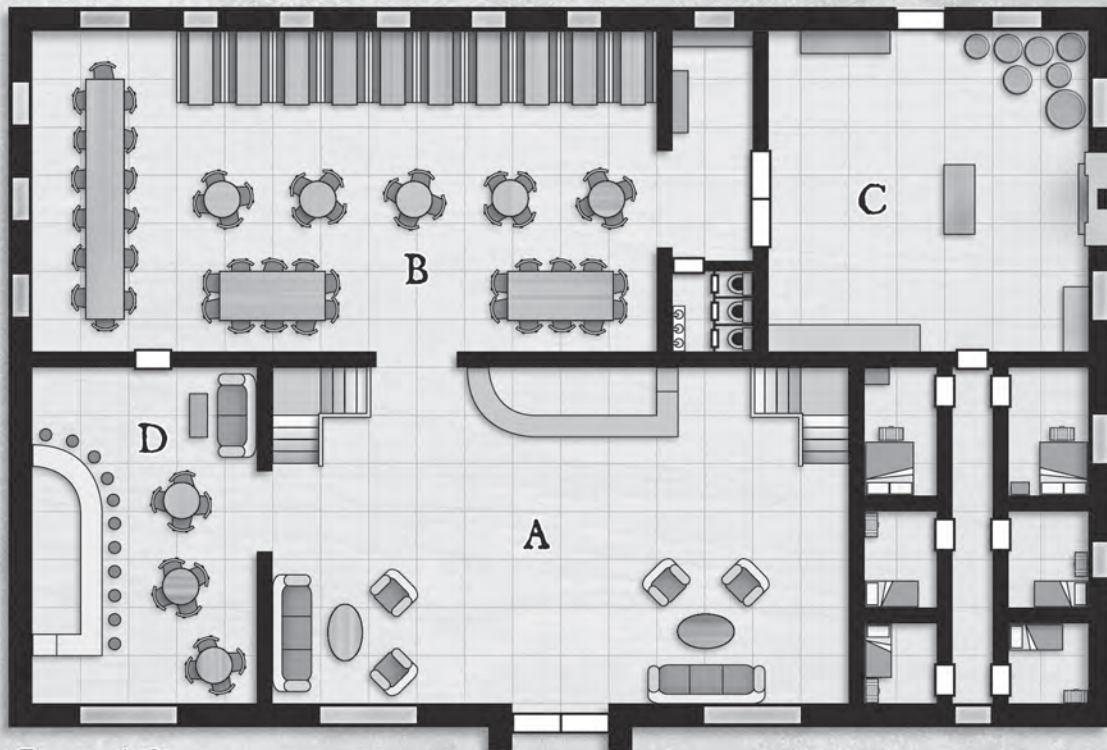
Manuel, male human Exp6: CR 5; hp 21; AL LN; Str 10, Dex 13, Con 11, Int 14, Wis 14, Cha 16.

C. KITCHENS

Master chef **Fillipe** oversees a staff of a dozen, and makes sure that no patrons receive the same combination of dishes twice. Though he is something of a tyrant in the kitchen and his sycophantry is annoying, **Fillipe** lives up to his reputation, and his creations, from pastries to roasted boar, are nothing short of legendary.

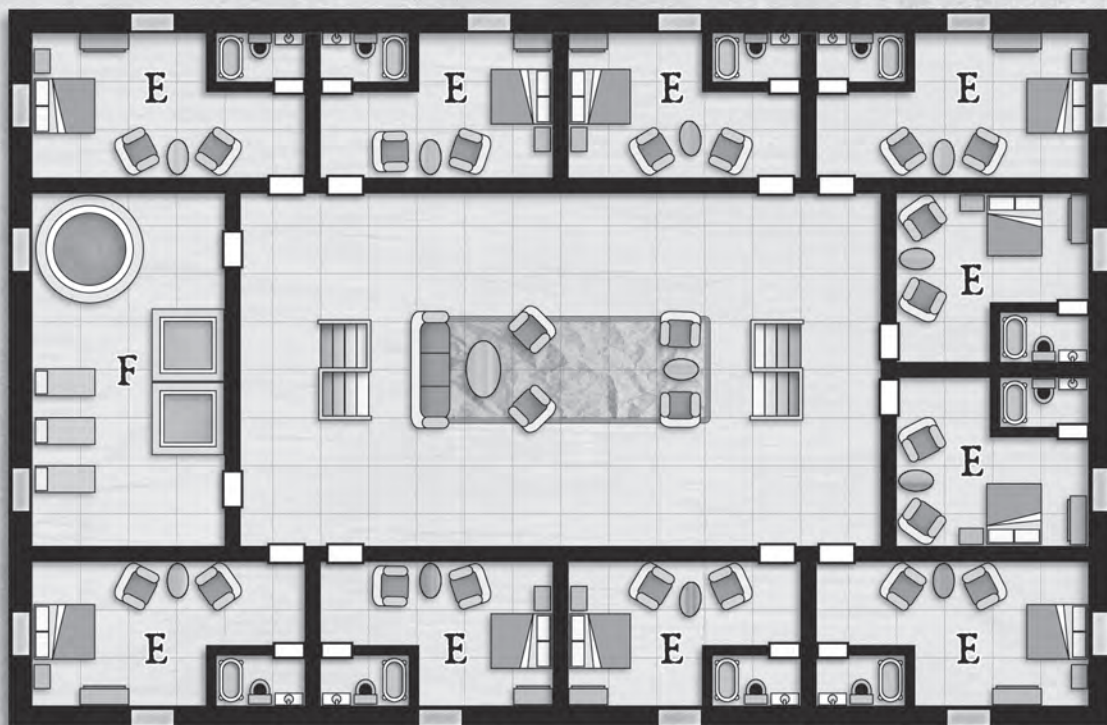
Fillipe, male human Exp10: CR 9; hp 35; AL LN; Str 10, Dex 15, Con 11, Int 15, Wis 17, Cha 10; Profession (cook) +19; Skill Focus (Profession [cook]).

Inn of Six Candles



Ground Floor

One square equals 5 feet



Second Floor (Second and Third floors are identical)

D. BAR

Wealthy patrons gather here to drink exotic potables, smoke pipes, share conversation, play cards and watch nightly performances by skilled musicians and bards. Local celebrities and notables are frequently seen here, including the company of the Silver Spear, holding court with adoring younger adventurers, regaling them with wild (and possibly false) tales of derring-do. Clayton and the other managers hold Strathian and his company in awe, and allow the Silver Spear members to retain their weapons while at the inn.

E. ROOMS

The inn has 20 suites available for rent. Each suite is equipped with a sitting room, dining room, private bath with full plumbing, and a large canopy bed. Rooms on the east side of the building also have views of the canals and the Temple of the Silver Harp, and cost an additional 5 gp per night.

F. SPA

The inn's spa is located on the second floor. Here, tired patrons can receive massages, sit in hot or cold plunge pools, or relax in the sauna. The full treatment includes massage, mud bath and sauna, and is equal to a 24 Heal check for purposes of regaining lost hit points.

M9. PIES AND PUDDINGS

This rundown shop with no windows is only open occasionally, but even so its meat pies and blood puddings are the talk of Bard's Gate. What no one knows is that the proprietor, **Lasker** is a fiendish murderer, who abducts children (usually orphans from the Canal District) and uses them in his culinary creations.

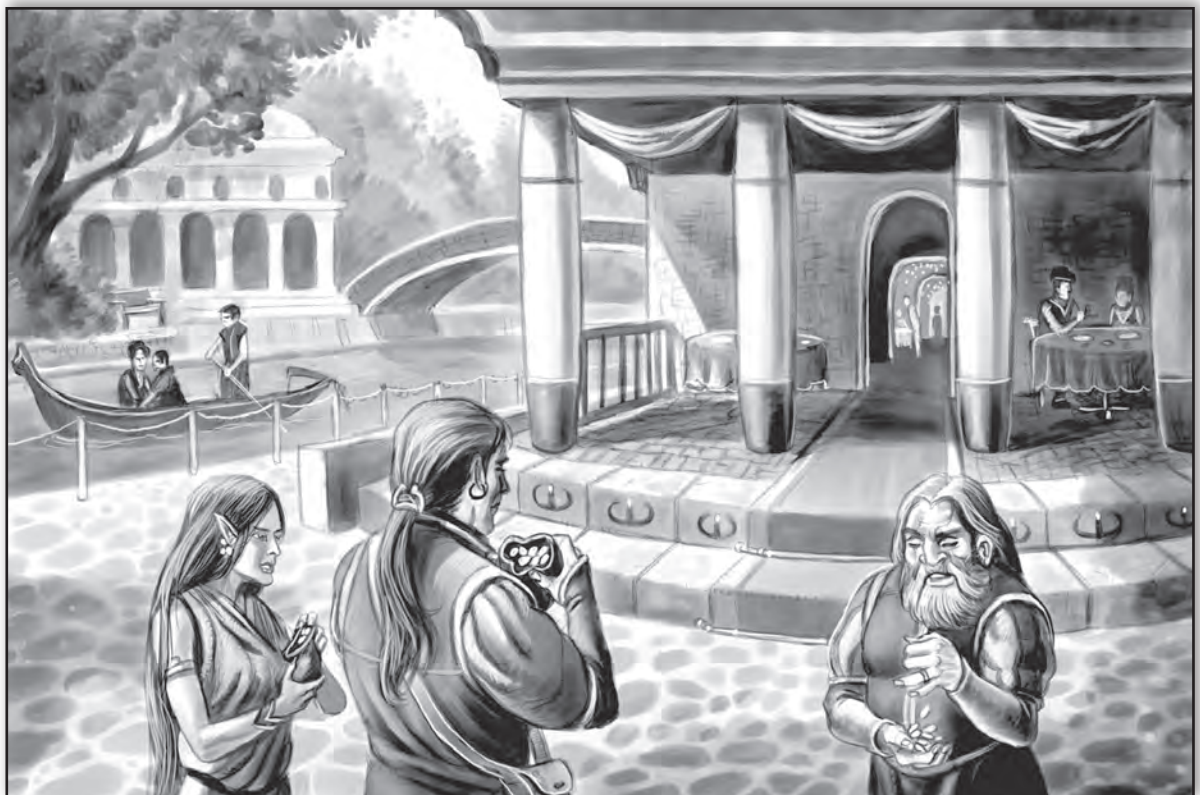
The urge to kill overtakes Lasker every 60 days or so. The basement of his shop has an entrance to the sewers hidden beneath several loose floorboards. As a cover, he makes a show of selecting the best meats from the various vendors in the market, which he uses in his pies when they don't contain body parts.

Lasker's meat pies cost 2 sp each, kidney pies are 3 sp each and blood pudding is 3 sp. Each of these serves two, and has a 5% chance of containing meat from one of Lasker's victims.

Lasker, male dwarf Rog3/Exp3: CR 5; hp 38; AL CE; Str 12, Dex 14, Con 17, Int 11, Wis 16, Cha 8; Bluff +9, Craft (baker) +7, Disguise +5, Hide +14, Move Silently +8, Spot +9; Weapon Focus (kukri); +1 keen kukri.

M10. THE PAASHA'S PILLOW

Managed by a mysterious easterner known only as The Paasha, this tavern and restaurant serves many exotic dishes including fatoush salad (2 sp), beef gyro (4 sp), chicken curry (2 gp), beef with chutney (1 gp), chicken



crepe with paprika and yogurt sauce (8 sp), cuscus and braised lamb (3 gp), gilded palm date wine (glass 2 gp, bottle 10 gp). Other dishes are served as well, with the menu changing constantly, and are similarly expensive. The tavern is thick with the smell of incense, and foreign slave girls dance for patrons as they eat.

In reality, The Paasha is actually the wizard **Fervin**, former member of a bandit gang who ambushed a merchant caravan loaded with treasure sent by a southern prince as a bride price for his wife-to-be, the daughter of a noble of the Forest Kingdoms. Fervin's greedy compatriots claimed all the gold and jewelry, leaving Fervin with what they took to be "worthless" leftovers — jars of spices and silk scarves and pillows. As it turned out, the spices were nearly priceless, and soon Fervin was wealthy enough to take a new identity and start this prosperous business in Bard's Gate. His cutthroat pals have long since squandered the gold from the caravan, and today Fervin lives in fear that they will return to claim a cut of his profits.

Fervin, male human Wiz6: CR 6; hp 17; AL NE; Str 11, Dex 10, Con 10, Int 15, Wis 12, Cha 14; Profession (Innkeeper) +12; Silent Spell, Still Spell; *wand of deep slumber* (42 charges), *scarab of protection* +2.

MI. XACANTHIA'S MAGICAL TRANSCRIPTIONS

This comfortable wooden house serves as a place of business for **Xacanthia**, a willowy and quiet elf. For 50 gp per page (higher for elaborate documents or calligraphy), Xacanthia transcribes any document, making an exact copy. She does not copy magical writings, nor will she knowingly participate in fraud or forgery. She does on occasion secretly make a copy of the document either for her personal library or to sell to the priests of Thoth.

Xacanthia claims to do the transcriptions by hand, using magic only to translate languages, but in fact she uses a spell called *transcribe* which she found on an obscure scroll. She refuses to teach the spell to anyone. She has mastered the spell so she does not even have it written down.

Xacanthia, female elf Wiz4: CR 4; hp 10; AL LN; Str 7, Dex 16, Con 8, Int 16, Wis 10, Cha 12; Craft (Calligraphy) +6, Profession (Calligrapher) +4.

MI2. MAR'S MAGICAL POULTICES

Mar an aged but vibrant half-elf woman creates elaborate and magical-seeming remedies which she sells from a cramped shop on the bottom floor of her home. This shop is a local favorite, and many swear by the curative powers of Mar's creations though they

are in reality nothing more than common salves and balms. For 10-100 gp (decided by Mar at her whim) she produces a cream or poultice to address any ailment or condition. Mar's apprentice, an orphan named **Anala** lives in the shop and delivers Mar's concoctions to patrons throughout the city.

Mar's one truly effective product is her hangover cure — a grainy green paste that is applied to the eyelids, temple and tongue. Known as *Mar's Wondrous Recuperative Medicine* (or simply "Mar's green"), the remedy costs 3 gp per dose and cures hangovers and fatigue effects immediately. Several rivals seek the recipe, though Mar guards it closely. Mar loves Helman (M5) and gives him a personal supply of *Mar's green* for free.

Mar, female half-elf Sor2: CR 2; hp 5; AL CG; Str 8, Dex 11, Con 10, Int 16, Wis 14, Cha 13; Craft (alchemy) +8.

Anala, female half-elf Exp1: CR 1/2; hp 3; AL CG; Str 9, Dex 12, Con 11, Int 14, Wis 13, Cha 14.

MI3. THE BEAST AND BOW

A wooden sign painted with the image of a displacer beast and a bow hangs outside this smallish two story wooden house. **Brendus**, a short and solidly built human, offers his services as a professional hunter. For 25 gp (more for larger or more dangerous game) he leads expeditions into the wilderness beyond the city.

The heads of an owlbear, dire wolf, dire bear and hell hound adorn Brendus' walls, and in his main room is a stuffed displacer beast upon which he has built a desk. Brendus specializes in hunting magical beasts since his wife was killed by a displacer beast. His son **Flint** accompanies any expedition.

Brendus, male human Rgr5: CR 5; hp 34; AL CG; Str 17, Dex 16, Con 12, Int 15, Wis 15, Cha 11; Knowledge (nature) +6, Knowledge (Geography) +7, Survival +9; Precise Shot; masterwork composite longbow (+3 Str), studded leather armor; 10 +1 arrows, +1 shortsword, dagger.

Flint, male half-elf, War1: CR 1/2; hp 6; AL CN; Str 15, Dex 14, Con 14, Int 13, Wis 11, Cha 12; Survival +2; Track; composite longbow, leather armor.

MI4. PHIDIAN'S TOWER AND WORKSHOP

Phidian (male human Exp16, N), an aged master sculptor of great renown, resides in this modest tower within a walled enclosure, and his small workshop stands nearby. The courtyard contains a number of smaller statues. Many temples and official buildings within the

city of Bard's Gate are graced with Phidian's work. Some of his apprentices, such as Utello the gargoyle sculptor, have gone on to considerable fame. Phidian feels some professional jealousy toward his old student, but keeps his true feelings stoically to himself.

Phidian uses the finest materials in his creations and does all work by hand, never resorting to magic. He refuses simple or mundane jobs, preferring larger and more complex public works or unique sculptures for wealthy clients. As he grows older, Phidian has a vision of creating his life's masterpiece, and is currently searching for a patron with deep pockets.

Phidian, male human Exp16: CR 15, hp 37; AL N; Str 9, Dex 18, Con 9, Int 14, Wis 15, Cha 10; Appraise +16, Craft (sculptor) +23; Skill Focus (Craft [sculptor]).

MI5. ANDRIGOR'S TOWER

Andrigo (see NPC Appendix) lives alone in this tower, occasionally taking on students and doing odd jobs for city leaders. He only allows mages to study here if they have a personal recommendation from Cylyria or a guild master.

Though outwardly he is something of a recluse, Andrigo actually takes a keen interest in the welfare of Bard's Gate. He is a member of the Fellowship of Note, and his tower serves as an emergency meeting place for that group.

MI6. THE BESTIARY

Bard's Gate's zoological gardens are located at the northern end of the Market District. Surrounded by a 10-foot high wrought iron fence, the Bestiary contains strange and exotic animals and beasts from around the world. Most of its exhibits are relatively benign in nature, including foreign animals such as elephants, lions, bears, monkeys, snakes and the like. These creatures are kept in mundane enclosures. More exotic creatures are on display here, too. These include a rust monster, shambling mound, a mated pair of displacer beasts, several dire animals and an otyugh, all kept in specially reinforced magical cages.

Admission is 1 sp per person. The Bestiary is overseen by **Silfus Sharp hoof** (see NPC Appendix), who manages a staff of human rangers. As many of the Bestiary's creatures were found wounded and nursed back to health, Silfus has developed a deep personal affection for his charges, and encourages a similar attitude among his staff. Dangerous creatures are nevertheless treated with respect and caution, as more than one keeper has met his end at the snarling jaws of one of the displacer beasts. Staff are normally armed with crossbows and quarrels treated with poisons or tranquilizing substances.

The Bestiary is as much a botanical garden as it is a zoo, with lush vegetation from many lands lining the paths, reflecting the natural habitat of the creatures in nearby enclosures.

MI7. TOWER OF VELIOR

This graceful tower overlooks the western banks of the canal. Apparently smooth and featureless, the tower appears to glow with soft silvery light when struck by moonlight. Up close, the tower is actually covered with flower and leaf patterns, inscribed so cunningly as to be almost invisible from a distance.

The tower is home to the world-famous elven craftsman **Velior** (see NPC Appendix). Here he crafts staves, wands and rings that are legendary for their quality and beauty. Despite this, Velior is a recluse who only deals with the outside world through his waiting room, which is located on the ground floor of the tower.

Visitors are allowed in only by appointment, made through Velior's apprentice **Syrele** (see NPC Appendix). When visitors arrive, a door in the side of the tower opens, admitting them to the waiting room. Inside are couches and plush cushions, and the eastern wall is transparent from the inside, affording a magnificent view of the outside world.

Syrele, a beautiful elven woman, discusses visitors' requests and relays their messages to Velior. Clients are usually expected to provide all materials themselves; if Velior has to do so, they will cost 50% more than normal. If Velior approves the request, he will create the item requested for the standard cost.

Many outsiders have sought to invade Velior's sanctum, seeking the riches and magic items that they are sure are hidden here. So far, none of these miscreants has returned, though some claim that their screams can still be heard on quiet nights.

MI8. THE LAST STOP

The Last Stop is a funeral parlor run by **Queltin**, a member in good standing of the Caretaker's Guild. He is often charged with retrieving corpses from the neighborhood and seeing to their disposal. In such cases, Queltin is allowed to keep any possessions that the corpse might retain; otherwise, disposal costs are paid by the city. The parlor contains an oven for disposing of pauper's corpses, as well as a small chapel and workshop where Queltin's staff builds caskets.

Queltin, male human Com3/Exp5: CR 7; hp 24; AL NE; Str 10, Dex 12, Con 11; Int 13, Wis 12, Cha 13; Profession (undertaker) +14.

M19. SOCIETY OF ARMS

This is the Bard's Gate fighters' guildhall. Located on the edge of the Market Plaza, it is surrounded by a ten-foot crenellated wall, patrolled by guild fighters at all hours.

Inside the enclosure are training facilities, hiring hall, barracks, mess hall, an armory and stables. The barracks house 40 warriors each. Warriors are segregated — one barracks is for men, the other for women. Guild members eat in the communal mess hall.

Commandant Rahonse (see NPC Appendix) is a stern and unforgiving old war-horse. After retiring from the Waymarch Cavalry, he took his pension to found the Bard's Gate fighter's guild. Here, he oversees the training and aids in finding employment for guild members. His quarters are located on the second floor of the men's barracks, but he is usually found in his offices at the hiring hall.

Merchants, nobles, mercenary leaders and others seeking sellswords come here each day, posting their requirements or interviewing those warriors who wish employment. On average, there are 5d6 War1s and 2d6 Ftr1s available at any time. Higher-ranking warriors are also available, though not as often. Standard prices are 2 sp per day per level for warriors and 4 sp per day per level for fighters, but these are negotiable depending upon mission, conditions and length of service.

M20. WOODIE'S WOOD BOX

Wollus "Woodie" Farbin and his sons **Leif** and **Twigg** create fine wood furniture in this spacious and well-maintained shop. Woodie's work is popular with the wealthy citizens of Bard's Gate. All items are hand-crafted and carved, inlaid with mother-of-pearl and decorated with nature and wildlife scenes. Woodie's wife **Delis** deals with customers and takes orders.

Woodie is also a collector of rare and exotic woodcarvings from as far off as the dangerous Archipelago of Bonjo Tombo (See *Dead Man's Chest* by Necromancer Games).

Woodie's base prices can vary by as much as 500% depending upon the quality and materials required. Sample base prices are hardwood chests (2 gp), iron-bound chests (4 gp), chairs (2 gp), small tables (8 gp), large tables (12 gp), and inlaid hardwood jewelry boxes (20 gp).

Wollus "Woodie" Farbin, male halfling Exp6: CR 5; hp 21; AL NG; Str 11, Dex 18, Con 9, Int 13, Wis 15, Cha 11; Craft (woodworking) +14, Knowledge (nature) +10; Skill Focus (Craft [woodworking]).

Leif, male halfling Exp1: CR 1/2; hp 4; AL NG; Str 9, Dex 12, Con 14, Int 13, Wis 13, Cha 12; Craft (woodworking) +3.

Twigg, male halfling Exp1: CR 1/2; hp 2; AL NG; Str 10, Dex 13, Con 10, Int 11, Wis 12, Cha 13; Craft (woodworking) +2.

Delis, female halfling Com3: CR 2; hp 7; AL NG; Str 8, Dex 11, Con 10, Int 13, Wis 15, Cha 14.

CHAPTER FOUR

GUILD DISTRICT

This district is the heart of the mercantile quarter in the western portion of the city. It is home to numerous guildhouses and craftsmen, housed in a number of large old stone buildings. Most notably, this district is home to city's most influential (and criminally-minded) guild, the Wheelwrights and their leader Duloth.

GENERAL LOCATIONS

GUILD STREET

This street leads to Guildhall Court, and is lined with the headquarters of several major guilds. Most shops in the district are located here as well.

GUILDHALL COURT

Guildhall Court is a circular plaza ringed by several prominent guildhalls, including the Wheelwrights.

ARMAMENT ROW

This street is home to some of the finest armor- and weaponsmiths in all of Bard's Gate. The sound of ringing hammers fills the air during the day.

SHOPS AND BUILDINGS

GI. COAT OF MAIL

A small mannequin dressed in a suit of cheap mail stands outside this shop. **Culver Ringsmith** crafts chainmail items of moderate quality, specializing in Small-sized armor. He sells his armor at the standard price.

Culver Ringsmith, male halfling Exp2: CR 1; hp 4; AL LG; Str 10, Dex 14, Con 10, Int 13, Wis 14, Cha 11; Craft (armorer) +8.

Character: The Guild District bustles with activity as representatives of various mercantile and trade organizations meet and confer, making deals, buying and selling, overseeing investments and seeing to the welfare of their members. Warriors, mercenaries and city officials are often here as well, purchasing weapons and armor from the smiths of the district.

Businesses: Most large guilds maintain their headquarters here, in opulent stone guildhouses. Wealthy craftsfolk and merchants also operate here, where their wares are taken by distributors or guild representatives for export or sale in Bard's Gate. In addition, this district is home to many weapon- and armorsmiths.

Prices: Prices can be 5-10% higher than standard PHB costs unless otherwise specified due to taxes and tariffs.

Gold Piece Limit: 800 gp unless otherwise noted.

Building Type: Buildings in the guild district range from palatial guildhalls to more modest stone structures. Even many lesser buildings bear decorative carvings and elegantly-painted wooden embellishments, however, and the district is indeed one of the most aesthetically-pleasing in Bard's Gate. Influential merchants and tradesmen also make their homes here, close to the center of their business.

Guard Details: Most guilds maintain their own force of guards to oversee their business interest. In addition, property owners in the district are required to contribute to the maintenance and upkeep of a force of trained professional guardsmen known as the Merchant Guard. There are about 100 merchant guards who patrol in teams of two. They wear studded leather armor and are armed with short swords; most are Ftr 1-2 or War 1-3, but some also have a rogue level or two, and sometimes moonlight as freelance contractors for various guilds. It is generally known that the Merchant Guard are susceptible to bribes, and can easily be persuaded to look the other way as needed.

G2. THE KEEN EDGE

The door of this shop is carved with the image of a notched axe. Inside, axes line the walls and weapon racks of this low-ceilinged shop. The sound of metallic hammering echoes in the enclosed space, often accompanied by dwarven curses and loud bellows. The air inside the shop is hot and close during the day.

Thayco Manslayer creates axes of normal and masterwork quality. Though he is rude, foul, smelly and short-tempered, Thayco nevertheless crafts fine weapons and is quick to give advice to would-be adventurers. “Stick tha’ broad edgy part into tha giant’s hindquarters — that’ll cut ‘em down ta size!” is one such piece of advice, and Thayco can be guaranteed to provide more of the same if one stays in his shop for long.

Thayco charges standard price, even for masterwork weapons, but doesn’t get on well with spellcasters and so never sells magical weapons. Thayco’s biggest vice, besides his foul temperament, is gambling, and during the evening he is often found at the Fortune’s Fool (T1), squandering the day’s profits. Recently, Thayco has begun to enjoy bare-knuckle fighting, even to the point that he has sponsored a pugilist named **Booginz**. If he thinks that one of the PCs might make for good sport, he will even offer to arrange a fight between the two at the Fortune’s Fool. Should the PC win, Thayco may drop Booginz and try to manage the victorious character instead, a scheme that is bound to come to no good, especially given Thayco’s lack of basic social graces.

Thayco Manslayer, male dwarf Ftr4: CR 4; hp 41; AL CN; Str 17, Dex 14, Con 16, Int 10, WIs 11, Cha 6; +1 greataxe, light crossbow, chainmail.

Booginz, male half-orc Bbn3: CR 3; hp 32; AL CN; Str 18, Dex 16, Con 14, Int 8, Wis 11, Cha 8; greatclub, two shortswords, leather armor.

G3. THE IRON STANDARD

A beautifully crafted steel kite shield hangs from the door of this large shop. A maker of finely-crafted shields of all types, **Wareth Drumstrike** has considerable skill and taste, creating his wares from only the finest metals and hardwoods. Wareth tests each shield with a bolt from his heavy crossbow — normally in front of the customer — before sending the shield on to **Menoen the Limner** (TW12) to have the customer’s crest or motto engraved. Wareth charges 25% over standard price for his steel and iron shields, wooden shields are at normal price. He can create masterwork shields as well, also for standard masterwork price plus 25%. The shields that he and Leanne make are truly works of art, and well worth the additional cost.

Wareth Drumstrike, male dwarf Exp2/Ftr2: CR 4; hp 24; ALLN; Str 15, Dex 12, Con 14, Int 13, Wis 13, Cha 8; Appraise +4, Craft (shield) +10, Profession (shieldmaker) +5; Skill Focus (Craft [shield]); masterwork chainmail, masterwork heavy crossbow, +3 tower shield.



G4. THE BARD'S LUTE

The Bard's Lute is a medium-sized inn run by **Eltern**, a half-elven bard. The inn's accommodations are excellent for the price and Eltern also serves decent enough food and drink, including Brin Zwiescher ale (mug 5cp), Lute Stout (ping 5cp), fried battered cheese (platter 1 sp) and fried mushrooms (platter 1 sp). Those looking for full meals or fine dining usually have to go elsewhere, but Eltern keeps a clean and pleasant inn, so few object. Rooms are 3 sp per night.

Eltern, Male Half Elf, Ftr3/Brd1: CR 4; hp 23; Str 9, Dex 16, Con 10, Int 15, Wis 17, Cha 12; AL NG; Perform (lute) +6, Profession (Innkeeper) +6.

G5. THE LEADED LANTERN

The half-elven craftsman **Guillome** specializes in objects crafted of glass and fine crystal. Glass curios of all sorts line the interior, and not a speck of dust blemishes this glittering spectacle. Guillome's wares include crystal figurines, decanters, bottles, goblets, wine service, lamps, prisms and similar items.

Guillome is known for his exquisite craftsmanship, but it is not widely known that he is also a skilled illusionist. His "special" customers know that Guillome also creates potions to go in his beautiful bottles, and also makes items that can easily be enchanted and transformed into true magic items, such as *chimes of opening*.

The Leaded Lantern is popular with local nobles and merchants, and also serves as the bimonthly meeting place of the Glassblower's Guild, of which Guillome is one of the most famous members.

Guillome, male half elf Wiz8 (Illusionist): CR 8; hp 20; AL NG; Str 8, Dex 16, Con 10, Int 18, Wis 14, Cha 17; Alchemy +8, Craft (glassblowing) +9, Profession +9 (merchant); Skill Focus (glassblowing); *wand of invisibility* (30 charges), *amulet of displacement*, *ring of protection* +1.

G6. THE WOVEN STRING

This shop is highly specialized, but nonetheless maintains a steady clientele. A sign bearing a harp and bow hangs above the door, and inside **Milago** sells fine strings of all sorts, from strings for musical instruments to stout sinews for bows of all sorts. Milago is something of an artist. His strings are made of wire, gut, sinew, giant hair, dragon beard, phase spider web and many other exotic materials.

Milago counts many famous bards and marksmen among his customers, and he has even been called upon by the city of Bard's Gate to craft heavy cable strings for the Free Defenders' ballistae and other siege engines. He will restring any instrument or weapon for 100-300 gp, and as long as these strings remain unbroken, the item can be treated as masterwork.

Milago also sometimes employs adventurers to seek out exotic materials for use in his business.

Milago's shop also serves as headquarters of the Textiles and Weavers guild, though they meet only infrequently.

Milago, male halfling Rog2/Exp2: CR 3; hp 14; AL CG; Str 11, Dex 18, Con 11, Int 15, Wis 16, Cha 11; Craft +10 (weaving), Profession (merchant) +7; Skill Focus (Craft [weaving]); *shortbow* +1, *20 +1 arrows*, *potion of invisibility*, masterwork harp.

G7. THE BRAIN PAN

Darius Dougel crafts fine helmets in this richly-appointed shop. He is often in the market, shopping for raw materials, including unusual plumage that he uses to make decorations for his helms. Many of his more elaborately-decorated items never see combat, but are used in ceremonial functions only. Darius can still craft a fine functional helm, however, and is eager to work with warrior-types to create especially unusual headgear.

Darius' customers include many mages and priests, who enchant his masterwork helms to create such items as *helms of telepathy* or *underwater action*. Darius' prices for a masterwork helmet with rare decoration and inlay start at 50gp, and can easily go as high as 500 gp depending upon its quality.

Darius Dougel, male dwarf Ftr1/Exp3: CR 3; hp 23; AL N; Str 16, Dex 11, Con 12, Int 13, Wis 11, Cha 8; Appraise +4, Craft (armor) +10; Skill Focus (Craft [armor]); *helm of natural armor* +2 (functions as helm, but adds AC bonus as *amulet of natural armor*)

G8. SCALED DOWN

Amaryllis Silverfeet is renowned throughout Bard's Gate and beyond for the quality of her armor. She specializes in scale armor, but it is for her masterwork armor, crafted from the scales of dragons, that she is best known. These she collects herself, though she usually hires adventurers to help her, giving them first pick of the dragon's horde so long as she gets the scales. So far, none of her companions have ever objected to this arrangement. Currently, she is gathering adventurers to hunt an ancient black dragon said to haunt the mountains to the north.

Amaryllis charges 55 gp for a normal set of scale mail and 105 gp for spiked scale. Masterwork dragonhide scale is 410 gp, and spiked masterwork dragonhide scale is 510 gp. She also makes masterwork shields for standard price, double for dragon scale.

Amaryllis Silverfeet, female halfling Ftr10: CR 10; hp 73; AL LN; Str 16, Dex 18, Con 14, Int 11, Wis 10, Cha 12; Craft (armor) +14, Knowledge (dragons) +5; *twin* +2 *hand axes*, +3 *shadow scale mail*, +1 *dragonscale shield of spell resistance* (19)

G9. RINGS OF STEEL

Brothers **Fawar** and **Shelen Tshaziq** create beautiful chain mail items of all sorts, from full suits or armor to coifs and even personal decoration. Inside, the brothers' wares are on display on armor racks, manikins and shelves, and out back the clanging of steel can be heard. The two seem to almost literally weave chainmail like cloth, often using their magic to *haste* to complete orders far faster than other armorers.

The brothers provide chainmail of both standard and masterwork qualities, and will produce elven chain, enchanted armors and the like as special orders.

Sheleln Tshaziq, male elf War2/Wiz6: CR7; hp 44; AL CG; Str 12, Dex 16, Con 10, Int 17, Wis 14, Cha 14; Craft (armor) +16; Skill Focus (Craft [armor]); *mithral chain shirt* +2, *longsword* +2, *ring of invisibility*, *boots of speed*.

Fawar Tshaziq, male elf War3/Wiz5: CR 7; hp 38; AL CG; Str 14, Dex 14, Con 11, Int 16, Wis 16, Cha 15; Craft (armor) +12, Craft (bows) +6; *studded leather* +1, *longbow* +3, *20 +1 arrows*, *3 potions of haste*, *boots of speed*.

G10. WHEELWRIGHTS GUILD HALL

The doors to this, the headquarters of the most influential guild in the city, are carved with the likeness of chariot wheels. Under the leadership of **Duloth** (see NPC Appendix), the Wheelwrights have grown powerful and prosperous, but few outside the guild know that it has also become the biggest criminal organization in Bard's Gate, supplanting even the old thieves' guild, whose destruction was rumored to be the work of Duloth himself.

The main floor of the building contains meeting halls, a library and chambers that house membership rosters and official documents. Duloth himself lives in private chambers on the second floor. He is normally guarded by a squad of burly drovers (Ftr4/Rog1). When Duloth is not here, his private secretary **Zalatha** (see NPC Appendix) handles business and takes messages.

Duloth rarely engages in any nefarious activities here, preferring to run criminal activities from other locations. The Hidden Lady (T4) is the center of his narcotics distribution operations, and Skuldudger's Cutlery (C4) serves as a clearinghouse for stolen goods, and also a place where thieves and rogues can buy equipment such as lockpicks, rope, grappling hooks, glass cutters and the like for their criminal endeavors.

G11. GEM CUTTER AND JEWELERS GUILD HALL

This luxurious guildhouse is headquarters to one of the most prosperous of Bard's Gate's guilds, the Gem Cutters and Jewelers. President **Borm Morgarm**

(See NPC appendix) spends most of his days here, overseeing guild membership and consulting with other master craftsmen. Despite the opulence of the building, there are no treasures here to speak of. It is merely a meeting place designed to show off the wealth of its members.

G12. SCRIBES GUILD HALL

A single conical-roofed tower rises from this limestone-faced brick building. Those seeking employment as scribes are tested here, and given a license to practice their trade in the city if their skills are sufficient and they have the required guild dues.

Livit Lockhardt is the current master of the guild and most days can be found in his office, located on the top floor of the tower.

Livit Lockhardt, female gnome Exp2/Wiz2 (Illusionist): CR 3; hp 13; AL NG; Str 8, Dex 18, Con 10, Int 16, Wis 12, Cha 15; Craft (Calligraphy) +13, Profession (Calligrapher) +10.

G13. STONEMEN WORKERS GUILD HALL

Each face of this six-sided structure is carved with a relief by a different artist. Inside, graceful halls and soaring ceilings display the work of countless guildsmen. The structure houses meeting halls and chambers where the architectural plans of numerous city buildings are kept on file. The guildhall also boasts a hundred rooms where retired stonemasons may live out their retirement in comfort.

The hall comes alive with activity during monthly meetings where guild members set standard fees and negotiate bids on public and private projects. **Guildmaster Barik** (See NPC Appendix) has an apartment and offices here and is likely to hold his post for life.

G14. HERBALISTS AND ALCHEMISTS GUILD HALL

This low structure rises only a half-story above street level and is covered with rooftop planters and flower boxes. Beneath street level are offices and meeting chambers as well as storage and laboratories. Members of the guild may use the hall's facilities and laboratories for a small fee. Members are responsible for providing their own materials, and are required to pay for any damage caused by their experiments.

The present guild mistress, **Tanna Evesho**, lives here amid her books and experiments. She has been the head of the guild as long as anyone can remember and it is said that her alchemical skills have enabled her to extend her life considerably.

Tanna Evesho, female human Exp18: CR 17; hp 24; AL NG; Str 8, Dex 14, Con 8, Int 18, Wis 16, Cha 12.

G15. BREWERS AND DISTILLERS GUILDHALL

The stone walls of this hall are carved with images of grapes, hops, barley and wheat. The guild's biweekly meetings usually begin seriously enough, with sober discussion of standard prices, new distilling techniques, negotiations with farmers and coopers and the like. Later in the evening, the meetings devolve into drunken revelry, with guildsmen singing loudly and carrying on into the small hours of the morning.

The guildhall is a happy place, open to the public, who are welcome to stop by and sample various beers, ales and wines.

G16. INNKEEPERS GUILDHALL

This two story structure serves more as a public relations and visitor information center, where current prices and lists of guild inns can be obtained. Innkeepers gather here once a month to discuss pricing and negotiate with other guilds and the city for goods and services. The guildhall stands empty most of the time, and can be rented for weddings, feasts and other events.

G17. TAVERNKEEPERS' GUILDHALL

Though its headquarters occupies only the bottom floor of a three story building whose upper floors house middle class apartments, the Tavernkeepers' guild association is nonetheless one of the more powerful guilds in Bard's Gate. The guildhall itself is little more than a place for guild members to meet and discuss pressing issues with city representatives. The hall is locked the rest of the time.

G18. HARLOT'S GUILDHOUSE

This lavish and palatial structure is home to one of Bard's Gate's most famous, but also most discreet, guilds. Members of the Harlot's Guild can stay at the hall for a small fee, but cannot conduct business here. The interior is lavishly-appointed, featuring

sitting rooms, reading rooms, a library, bath, dining hall and conference room. The guild does not hold regular meetings, but members come here to discuss business, pricing and other developments as the need arises. Guildmistress **Madame Toulon** can usually be found here; she spends most of her time overseeing the business side of the guild and less time pursuing her usual trade than she has in the past.

Madame Toulon, female human Exp6/Ari2: CR 7; hp 35; AL N; Str 13, Dex 17, Con 11, Int 15, Wis 16, Cha 20; +1 *spell storing dagger* (contains *hold person*).

G19. WIZARDS GUILD

The Wizards Guild of Bard's Gate is housed in this ominous walled tower complex that overlooks the Guild District. Its two largest towers, the Apprentice Tower and the Tower of High Incantation are surrounded by several lesser spires containing dormitories, libraries and laboratories used by guild members.

A. THE APPRENTICE TOWERS

Massive bronze gates open on a short marble corridor that leads to the great hall. The great hall is open to all, and is crowded with hedge mages, petty sorcerers, fakirs, fortune tellers, prestidigitators and charlatans seeking membership in the guild, or seeking to hire guild members. Dominion members also come here seeking freelance adventurers who can venture out to find rare spell components, lost artifacts, magical beasts and the like. The lower levels of the tower are always a noisy and chaotic place.

The higher levels are dedicated to workrooms, libraries, and Spartan living quarters for the guild's apprentices, who spend their days in study and research for their masters. Charter members also have access to the facilities here, and often stay for long periods as they learn new spells or craft magical items.

B. THE TOWER OF INCANTATIONS

The inner circle of the Wizard's Guild, the 33 arcanists known as the Dominion Arcane, are the only individuals allowed access to this tower. Others are discouraged through various means, from simple warnings to deadly force. The tower has no visible doors or windows, yet Dominion members can enter and leave freely. Outsiders can only guess at what wonders and horrors may be found inside this tower.

CHAPTER FIVE

OLD TEMPLE DISTRICT

Named for its many large temples (most now defunct), this small district was once the heart of the city. But many of the older gods (such as Thyr and Muir) fell from favor and their temples declined in favor of the gods of song and craft whose temples were located elsewhere. Today, many of the old temples stand empty and some have been taken over by new cults or other occupants.

THE FORUM

An open-air amphitheater near the center of the Old Temple District, the Forum features free public performances throughout the spring, summer and fall. Performances held at the forum are often have an air of political or social satire, and play up to the mood of the people who gather there for the entertainment and

Character: The Old Temple District is just that — a collection of old temples that date from the founding of Bard's Gate. Many have been reduced to mere piles of stone, long fallen into disrepair as their gods were forgotten. A few temples, including those of Muir and Thyr, the temple of Vanitthu, and the strange Temple of the Bird Goddess, remain in operation. Also found here are modest shrines to Darach-Albith and Dwerfater, still visited by elven and dwarven worshippers and tended by their respective priests.

Despite the decay and disrepair, this district is seeing something of a renaissance as old temples are taken over by entrepreneurs and merchants. The district now boasts art galleries, open air bistros and inns that cater to nobles and the nouveau riche. Some older residents feel that such uses of the temples is sacrilege, and that the new occupants will feel the wrath of the old gods, but so far these warnings have fallen on deaf ears.

Businesses: Businesses such as inns, taverns, galleries, merchant shops and establishments selling religious objects such as amulets and holy symbols have displaced the old temples. Most owners live on the premises, as the former temples also boast fine living quarters. There are no other private homes here, and the priests who work in the few remaining temples also live on-site.

Prices: The Old Temple District has become a haven for nobles and wealthy shoppers, and so prices have increased, now averaging 15% over standard.

At the temples, however, prices for healing and divine spellcasting are standard for worshippers of the appropriate deities.

Gold Piece Limit: 500gp, unless otherwise noted.

Building Type: Most of the district's temples were built around the time of the city's founding, and so have an archaic grandeur about them, constructed in the style of five centuries ago. Graceful arches, brooding gargoyles, cloisters, columns, arches and buttresses are found throughout the district, and many of the old temples that have fallen retain some of their old flourishes, such as walls or arches that stand amid the rubble. New occupants have tried to retain the old styles, as it helps set the district apart from other mercantile areas. Interiors have been extensively refurbished, with dining rooms, kitchens and luxurious suites added with the latest luxuries and designs. Temples still in use have likewise been renovated over the years, but the continued decline of their faiths and consequent reduction of income makes them considerably less luxurious.

Guard Details: Active temples maintain small guard forces of clerics or warriors, drawn from among their congregation or staff. Shops and inns hire mercenaries or contract warriors. These individuals are professional, well-paid and well-equipped, but are also under strict orders to be polite and accommodating, save when pursuing miscreants such as cutpurses, shoplifters and vagrants, whom the guards take great pleasure in beating senseless.



a good laugh at the political ambitions of the powers that be within Bard's Gate.

OTI. HOUSE OF THE EVER VIGILANT GUARD

This structure, better known as the Temple of Vanitthu, is presided over by **High Guardian Elissa Perinor** (see NPC Appendix) and four **Protectors** (Pal3). A brotherhood of 75 priests (human Clr1-3, LN or LG) live in this fortress-like building. This temple is instrumental in the defense of Bard's Gate, as priests of Vanitthu ride on patrols with the Free Defenders and Lyreguard, providing clerical magic and healing.

Like other temples in this district, the House of the Ever Vigilant Guard is home to a faith in decline. The faith of Vanitthu, also called The Gatekeeper, is rigid and unyielding, appealing to those who wish to live lives of ascetic denial, contemplation, and martial perfection.

A moat surrounds the temple proper, which is accessible through a gatehouse and drawbridge. Stone statues of Vanitthu, a stern-looking male in armor, flank the main gates, and squads of Clr1s normally stand guard at all hours, watching the gate and patrolling the 30-foot tall stone walls.

Protectors of Vanitthu, human Clr4: CR 4; hp 28; AL LN; Str 14, Dex 10, Con 11, Int 12, Wis 17, Cha 12; warhammer, light crossbow, chainmail, heavy wooden shield, *potion of cure light wounds* (x2), silver holy symbol.

A. VIGILANT SANCTUARY

Beyond the oaken doors is a broad sanctuary hall, ranked with three rows of stone benches. Behind the altar stands an 18-foot tall bronze and silver statue of Vanitthu in full battle regalia. The High Guardian presides over weekly services here. There is an aura of divine magic here that acts as a continual *consecrate* and *bless* spell to all good-aligned occupants of the chamber.

B. CLOISTER OF THE HIGH GUARDIAN

The door to this small chamber is protected by a *greater glyph of warding*. Elissa Perinor lives in this simple chamber. The room contains a small bed, dresser, arms cabinet and an iron-bound locked chest that contains daily donations (normally it contains 3-18 gp, 5-30 sp and 8-48 cp). The dresser contains simple clothing, a *wand of cure moderate wounds*, 6 *potions of cure poison*, and 2 *scrolls of raise dead*. The arms cabinet contains Elissa's weapons and armor when she is not using them.

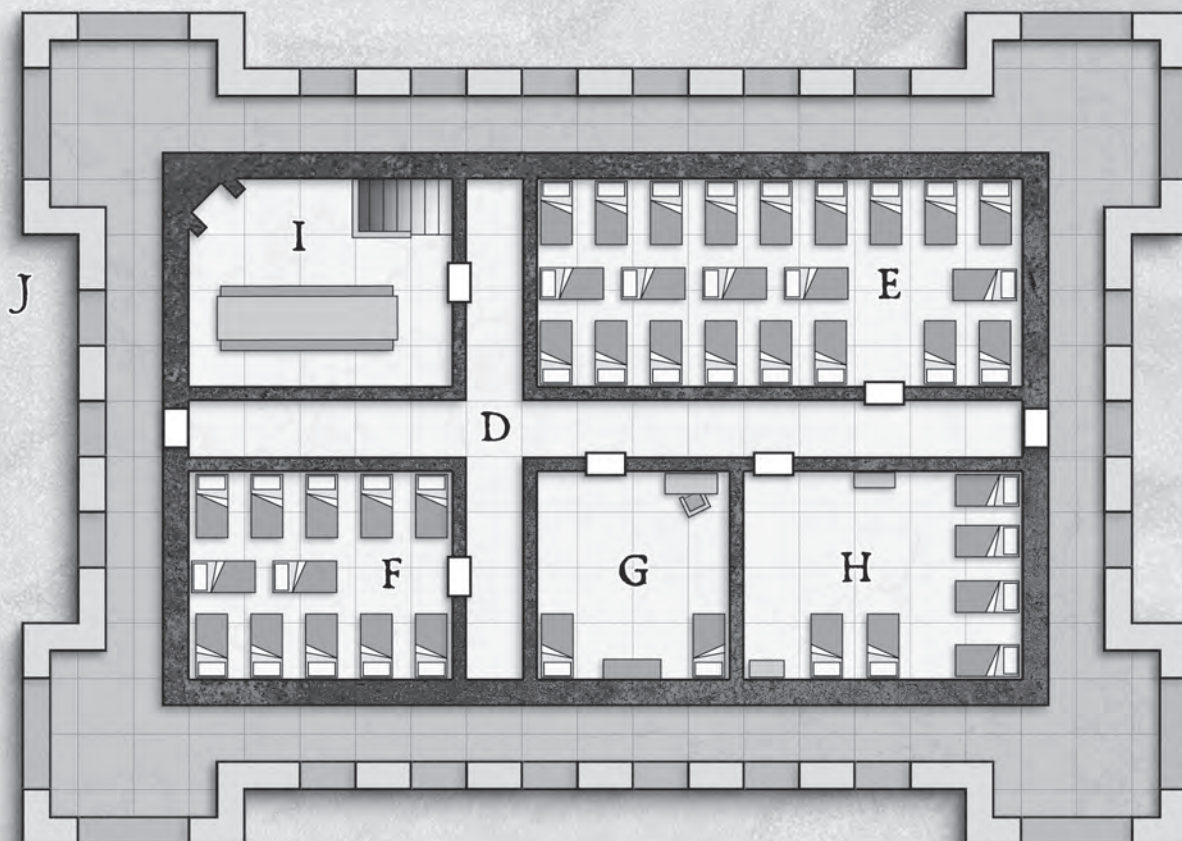
C. STAIRWELL.

This stairwell is narrow and easily defended. A locked chamber at the top of the stairs contains 12 halberds which defending priests can use to repel attackers.

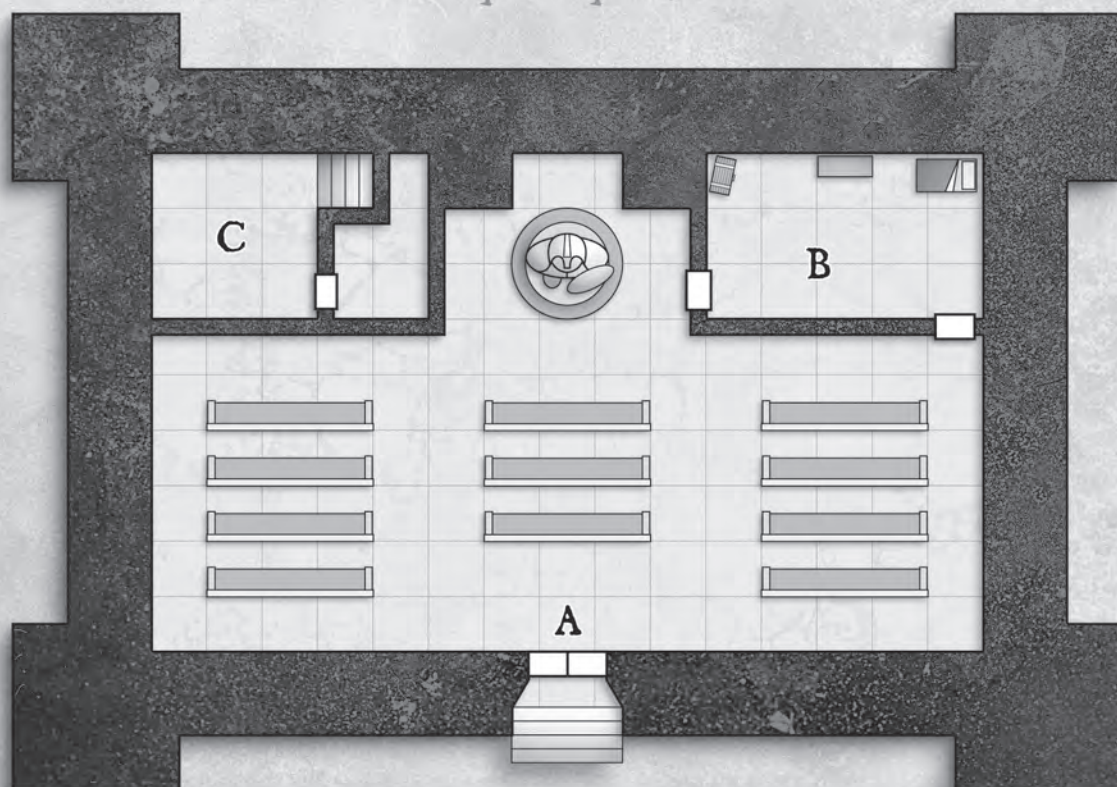
D. LONGHOUSE

This structure sits atop the crenellated walls, serving as dormitory and infirmary for members of the brotherhood. It resembles an inverted longship and is

House of the Ever Vigilant Guard



One square equals 5 feet



intended to resemble Vanitthu's war galley, which the god uses to sail between the worlds, aiding the forces of good and battling evil wherever he finds it.

E. MEN'S DORMITORY

The main dormitory houses 50 male Clr1s, or Brothers of Vanitthu. If encountered, a brother will have *protection from evil* and *cure light wounds* ready to be cast. In combat, vigilants wear scale mail, carry a tower shield and fight with a morningstar, glaive or halberd.

During the day, 6d4 brothers may be found in the dormitory, performing chores, praying or studying. At night 6d4 will be asleep in their bunks, with 2 brothers awake serving as sentries. The remainder patrol the walls or ride with the Free Defenders or Lyreguard.

The dormitory contains 25 bunk beds and 50 locked boxes, used for holding the brothers' valuables (5d4 gp, clothing, holy symbols, eating utensils and the like).

F. WOMEN'S DORMITORY

The priesthood is segregated by gender, and no fraternization is allowed (a solemn vow of celibacy is required upon joining the order). The women's dormitory is somewhat smaller than the men's, with only 12 beds. A total of 25 Sisters of Vanitthu serve in the temple; at any time there will be 4d4 sisters in the dormitory. The female priests also have locked boxes for their valuables, which contain the same thing as the men's.

G. THE PROTECTORS' DORMITORY

This chamber contains the private quarters of the four Protectors of Vanitthu. Normally only two of the four can be found here, while the other two are out patrolling with the Free Defenders or the Lyreguard. They live here in Spartan surroundings, sleeping in two bunk beds. The room also contains an arms locker and scribe's desk. The protectors normally carry most of their possessions on them at all times, but this room has a few other items, including ceremonial vestments, an extra silver holy symbol, two vials of holy water, a potion of *cure light wounds*, and a scroll of *circle of protection from evil* stored in a locked iron-bound chest.

H. INFIRMARY

Seriously injured brethren or members of the Bard's Gate military are brought here if they cannot immediately be healed by a priest. Such serious injuries are tended by the brothers and sisters, and if necessary such advanced spells as *raise dead* can be cast. The room contains six beds; its windows are normally kept open for fresh air and light.

I. COMMISSARY

The brothers and sisters take their meals in shifts here, rarely more than a dozen or so at once, though the 18-foot long table can seat up to 20 diners at a time. A cooking fire always burns here, and brethren take turns preparing meals.



J. WALLS

Priests clad in scale armor and armed with crossbows and halberds patrol the walls at all hours.

OT2. TEMPLE OF THYR

The Exalted Temple of Thyr the Lawgiver is smaller replica of the faith's original basilica to the north. High priest **Bofred the Just** (see NPC Appendix) leads the faith's survivors — a mere eight priests (Clr4) and 21 neophytes (Clr1).

Inside the temple, rows of wooden benches face the high altar of Thyr. Tall stained glass windows line the walls behind a regal statue of the deity, a stern warrior armed with a mighty sword.

Bofred is a dedicated paladin, named for the famous priest Bofred who disappeared in the caverns beneath Rappan Athuk years ago. The destruction of his main temple still rankles, and Bofred is determined one day to lead a crusade to liberate and rebuild the old basilica. To this end, Bofred has joined with Barahil the Faithful, a knight of Muir and Barahil's 12 brother knights (see OT3) to form the Order of the Sword of Retribution, a union of Paladins, lawful good clerics and fighters who one day hope to return the faith of Thyr to the north.

As a dedicated paladin of Thyr, Bofred is a stern and unyielding man who preaches loudly against evil and corruption. His oratorical style is not terribly popular in Bard's Gate, where the population is a bit more urbane and less interested in the eternal struggle between good and evil, and the congregation at the temple remains relatively small. He often recruits good-aligned parties to help him in his quest — scouting northern territories, seeking out prominent enemies of the temple, retrieving lost treasures or artifacts. His uncompromising struggle against evil has earned him many enemies, but Bofred relies on his faith to keep him safe.

OT3. SHRINE OF MUIR

Officially called the Shrine of the Uplifted Sword, this temple of Muir is tended by a small group of paladins and clerics under the leadership of **Barahil the Faithful** (see NPC Appendix). The priests and paladins do good and aid the weak throughout Bard's Gate and beyond, and have joined with **Bofred the Just** (see OT2) to form an alliance of lawful good warriors, intent on liberating the north from the forces of evil.

For more on the temples of Thyr and Muir, see *The Tomb of Abysthor* by Necromancer Games.

OT4. TEMPLE OF THE BIRD GODDESS

This strange temple is built in the shape of a dark 60-foot obelisk topped with a gold statue of a four-armed, winged woman with the claws of a raptor. The Temple of the Bird Goddess is one of few temples dedicated to a neutral god in Bard's Gate. Raptors such as hawks and falcons constantly fly about the obelisk, and by tradition no one can harm a bird within sight of the temple lest he call down the wrath of the Bird Goddess.

Inside the temple, the main chamber is decorated with beautiful sculptures of various avians. Temple acolytes lead services while clad in feathered capes, bearing the bird goddess' holy symbol, a golden raptor claw. Several great owls make their home inside the temple, and it is said that they are intelligent and impart wisdom to the priesthood.

The Bird Goddesses' followers are few, though it is whispered that many who live in Bard's Gate make sacrifice to her, or at least treat her with respect. Long ago, it is said that the original founders of Bard's Gate did not pay homage to the Bird Goddess and were consequently punished by flocks of disease-bearing pigeons and scavenger birds. When windstorms destroyed several buildings, the city founders performed divinations, revealing that Bard's Gate stood on ground sacred to the Bird Goddess, the ancient protector of the region. The temple was built to honor this ancient deity, and soon afterwards the plagues ended. The city has lived at peace with the Bird Goddess ever since.

The temple's high priestess, **Danya Darkfeather** (see NPC Appendix) is a druidess charged by the goddess to care for the birds of the region. She and her priestesses have been known to approach wizards and sorcerers with bird familiars, demanding tithes for the temple to honor the Bird Goddess for sending her creature to serve the arcanist.

OT5. TEMPLE OF BAST

The temple stands behind a 20-foot tall wall carved with images of cats battling serpents. Cats from all across the city are drawn here, worshipping their great mother in their own inscrutable way. The temple itself is softly rounded, somewhat like a resting tiger or leopard, and surrounded by large obelisks. The ornate wooden doors are again carved to resemble a cat killing a fierce serpent.

A nine-foot-tall alabaster and gold statue of Bast greets visitors. She is crushing serpents beneath her feet and is raising her arms up to the heavens. Though she is a foreign god, Bast is still revered in Bard's Gate since a plague of rats was defeated by the city's cats several centuries ago. Those with rat infestations pray

here and leave offerings and, so popular belief holds, are rewarded within a few days when one or more cats appear to deal with the problem, then as quickly and mysteriously disappear.

Four priests, **Ivillivil**, **Haldor**, **Purrann** and **Thord** oversee the temple, aiding Bast by seeking out and destroying the cultists of Set. The four priests are all weretigers and fully capable of defending themselves, but they will often hire trusted adventurers to assist them in keeping Bard's Gate free of Set's influence.

Haldor male lycanthrope (weretiger), Clr 5: CR 8; hp 42; AL CN; Str 14/26, Dex 18/22, Con 16/20, Int 13, Wis 18, Cha 12; *scimitar +2*, masterwork chainmail. See the **MM**.

Ivillivil, male lycanthrope (weretiger), Clr 6: CR 9; hp 35; AL CG; Str 15/27, Dex 14/18, Con 10/14, Int 15, Wis 14, Cha 15; *keen longsword +1*, *small shield +1*. See the **MM**.

Purrann, male lycanthrope (weretiger), Clr 7: CR 10; hp 49; AL N; Str 12/24; Dex 16/20, Con 12/16, Int 13, Wis 16, Cha 11; *heavy mace +2*, *chain shirt +1*. See the **MM**.

Thord, male lycanthrope (weretiger), Clr 5: CR 8; hp 42; AL CN; Str 13/25, Dex 13/17, Con 13/17, In 12, Wis 18, Cha 16; *scimitar +1*, masterwork studded leather. See the **MM**.

OT6. TEMPLE OF DARACH-ALBITH

To an outside observer, this area seems more like a public park, filled with ancient cedar trees, and decorated with free standing marble columns and elven statuary. Those who visit the glade claim to feel a sense of otherworldly calm and are able to leave their mortal woes behind for a time.

Near the center of the glade, hidden in the trees, is the temple itself, cunningly crafted from natural stone, under the shade of a huge, ancient oak tree. This is the center of worship for the elven god Darach-Albith.

The temple is administrated by the high elven high priest **Ginivarin Krandolve** (see NPC Appendix). He has the ability to raise elven followers of Darach-Albith or Rialae if the proper donations and sacrifices are made, but may require a quest or service in exchange for these rituals. He is assisted by four lesser priests (elf Clr2, NG), two of whom serve Darach-Albith and two of Rialae, Goddess of the Wandering Star.

Religious services are casual, held on equinoxes and solstices. At these times, numerous elves and half-elves come from all over the city and nearby lands to sing ancient songs of praise to Darach-Albith, as well as Rialae, her lost daughter Karelis and the far off elven homeland of Parnuble. During the rest of the year,

worship is a private matter, with individual visitors praying and offering tribute in their own ways.

A hidden clearing not far from the temple itself holds a sacred shrine to Rialae. A pool in the center of the shrine is said to hold the tears of those elves who still wander in search of their lost star.

OT7. TEMPLE OF MOCCAVALLO

The temple of a trickster god of chaos and disorder, this structure looks suitably random, as if made of a random pile of stones, equipped with a peaked roof made of huge timbers. The building doesn't look as if it could even stand on its own, which Moccavallo's worshippers say proves how powerful their god truly is.

The front door is extremely small, admitting only one worshipper at a time. It is carved from stone and covered in gold leaf, portraying a grotesque mask wreathed in flames. The temple's interior is similarly bizarre, set at random with wooden pillars carved in the likeness of dragons, devils, and other strange beasts. Tapestries hang from the wall, showing forest fires, ships lost at sea, jesters, dancers and other performers. In the center of the main chamber a 20-foot wide pit holds an eternal flame that gives the entire hall a reddish glow.

Moccavallo's followers in Bard's Gate are "led" (if that is the correct word for such a chaotic group) by **Fanr Flameson**. Their creed is to live in opposition to whatever is expected of them, and to act in conflict with the natural order of things. Fanr is no exception to this rule, and behaves in a manner that other priests find most unbecoming, enjoying carousing and drinking even more than his parishioners, and making a living as a teller of tales and performer, in addition to his skills as a priest. His best-known tale is called Fortune's Fool and tells, with many variations, of a man who made only foolish choices, and yet became a wealthy and powerful man.

Fanr Flameson, male human Clr9/Brd4: CR 13; hp 54; AL CN; Str 11, Dex 12, Con 11, Int 13, Wis 16, Cha 18; Disguise +14; Skill Focus (Disguise); +3 *flame burst dagger*, *chain shirt +2*, *mask of disguise* (casts *alter self* 1/day)

OT8. THE BED OF GRAPES

This inn was once a small temple to a god whose name has long been forgotten. Today it is a popular destination for visitors to the district. A covered space outside is covered with tables; serving maids hurry about constantly, and the place always seems packed. Inside, the building has been divided into 20 rooms, available for 1 gp per night. The rooms are

small but clean, and a plate of grapes is left outside each room every morning. Innkeeper Torin Heweth runs an efficient business and is said to be a tyrant to his employees.

Torin Heweth, male human Exp5: CR 4; hp 21; AL LN; Str 10, Dex 12, Con 13, Int 14, Wis 11, Cha 8.

OT9. THE PINK FEATHERS

This cabaret house is one of the more upscale “relaxation houses” managed by the Harlots’ Guild. It is run by **Sister Jenny**, and frequented by adventurers and tradesmen. The food is good, the drinks are strong, entertainment by talented bards and dancers is enjoyable, and “companionship” is readily available for a price. Gambling also takes place here in the evening hours, and the games are known to be scrupulously honest, despite Sister Jenny’s highly flexible sense of morality.

Priests of Muir and Thyr dislike having this establishment so close to their temples, but have so far been unable to do much about it. Bofred often rants about the lax morality of the place, and of the Old Temple District in general, but few here take him seriously.

The Pink Feathers maintains a strong security presence at all times, and **6 bouncers (Ftr2)** are in the main hall at all times. The head of security is **Mr. Frown**, an irrepressible halfling who never stops smiling, even when an unruly patron is being beaten or ejected. He is especially good at ending fights before they begin, usually with an accurately-hurled mug. Rumor has it that Mr. Frown (his real name is the subject of much speculation) is a deserter from some distant army, where he specialized in missile combat.

Sister Jenny, human female Exp6: CR 5; hp 21; AL N; Str 8, Dex 15, Con 10, Int 15, Wis 13, Cha 16; Profession (courtesan) +11; +1 dagger.

Mr. Frown, male halfling Ftr5/Rog3: CR 8; hp 61; AL CN; Str 16, Dex 18, Con 16, Int 12, Wis 8, Cha 16; mace.

OT10. GANTRY’S TEA HOUSE

Off the market square and up a flight of stairs, this former priest’s home features a wooden balcony that provides a fine view of the area. Small but well-kept, the tea house has eight small tables, where guests are served by Narya and Freyn, twin daughters of the owner, Mistress Gantry. Despite its name, the tea house also serves wine, beer and excellent meat pies bought fresh each day from Lasker (M9).

Mistress Gantry, female human Exp6: CR 5; hp 21; AL NG; Str 7, Dex 12, Con 10, Int 13, Wis 15, Cha 10.

Narya, female human Com2: CR 1; hp 3; AL NG; Str 9, Dex 10, Con 12, Int 12, Wis 11, Cha 15; dagger.

Freyn, female human Com1/Exp1: CR 1; hp 5; AL NG; Str 9, Dex 11, Con 11, Int 13, Wis 9, Cha 16; dagger.

OT11. THE LION’S LAIR

This tall, narrow building was once a shrine the god of merchants and moneylenders. Today, a glazed tile in the form of a lion mask sits above the entrance. Inside, a somewhat cramped dining room contains a half-dozen tables, and patrons can consume good meals and flagons of strong, bitter ale. Four rooms are available for rent upstairs for 2 sp per night. Innkeeper **Odof Lionsmane** is a former mercenary who has settled down to a life of relative ease. He loves his work, but sometimes yearns to return to the bloody battlefield just once more, and keeps his old masterwork battleaxe handy behind the bar should it ever be needed. His wife **Sanya** thinks such talk is foolish and boxes his ears if he gets too serious.

Odof Lionsmane, male human Bbn5/Exp4: CR 8; hp 90; AL CG; Str 19, Dex 16, Con 18, Int 13, Wis 15, Cha 15; masterwork battleaxe.

Sanya, female human Com2: CR 1; hp 2; AL NG; Str 10, Dex 12, Con 11, Int 12, Wis 11, Cha 14; dagger.

OT12. THE LOWLANDER INN

Built in the style of an old country inn, this structure was once a private home during the glory days of the temple district. Today, it is a bit run-down, its thatch roof somewhat tattered, and its interior in some disrepair. Innkeeper **Bolo Histan** is an indifferent owner at best, doing only minimal maintenance and serving very basic food. In exchange for this, rooms are a mere 2 sp a night, which includes meals.

Bolo Histan Com1/Exp2: CR 2; hp 8; AL CN; Str 11, Dex 13, Con 10, Int 9, Wis 11, Cha 9.

OT13. THE MILL STONE

This structure has seen better days, and once house the shrine of an agricultural goddess. Today, a cracked millstone serves as a marker, and the interior, filled with mismatched tables, chairs and makeshift stools, is always crowded with idle apprentices, bored young nobles and naughty serving wenches (Gilant hires his help based on their skill at flirtation, knowing that this will bring in more customers). There is usually someone playing music, or at least a close approximation, at any time, but the roar of conversation is usually so loud

as to drown it out. Innkeeper Gilant Narvess enjoys the wild life and started the inn with money that he stole from his employer, a Bard's Gate nobleman. The place remains popular, but Gilant squanders his money gambling and pursuing older women.

Gilant Narvess, male human Exp2: CR 1; hp 2; AL CN; Str 10, Dex 13, Con 10, Int 12, Wis 10, Cha 13; dagger.

OT14. SEVEN TREES

This small inn boasts a pleasant, tiled courtyard garden where seven small trees grow in large glazed pots. Spouts from the roof empty into a central pool where frogs and small fish live, giving the place a surprisingly natural feel. There are six rooms available, three of which open on to the garden. Normal rooms are 1 gp per night, garden rooms are 2 gp. Simple meals are included with the cost of the rooms. Innkeeper **Drasil Narben** is a keen gardener and a pleasant host.

Drasil Narben, male halfling Exp4: CR 3; hp 22; AL NG; Str 12, Dex 13, Con 14, Int 14, Wis 11, Cha 12; spade (treat as short sword).

OT15. VISSALI'S VAULT

Entirely underground, this establishment was originally a water tank that fed a nobleman's fountains. The nobleman's estate is long since vanished, and the tank's interior is supported by several pillars looted from an abandoned temple. Inside, the chamber is dim, lit only by candles, and diners are entertained by minstrels who play softly on lutes, harps and other stringed instruments. Meals are expensive (1 gp per person, 1 sp per person for wine), but well-prepared by owner **Sventz Borsi** and his staff.

Sventz Borsi, male dwarf Exp5: CR 4; hp 27; AL CG; Str 16, Dex 9, Con 14, Int 13, Wis 11, Cha 8; Profession (Cook) +9, Profession (Innkeeper) +7.

OT16. TEMPLE OF DWERFATER

This temple is built to resemble a mountain, and is devoted to the spiritual well-being of Bard's Gate's dwarves, who gather here to pray and sing sad lamentations for their lost homeland, which was overrun by the minions of Orcus. The interior is dark and cave-like and features a huge statue of Dwerfater, sitting on a golden throne, a great warhammer across his knees. High priest **Gruden Greybeard** (see NPC Appendix) leads the congregation, and sees to the needs of any dwarf who asks for aid. He is assisted by a number of dwarven clerics of Dwerfater (Clr2).

Gruden seeks to recruit dwarves to retake the dwarven homeland. Dwarves who perish in this quest are restored to life here if possible, though Gruden often requires a task from any dwarves whom he raises. Non-dwarves are not welcome here, and are turned away at the doors, even if they come offering aid.

OT17. TEMPLE OF PEKKO

This diminutive temple is home to the worship of Pekko, god of ales and grains. Pekko has many followers among brewers, tavern keepers and bakers. Worship day is popular as the priests hand out free beer samples and slices of earthy wheat bread to any who are willing to attend services. Many of Pekko's faithful are halflings, gnomes and dwarves, though all are welcome here.

Hadro Full-Pint is the chief cleric of Pekko in Bard's Gate. He sees it as his duty to remind folks of the good things in life, and to offer a saner alternative to the wild worship of Bacchus-Dionysus. He is assisted by a number of halfling priests (Clr1-2).

Hadro Full-Pint, male halfling Clr6 (Pekko): CR 6; hp 21; AL NG; Str 8, Dex 14, Con 13, Int 15, Wis 18, Cha 16; Heal +10, Knowledge (religion) +14, Dodge, Iron Will; +2 *mace*, studded leather armor, *small shield* +1.

CHAPTER SIX

The Docks

Alive with the constant flow of commerce, this district is firmly under the control of major merchants and dockworker guilds. The city's shipping magnates are quite powerful and influential, and have managed for years to avoid any great amount of oversight from city officials. Despite this, they always desire more independence and take any encroachment on their authority quite seriously. For their part, the dock- and shipworkers' guilds desire a larger cut of profits from this highly prosperous district, and conflict between these different groups simmers constantly.

LOCATIONS

TRADEWAY LANDING

Protected by 20-foot walls, 30-foot guard towers and a stout gatehouse, this area serves as the Bard's Gate

main port facility, known as Tradeway Landing. Each guard tower houses five Ftr1s, who work for the Port Authority, a semi-autonomous force that gets only minimal oversight from the city government. The gatehouse has an additional 15 Ftr1s, as well as three Ftr3 sergeants who oversee the daily guard shifts. Goods moving in and out of Tradeway Landing are carefully inspected, and all official documents reviewed by city monitors (Exp3 or Rog3).

The gatehouse also holds the main office of city docks commissioner **Langer Traeme** (see NPC Appendix), who commands the guard and monitors. As detection of contraband often requires the use of magic, Traeme has three Clr2s and a Wiz3 or Sor3 on call at all times. Contraband includes illegal drugs and substances, destructive magic items, poisons, slaves and those goods for which their shippers haven't paid the proper fees or obtained correct official documents.



Character: Dockworkers, sailors, river folk, warehouse workers and guards comprise the majority of individuals working and living in the docks. The area is walled off from the rest of Bard's Gate, and city guards patrol alongside privately-hired mercenaries, always on the watch for theft and smuggling.

Businesses: Fishmongers, warehouses, the business offices of major transport merchants, importers and exporters, city tax officials and similar businesses can be found in this district.

Prices: Standard.

Gold Piece Limit: 200 gp unless otherwise noted.

Building Type: The majority of buildings are wood and brick warehouses, some quite large and having loft apartments on the upper stories that house workers, merchants and officials.

Guard Details: Most merchants hire their own private guards, usually Ftr1-2 or War1-3; some prefer more subtle protection and hire Rog1-3s or Rog1/Ftr1s. Constables patrol the neighborhood in groups of 2-4.

Ships dock to offload their cargoes at the docks, or transfer goods on large cargo barges. Normally, the area is swarming with workers during the day, but sometimes an important cargo comes in during the night, and the place continues to bustle with activity. Goods are stored in the various warehouses, and transported in and out of Tradeway Landing through the main gates. Warehouses include those owned by such notables as the Haggleshorpe, Vinewood, Durnian and Gallum families.

Langer is a good man, trusted by both Imril and Cylyria. Needless to say, Langer's good works have earned the enmity of Duloth and the Wheelwrights' Guild for interfering with their profitable smuggling ventures. Duloth is constantly looking for a way to circumvent Langer's rules and guards, from generous bribes to magical concealment of cargoes. So far, his efforts have met with mixed success, but his guild continues to maintain a large presence in the docks district. The guild representative, **Theo**, has offices in the gatehouse as well, and is a loud and often obnoxious advocate for good treatment of wheelwrights and freight-handlers, who are both part of the guild.

Of course, Theo is also Duloth's spy, and reports everything to guild offices. So far he has not been connected with any illegal activities, though many suspect him, and his aggressive advocacy of the guild has made him unpopular with the merchants, but beloved by his fellow guildsmen.

Theo, male human Rog4: CR 4; hp 13; AL NE; Str 13, Dex 16, Con 9, Int 11, Wis 16, Cha 10; +1 *short sword*, sling, +1 *leather armor*, masterwork thieves' tools, *goggles of minute seeing*, *amulet of misdirected alignment* (detects as NG), *potion of invisibility*.

01. JAEGER'S PAWN SHOP

After the Grey Deacons thieves' guild mysteriously vanished, **Jaeger** took over as the region's premiere fence and dealer in stolen goods. To all appearances, he runs an ordinary pawn shop, exchanging goods for gold and selling those items that are not reclaimed. Unknown to all but a few, Jaeger is also the Wheelwright's chief contact when it comes to disposing of their ill-gotten gains.

Jaeger and his cronies ("expert pawn merchants", actually Rog1-2s) use the sewers (or, as they call it, "The Waterway") to move goods to and from the shop, and they have found a number of large forgotten chambers where large quantities of contraband can be stored. A small sewer grate, locked and barred, is hidden under a horsehide rug and is the only access to the Waterway from Jaeger's shop. Large cargoes and objects are taken to the sewers through larger entrances elsewhere.

The criminal class of Bard's Gate knows Jaeger as a man who can find anything, eventually, if the price is right. He also runs a "legitimate" pawn shop, haggling skillfully with desperate, destitute customers. He only deals illegal goods to those whom he knows or those who have been recommended by Duloth or the Wheelwright's Guild.

Jaeger, male human Rog4: CR 4; hp 18; AL NE; Str 11, Dex 15, Con 12, Int 14, Wis 11, Cha 11; masterwork dagger, leather armor, masterwork thieves' tools.

02. THE DRYDOCK

The Rivermen's Guild bought this run-down building several years ago, and from the outside it still looks pretty run-down. Inside, the guild maintains a haven for guild members and their companions, including both an inn and tavern of sorts.

Make-shift tables and constructed from barrels or crates fill the interior, and an outside dining area is maintained during the warmer months. On the river, a series of old docks are well-maintained, and here the rivermen lash their boats when they go inside. Many rivermen also prefer to loiter around the docks, conversing, drinking and passing the time. Only members of the Rivermen's Guild and their guests can come here, and the place is usually quite busy, despite the guild's mixed fortunes over the years.

The Drydock is managed by **Aiacha**, a fisherman's daughter whose promising career as an entertainer and hunter was cut short when a mantichore took her left leg.

Today, she manages the Drydock on behalf of the guild, since her father had been a member, and her missing leg has been replaced by a leather-capped iron peg-leg. She is bitter about the past, but runs a decent enough establishment, overseeing a staff of cooks who prepare spicy fried fish and other delicacies for guild members.

Wine and ale are plentiful, and cost standard prices. Rooms are 2sp per night for guild members.

Aicha, female human Rog2: CR1; hp 9; AL CN; Str 14, Dex 9, Con 13, Int 14, Wis 12, Con 11.

03. LAST DROP

Located along the Stoneheart River's west bank, this rickety wooden shack is piled high with barrels and casks. The shack is run by a grizzly old brewer by the name of **Chase**, who set it up few years ago as a place to dispose of some stolen liquor, and has seen good profits ever since. Chase is bald, with jaundiced skin and dresses in stained white shirts and leggings. His three sons (Exp2/Rog2) and one nephew (Exp2/Ftr2) help him in his business. Specifically, they fish out those who drink too much of Chase's wares and end up in the river.

A number of stone and tin mugs are scattered about the shack, sitting out or hanging from nails. He charges 3 sp per mug, 2 sp if you bring your own. Those who bring their own and drink too much often leave it with Chase, which is where most of his mugs came from. One of the mugs is solid silver (worth 50 gp), owned by an adventurer who later drowned in the river; Chase sometimes has nightmares about zombies emerging from the river, demanding their mugs back, and fears one day these dreams will come true.

Chase, male human Exp4: CR 3; hp 21; AL NE; Str 18, Dex 11, Con 10, Int 11, Wis 8, Cha 13; Craft (brewer) +8, Profession (fisherman) +7, Swim +8; Exotic Weapon Proficiency (net); spear, net, *stone of good luck*.

04. TANGLED NET

The roof of this small stucco building is patchy, and many of its ceramic tiles lie in pieces on the ground. Inside, the walls are covered with nets and an overturned rowboat

acts as a counter. The place is run by a wizened old man named **Frenrick**, who sells any and everything that deals with fishing and boating. His goods are neatly organized, stacked around the interior of the small building in a system that only Frenrick understands.

Frenrick, male human Exp7: CR 6; hp 17; AL LN; Str 10, Dex 14, Con 9, Int 13, Wis 16, Cha 9; Knowledge (the sea) +10, Sense Motive +11; masterwork hand axe.

05. THE ROLLED BARREL

Ragh is a skilled barrel maker who was raised by dwarves. Some claim he was actually a slave of the dwarves, but Ragh will not confirm or deny any rumors, preferring to keep his past to himself. He dresses like a dwarf and keeps his beard long and shaggy. He's an extremely pleasant and good-natured half-orc, though he has been known to get drunk and disorderly from time to time. His business has grown since the Aleman's Guild (TW36) began having barrel races some months ago — Ragh himself has sold barrels to several competitors, and also keeps a net close by, so he can catch any wayward barrels that might float nearby.

Ragh, male half-orc Exp5: CR 4; hp 22; AL LG; Str 18, Dex 12, Con 10, Int 10, Wis 14, Cha 8; Craft (cooper) +11; hammer.

06. SALTED SCALES

After losing out in the competition with fresh fish markets, **Abram** (male human Com6, CG) and his wife imported salt from Reme and began to preserve their fish so it would keep longer while being sold. Abram's wife passed away a few years ago, but he carries on with the business, selling salted fish and feeding his discards to local stray cats and dogs. In fact, his business has become as much animal shelter as fish market, and Abram continues to care for the animals out of love for his late wife's memory.

Abraham, male human Com6: CR 5; hp 15; AL LN; Str 10, Dex 15, Con 10, Int 13, Wis 14, Cha 9; Profession (fisherman) +10, Knowledge (local) +5, Spot +6, Swim +8; knife.

CHAPTER SEVEN

CANAL DISTRICT

This district is squeezed between the south wall and the canal that divides it from the dock district. Run down and seedy, Canal District is actually more of a haven for criminals than the Thieves' District. It is home to beggars, low-level alley bashers, thugs and other riff raff. With its many small canals and old bridges, the district does have a certain charm, and is also home to many impoverished writers, artists and musicians, who help make this one of the most culturally diverse districts in the city.

CI. LADY GARGA

A crude sign depicting a cauldron and an eye stands outside this single-story hovel. Inside, **Lady Garga** reads fortunes. Most are surprised to see that she is not a twisted crone but a striking half-elf maiden, whose beauty is in stark contrast to her divination methods. She tells the future

by disemboweling a goat on a large table, pulling out its entrails and interpreting their configuration and appearance. Garga learned this method from her mother, and it works, functioning as a *divination* spell that she can cast once per week. She charges 200 gp for these services, and her customers include criminals, corrupt nobles and those who are planning unsavory deeds and require guidance. In addition, the customer is required to bring his own goat.

Lady Garga, female human Exp5: CR 4; hp 17; AL CN; Str 8, Dex 11, Con 10, Int 14, Wis 13, Cha 16; dagger.

C2. THE BLAZING BONES

This low-rent gambling den is frequented by the district's more dangerous and criminal elements. It is dingy, dark and dirty, with various dice games played in its filthier corners. The proprietor, **Tuvio** (see NPC



Character: The canal district is filled with tottering buildings, decrepit warehouses and ancient tumbledown piles of stone. Many of these seemingly-dangerous structures are actually occupied, used as low-end tenements, shops or taverns. Many of the occupants are actually squatters, though true ownership is often not known for sure. Alleys and dark buildings are often hiding places for thieves and bandits, while other areas such as public squares, wine shops and the like are often full of ragged young artists and poets.

Businesses: Taverns, gambling halls, warehouses and low rent housing dominate the canal district. Many of the buildings are entirely abandoned, but about half serve as housing of some sort.

Prices: Though prices in this low rent district can be 10-25% below standard, quality is also usually lower and the chance of a picked pocket or a slit throat are much greater than normal. **Gold Piece Limit:** 100 gp unless otherwise noted.

Building Type: Improvised shacks, stone or wood warehouses with plank shingled roofs and run-down tenements are the common throughout the district.

Guard Details: The "Community Watch," as it is jokingly called, is the only real police force in the Canal District. The sheriffs and constables sometimes patrol here, but usually limit their activities to serving warrants and arresting wanted criminals. The Community Watch is actually nothing more than a gang of thugs backed by the Shadow Masks, whose job is to shake down business owners and charge outrageous "fees" for their "protective" services. In general, these are War 1, Com 1 or occasionally Rog 1 thugs who scurry for cover if real adventurers or constables show themselves.

Appendix), also offers various proposition bets — bets on brawls, wrestling matches, dog and cockfighting, and on city events such as elections, the fortunes of various adventuring parties and what noblewoman Helman the halfling will seduce next. Tuvio is relatively honest, and will pay off promptly if a customer wins. His three thugs, **Brudo**, **Mung** and **Grooder** help keep losers honest and protect Tuvio's winnings.

Brudo, male half-orc Bbn 1: CR 1; hp 10; ALCN; Str 18, Dex 10, Con 18, Int 8, Wis 7, Cha 6; club.

Mung, male half-orc Bbn 1: CR 1; hp 9; ALCN; Str 19, Dex 10, Con 16, Int 6, Wis 10, Cha 8; club.

Grooder, male half-orc Bbn 1: CR 1; hp 10; ALCN; Str 17, Dex 12, Con 18, Int 9, Wis 6, Cha 8; club.

C3. PIPE CLEANERS, CANAL AND REFUSE MANAGEMENT

The sign above this simple office reads *Pipe Cleaners — Bard's Gate City Canal and Refuse Management and Disposal*. The building is well-organized, with a small office and storage room containing sturdy tunics, gloves, masks and tools such as hammers, prybars, skimming nets, catch poles, saws, chisels and the other items used for sewer delving.

Norton McKiagh (see NPC Appendix) is in charge of the city's waste disposal, overseeing teams of gnomes and halflings, with the occasional dwarf or half-orc. Their job is to keep fountains working, fix broken pipes and keep excessive sewage from backing up or spilling out of the city's storm drains. It's a filthy job, indeed, but in a city like Bard's Gate, someone has to do it. Norton and his teams are well paid, though he often grumbles about the location and wishes he had a nicer office in the keep.

The pipe cleaners are in an interesting position, for although their job is the embodiment of filthiness, they also often happen across various treasures and lost items of considerable value. Theoretically, such items are city property, but Norton tends to turn a blind eye to his workers' scavenging, knowing that it is one thing that keeps them on the job. The pipe cleaners also know that their job can be disgusting and often dangerous, for dead bodies, rotting offal and the occasional monster are a part of daily life here.

C4. SKULDUDGERS CUTLERY

Located on an especially dreary street, this shop is a surprise — it sells some of the finest quality rapiers, knives, daggers, shortswords and other cutlery in the city. The place is full of fine items, and is overseen by a cruel-looking woman with a black eyepatch.

"Left Eye" Lanny (see NPC Appendix) sells all manner of cutting and stabbing implements, and caters especially to rogues and halflings. Many of her wares are perfectly ordinary knives, but her weapons are famous among the city's underworld. She sells both normal and masterwork cutlery for standard prices, and will also make such items as sword canes, thieves' tools and mechanical traps if the customer is willing to spend enough gold. She is a tough negotiator, but gives a portion of her profits to Duloth.

C5. LOOSE STRAND

The sign above the door portrays an ax chopping a strand of hair. This barber shop and tattoo parlor is run by **Scolich** (see NPC Appendix), who came to Bard's Gate after betting that he could not live among the

“soft city dwellers.” Though he won the bet several years ago, Scolich has still not gone home, having gone completely native and decided that he prefers life in Bard’s Gate. Still, he has a good number of barbarian clients, and creates especially elaborate tattoos for them. He keeps the place spotless.

A standard shave or haircut here is 5 sp, while a unique or unusual style is 1 gp. Scolich will happily shave your entire head for a mere 2 sp, while tattoos cost 1 gp per square inch, regardless of subject. He also pierces ears and noses.

C6. THE WHITE WASP

Outwardly, this tidy little shop houses an herbalist, who sells dried leaves, roots, folk remedies and the like. The interior is lined with shelves holding jars and bottles of various herbs and flowers, and many pots hang from the ceiling. The place has a pleasant scent and is frequented by many locals who have no idea about its true business. In reality, **Asa** actually manages this place on behalf of the Shadow Masks, selling poisons and illegal drugs.

Though she is not herself a terribly pleasant person, given her alignment, Asa is nevertheless a victim of the Shadow Masks and their destructive ways. She is short-haired and somewhat boyish in appearance, but her expression is sad and somewhat downcast. This is because, to keep her under control, the Shadow Masks actually dosed her with a slow-acting poison, and only provide her with the antidote if she continues to do their bidding, managing the shop and dealing with the Masks’ various nefarious customers.

Almost any poison can be bought here for a price. The Masks’ specialty is the venom of the white wasp (injury DC 25, initial paralysis, secondary unconsciousness). Normally, the parasitic white wasp lays eggs on its helpless prey, but the Shadow Masks and others have found the venom useful for other purposes.

Asa, female human Drd3: CR 3; hp 17; L NE; Str 11, Dex 14, Con 9, Int 12, Wis 17, Cha 14; Profession (shopkeeper) +10; sickle.

C7. THE TICKS NEST

A filthy flophouse with a bare dirt floor and cluttered sleeping rooms, the Nest is the only home and shelter for many beggars and impoverished district residents. Owner **Rhora** despises her job and her tenants, but knows that she’s only a few steps away from being in the same predicament. She has recently been approached by the Beggar’s Guild, who want to extend their protection to her charges, and by the Shadow Masks, who see the indigents in the Nest as a valuable source of information. So far, she’s torn between the two and isn’t sure who she will help.

Simple floor space can be had for 1 cp per night. A sleeping room (shared by eight occupants) costs 2 cp per person per night, 8 cp for the week and 2 sp for the month. Those who stay here usually sleep with their possessions close at hand, and most have knives or other weapons, either for defense or to aid in robbing fellow residents.

Rhora, female half-elf Com3: CR 2; hp 7; AL LE; Str 8, Dex 16, Con 11, Int 13, Wis 16, Cha 8; Profession (Innkeeper) +6.

C8. THE GLASS FLOWER

Valaquinn runs this pleasant flower shop, where blooms of all kinds can be found. He makes bright flower arrangements, and also sells individual blossoms in blown glass vases. As with many other shops in this district, the Glass Flower and its owner hide a secret. In the basement, Valaquinn and his assistants (Com1) process and package a drug called Celestial Ash, taken from the celestial cap mushroom. Also in the basement are numerous cots where ash addicts can indulge themselves for 1 gp per dose. Valaquinn himself is addicted to the drug and is never without a small amount.

A dose of ash gives the user a 2d4 increase in Constitution for 1d6 hours, but also reduces Strength, Dexterity, Intelligence and Wisdom by 1d4 points each. After the drug’s effects have worn off, the user must make a DC 20 Fortitude check, or permanently lose 1 point of Wisdom. A DC 20 Will check is required each week for 1d4 weeks after taking the drug to prevent the user from seeking out another dose.

Valaquinn, male elf Sor3: CR 3; hp 10; AL CE; Str 7, Dex 18, Con 8, Int 16, Wis 9, Cha 18; Knowledge (alchemy) +8; Skill Focus (Knowledge [alchemy]); +1 quarterstaff.

C9. BRIN ZWIESHER BREWERY

The smell of brewing and fermenting barley and hops fills the air around this unassuming brick and wood building. There is a large ale mug carved into the front door of the place and a sign hangs overhead reading *Brin Zwiesher Brewery*.

Inside the building, huge copper vats bubble over wood fires that are vented to brick chimneys. The resulting brew is stored in wooden casks, which are loaded on to wagons and shipped to various customers’ establishments throughout the city. The brewery is always busy, day and night.

This brewery is run by the devious **Brin Zwiesher** (see NPC Appendix). This large and gruff-looking man is a member of the Brewer’s and Distiller’s Guild and is a take-no-prisoners

businessman. Recently, the dwarfs of Stoneheart Distillery (O3) have been cutting into his business somewhat, and Brin plots to sabotage them and drive them from the city. Most recently, he hired thugs to kidnap Snorri the brewer gnome, but the thugs proved unable to locate their quarry and the scheme ended in chaos.

Brin is active in the political and economic life of the city. He believes in free trade, no taxes, and cheap brews that taste the same every time. He openly disdains the specialty brews of the Stone Heart Dwarves, but secretly wonders how he can copy some of their techniques. He is also a shameless self-promoter, and has persuaded, cajoled and bullied almost every tavern in town into carrying his wares.

In confidence, most tavernkeepers believe Brin's brews to be poor to average at best. Brin is quite influential with the noble class, however, and has also been known to send Brewer's Guild legbreakers in to persuade reluctant customers to carry his beer. Brin's brew is also much cheaper than others, and most customers are not too particular about what they drink. Despite his professed contempt for the dwarves' and their "girly" brews (as he calls them), Brin has begun to experiment with lagers, light ales, stouts and other variant beverages, but these have proved more expensive and haven't caught on with the drinking public.

C10. RIVERSIDE ROOMING HOUSE

Some of the worst living quarters in all of Bard's Gate can be found in this destitute tenement. Living here is considered only a step or two above life on the streets, and at some times of the year, the streets might actually be preferable. The building is an ancient brick and fieldstone building, with a leaky roof and several sections in imminent danger of collapse.

A haven for lotus addicts and alcoholics, the Riverside's rooms are filthy and quite insecure, though the pathetic individuals who "live" here have few valuables worth stealing. Secretly owned by the Shadow Masks, and managed by their agent **Filthy Reebo** and his **thugs** (Com1 or War1), the Riverside also serves as a safe house of last resort, where criminals on the lam can hide in relative safety, for the authorities rarely come here.

Filthy Reebo, male human Com3: CR 2; hp 4; AL LE; Str 14, Dex 10, Con 8, Int 12, Wis 8, Cha 6; club.

C11. MANKY MARY'S ALEHOUSE

This wooden shack on the edge of the pier smells of tar and stale beer. Inside, its stools are made of old barrels sawn in half, while the tables are made from larger barrels. The bar is a long plank across two barrels. Behind the bar is a shelf consisting of another plank resting atop two worm-eaten ship's figureheads, set with bottles of wine and spirits. There is usually an open cask or two behind the bar — brew is served by the simple expedient of dipping a tankard into the cask.

Manky Mary is a grotesquely fat creature who lords it over her various hirelings while spending most of her time drunk or, in extreme cases, unconscious in a crushed wicker chair in the back room. If she is alert enough, Mary can pull a concealed lever and drop intruders through a trapdoor into the river below.

Wares vary considerably, depending on what is on the shelves and what cheap spirits Mary and her crew (mostly Com1-2) can steal or purchase from the Shadow Masks. Usually a tankard full of ale (known as a "Mug o' Mank") costs 1 cp, while the various whiskeys cost 2 sp per cup. On occasion, contaminated spirits require a Fortitude save at DC 10 plus the number of cups consumed to prevent the victim from going temporarily blind for 1d4 hours. Other negative effects from Mary's wares are up to the DM.

Manky Mary, female half-orc Exp2: CR 1; hp 7; AL NE; Str 14, Dex 11, Con 11, Int 9, Wis 13, Cha 6; Profession (bartender) +7; cleaver (treat as short sword).

C12. THE BAR WITH NO NAME

This establishment's common name is apt — it has a sign over the door, but it is so old and worn as to be unreadable. Inside, the place is relatively pleasant, given the nature of the neighborhood, with a polished wooden bar, small tables and booths. Various spirits are served here, and the shelf behind the bar bears several bottles of "private stock," each labeled with unusual nicknames such as *Jack the Axe* or *Lady Penelope*. Customers periodically come in and ask to drink from these bottles, handing over large sums of cash for the privilege. Outsiders not known to barkeep **Oswold** who ask to drink from the private stock are bluntly told that they "can't afford it."

In reality, the private stock is a secret code that allows customers to hire various Red Blade assassins. The amount handed over is invariably far

more than the cost of a shot of liquor, but so far no one has seen fit to question the system, and the constables are unaware of its existence. At any time there are 1-3 members of the Red Blades in the bar at any time.

Oswold, male human Rog6/Asn1: see NPC Appendix.

C13. BEGGAR'S GUILDHALL

Perhaps the largest guild in Bard's Gate, the Beggar's Guild's headquarters is located in this boarded-up and seemingly-abandoned warehouse. In truth, the place is a hive of activity and its broken-down façade is just a ruse. Few people know the true nature of the building; most simply assume that the vagrants and dirty children found inside are just squatters.

The interior of the building is the domain of guildmaster **Lucius Gromp** (see NPC Appendix) and his minions. It is a maze of corridors and rooms filled with cast-off furniture and decorations gleaned from decades of scavenging and scrounging. All the corridors are watched by sharp-eyed beggar operatives (Rog1-2), and numerous traps are set throughout the building to discourage unwanted visitors. Outsiders are led, blindfolded, through the corridors until they are completely disoriented.

Gromp himself holds court in a large central room while seated upon a massive gilded chair that was fished from the river some years ago. Here, he meets with those who need information or wish to procure the services of his beggars. Gromp is a practical man, and generally charges what the market will bear — those capable of paying more are charged more for the information they need.

CHAPTER EIGHT

The Hill

This wealthy district is located on the west side of the city and includes several estates and larger homes. There are few merchants or shops here, though the district is home to some of Bard's Gate's most notable inns.

GENERAL LOCATIONS

THE LOWER RING

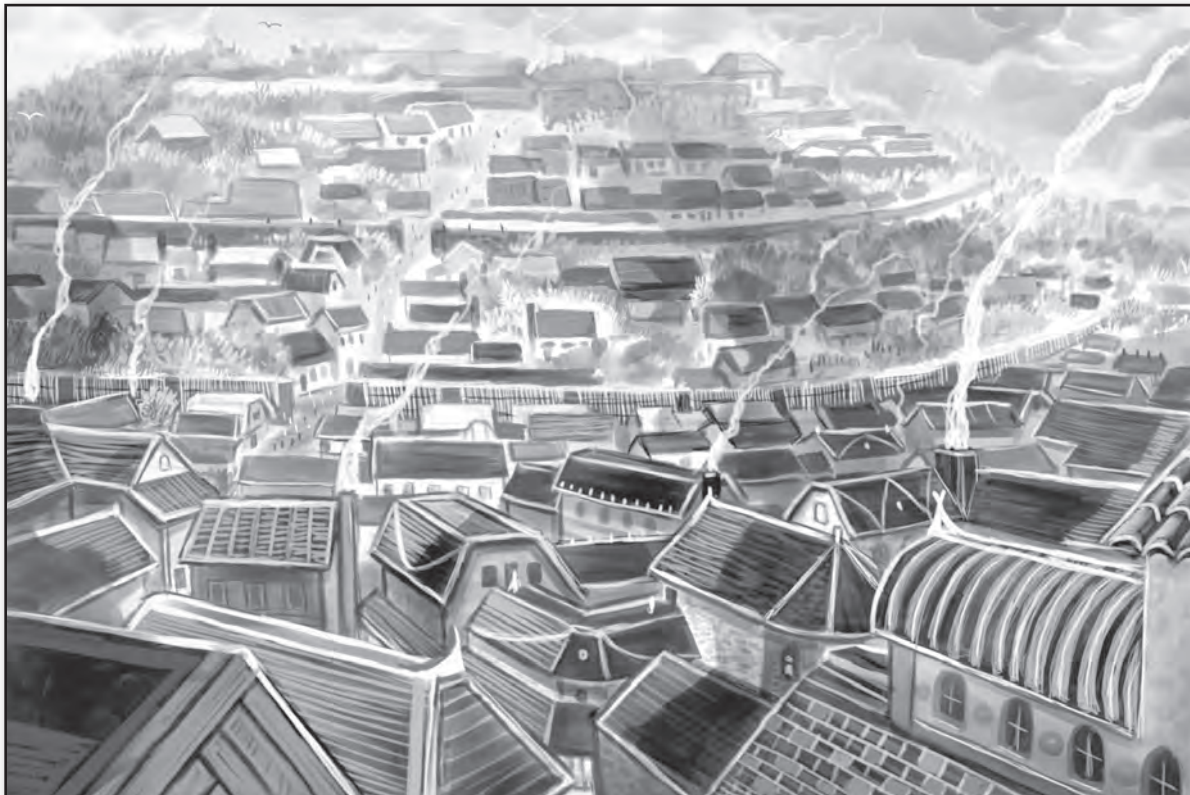
The streets and buildings surrounding the base of the Hill District are known as the Lower Ring. Most of the district's shops and taverns are located here, with the higher slopes of the hill reserved for residences.

THE MIDDLE RING

The middle slopes of the hill are surrounded by a wrought iron fence, with gates that are under constant observation from the Hill Watch. The gates are kept open during the day, but after nightfall, only residents and their guests can enter or leave.

THE UPPER RING

A stone wall with wrought iron gates surrounds the highest elevations of the district, likewise closed at night and observed by the Hill Watch.



Character: The Hill District is home to many of Bard's Gate's most influential individuals — politicians, merchants, power-brokers and others. Most residents dress elaborately; those in standard adventurers' gear, for example, are likely to draw attention from the guards and other residents. The streets are clean, the houses magnificent, the people well-behaved. Characters are sure to be bored and want to stir things up.

Businesses: The districts' shops are located on the lower reaches of the Hill District, along with the headquarters of the Hill Watch. Higher up, almost all of the structures in the district are residences for the city's wealthiest citizens.

Prices: Prices are 10-25% over standard PHB value, unless otherwise noted.

Gold Piece Limit: Unless otherwise noted there is an 8,000 gp limit on items sold in the Hill District.

Building Type: Fine stone manors surrounded by brick walls or wrought iron fences are the most common structure type here. Most have elaborate gardens or extensive grounds. The streets are paved with slate flagstones, with trees and decorative shrubbery in many places.

Guard Details: The district isn't patrolled by normal city guards. Rather, security in the area is in the hands of the Hill Watch, an elite patrol paid for by the citizens of the district themselves. Hill Watch members are Ftr2/Wiz3s or Rog2/Wiz3s, all trained in stealth tactics and expected to blend in with the other denizens of the district. Normally a Hill Watch patrol consists of five regular watchmen and a sergeant, usually Ftr3/Wiz4 or Rog3/Wiz4. Permanent residents are given medallions which must be presented to the Hill Watch upon entering or leaving the Middle or Upper Ring. The medallions are enchanted and show a faint magical aura to the wizards of the Hill Watch, so counterfeit medallions are both expensive and rare. The estates themselves are guarded by private contractors, typically Ftr2-3s.

H1. BRELLIAR THE CONJURER

At first glance, this structure seems to be a pleasant cottage surrounded by gardens and flowerbeds. On closer inspection, the place seems to be somewhat run-down, and the gardens overgrown with weeds. Crashes and muffled curses often echo from inside. This is the home of **Brelliar** (see NPC Appendix), a somewhat absent-minded conjurer who has lived in Bard's Gate for the past decade. An outwardly be-

fuddled character, Brelliar is nevertheless a source of employment for many adventurers, whom he hires to find rare components and items for him. His current state is the result of a curse, which the characters may help him remove (see below).

The interior of the cottage is even more chaotic than outside. Books, scrolls, jars, bottles and other containers of reagents lie piled about in a disorganized, utterly random order. Brelliar claims that he has a "system" and knows exactly where everything is, though this is not actually true. He's also willing to allow other mages to go through his books, where they can find any spell up to 3rd level with a successful DC 20 Search check. One check can be made for each hour of searching. Each spell has a 10% chance of being mistranscribed, however, and will fail or cause a magical mishap if cast.

In addition, there is a 1% cumulative chance per hour of searching that the character will find a book titled *The Journal of Brelliar the Wise*. Upon reading, the characters will discover that Brelliar was once far more lucid than he is today, and at the end of the journal he writes of finding a scroll among the treasures of a n'gathau (see *Tome of Horrors 2* from Necromancer Games) that slew all of his adventuring companions. The journal ends with an entry that states Brelliar is beginning to decipher the scroll. The characters may deduce from this that Brelliar was actually cursed by the scroll, and can be cured with a successful *remove curse*. Should the PCs figure this out, Brelliar will return to his old self and reward them — the reward is up to the DM, but may include high-level spells, magic items or gold.

H2. GALLAM HOUSE

This estate is home to the famous hunter **Winstyn Gallam** (see NPC Appendix). Retired from hunting, he now makes his living selling gear to adventurers and other hunters, and through his investments in merchants and hunting businesses. His wife **Meda** is an expert seamstress, and aids Winstyn in his other side business, the stuffing and mounting of trophy animals. The estate is an elegant three story granite house, surrounded by pleasant grounds. Winstyn and his wife often host elaborate feasts and parties on the main floor, attended by many local celebrities. The second floor contains the family's living quarters, while the third floor houses Winstyn's own collection of animal trophies, his library and other private facilities. The furnishings inside are of impeccable taste, imported from all around the world.

Meda, human female Ari6/Exp5: CR 10; hp 38; AL LN; Str 9, Dex 11, Con 11, Int 12, Wis 13, Cha 14; Craft (sewing) +15.

h3. DURNIAN HOUSE

Vermund Durnian (see NPC Appendix), a former mining magnate, lives here, enjoying his retirement. He still dabbles in trade, and does a little buying and selling to jewelers, gemcutters and even a few wizards, but for the most part he lives a relatively quiet life with little excitement. His large villa is surrounded by colorful flower gardens, and his roof is adorned with crystalline replicas of divas and other celestial beings. Inside, the house has no fireplaces, save the one in the kitchen, since rumor has it that Vermund is deathly afraid of fire, and even prefers to simply avoid fire at all, eating all his food cold.

h4. CORSEEN HOUSE

Even Corseen (see NPC Appendix) is an aloof and slightly bitter bard, having retired to the luxury after his voice finally failed him. He now works as a diplomat for Bard's Gate, traveling to other cities and lands to negotiate contracts and treaties. This surprises many, for Even is a relatively unpleasant individual with a sour personality and very little affection for his fellow man. Despite this, he has a reputation for getting the job done quickly and efficiently. It is said that only Even's wife **Naees** can stand to be with him for more than a few hours at a time.

The house is pleasant, but is often unoccupied, its walls and roof now a sun-faded pale green. The place is usually kept shuttered, and the interior is sparsely furnished.

Naees Corseen, female human Ari5: CR 4; hp 27; AL NG; Str 9, Dex 13, Con 13, Int 14, Wis 17, Cha 15.

h5. ELMWISH HOUSE

This large, four story house looks very much like a castle, with towers and crenellated walls. **Lisial Elmwish** (see NPC Appendix) is the daughter of a deposed noble house who has taken her surviving family members and remaining wealth to Bard's Gate. After her father passed away several years ago, Lisial has inherited all of his titles and still dreams of returning to prominence. To this end, she has learned the fighting arts and begun to look into hiring adventurers and mercenaries to return to her native land and take back her family's possessions by force.

h6. HALL OF DELIGHTS

The most decadent and expensive brothel in all of Bard's Gate is the Hall of Delights. Located on the lowest ring of the Hill District the hall is surrounded by a well kept hedge which hides a wrought iron gated

fence, the place is well-guarded and to outside observers seems nothing more than another luxurious manor.

The structure's interior is covered in expensive rugs, and its walls sport paintings of nymphs, satyrs and centaurs in idyllic woodland and sylvan settings. Skillfully sculpted marble statues of lovers in various stages of passion grace the building's private courtyard, which also features a bathing pool, waterfall and lush vegetation. Entertainment and socializing takes place on the lower floors, while the upper floors feature rooms of various sizes and levels of luxury.

The hall's owner is **Whitus Platonus**, a fat bald man who characteristically dresses in an ill-fitting toga. Unlike the owner, the employees at the hall are all young and beautiful, chosen for their personalities and physical charms. **Guards** (Ftr1) are clad in archaic-style bronze armor, and stand like statues in halls and doorways.

Prices for an evening's entertainment begin at 100 gp and go up from there. The hall is a popular destination for more jaded and sophisticated citizens, and as the feasting and entertainment — featuring famous bards and skillful dancers — is also excellent, hiring the courtesans and companions is not even required for an enjoyable evening.

Whitus Platonus, male human Ari4: CR 3; hp 14; AL N; Str 11, Dex 8, Con 9, Int 14, Wis 14, Cha 9.

h7. FUR AND VELVET

Lady Helon runs this business, located in a building constructed entirely of blocks of petrified wood. Her husband was a member of the Lyreguard but perished in battle with the northern gnolls; today, she uses the contacts that he made during his fighting career to sell elaborate garments to nobles and wealthy citizens. The wares here are expensive, but they are designed by Helon herself and created by a team of expert craftsmen (Exp3-6). Each of her garments is embroidered with a silver tree and lyre symbol, which has become a sign of considerable quality and status in the city. Prices are 50-200% higher than standard, but the garments' quality is considerable.

The shop is guarded by multiple *magic mouth* spells and several mechanical alarm devices as well. Unknown to most, the tailor's dummies and display mannequins are actually animated objects, and the *magic mouths* are programmed to shout the activation command that causes them to attack intruders.

Lady Helon, female elf Wiz8: CR 8; hp 20; AL LG; Str 7, Dex 16, Con 11, Int 18, Wis 14, Cha 17; Craft (sewing) +16; Skill Focus (Craft [sewing]); *wand of magic missiles* (36 charges, caster level 12)

h8. THE JEWEL OF BORN TUK THULL

The sign above the door of this two-story marble building portrays a ruby behind a set of closed gates set in the side of a mountain. **Born Morgarm** (see NPC Appendix) owns the shop and also serves as the guildmaster of the Gem Cutters and Jewelers. He is surly and gruff, but quite talented, and is guarded by his pet brown bear, **Woseley** (see NPC Appendix), whom he raised from a cub.

Born and his assistants (Exp1-4) create exquisite, expensive jewelry for the elite of Bard's Gate. The shop is well-protected from intruders by alarms and magical glyphs, and any attempt to break in by normal means will invariably bring the Hill Watch running in force. Born's vault contains thousands in gold and silver, and is protected by a *glyph of warding* and a poison needle trap. Born is not a bad patron, and pays adventurers well for unique jewelry and gemstones.

Glyph of Warding (Blast): Cr 6; spell; spell trigger; no reset; spell effect (glyph of warding [Blast]. 16th level cleric, 8d8 sonic, DC 14Reflex save for half damage); multiple targets within 5 ft.) Search DC 28; Disable Device DC 28. The last Trap, is an innocuously hidden poison needle trap.

Poison Needle Trap: CR2; mechanical: touch trigger; repair reset; lock bypass (Open Lock DC 30); Atk +17 melee (1 plus poison needle); poison (blue winnis, DC 14 Fortitude save resists(poison only), 1 Con/unconsciousness); Search DC 22; Disable Device DC 20.

h9. LACE AND BOW

The most popular destination for wealthy lords and ladies of Bard's Gate, this shop sells all manner of expensive clothing, with a special emphasis on women's items. Inside, permanent *illusions* portray some of the shop's specialties — cloaks, topcoats, shoes, robes, tunics, petticoats, gloves, hats and the like.

Zianna Illithyren (see NPC Appendix) designs some of the most expensive clothes in the city, and oversees a staff of elves and half-elves (Exp2-8) who create them. Zianna is renowned for her beauty and skill, and has grown increasingly arrogant about her wares and their quality. She pays well for exotic cloths, rare pelts, gemstones and other items that she uses in her creations. She also provides costumes to the Masque and Lute (BC2), and creates ornate costumes for the various masques and balls that occur throughout the year. Her outfits cost anywhere from 200%-500% standard price, partially for the quality of materials and craftsmanship, partially for the honor of wearing Zianna's unique creations.

h10. THE QUIET WOMAN

This inn is marked by a sign depicting a shapely serving wench standing upright and holding a flagon of ale in each hand. What is unique about the sign is that the serving wench has no head, her neck ending rather grotesquely in a decapitated stump. This small inn is noted as much for its resident phantom as for its fine accommodations. The phantom, from which the inn gets its name, periodically appears, wandering the halls and rooms. Innkeeper **Petryr Nordin** does not mind the spirit's presence, as she actually seems to bring in new guests and has been known to mysteriously balance his books or clean up the inn for him. The Quiet Woman is one of few inns in the district and, surprisingly, provides good rooms for standard prices.

Petryr has learned the spirit's true identity, and is quite happy to let **Mrs. O'Neal** (see NPC Appendix) wander the inn. He even keeps her quarters exactly as she left them and the two coexist peacefully.

Petryr Nordin, male human Com3: CR 2; hp 7; AL NG; Str 10, Dex 11, Con 11, Int 11, Wis 15, Cha 12; Profession (innkeeper) +9.

h11. CYLYRIA'S RESIDENCE

This unassuming (for the Hill District anyway) three-story dwelling is home to Bard's Gate's leading citizen, the mayor and High Burgess Cylyria. Despite its relatively modest exterior, the building is well-defended. Five members of Cylyria's personal bodyguard, the **Gentlemen** (Ftr5 or Ftr5/Wiz1; see Groups and Organizations) are on duty in the manse at all times, and two of **Lyreguard** (Ftr3) stand guard outside. Cylyria or her guards can summon help from the Hill Watch by means of scrying crystals.

Members of the Fellowship of Note meet here to discuss threats to the city and how to deal with them, and Cylyria often entertains out-of-town notables in this mansion as well. The interior is not as lavish as other homes on the Hill, but is comfortable and elegant in an understated and tasteful manner, including fine marble floors, hardwood furnishings, pleasant sitting rooms, comfortable bed chambers and a library on each floor. Unknown to most, the mansion has an extensive basement, including research facilities, a vault for valuables and magic items and an elaborate war-room with maps and models of Bard's Gate and surrounding countryside. There is also a secret passage from this residence which leads to the North Wall district. Cylyria uses this route to leave the estate when she wishes to wander the city in her weathered brown-leather-clad alter-ego "Merinath" or to travel to secret meetings of the Fellowship of Note.

CHAPTER NINE

NORTH WALL DISTRICT

This long, narrow district adjoins the Market neighborhood. It is a crowded, largely residential district, with high crime, few businesses, many taverns, and relatively cheap prices, making it an excellent location for beginning PCs who may wish to build their own home or open a shop.

GENERAL LOCATIONS

N1. MANISOOL'S TOWER

The wizard **Manisool** (see NPC appendix), lives in this square, 70-foot tower. The structure has no apparent entrances, and only four windows immediately below its crenellated roof. The entrance is magically concealed, locked and trapped, and only Manisool himself can open it; no one else is ever seen entering or leaving the tower. Its contents are unknown, but the neighborhood residents, who know Manisool as a good-aligned but eccentric individual, leave him be and let him come and go as he pleases. In reality, Manisool is an agent of the Cult of Orcus and means the city ill, but no one of importance is yet aware of this.

N2. THE DANCING GOBLINS

The painted sign above the door shows three prancing goblins playing flutes and drums. But the strong beam from which it hangs also has three large, rusted staples on it — popular legend holds that three goblin bandits were once hung from the beam, dancing and twisting in their death throes.

Inside are three bars, each with a separate character and clientele. The first is stone flagged and bare but cheery, always crowded by workers and commoners, eating fresh bread and drinking brown ale. The second bar is somewhat darker and less welcoming, patronized by merchants and their foremen, serving sausages and wine. The third bar is upstairs in a cozy, wood-paneled room with overstuffed chairs and fading rugs where older men play cards or young couples come for privacy in dark, out-of-the-way booths.

Character: The district is crowded and dirty, but is patrolled regularly to keep down more overt street crimes. Buildings are old, jammed close together, and often in disrepair. Those seeking anonymity can stay here with few worries, so long as they keep a close watch on their valuables.

Businesses: Taverns, inns and tenements are common here, but there are few other shops or businesses. Most of the buildings are residences of various types.

Prices: Standard unless otherwise noted.

Gold Piece Limit: Unless otherwise noted the Wall District has a 400 gp limit on goods and services.

Building Type: Older, narrow buildings, usually of wood or stone are most common here. There are numerous narrow alleys between buildings; roofs are made of thatch or tile, the streets are cobbled, but often in disrepair.

Guard Details: Wall Watcher patrol of 2d4 pass any given area every 1-2 hours, while constables or sheriffs usually patrol once per day in groups of 2-5. This district has no private guards, nor can its residents afford them.

Proprietor **Samos Kenthi** manages a large staff and is considered a relatively pleasant boss. His cooks offer kobold stew (not really made of kobolds, though the recipe remains secret) for 1 cp a cup or 3 cp per bowl, bread for 1 cp per loaf, braised lamb kebobs for 3 cp each, pickled sausage for 2 cp each, goblin brew (a potent, spicy ale) for 1 sp per tankard or orc's blood wine (so-called for its color rather than its contents) for 1 gp per glass or 5 gp per bottle.

Samos Kenthi, male human Exp8: CR 7; hp 28; AL NG; Str 10, Dex 12, Con 10, Int 14, Wis 13, Cha 12.

N3. THE FLENSERS' REST

This tavern is usually avoided by the general public, as its clientele consists primarily of tannery workers, butchers



and flensers. The place usually smells as bad as its patrons, and the stone floor is usually filthy with blood and other unpleasant substances, though it is washed down by the potboys once per day. Despite the stench, the beer is a mere 3 cp per mug and is surprisingly drinkable. Also available is something called Brain Tan Whiskey for 1 sp a shot, or the ubiquitous Brin Zwiesher's Ale for 4 cp per mug. The tavernkeeper is **Ruvuldo**, a former tannery worker who saved his money for years and was finally able to open this establishment.

Ruvuldo, male human Com5/Exp3: CR 7; hp 29; AL N; Str 14, Dex 10, Con 13, Int 12, Wis 11, Cha 9.

N4. CHANGO'S BAR

This intimate establishment is a warm, smoke filled joint with a low beamed roof. Several chambers have been knocked together to make the main room, so it has many corners and unexpected steps between the groups of tables. One corner is always occupied by a group of scarred old gnomes, who play a dangerous game called "bip" that involves tossing printed eight-pointed caltrops. Barkeep **Chango** serves Bad Monkey Beer (3 cp per mug), Moccavallo's Leaf (1 gp per pipeful) and of course Brin Zwiesher's Ale, at 4 cp per mug.

Chango, male gnome Rog5: CR 5; hp 27; AL NG; Str 11, Dex 15, Con 14, Int 13, Wis 15, Cha 11; Disable Device +12, Pick Pocket +11; Alertness, Improved Initiative; short sword.

N5. JUSTIN GREENWOOD'S FLETCHERY

Formerly a defensive outpost in the city, this stout three story iron tower sports a sign that portrays an armored hand clutching a fistful of arrows. The shop remains open during daylight hours, and the interior is crowded with barrels and boxes full of spears, arrows and bolts of all kinds.

Justin Greenwood (see NPC Appendix) is a tired-looking man of unknown age clad in a worn chain shirt and a green cloak. He spends his days crafting missiles and dealing with customers. He sells normal and masterwork items for standard prices, though successful Diplomacy checks will persuade him to lower his prices if he's feeling especially generous.

If buyers want poisoned items, they will have to overcome his Bluff score with a Sense Motive check, after which he will offer such items as *bolts of stunning*, arrows tipped with paralyzing poison (DC 13 Fort save or target is paralyzed for 1d6 rounds), +1 and +2 *arrows or bolts*, and a quiver of ten *arrows of vampire slaying* (vampires take 1d8+2d6).

Justin is retired from adventuring, after his last battle with a nest of vampires left him injured and two of his companions dead. Justin's foe was his former lover, **Felicity Bigh** (see NPC Appendix), who had been turned into a vampire and then sent to destroy him by her master. In the fight, Felicity's master was destroyed, but she herself escaped, and still seeks

vengeance against the man she once loved. Today she and her vampiric allies, many of whom were once Justin's former family and adventuring companions, continue to hunt him.

Justin's shop is filled with anti-vampiric gear, and the shop itself is a part of his defenses. A modified *Daern's instant fortress*, it allows Justin to fold it into a cube, pack it in a *bag of holding* and move on to a new home. So far, he has avoided Felicity's attentions, but he has begun to hear rumors that she and her band are nearby.

N6. BOLEGGO DEEPIGGERS HOME

This nondescript residence is home to the reclusive dwarven mining magnate known as **Boleggo Deepdigger**, a burly, black-haired dwarf. Boleggo is wealthy, and has many different mining operations, some from far beyond Bard's Gate. At least that's what most people think.

In fact Boleggo has been dead for a dozen years, victim of the Cult of Tsathogga. The being known to many as Boleggo is actually a Greruor Demon (see **Tome of Horrors 2** from *Necromancer Games*), forced into service by Tsathogga himself.

Boleggo's competitors and some city officials have begun to grow concerned due to his increasingly odd and secretive behavior. If they get too close, adventurers may be hired by Boleggo himself to "investigate mysterious goings-on in the mines," and sent into an ambush by agents of the cult.

Hidden within the home are mining contracts that can be given to the Stonemasons Guild for a 10,000 gp reward. Exposing and destroying the demon will earn the adventurers the friendship of the guild and several prominent merchants and city officials.

N7. ENZEGER'S ESTATE

One of the North Wall district's leading citizens, **Malo Enzeiger** inherited a substantial amount of money from his father, a successful merchant, and chose to spend much of it in this run-down neighborhood, contributing to charities, rebuilding old tenements and aiding the poor. His estate is a walled compound with well-manicured grounds that would not be out of place in the Hill District, but Malo himself chooses to live in the neighborhood that he has adopted as his own.

Unknown to the city at large, Malo's charitable façade is just that. In reality, he is a leading scion of the Cult of Orcus, leading hellish blood-sacrifice rites in his secret underground shrine, where living victims are offered to the Lord of the Undead. The poverty and crowded nature of the neighborhood offer the perfect opportunity to find new victims, and Malo's work with the poor keeps him aware of who is who in the North Wall District, putting him in touch with those who will not be missed.

Malo Enzeiger, male human, Ari5/Clr8 (Orcus): CR 13; hp 97; AL CE; Str 13, Dex 15, Con 16, Int 14, Wis 20, Cha 17; Bluff +17, Diplomacy +21, Disguise +17; Deceitful, Empower Spell, Persuasive; *mace of terror*, *ring of regeneration*, *darkskull*, *ring of false alignment* (wearer always detects as good alignment).

CHAPTER TEN

BRIDGE DISTRICT

This district, encompassing the area between the huge bridges that span the river, as well as the great central island, is considered the heart of the city. The two bridges are constantly filled with traffic, and the eastern, or Gatehouse Bridge, is actually covered by an elaborate wooden superstructure that contains many shops and inns. Many of the city's most influential and popular temples are found here, most notably the Temple of Oghma, god of song, widely considered to be Bard's Gate's patron deity.

GENERAL LOCATIONS

KING'S BRIDGE

This bridge is named for an ancient bandit king whose name has long since been forgotten, who first built a bridge and keep on this location countless centuries ago.

NEW GODS AVENUE

In stark contrast to the ruins of the Old Temple district, this street is lined with new, beautiful, lavishly-designed shrines and temples to the patron gods of Bard's Gate.

BL INN ON THE BRIDGE

In the early days of Bard's Gate, this stout gatehouse protected the bridge and the main entrance into the city. Consisting of two strong towers connected by a walkway, the gatehouse withstood several attacks by the city's enemies. As Bard's Gate grew, the gatehouse became less and less important and today the two towers are covered with ivy and serve as one of the city's premiere inns. Barracks have been replaced by luxurious guest rooms, the mess hall has been converted to a lavish dining area, the dungeon is now a wine cellar, arrow slits now sport fine glass panes, and the entire place is decorated with a martial flair, an echo of its previous life.

The inn's rooms are lavishly furnished with mahogany and ashwood beds, tables and chairs. Each room is also equipped with a brass tube and a number of small brass orbs, each with a different rune inscribed on it. These orbs are dropped down the tubes to request service, based upon the specific rune — one for clean sheets, one for a meal, one for hot bathwater, and so on. This remnant of the keep's old communication system serves the guests well.

Goled is a former soldier who retired when he lost several fingers from one hand, and purchased the gatehouse from the city. Long in disrepair, the gatehouse was renovated

Character: The Bridge District is a highly cosmopolitan region, where foreign visitors and local grantees meet to enjoy the district's many varied pleasures. Some of the finest shops and inns are located on or near the two major bridges. The district is clean, pleasant, and well-patrolled.

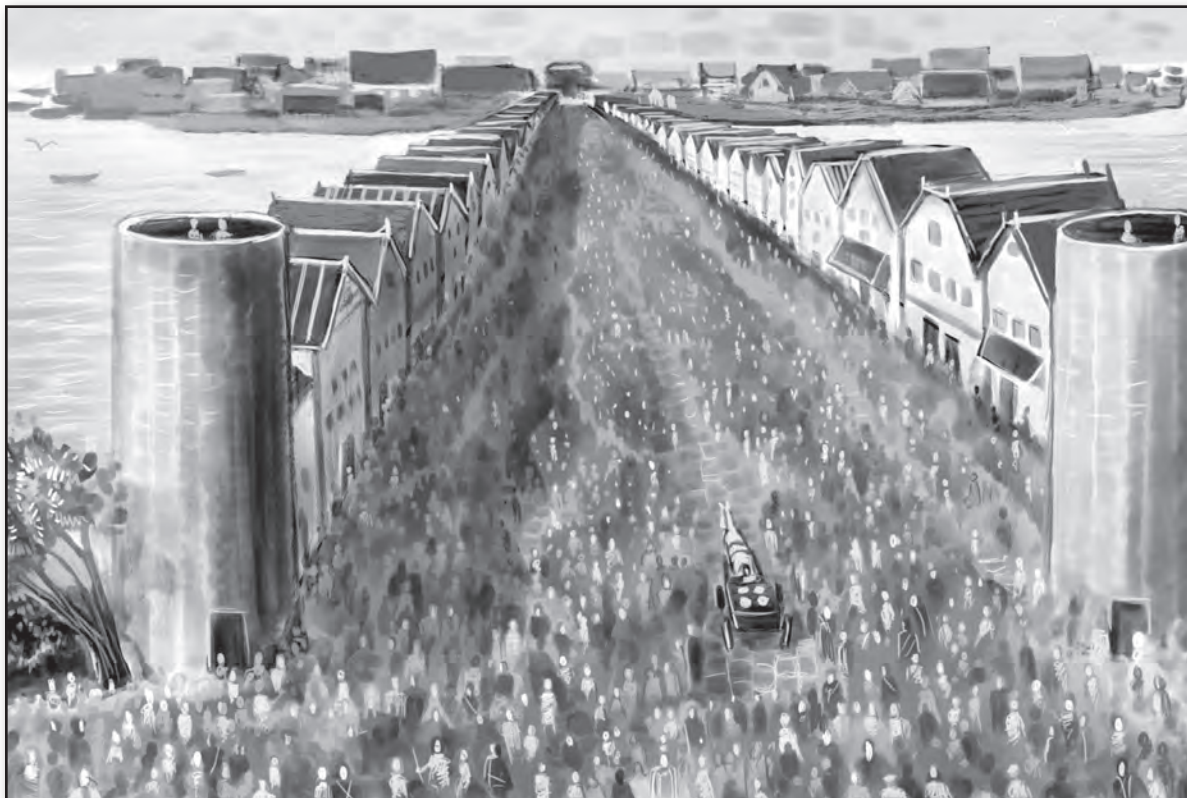
Businesses: In addition to high-class inns and taverns, many of the buildings here are temples and high-priced rooming houses. About half of the region's structures are residences, home to skilled laborers, craftsfolk, bards, artists and other influential citizens.

Prices: Prices average 10% above standard.

Gold Piece Limit: 1,000 gp unless otherwise noted.

Building Type: Many of the buildings in this district are old but well-maintained stone structures with ceramic or wooden roofs that date back to the city's founding. New buildings are rare, but when they are built, city officials are careful to make sure that they are consistent with the district's unique appearance.

Guard Details: At all hours of the day and night, two members of the Lyreguard stand at either end of the bridges. Elsewhere, the sheriffs maintain a regular patrol. Unlike other parts of the city, private guards are not allowed to operate in the Bridge District.



by Goled and his dwarvish relatives to become a near-legendary inn that is famous even in many foreign lands. Goled is a member of the Stoneworker's Guild, which often holds its meetings here.

Rooms at the inn vary from 2-10 gp per night depending on size and accommodations. Meals are 2-8sp and always feature different cuisine. Fine wines including Vinewood Old Vintage (20 gp per bottle) and ales such as the inn's specialty, Drawbridge Dark (4 sp per mug) are also served. The ubiquitous Brin Zwiesher Ale is absent from the menu, as Goled finds the stuff all but undrinkable.

Goled, male dwarf Ftr6/Exp3: CR 8; hp 59; AL NG; Str 17, Dex 12, Con 14, Int 12, Wis 16, Cha 11; Profession (bartender) +10; Cleave, Improve Disarm, Power Attack; longsword, chain shirt.

B2. HAPPY FEET

This small brick building contains all manner of shoes, boots, and slippers from nearly giant size to those so minute only a fairy could wear them properly. **Jellithey** (see NPC Appendix) works here at all hours of the day and night, happily whistling and humming to himself. He has no time for swindlers or thieves, and more than one would-be robber has found his knife turned into a fish or his armor turned to paper.

Constantly happy, always joking and telling horrid puns, Jellithey has become something of a fixture in the neighborhood, selling shoes of all kinds, including

magical items, for slightly higher (up to 25% more) than standard prices.

B3. AUDITORIUM OF THE SILVER HARP

Amazing almost beyond description the Auditorium of the Silver Harp stands like a beacon among the splendors of Bard's Gates. Built in the shape of a great harp, the "auditorium" is actually the temple of Oghma, patron god of bards and protector of Bard's Gate. High Harpist **Jared Strann** and eight priests (Clr4) lead services here. More performance hall than formal church, the auditorium is commonly used for public recitals and concerts. The grounds are covered in lush shrubbery, and a winding walkway leads up to the temple's main door. Performances, services and other musical festivities center around the temple and often spill out into the large circular plaza at the heart of the city. Many of the famous yearly bards' competitions are held here.

Jared Strann, male half-elf Clr9: CR 9; hp 40; AL NG; Str 14, Dex 11, Con 11, Int 13, Wis 18, Cha 15; Knowledge (religion) +11; Silent Spell; *mace* +2, *chainmail* +1, small steel shield.

A. THE DOOR

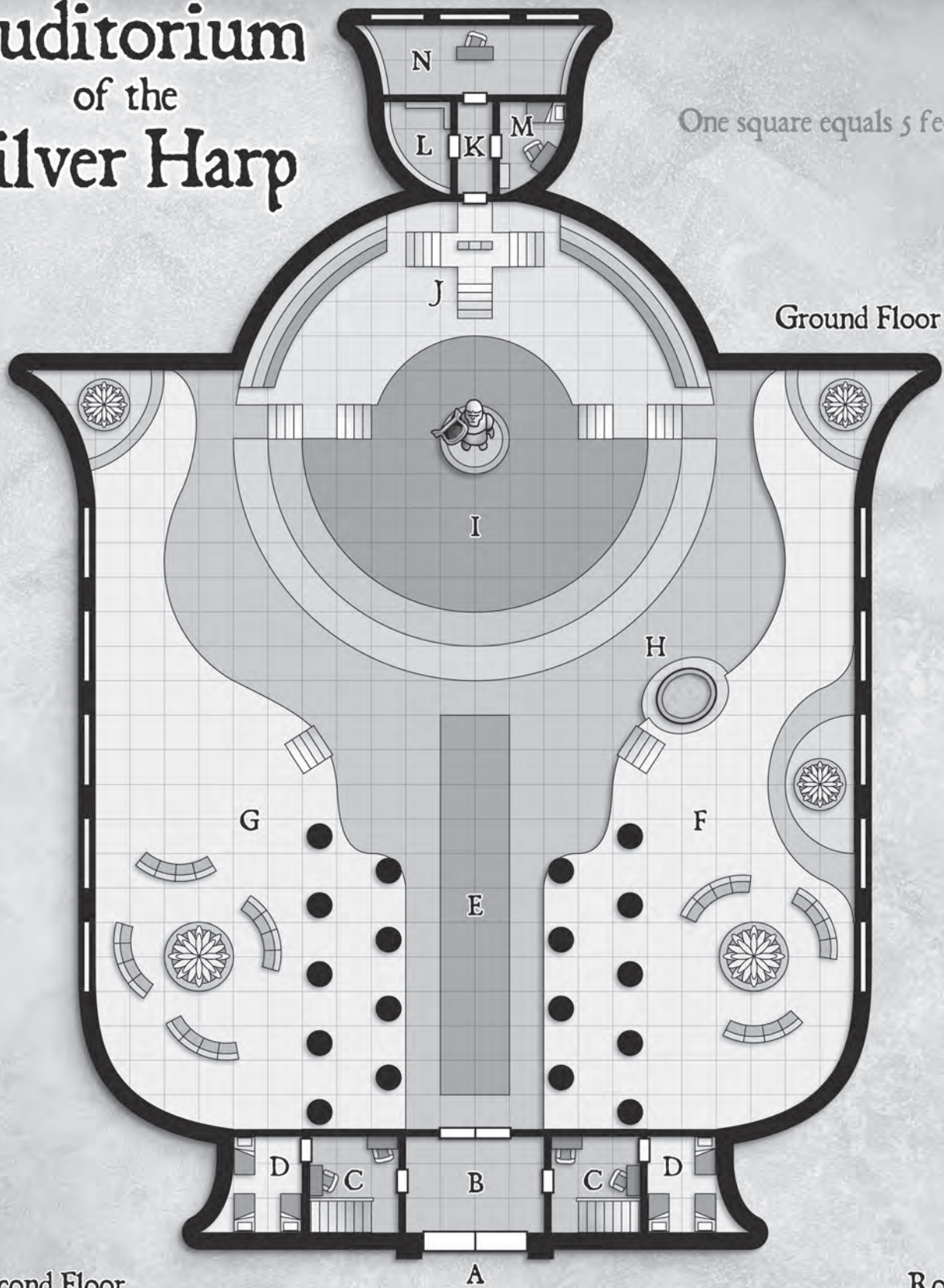
These great wooden portals are inlaid in polished silver with images of harps and lutes, both sacred to Oghma.

B. THE FOYER OF CREATION

Reliefs on the walls of this chamber show the story of how Oghma discovered music while dreaming, and

Auditorium of the Silver Harp

One square equals 5 feet



Second Floor

Roof



created the demigod Note. Enchanted, the other gods joined with Oghma in song, and with this song all the wonders of the world were created.

C. ACOLYTES STUDY ROOM

These two chambers, one on either side of the foyer, are used for contemplation, study and composing by Oghma's acolytes. It contains several graceful wooden desks and shelves full of books and bound volumes of sheet music.

D. ACOLYTES QUARTERS

These chambers contains bunk beds and private facilities for the temple's lower-ranking priests. There are currently six ClrIs living here.

E. THE GRAND CONSERVATORY

This great chamber rises up three stories inside the great temple. Here, the faithful of Oghma come to meditate, practice, study, pray or perform. Worshippers sometimes offersacrifice to their god in the form of a new composition, or an old instrument that has outlived its usefulness.

At the far end of the hall stands a great, 30-foot tall statue of Oghma, beyond which is a raised dais where High Harpist Jared leads the faithful in song and prayer on holy days. Great pillars in the form of tree trunks entwined with vines and leaves extend from floor to ceiling, standing on either side of the luxurious carpet that leads the way to the statue. The carpet is woven with harps, lutes and other musical instruments, and is said to have been woven by Oghma himself.

F. SHRINE OF NOTE

Steps lead from the conservatory up to this raised platform. Covered with lush flowering plants in large ceramic vessels, the Shrine of Note is constantly bathed in silvery light from the dome above. Couches are arranged artistically about the platform, where worshippers can come to relax and listen to soft harp music played by acolytes who are always in attendance.

G. SHRINE OF DAME TORREN

The raised platform to the west of the conservatory is dedicated to Dame Torren, goddess of winds and handmaiden of Oghma. This side is much like the Shrine of Note, but is tended by the Sisters of Song.

H. FONT

Carved from the trunk of an ancient oak tree, this font is supplied by water from an underground cistern, blessed by the priests and priestesses and used for baptisms and the blessing of musical instruments.

I. SUNKEN SHRINE

This space directly beneath the dome is sunk five feet below the floor of the Grand Conservatory, accessible by curved stairs that function as risers when large numbers of worshippers are

here. A 30 foot tall statue of Oghma on a 5-foot tall marble base stands in the center of the sunken section. Oghma is clad in simple robes and holds a great silver harp.

Overhead, a stained glass dome casts multi-hued light on the floor below. The dome portrays different images from legends of Oghma. Most prominent of these is an image of Oghma showing his faithful the site of Bard's Gate and bidding them build a great city there.

J. HIGH ALTAR OF OGHMA

Behind the statue, this section rises five feet above the conservatory floor, and contains the altar of Oghma, a cross-shaped pedestal in the center. The altar is inlaid with silver musical notes and holy symbols. Behind the altar is a gold-inlaid doorway that leads to the high harpist's private chambers.

K. THE LITTLE HARP

Beyond the doorway is a short hallway through the upper section of the temple, called the Little Harp. The hallway leads to Jared's private quarters.

L. HIGH HARPIS'T'S CONSERVATORY

This room is almost a museum, its shelves filled with books and volumes of sheet music, its walls hung with various masterwork musical instruments. Jared spends much of his time here in quiet study or practicing his music when he is not involved with the daily affairs of the temple.

Four of the masterwork instruments are especially old and valuable, and worth 1,000 gp each, and also hanging on the wall is a *silver horn of Valhalla*.

M. HIGH HARPIS'T'S CHAMBERS

This is Jared's surprisingly Spartan bedroom. It contains a simple bed, some shelves with personal effects and a wardrobe, as the High Harpist prefers to live quite simply and devotes most of his energies to running the temple and learning more about music. There are perhaps 400 gp in personal belongings here.

N. THE OFFICE OF THE HIGH HARPIS'T

Jared doesn't spend too much time here, but can be found at his desk if there is paperwork or correspondence that must be dealt with. Bookcases line the curved walls, and large windows behind the desk afford a view of the temple gardens behind. This chamber holds some magical items — a bookshelf protected by a *glyph of warding* contains five of each scrolls of *raise dead*, *heal*, *remove curse* (level 12), four scrolls of *major restoration*, nine scrolls of *restoration* and a *tome of leadership and influence +1*. A locked chest contains 12 *potions of cure light wounds*, 8 *potions of cure moderate wounds*, a *wand of cure disease* (30 charges) and a *rod of cancellation* (30 charges).

Locked Chest: 1 in. thick; Hardness 5; hp 30; Break (DC 28); Open Lock (DC 28).

LEVEL 2

O. COMMON ROOM

The staircases from the acolytes' study rooms lead to this common room where the priests of Oghma take their meals at long wooden tables. All meals are accompanied by music or singing.

P. BROTHERS ROOMS

This chamber holds beds, desks and small chests for four Brothers of Song (Clr4). The room is always tidy, and the devotees themselves spend most of their time seeing to the maintenance and cleanliness of the temple. The brothers are also quite capable of defending themselves, and keep four chain shirts, four bucklers, four clubs and four light crossbows here as well.

Their armor usually hangs on a hook next their bed and they keep their weapons within the footlocker well oiled and ready in the event they are called upon to defend the city from any threat.

Q. THE SISTERS ROOMS

The four Sisters of Song (human female Clr4, NG) live in quarters identical to those of the brothers. Their duties include tending to the sick and injured, aiding the poor and inspiring the city's bards to greater achievements. They tend to get out of the temple much more often than the Brothers. Also like the Brothers, the Sisters have four clubs and four light crossbows here for defense if needed, as well as chain shirts and bucklers.

R. ROOF

A great silver sculpted harp rises from the building's roof, and a small platform beneath it is accessible by stairs from level two. The platform gives a commanding view of the surrounding district, and members of the priesthood often come here to play or sing, allowing their music to echo across the city.

B4. TEMPLE OF SKILLED HANDS

Dre'uain, god of craft, is second in popularity only to Oghma among the folk of Bard's Gate. The Temple of Skilled Hands serves as the center of Dre'uain's worship in the city, and is a popular destination for craftsfolk of all sorts. The temple itself is an imposing hall of grey stone, its exterior carved with images of creation and craftsmanship. The entire structure was built without the use of a single nail; rather every piece of stone and wood was carved and fitted together flawlessly. Hundreds of artisans labored for years on the temple, and the finished result is one of the most remarkable structures in this part of the world.

A. DOORS

The doors are perfectly crafted to open and close with the merest touch. They are inscribed with Dre'uain's holy symbol, a pair of hands crossed at the wrists.

B. THE PROCESSION HALL

The procession hall is paneled in fine woods and extends 60 feet to the main worship chamber. Silent acolytes line the hallway as worshippers enter on holy days.

C. WORSHIP HALL

The main worship chamber is over 200 feet in length, but is entirely unsupported by beams or buttresses. Rather, it stands freely due to the ingeniousness of its design, supporting its own weight.

Three statues occupy the worship hall, each the image of an ancient craftsman — a sculptor bearing a chisel, an artist with a brush and a stonemason with a hammer. Each holds the tool of his respective calling respectfully upward, as an offering to Dre'uain.

Artisans of all sorts worship here, and bring their creations to be blessed by the priests. Lesser items are also brought here for sacrifice and given to the temple. Such items are sold outside the city, bringing profits to the temple and keeping the finest craftsmanship within Bard's Gate.

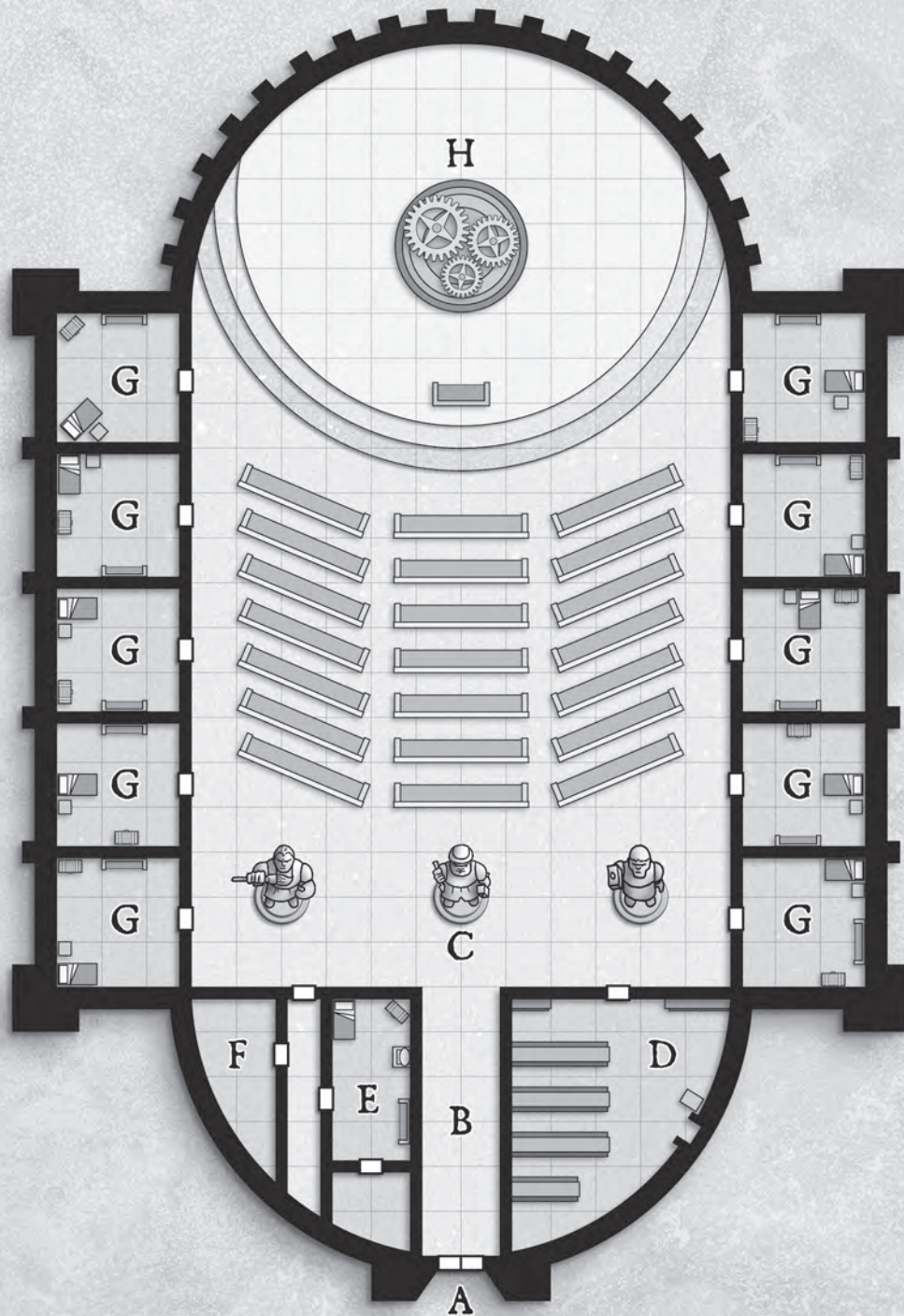
D. THE WORKSHOP

The practice of arts and crafts is considered a sacred act to the faithful of Dre'uain. Here, the priests gather to practice their trade — the chamber contains easels, storage for paints and brushes, pottery wheels, a jeweler's table, woodcarving and stonemason's tools and the like. When not caring for the temple itself, the priests can be found here, creating fine objects that are either kept in the temple or sold in the city. Monies obtained in this fashion are used to maintain the temple, care for the priesthood and to aid impoverished artists, whom the temple often sponsors. The priests craft everything that is used in the temple, from dinner plates to armor and weapons, and their style is simple but elegant.

E. CHAMBERS OF THE HOLY ARTIFICER

These are the personal chambers of the high priest (or Holy Artificer, as the temple calls him) **Liserion** (see NPC Appendix). It is a simple room, containing a small personal shrine to Dre'uain, and a small footlocker containing 877 gp, a scroll of *raise dead*, and Liserion's masterwork woodcarving and smithing tools. Besides that Liserion, like his fellow priests, shuns material wealth and turns all income into the temple to aid in its maintenance and to provide aid to poor and struggling artists.

Temple of Skilled Hands



One square equals 10 feet

F. TEMPLE STORAGE

This chamber contains many items left as sacrifice at the altar. Periodically, the priests ship these items out of Bard's Gate for sale in distant lands and cities, using the profits for the temple and to aid Bard's Gate's artists. Currently, the room is filled with many different items, including sculptures, clothing, furniture, paintings and mastercraft items. Among the items are several masterwork weapons and a fine suit of masterwork full plate, which Liserion hopes to sell to the Lyreguard.

G. ARTIFICER'S ROOMS

Each of these small chambers are simple, with a bed, chest and workbench. Artificers (Clr3) sleep here or work during the day when not tending to the temple. Each priest has 2d4x100 gp worth of items and gear in his room.

Lining the walls of the sanctuary hall are the locked doorways that open into the private living quarters of the priests of the artificer. The rooms are simple and have a bed, a fine chest and a desk or workbench. The priests are usually in at night sleeping or tending to the watch of the temple. During the day the rooms are kept locked (Open Lock DC 20). Each Priest usually has around 400 gps worth of items and gear stored within their rooms, keeping their most valuable possessions upon their person.

H. THE TESTAMENT OF SKILL

Behind the altar of Dre'uain is a large free form sculpture that appears to be a set of three interlocking gears, interlocked and constantly moving by a mysterious mechanism that is maintained by the priesthood and that legend holds was first set in motion by Dre'uain himself.

The gears represent the eternal mechanism of the cosmos and priests claim that contemplating the gears for a long time provides them with insight into the true nature of the cosmos. Items are brought here for blessing by the priests, or left as sacrifices each day. On holy days, Liserion leads services while standing before the Testament of Skill, its mystical motions enhancing his exhortations.

B5. SHRINE OF BACCHUS DIONYSUS

This small marble building is carved with images of beautiful nymphs and youths frolicking among wild beasts, drinking from jugs of wine, feasting on grapes, and the like. Drunkards and vagrants often mill around the shrine, hoping for free handouts, which the priests and devotees of Bacchus will occasionally give.

Inside, the air is thick with purple lotus smoke. Upon

the marble altar is a great golden goblet, the Cup of Bacchus Dionysus. The cup is filled each morning by the priests, and those who wish to gain the god's favor come here to drink from it. Worshippers include tavernkeepers, decadent nobles and those who simply want to have a good time. Merchants who serve wine, ale and spirits come here regularly, fearful that without the Bacchus' blessing, their business will fail.

The shrine is tended by **Tobias Dricken**, a wild-looking priest of Bacchus with dark hair and an unkempt black beard. He is assisted by four temple maidens called the **Maena** (see NPC Appendix).

The Maena serve wine from the Cup of Bacchus to all guests. They are charming and lovely unless angered, at which time they activate their rage abilities and attack their foes savagely. They wear thin silk robes and cloaks made from the pelts of leopards, an animal sacred to Bacchus Dionysus.

Tobias Dricken, male human Clr 5 (Bacchus-Dionysus): CR 5; hp 30; AL CN; Str 11, Dex 11, Con 13, Int 12, Wis 16, Cha 17; +1 *heavy mace*, +2 *hide armor*.

B6. SHRINE OF FREYA

This temple is a peaked longhouse with end caps carved into the shape of dragons. The walls are decorated with stylized wheat sheaves, and inside a large statue of the goddess is always adorned with fresh flowers, even in the depths of winter. A large log fire always burns in the center of the longhouse.

The shrine is tended with care by **Zoey** (see NPC Appendix), a young woman who has been known to venture out of the city with adventurers, leaving the care of the temple to her acolytes (Com1s or Clr1s). She sees this as a good opportunity to spread the word of Freya and to learn of events outside the city. Though outwardly peaceful, she is not adverse to battle, and if accompanying adventurers will cast *protection from evil*, *entropic shield*, *bull's strength*, *magic vestment* and *divine raiment* before entering combat. She will also cast *bestow curse* on her foes, further damaging their ability to fight.

Zoey is a kind-hearted woman, and will offer healing free to followers of Freya, or those of good alignment.

B7. SHRINE OF STRYM

The storm god, Strym the Mighty has only a handful of devotees in the city, and these maintain this small, open-roofed shrine. Worshippers and those who seek the gods favor pray before the statue of the god, leaving small offerings in the form of hammers carved from stone, gold, food and ale. During stormy nights, this shrine is said to be the scene of spectacular lighting

strikes. **Mangus the Lawbreaker** is the high priest of the small group, and is usually found here or nearby.

Mangus the Lawbreaker, male human Clr6: CR 6; hp 27; AL CG; Str 14, Dex 13, Con 10, Int 12, Wis 18, Cha 14; Knowledge (religion) +14; + 2 *hammer of thundering*.

B8. TEMPLE OF THE SPIDER

This temple is in the shape of an enormous black marble dome, with silver inlay forming a web all across its surface. Stone spiders crouch where gargoyles would normally be found on other temples, and the place is tended by mysterious black-clad priests and priestesses.

The deity known only as the Spider has only a small congregation, and few will admit to worshipping here. The temple was built many years ago, and so far the priests pay their taxes to the city and do not bother anyone. Inside the dome is a maze of hallways and circular rooms. In the exact center is a hemispherical crystal chamber, and in the center of the chamber is a great globe containing a black metal statue of a spider. High priest **D'banrah** has convinced his congregation that this statue is actually a material manifestation of the Spider. In reality, it is a Retriever demon placed in temporal stasis centuries ago to protect it from the Bebilith that had hunted down its creator.

D'banrah, male aranea Clr4: CR 8; hp 30; AL NE; Str 11, Dex 15, Con 14, Int 14, Wis 13, Cha 14; *ring of invisibility, rod of enemy detection*; see the **MM**.

Retriever Demon: CR 11, hp 135, see the **MM**.

B9. THE PEARL EARRING

This small jewelry store in the Bridge District is run by **Levis Prochnov**. He possesses a magic item called the *pearl of Identification*, which can be used once a day to identify magic items as per the *identify* spell. Levis specializes in pearls of various types, including necklaces, earrings, rings, and any other items that can be crafted from pearl, seashells or mother-of-pearl.

Levis is somewhat disreputable, and known to some members of the Beggar's Guild as a fence for stolen items. If a client knows the right questions to ask, Levis can be persuaded to rework stolen jewelry so that it cannot be identified and can be resold. His shop is also popular with arcanists, who buy pearls from him to use in spell preparation.

Levis Prochnov, male human Rog2/Exp2: CR 3; hp 12; AL NE; Str 13, Dex 15, Con 11, Int 10, Wis 13, Cha 11; rapier.

B10. AUTHOR'S RESIDENCE

Eldon has written many novels and plays in this small bookstore. His best-known works are biographies of famous city bards and heroes; he is a bit of a muck-raker, and his works are full of descriptions of illicit affairs, murders, personal problems such as gambling and alcoholism, and other scandalous matters. The nobles don't think much of Eldon and his works, but he continues to be popular with the common folk.

Eldon, male halfling Exp5: CR 4; hp 17; AL NE; Str 11, Dex 14, Con 11, Int 16, Wis 14, Cha 13; Profession (writer) +15; Skill Focus (Profession [Writer]).

CHAPTER ELEVEN

KEEP QUARTER

This southern section of the main island houses the governmental buildings — the keep, the brig, stockade and jail, the main guild hall where all the guild representatives gather, the Burgess' hall where business of state is done, the halls of the solicitors, barracks for the town guard, a number of storehouses, etc. This section started as one of the first portions of the city — a keep to watch over the boat traffic up the river.

K1. THE KEEP

On the southern shore of the island sits this regal-looking walled structure known to the locals as the Keep. A large gatehouse from which flies the standard of Bard's Gate opens into a spacious courtyard with a large fountain portraying the city's patron gods. Lyreguards stand watch along the walls and a detachment of knights guards the gate at all times.

The keep has a garrison of 20 Lyreguard, two of Imril's knights, and 10 Waymarch foot soldiers. They rotate the watch throughout the day and night; the changing of the guard takes place every four hours and is a popular sight for visitors.

Character: This area of town serves as military and judiciary headquarters of the city.

Businesses: The keep is a military and governmental district; a few vendors sell wine or food outside the gates to the keep and some solicitors maintain offices near the Keep. The walls are thick and tall, with battlements and anti siege devices to guard against attacks from the river.

Prices: Standard except where noted.

Gold Piece Limit: 100 gp.

Building Type: Military and governmental buildings, mostly quite old and built from locally-quarried stone.

Guard Details: The keep is heavily guarded by the constables, sheriffs and the Lyreguard.

Once, the Keep was the city's major defensive citadel, but today it serves the dual purpose of being the center of Bard's Gate's civil authority. Here, the Town Council holds regular meetings, and burgess herself carries out the business of the city. In addition to its military garrison, the Keep also houses numerous city scribes and clerks, and contains chambers full of important documents, histories of the city, tax rolls, guild charters and similar items.

K2. HALL OF JUSTICE

This two story stone building features the grand courtroom on the first floor where criminal cases are tried before the city's judges. The **bailiffs** (Ftr3) maintain their headquarters in the dungeon, where they keep watch on prisoners awaiting trial. A priest (Clr4) assists in the trials and in seeing to the spiritual well-being of prisoners.

Petty crimes such as public drunkenness, brawling, minor theft and the like are handled by magistrates, who judge the accused guilt or innocence and impose sentences. More serious crimes are tried before judges, with magical assistance to discern the truth of the matter.

The second floor contains the offices of the magistrates, judges and city barristers. Five magistrates, three judges and six barristers normally work here, overseeing official documents, reviewing the laws of the city and hearing appeals.

Those accused of crimes are not provided with any kind of legal representation, and must pay for their own barristers. Those who cannot afford representation are on their own, but the judges of Bard's Gate are known for their fairness and impartiality.

K3. OFFICES OF COMMERCE AND TRADE

This tower contains offices of tax collectors, surveyors and officials who oversee licenses for land purchases and new businesses. It is a regular beehive of activity,



STANDARD SENTENCES

The following sentences are guidelines established by the Bard's Gate judicial system. They may vary up or down depending upon the seriousness of the crime, the attitude of the defendant, the strictness of the judge, etc.

Crime	Sentence
Petty Theft (5 gp or less)	30 days
Common Theft (5-100 gp)	1 year
Grand Theft (100 gp or more)	5 years
Assault	5-10 years
Robbery	5-20 years
Rape	10-30 years
Manslaughter	25-50 years
Murder	Death
Treason	Death

though the entire first floor is devoted to a shrine of Sefagreth, God of Trade. The employees who labor here are largely faceless and nameless, and seem to change every week as different managers and officials are appointed, removed or transferred. Despite this, the offices seem to run relatively smoothly.

K4. THE GRAND HIGH SYMPOSIUM

This large meeting hall is used for meetings of all of Bard's Gate's guildmasters. Normally, these meetings take place on a bimonthly basis, but smaller gatherings

of related guilds, such as the Innkeepers and Tavernkeepers take place at other times. All of the major guilds maintain offices here, as well as small private meeting and sleeping rooms for long bargaining and negotiation sessions. Duloth and his Wheelwrights' Guild have been more and more active of late, seeking to expand their circle of allies and, they hope, eventually topple Cylyria as leader of Bard's Gate, replacing her with Duloth or his puppet.

K5. SHERIFF'S BAILEY

This structure has several functions, but is best-known as the headquarters of the Bard's Gate sheriffs. Here, officers stay while on duty, train or discuss strategies and share information on various criminals and criminal activities throughout the city. **Chief Sentry Topfer Brighteye** (see NPC Appendix) and his senior sheriff, **Deputy Sergeant Kotchko** (see NPC Appendix) manage the place and try to keep rivalries from their group and the nearby constables from growing too severe.

In addition, the lowest level of the building—partially subterranean, but with half-windows to admit natural light—houses the city brig, a small, well-kept prison where members of Bard's Gate's official city guards—sheriffs, constables, Wall Watchers, Gate Guards or Lyreguard—who are accused of crimes or failing to do their duty are held. Given the city guards' overall reputation for honesty, there usually aren't too many residents here, but there are always a few who turned up drunk

on duty, went AWOL, accepted bribes or — worst of all — used their offices to aid in criminal activities.

K6. THE ASSEMBLY OF THE SPOKEN WORD

While the accused are not guaranteed representation in Bard's Gate, barristers tend to be dedicated and learned individuals who will often work for minimal fees. This imposing granite structure houses the offices of the Barrister's Guild, where accused criminals or those who need legal advice or representation can come to seek aid. The massive bronze doors are opened and closed with an intricate and massive series of gears, and inside fine marble halls lead to individual offices and chambers filled with legal tomes, histories and the writings of countless generations of legal sages.

The guildmaster is known as the Great Speaker, and such individuals have almost always ended up as judges, sometimes becoming highly powerful and influential. The current speaker is named **Chu'aine** (see NPC Appendix) and has so far refused judicial appointment on three occasions. He appears to enjoy the life of a barrister far too much, and doesn't seem to relish the thought of sitting on the other side of the bench.

K7. GRAND CONSTABULARY

This old fortress-like building houses the headquarters of the Bard's Gate constables. The building contains living quarters for constables on duty, an armory, mess hall, kitchens and offices for the constables and their commanders. The constabulary is led by **Chief**

Garrid Garzag (see NPC Appendix), who has held this office for over a decade. Trusted and admired by the majority of law abiding citizens, he is also ruthless with even the most petty of criminals.

This hard-nosed attitude is merely a front, however. In truth, Garrid was once on the payroll of the Grey Deacons, and now takes payoff money from Duloth to insure that the unscrupulous wheelwright's various criminal activities don't attract too much official attention. It is largely due to Garrid that his assistant Pthan has never received an invitation to train with the Lyreguard, as his "letters of recommendation" are frequently laced with negative comments about the young officer's tactics.

Garrid's second-in-command is the young and energetic **Captain Pthan Traklos** (see NPC Appendix), a very serious and dedicated officer. If anything, Pthan is a bit overly-enthusiastic about law enforcement, and tends to spit when he talks. He has applied for membership in the Lyreguard several times, but has yet to succeed. Rather than becoming discouraged, Pthan has redoubled his efforts to control crime in the city, and channeled his frustration into becoming a better captain. For their part, the constables whom he supervises find Pthan a bit much, and are beginning to grumble about his leadership style.

K8. MERTHAN'S WATCHTOWER

Built at the same time as the Keep, this tall, featureless granite tower acted as the city's early-warning system, allowing sentries to search for the approach of hostile forces. It still serves as a garrison, housing a dozen constables and an officer.

CHAPTER TWELVE

Thieves' QUARTER

Named for the now-vanished Bard's Gate thieves' guild, a guild by overly-romantic bards, this district continues to be a somewhat dangerous place, but has also become somewhat fashionable among jaded nobles and thrill-seekers. Shadowy inns and taverns sit cheek-by-jowl with drug dens, smugglers havens and houses of ill repute. Almost anything can be bought or sold here, if the price is right, and it certainly is far from the safest district in the city, but the Canal District has long since supplanted the Thieves' Quarter as the seediest and most unpleasant spot in Bard's Gate.

GENERAL LOCATIONS

BEGGAR'S ROW

This tattered row of old buildings has become a central gathering-place for many of the district's criminal elements. Stolen goods can be fenced here, assassins can be hired, contraband and illegal narcotics

obtained. The place is also full of beggars and vagrants, and drunkards sleeping in gutters are a common sight. Some of the district's best-known establishments, including the Hidden Lady, the Inn of the Fallen Tree and the Shrine of Arden can be found here.

FORTUNE AVENUE

This street has occasional pickpockets and muggers, who feel that the name refers to them rather than their victims. The gaming house known as the Fortune's Fool can be found here, always surrounded by beggars and ne'er-do-wells.

SHADY WAY STREET

This narrow, cobbled street is constantly in disrepair, filled with potholes and damaged stones. Its shops are close-packed, and its alleys are a common hiding place for rogues and transients, as well as musicians and actors.



Character: The Thieves' Quarter sees an interesting mix of inhabitants — during the day, tourists and thrillseekers throng the streets, hoping to soak up some of the district's local color. Inhabitants include artists, musicians, struggling playwrights and impoverished students, as well as foreign immigrants, adventurers and vagrants. The Thieves' Quarter never sleeps — most taverns are open all day, closing for only an hour or so to clean up. At night, the quarter shows its true nature, and most slumming nobles had best vacate before sundown, when thieves, killers, alley bashers and other undesirables creep forth from their lairs to practice their bloody trade.

Businesses: Just about any business, licit or illicit, can be found in the quarter, though most businesses are bars, taverns, music halls, gambling dens or bawdy houses. Many large buildings have been converted to tenements, where poor residents live in filthy conditions.

Prices: Standard unless otherwise noted.

Gold Piece Limit: 800 gp unless otherwise noted

Building Type: Old style two and three story brick and wood frame buildings are common throughout the quarter. Most are in poor repair, though some residents struggle to keep their buildings pleasant and livable.

Guard Details: Constables and sheriffs patrol irregularly, and are more common during the day. They generally take a hands-off approach to the populace, unless a crime is being overtly committed nearby.

shops AND BUILDINGS

TI. FORTUNE'S FOOL

The center of social life in the Thieves' Quarter is a testament to bad taste in just about every way. Garishly painted, built in an ornate and archaic style, the building itself is decorated with images of scantily-clad women frolicking with satyrs, and similarly gaudy statues can be found throughout the grounds and interior. The ceiling is domed and painted with more images of bacchanalia, and the floor is covered with bright red-and-gold carpets.

This ornate gambling establishment, its bars, theater and eatery, are all owned by **Fat Juliello Broad-Toe** (see NPC Appendix). A decadent and hedonistic man

with a quick temper and a greedy soul, he encourages his guests to “have fun” and spend as much gold as possible. Though he's a thoroughly unlikable fellow, Juliello can nevertheless be a great source of information, especially if guests manage to get him drunk.

Julie has no tolerance for cheaters or troublemakers, and quickly dispatches his bouncers, brothers **Colic** and **Choli Bonesnapper** (see NPC Appendix) to deal with anyone who disrupts the place. His security forces include several rogues (Rog1-5), a half-dozen low-level half-orc barbarians (Bbn1-3), **Louis**, a mage (see NPC Appendix) and **Ilyashar**, an accountant and priest of Tykee (see NPC Appendix). They are all well-paid, and are as intolerant of troublemakers as their boss.

A. ENTRYWAY

Two half-orc barbarians in chain shirts stand guard here, demanding that guests check their weapons before entering. Choli or Choli are often here, and will make pleasant conversation if approached.

B. MAIN FLOOR

This chamber is always alive with activity. The floor is crowded with gaming tables where patrons play at cards, dice, the wheel of fortune, and odder games such as cockroach races (always popular) and once per week, kobold knife fights, which take place in a specially-designed temporary enclosure. The fights are always to first blood, never to the death, and the kobolds who fight have become minor celebrities. Juliello's rogues wander the room in disguise, and the half-orc bouncers are constantly on guard for cheaters or anyone else who might spoil others' fun.

C. LOCKROOM DOOR

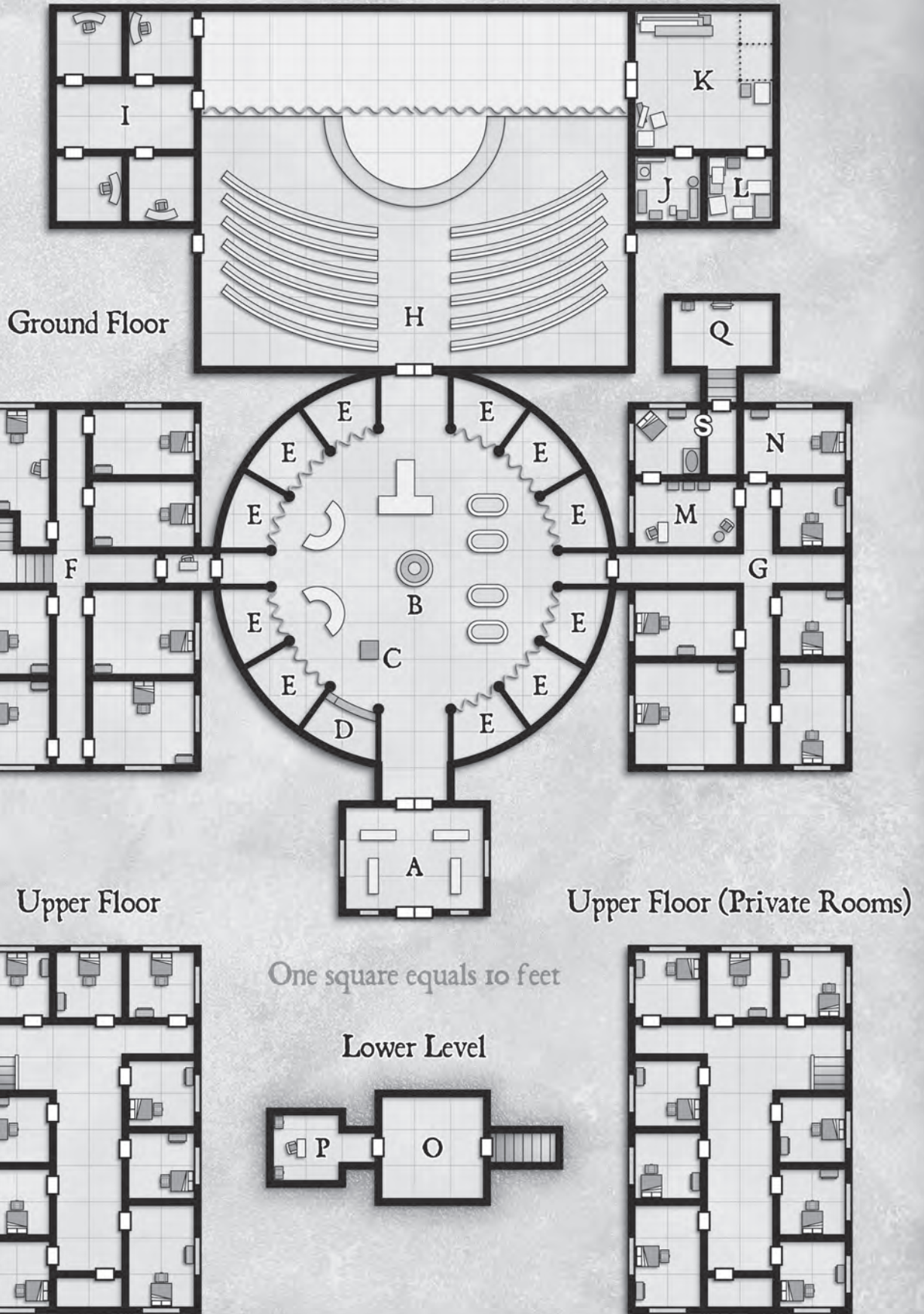
This doorway is the only route to the counting room beneath the main floor. Here as well, coins of various denominations can be exchanged for Bard's Gate currency, the only type allowed in the establishment. An employee (Exp3-6) sits at a table and gives players their coins. The exchange rate is fair, as Juliello expects most of his guests to lose it anyway. Two half-orcs guard the door at all times.

D. BAR

Various ales and spirits can be consumed here for standard prices — those who want to drink at the gaming tables are allowed to do so for free, as the more they drink the more they seem to lose. Bartender **Ayleyln** is pretty, talkative and known for watering drinks.

Ayleyln, female human Rog2: CR 2; hp 8; AL NE; Str 11, Dex 14, Con 8, Int 12, Wis 10, Cha 12; leather armor, longsword, 3 daggers.

Fortune's Fool Casino



E. PRIVATE BOOTHS

Private booths surround the main floor. They are curtained for privacy, and each is large enough to seat up to eight comfortably.

F. WEST WING

Two half-orcs guard a pair of heavy oaken doors, and a clerk (Exp3-4) sits at a desk nearby, taking money for rooms and giving guests their keys. Beyond the doors are two floors of rooms (eight per floor) normally occupied by the Fool's wealthier clients. The room cost 5 gp per night and provide a magnificent view of the city. The rooms are luxuriously appointed, with large beds, tables, desks and dressers. Maid service is daily, and food and drink can be delivered directly to the rooms as required.

G. THE EAST WING.

The east wing is identical to the west, save that the view isn't as nice (overlooking the teeming slums of the Thieves' Quarter), and cost 3 gp per night.

H. THE AUDITORIUM

Attendants stand beside these large double doors, taking 2 gp per person for the evening's entertainment. The luxurious chamber inside seats 200, and each night's show features singers, dancers, bards and entertainers from distant lands. Bards from across the continent dream of performing here, where the pay is excellent and notoriety is enormous. A performance at the Fortune's Fool can make a bard's career.

The stage is 30 x 120 feet, with an elaborate system of pulleys and ropes to change elaborate painted backdrops and even create mechanical special effects to enhance performances.

I. DRESSING ROOMS

Especially famous performers get their own dressing rooms; others must make do by sharing. The hallway backstage is constantly jammed with performers and stageworkers, and only the calm, level-headed thinking of stage manager **Nyfra** keeps performances from degenerating into chaos.

Nyfra, female elf Ari8/Exp8: CR 15; hp 31; AL N; Str 8, Dex 17, Con 13, Int 18, Wis 12, Cha 16; Perform +15.

J. PROP ROOM

This chamber contains costumes, props and various other miscellaneous items, including musical instruments and weapons used in performances.

K. WORKSHOP

This chamber is normally used in the construction of sets and props. It is also used for larger props brought

in from outside, which are kept here before they are needed in the show. The room also contains several cages for wild animals.

L. STORAGE ROOM

Here, props and sets are boxed and kept until needed. The room is packed with crates and racks of old costumes.

M. JULIELLO'S QUARTERS

Juliello's private living space and office are off-limits to everyone besides Juliello himself and his most trusted subordinates. His office contains many bound books, contracts with performers, bills and invoices, and his desk is trapped with a poisoned needle, and contains 200 gp in various coins, 1d4 gems worth 1d6x100 gp each and a +1 dagger.

The bedroom beyond the office is an island of decadence amid the luxuries of the club. It contains a massive bed with silk sheets and huge down pillows, a sunken bathtub, plush couches and other gaudily-decorated furnishings. Paintings of various performers line the walls, but the largest is a portrait of Juliello himself. Hidden behind this painting is a secret door (Search DC 25) which leads to his private sanctum.

Poisoned Needle Trap: CR 2; mechanical; touch trigger; repair reset; lock bypass (Open Lock DC 30); Atk +17 melee (1 plus poison, needle); poison (blue whinnies, DC 14 Fortitude save resists (poison only), 1 Con/unconsciousness); search DC 22; Disable Device DC 17.

Secret Door: Hardness 10, HP 60, Open Locks 28, Break DC 28

N. COLIC AND CHOLI'S ROOMS

Juliello's twin orc barbarian bouncers occupy the suite next to their employer. Though devoted to Juliello, Colic and Choli nevertheless have their own agenda, for they are the sole survivors of their tribe, and seek information about the Cult of Set, which they believe responsible for their people's slaughter. They often roam the city looking for information, and will pay well if anyone can provide them with clues as to the cult's location and members. Their chambers are decorated in a lush but barbaric style, with animal skins, decorative weapons and shields and carved stone idols of tribal gods and ancestors.

BASEMENT**O. GUARDROOM**

The guardroom is a small 20' by 20' cubicle with locked iron doors on the eastern and western walls. It is the only way in or out of the counting room and is always guarded by four half orcs (Brb1) and at least two

rogues (Rog2-3). If there is trouble, the guards sound an alarm that brings the remainder of the security staff running within two rounds.

Iron Doors: 2 in. thick; Hardness 10, hp 60; Break DC 28

P. COUNTING ROOM

This cramped room is where Juliello's staff counts and stores the day's take. The room is empty save for a stout table and chair, and locked iron boxes along each wall. Ilyashar and two half-orc guards (Bbn1) sit here at midnight each night, accounting for all the income for the day. Valuables are also stored here before they are transported to Juliello's private vault. At any time, there is an average of 8,000 gp in coins, gems and other items here, all locked in the trapped strongboxes that line the walls. Only Ilyashar and Juliello have keys to these boxes.

Strongbox: Hardness 5; hp 10; Break DC 23

Poison Needle Trap: CR 4; mechanical; location trigger; repair reset; lock bypass (Open Lock DC 32); +18 melee (one plus poison, needle); poison (black lotus extract, DC 20 Fortitude save resists (poison only), 3d6 Con/3d6 Con); Search DC 23; Disable Device DC 25.

Q. PRIVATE SANCTUM

The secret entrance in Area 11 leads down a narrow flight of stairs to Juliello's private treasure chamber. The staircase is set with a scything blade trap. At the foot of the stairs is a small stone room containing a locked iron chest and a mirror with a sheet thrown over it. The chest is trapped with a magical lightning bolt.

This represents only a portion of Juliello's wealth; he has other caches of gold and treasure elsewhere, and is rumored to have a certain amount stored in the middle levels of Rappan Athuk, though no one has yet found it.

Scything Blade Trap: CR 4; mechanical; location trigger; automatic reset; Atk +15 melee (3d6/x3); Search DC 21; Disable Device DC 22.

Iron Chest: Hardness 10; hp 30; Break DC 28.

Lightning Bolt Trap: CR 6; magic device; touch trigger (alarm); automatic reset; spell effect (*lightning bolt*, 10th-level wizard, 10d6 electricity, DC 14 Reflex save half damage); Search DC 28; Disable Device DC 28. Special: The bolt reflects off the wall three times, striking three different targets.

Treasure: Juliello keeps his choicest treasures in this chest. There are 6,000 gp and 4,000 sp, 10 zircons (50 gp each), 5 silver pearls (100 gp each), 1 perfect emerald (1,000 gp), a gold-and-pearl statuette of the goddess Freya (1,150 gp), 4 gold rings (200 gp each), and a ring of water walking. The chest also contains a scroll case with a map

of Level 7 of the Rappan Athuk dungeon (see Rappan Athuk 2 from *Necromancer Games*).

The Portal Mirror: Juliello's most prized possession is this mirror portal that leads to the middle levels of Rappan Athuk. In years' past, Juliello made a fair amount of treasure adventuring in the Dungeon of Graves; today he rarely goes there, but maintains this portal and will sometimes allow friends to use it for treasure raids and adventuring. The mirror is also a last-ditch escape route for Juliello, though staying and facing intruders might be a better fate than "escape" to Rappan Athuk.

T2. THE SILVER SERPENT

This large hexagonal, three-story building houses one of the most raucous of Bard's Gate's inns. Popular with adventurers, criminals and similar low-lives, the Serpent serves good food and excellent liquor. The common room is a haven for prostitutes and their pimps, and the small rooms upstairs can be rented for 1 gp per hour or 5 gp a night. The Serpent's private booths are well protected from eavesdroppers, and many dark bargains are sealed in the inn's smoky shadows. Bouncers (Bbn3-5) armed with cudgels keep order here, and fights are surprisingly rare.

The place is run by **Chadwick**, an experienced tavernkeeper who knows how to keep his mouth shut. He is a bullnecked man with sharp ears and sharper eyes, and is known to be one of the best sources of information in all of Bard's Gate, though he will only talk if well paid, and always prefaces his information with "Well, I never told you this, but..."

Chadwick's selection of liquors is (with the exception of Brin Zwiesher's ale for 4 cp per mug) excellent, and includes Silversnake Brandy (1 gp per shot), Chadwick's Own Brew (1 sp per mug) and fine Vinewood Chablis (20 gp per bottle or 5 gp per glass). Food is average, and costs standard prices.

Chadwick, male human Exp5: CR 4; hp 22; AL N; Str 14, Dex 11, Con 12, Int 11, Wis 10, Cha 12; club.

T3. THE BLOODY BOAR

Named for its most famous dish — extremely rare roast boar — this tavern has had many owners. Rumor has it that it only changes hands through blackmail or murder. It's a dull night when a fight doesn't break out, but outright fatalities are relatively rare (weapons are required to be checked at the door). Locals say that the Black Viper is where one goes to get killed, but the Boar is the best place to get a bruising.

The common room is always crowded and rowdy, and the bar — made from a great gnarled and knotted tree — is busy at all hours. Owner **Vig One-Tusk** (see NPC Appendix) is well respected and rightfully feared

by the folk of Bard's Gate. While he always makes sure that everyone at the Boar has a good time, he is not above breaking heads to keep the peace and avoid excessive bloodshed. He leaves most of the security to his bouncer **Chord**, a burly former wrestler, and usually contents himself to glower menacingly at troublemakers and puff at his foul-smelling pipe.

The Bloody Boar special, a platter of seared boar meat, costs 4 sp and feeds up to four hungry diners. Other items include Boar's Breath Beer at 3 cp per mug, Vig's Vodka (he is said to distill it himself from discarded potatoes and radishes) is 1 sp per shot, and as expected Brin Zwiesher's Ale is available for those who truly want it at 4 cp per mug.

Chord, male human Ftr8: CR 8; hp 68; AL CG; Str 20, Dex 11, Con 16, Int 8, Wis 9, Cha 9; club.

τ4. THE HIDDEN LADY

Thomokos does his best to keep a low profile and not draw attention to this small inn. So far he has been successful, and attention from the constables has been minimal. This is good, as the inn's true owner is Duloth of the Wheelwright's Guild, and its true purpose is as a safe house and unofficial headquarters for the Shadow Masks.

The inn is small, built of stone and wood, and is hard to find unless one knows what one is looking for. Inside, a small common room usually hosts a crowd of regulars. There are six sleeping rooms available, but there are also four hidden rooms where fugitives, assassins, criminals and others can hide from the authorities with little chance of discovery.

The hidden rooms are accessed through a mural over the bar. The painting shows a number of Lyreguard sitting happily at a table with a well-endowed, veiled woman. Depressing a hidden latch located in the woman's ample cleavage opens the door, giving access to a short hallway and the hidden rooms beyond. While the ordinary sleeping rooms are spare and uncomfortable, the hidden rooms, though small, are stocked with a comfortable bed, rations, a barrel of water and a small basin, sufficient so that a fugitive can survive here for several weeks without outside contact.

At other times, Shadow Mask operatives meet here to plan strategies or to discuss current matters with members of the Black Brotherhood. The doppelganger **Fade** (see NPC Appendix) can usually be found here, though he changes appearance regularly, and the bard **Onund** (see NPC Appendix), one of the Shadow Masks' best spies, entertains here and maintains quarters upstairs.

The Lady's ordinary rooms cost 5 sp per night, while the hidden rooms are available for 100 gp per week, or more if the customer is especially "hot." Food and drink are also available here for standard prices.

Thomokos, male elf Rog9: CR 9; hp 31; AL CN; Str 11, Dex 18, Con 13, Int 11, Wis 12, Cha 8; *keen short sword* +2.

τ5. THE BLACK VIPER

If the Red Blades, the assassins' guild of Bard's Gate, has a headquarters, this is it. Once a haven for the now-vanished Bard's Gate thieves' guild, the Black Viper remains a center of crime and dark doings, though the constables have yet to catch anyone doing anything overtly or excessively illegal there. Grim and forbidding on the outside, the Viper is even darker and less welcoming inside, for the common room is enveloped in shadow, lit only by small lamps hanging from an iron chandelier. The Council of Assassins has been known to meet here, and many other guild assassins frequent the place, looking for contracts.

Draped booths provide privacy, and the bar is overseen by a man known only as **Scars**. Scars now works for the Red Blades, but maintains strict neutrality in his bar since the disappearance of the guild, and doesn't ask any questions about his customers' business. He serves regulars with a grim smile, charging 20% less than standard prices for food and drink. Outsiders get a sneer and are charged double. Those who come here asking too many questions are inviting trouble, and rarely leave under their own power.

Scars is assisted by two surprisingly beautiful bar girls, **Natala** and **Zarabeshe** (See NPC Appendix). They are both Red Blades assassins, and are available for hire to anyone who knows to ask the right questions. The rest of the time, they assist Scars and dispose of troublesome customers for him.

Rooms upstairs are small and neat, costing 2 sp per night 12 sp for a week and 2 gp per month. Drinks include Viper's Venom (3 sp per shot; drinker must make a DC 10 + 1 per shot Fort save or pass out for 2d6 hours), Cotton Mouth Beer (3 cp per mug), Mirkeer's Grape (12 gp per bottle, 3 gp per glass) and of course Brin Zwiesher's Ale. Meals are only barely edible (Scars is not much of a cook) and cost 1 sp per person.

Scars, male human Rog6: CR 6; hp 21; AL NE; Str 13, Dex 17, Con 10, Int 14, Wis 9, Cha 9; *rapier of puncturing*.

τ6. SHRINE OF ZORS

A mere notch in a back alley wall around the corner from Beggar's Row is all that remains of the once-prosperous faith of Zors. In its heyday, the faith had temples all over the city and beyond. Today, only a small and pathetic clearing, its walls covered in graffiti portraying Zors and some of his legends is tended by a handful of impoverished, emaciated priests.

The priesthood still tries to do good, helping the poor and healing the sick, but they themselves are only a few

steps away from starvation, and are unable to attract new converts, save among the most destitute and hopeless of the city. Zors' high priest, **Rath Kata** (see NPC Appendix) is a wizened old man in filthy robes, his only possessions a walking staff and holy symbol of the Hanged Man. Kata is zealot who protests against slavery, imprisonment and execution of criminals. His methods are a bit excessive, and he is generally thought of as a crackpot and troublemaker.

τ7. CHALK AND SLATE

In the midst of the squalor of the thieves' quarter is this small, well-kept building, home, surprisingly enough, to both a school and orphanage run by **Aaronic**. An orphan himself, Aaronic seeks to educate the downtrodden and parentless children of the district, teaching them reading, writing and history in the hope that they will go on to better lives.

The building contains a sleeping room with bunk beds, a small kitchen and dining room, and a classroom with various stools and chairs. At the head of the classroom is a large piece of slate, upon which Aaronic draws each day's lessons. When not engaged in classes, Aaronic and his orphans beg on the streets, gathering enough income to keep the orphanage running. The Beggar's Guild has taken issue with Aaronic, despite his altruistic goals, and has threatened to destroy the orphanage unless he hands over a portion of his income. As Aaronic's income is only barely enough to keep him and his charges alive, he has been unable to cooperate, and has begun to ask adventurers and others for aid in keeping his school open.

Aaronic has maximum ranks in many different areas of knowledge, and can answer many questions. The extent of his knowledge is up to the DM, but it should be considerable and useful to PCs. There are presently 16 young human, halfling, half-elf and half-orphan at the school.

Aaronic, male human Exp10: CR 9; hp 33; AL LG; Str 8, Dex 11, Con 10, Int 18, Wis 17, Cha 15; Knowledge (history) +18, Knowledge (local) +18, Knowledge (mathematics) +16.

τ8. THE INN OF THE FALLEN TREE

This two-story wooden building is one of the more unusual of Bard's Gate's inns, since a large oak tree fell onto it some years ago. Since then, minor renovations have been performed, and the oak is now part of the structure itself. The inn is run by a haggard commoner known as **Old One Tooth**, who generally asks no questions of her boarders as long as they don't commit any excessively overt crimes.

On the second story, in one of the "tree rooms" (that is, one of the rooms that was rebuilt around the trunk of

the fallen oak), her boarder **Krants the Wife-Beater**, a former wrestler who has fallen on bad times, spends most of the time hiding in his room, asking that food be left at his door. The room's windows are covered with blankets, and other guests complain of the stench of garlic that periodically wafts from the place. From time to time, the sound of moaning comes from the room as well.

Krants is being haunted by **Loomin the Inn Wight** (see NPC Appendix), the spirit of a little boy who died from neglect here many years ago. Unaware that he is no longer alive, Loomin has been seeking out Krants, draining him of his life essence. So far no one has bothered to investigate Krants' affliction, and if the old man finally dies, Loomin will immediately start looking for a new host.

Rooms at the inn cost 1 sp per night, with flavorless meals an additional 1 sp. One Tooth serves only the ubiquitous Brin Zwiescher Ale for 4 cp per mug to drink.

Old One Tooth, female Com5: CR 4; hp 27; AL N; Str 15, Dex 11, Con 16, Int 8, Wis 12, Cha 5; knife.

Krants the wife beater, male human Ftr3: CR 3; hp 18; AL NE; Str 14, Dex 10, Con 13, Int 10, Wis 10, Cha 8; +1 keen shortsword, studded leather.

τ9. THE CAT OF NINE

The exotic woman known as **Mistress Honeysuckle** owns and operates this shop, where she makes and sells whips of all kinds, from riding crops to bullwhips, and everything in between. Though she will sell to those who use whips for ordinary purposes, her main customers seek somewhat less mundane pleasures. An expert with all sorts of whips, Honeysuckle will give a demonstration to any who ask, but the customer should be ready to serve as her subject in the process.

Honeysuckle keeps certain other items, including manacles, torture racks, blindfolds, collars, leashes, and the like in the back of the shop, and sells them to her best customers.

Mistress Honeysuckle, female human Exp8: CR 7; hp 36; AL NE; Str 11, Dex 16, Con 10, Int 12, Wis 16, Cha 19; whip +2.

τ10. ROGUES ISLAND

This tiny hawthorn tree-covered island is known as Rogues' Island. A single manor house called Slip-Gallows Abbey sits upon the island, and the place is largely avoided by guards and citizens of Bard's Gate. The Abbey was once the guildhouse of the Grey Deacons, Bard's Gate's thieves' guild. Today it is said to be haunted, and none of those who have investigated the place have ever been seen again. Slip-Gallows Abbey is described in more detail in Chapter 20.

CHAPTER THIRTEEN

BARD'S COLLEGE

On a small island north of the main island is the campus of the city's famous College of Bards, as well as the homes of several notable NPCs, and a handful of music shops and playhouses. Many consider this district to be the cultural heart and soul of the city, and it is reasonably well-protected as a consequence.

SHOPS AND BUILDINGS

BCI. BARD'S COLLEGE

Considered by many to be the heart and soul of Bard's Gate, the college is where its finest entertainers and most well-known inhabitants are trained. Aspiring bards from many distant lands come here to learn their trade, and invariably go on to highly successful — even legendary — careers upon graduation

A. WALL

The main campus of the Bards' College is surrounded by a 10-foot stone wall. The wrought iron gate is decorated with lutes and quill pens.

B. GROUNDS

Within the grounds are kept well manicured and are constantly patrolled by the College Watch. On any day, the grounds are crowded with students hurrying from class to class, studying on stone benches, or practicing in one of the several small amphitheatres located throughout the campus. The grounds are also landscaped with fountains, statuary and fruit trees that bloom profusely in the springtime.

There are five main academic buildings on the campus, and numerous smaller structures such as dormitories and libraries. Each of the five main class halls specializes in a different area of performance and has its own dean.



Character: The district teems with students, artists, philosophers and other intellectual-types (both real and pseudo-). Many of the school's instructors live on campus, along with most of the students.

Businesses: Though the college dominates the island, there are other businesses there as well, catering to the needs of the students. These businesses include music and art shops, galleries, bookstores, taverns and cafes. The remainder of the district is devoted to housing, from basic dormitories for ordinary students to luxurious apartment buildings or houses for wealthier students and fine houses for the rich notables who live here.

Prices: Prices are high here, averaging 20-25% over the standard PHB costs.

Gold Piece Limit: 1,000 gp unless otherwise noted.

Building Type: Buildings in this district are well-built, usually of brick or wood, faced with limestone. The buildings of the college itself are built in a classical style, with pillars, steep roofs and elaborate decorations such as gargoyles, stylized instruments and musical notes, quill pens and books.

Guard Details: An honor guard of six Lyreguards is stationed here, but most security is in the hands of the College Watch, a group of professional warriors hired by the city. These individuals wear fine uniforms and are ceaselessly polite to the inhabitants of the island. They are War1-3s or Ftr1-3s, are armored in chainmail shirts and carry cudgels.

C. THUNDER HALL

Here, bardic students learn to play percussion instruments under the tutelage of **Maestro Torluk Von Trund** (see NPC Appendix), scion of a long line of dwarven heralds. He and his instructors specialize in marches and other martial music, and often grants extra credit to students who serve with the Bard's Gate military. There is a distinctly military aspect to many of the hall's classes, and the instructors also emphasize teaching spells that bolster allies or dishearten foes.

A huge painting by Umberto dominates the building's foyer. The magical painting, titled "*Triumph of Song*" portrays a heroic bard single-handedly turning back hordes of demons and foul creatures armed only with his lute. If one looks at the painting long enough, it begins to take on life-like qualities, as if the viewer were actually on the battlefield beside the noble bard.

D. WRITERS HALL

The vain poet and librettist **Maestro Octavio d'Scale** (see NPC Appendix) has been living the high life for many years, to which his by-now sizeable girth is ample testimony. He oversees the instructors here, who teach the intricacies of poetry (epic, tragic, comic, freeform and so on), drama, operatic lyrics, and similar skills. Octavio himself is a foppish and annoying individual who has an innate dislike for elves and half-elves, whose writings he considers "frivolous" and "drenched in the trappings of a decadent culture." Elves and half-elves can receive instruction here, as most of the instructors don't share Octavio's views, but they still have to put up with his annoying behavior.

E. MASQUE HALL

Maestro Lauriann Danyr (see NPC Appendix) is the dean of this hall, where students learn acting, stage fighting, makeup, stagecraft and other aspects of the theater. Lauriann is also Cylyria's second-in-command in the Fellowship of Note, and she often leads the group in Cylyria's absence. She is a good-natured, talented individual, with an exotic half-elven beauty that has won many admirers. She has often clashed with Octavio d'Scale, who is scandalized that a "decadent" half-elf has risen so high in the faculty. In reality, Lauriann is a member of the Fellowship of Note, and uses her position to locate and foil plots against the Burgess.

F. WIND HALL

Wind instruments such as horns, flutes, recorders and bagpipes are taught here, under the wise tutelage of **Maestro Louis Pope** (see NPC Appendix). His graduates often go on to serve with the Lyreguard and the soldiers of Waymarch, or go on to become heralds of famous knights or nobles.

G. HARP HALL

This graceful hall constantly echoes with the sound of plucked strings as students learn to play the harp, lute, mandolin, lyre and similar instruments. **Maestro Miseult** (see NPC Appendix) has a large collection of antique instruments, including a number of valuable custom models designed for her by Fathilir (BC4).

BC2. THE MASQUE AND LUTE

The premiere theater of Bard's Gate is an imposing marble edifice built in the manner of an ancient temple, with graceful statues of the gods and fluted black marble pillars veined in white. Inside, the auditorium seats 300 in comfort, beneath a domed ceiling painted with images of Pan, Bacchus-Dionysus and Oghma.

The stage itself is over 50 feet in length and 25 feet wide, with an elaborate system of trapdoors and risers, as well as extensive ropes, pulleys and rigging backstage where scrims and stage pieces can be moved about easily, creating almost any setting or environment.

Maestro Wilhelm Rovellar (see NPC Appendix) manages the theater, organizes productions, hires actors and stagehands, and even patronizes promising young playwrights — having one's play or opera presented at the Masque and Lute can guarantee fame to an aspiring writer. Wilhelm himself lives in spartan quarters near the back of the theater. His most extravagant furnishings are a large canopy bed and mirrored dresser once owned by the great elven actress Myrean Dyrin, who disappeared mysteriously several years ago.

Unknown to anyone, Wilhelm is being haunted by **Myrean's ghost** (see NPC Appendix), and is slowly being driven mad with fear. On some nights he awakens to find her lying next to him, and she has been blamed for disrupting plays and injuring actors.

Myrean's ghost is simply trying to communicate and reveal the truth behind her disappearance. In reality, she was murdered by the dark elf assassin, F'arin Du'n, whose affections she had arrogantly spurned. Myrean's corpse is hidden in one of the theater's many labyrinthine storage areas; finding her body and giving her a proper burial will let her spirit rest at last.

Myrean is also making life difficult for her killer, F'arin D'un, tormenting him with bad dreams and creating bloody apparitions of his victims that appear near him when he is out in public or, worse, in disguise. He has complained to his superiors at the Red Blades, but so far they have been unable to do anything about it.

BC3. HAGGLESTHORP ESTATE

This lavishly appointed estate sits on the northwestern banks of the island, behind a wrought iron fence among meticulously cared-for grounds. Marble statues of the owners' ancestors and topiary in the shapes of magical beasts are set around the estate.

Inside, the halls are filled with priceless works for art — sculpture, paintings, fine furnishings, crystal goblets, silver platters, tapestries and silken wall hangings. An

elegant ballroom on the third floor is large enough to accommodate at least 200 guests.

Piter Hagglesthorp IV (see NPC Appendix) is a wealthy silk merchant, well known for his patronage of the arts. Lately, however, his privileged life has become a house of cards. Though his family's wealth is immense even by the standards of Bard's Gate, Piter nevertheless has his back to the wall. A dissolute man of low moral character, Piter has had numerous affairs with women of other noble houses, but until now there have been few consequences. Recently, however Piter became involved with Lisetha, the daughter of his closest friend Ayn Vinewood (see NPC Appendix). Worse still, Tania became pregnant and gave birth to a daughter. Though he did his best to conceal the affair and its results, Piter was horrified when contacted by agents of Duloth, who demanded gold and other concessions to keep the matter quiet from Piter's wife and the city's other nobles.

Piter has been paying a fortune to Duloth and also allows the Wheelwrights' Guild to use his warehouses to store contraband. With each passing day, his dilemma grows worse, and it is likely to grow worse still, for what Piter does not know is that it was his own son, **Piter V** (see NPC Appendix), who had run up a considerable gambling debt with the Wheelwrights, and betrayed his father in exchange for having some of his debt forgiven.

BC4. THE SILVER HARP

A fine old two story building is home to one of the most celebrated craftsmen in Bard's Gate. **Fathilir** (see NPC Appendix), is a master builder of stringed instruments, including many of exotic and even foreign design. The shop is spotless, and Fathilir's two apprentices **Cryndle** (see NPC Appendix) and **Welsey** (see NPC Appendix) are accomplished workmen in their own right.

Fathilir is very particular about who he sells his instruments to. They are all of masterwork quality, and for three times the normal masterwork price he will build an instrument specifically for a customer, which gives that customer (only) a +3 circumstance bonus to all perform checks. A prospective client must make a successful DC 24 Perform check in order for Fathilir to begin work on such an instrument.

The master builder's craft does not extend only to masterwork items — he has also crafted magical instruments, some of which are said to have the ability to cast bardic spells when played. Only the most elite of bards, or those whom Fathilir counts among his closest friends and allies, are deemed worthy of these instruments.

Cryndle, female half-elf Brd2: CR 2; hp 6; AL NG; Str 9, Dex 12, Con 11, Int 18, Wis 12, Cha 15; Craft (musical instrument) +9; studded leather armor, masterwork longsword, masterwork harp.

Welsey, male human Brd2: CR 2; hp 6; AL N; Str 12, Dex 12, Con 8, Int 14, Wis 12, Cha 15; Craft (musical instrument) +10; studded leather armor, rapier, dagger.

BC5. THE CLARION CALL

The side of this shop is painted with an archon blowing upon a great golden horn. Inside, many different wind instruments are on display, including horns, trumpets, flutes, recorders, serpents and many others. **Carlis Pace** a wizened and witty old craftsman makes these fine instruments and will create masterwork items for standard prices.

Carlis Pace, male human Brd6: CR 6; hp 29; AL NG; Str 16, Dex 17, Con 8, Int 15, Wis 12, Cha 18; Craft (musical instrument) +14, Perform +13; Craft Wondrous Item; +2 *leather armor*, longsword, *flute of bluntness* (treat as +1 *club*, *bull's strength* 1/day, caster level 6); *trumpet of fear* (*fear* 2/day, caster level 6).

BC6. THE HIGH NOTE

This crowded tavern is always thick with pipe smoke, and filled with students, apprentices, artisans, intellectuals and would-be philosophers, as well as performers such as jugglers, singers and even apprentice mages. Handbills and sketches on parchment line the walls, and a wide window faces the street, looking out over the college hill area. **Lottobus** and **Osius** (see NPC Appendix), two burly, but kindly bouncers break up fights and keep the crowd from getting too boisterous after successful performances. Owner **Estrellya** (see NPC Appendix) goes out of his way to make the place inviting to students and bohemian types, with such events as poetry readings, bardic contests and regular performances by up-and-coming talent.

The High Note hosts weekly bardic competitions for musicians, poets and storytellers. A prize of 50 gp is offered in all three categories, and every other month the winners are invited back to compete for a prize of 500 gp.

A number of bards and performers have risen to prominence through the competitions here, but none have gained the notoriety of a group of northern barbarians who call themselves “**The Accursed**” (See NPC Appendix). No one is entirely sure exactly why they call themselves this, and the group’s own explanation for it keeps changing, sometimes on a daily basis.

They are certainly striking in appearance — unkempt northerners, their faces tattooed with exotic tribal symbols, clad in animal skins and studded leather armor. Most out-

siders consider their performances — featuring mandolins and lutes pushed to their absolute limits of performance, accompanied by thunderous northern wardrums and near-incoherent screaming vocalizations — to be little more than noise, but the young audiences at the High Note — ever eager for new sensations — find the Accursed to be nothing short of hypnotic. The group is especially well known for the devotion of their female fans, who have adopted the unusual practice of flinging pieces of their own clothing at the Accursed as they perform.

Most of the group’s more excessive practices — hard drinking, violence and arrogant behavior — is considered to be simply an expression of their northern barbaric ancestry and unfit for “civilized” society. All the same, the crowds that come to the High Note each week to cheer on the Accursed seem to not care terribly much, and many of the more trendy students of the district have begun to mimic their ways, dressing in furs and leather and engaging in all sorts of excessive behavior.

The High Note’s fare is pretty standard — it is the crowd and the atmosphere that draws most customers. Specialty beverages include High Note Red Ale (4 cp per mug) and a potent Licorice Liquor (2 sp per shot — drinkers must make a Fortitude save at DC 10 + 1 per shot consumed, or wake up in a random location somewhere in the city).

Lottobus, male human Ftr2: CR 2; hp 21; AL CG; Str 15, Dex 17, Con 13, Int 11, Wis 10, Cha 13; +1 *club*.

Osius, male human Ftr2: CR 2; hp 22; AL CG; Str 16, Dex 12, Con 15, Int 14, Wis 11, Cha 14; masterwork chain shirt, masterwork heavy mace.

BC7. THE WRITTEN NOTE

Originally, this was the location of a small bardic school. As years went by, more and more bardic tales and songs were transcribed in books, and the Written Note slowly evolved into a library. Today, it is one of the best resources for bards and historians, containing thousands of volumes of written music, operatic librettos, lyrics, histories, dramas and many other similar items.

The library is built of great white marble blocks, with multicolored stained glass windows rising between graceful pillars. Inside the structure still contains an auditorium on a stage, now used for speeches and debates, or is rented to various guilds for regular meetings. Elsewhere, the building is full of tall shelves and warrens where the books seem to go on endlessly.

The chief librarian, **Geldin Lucan**, is a wise-looking man with long red hair and bright eyes. He is said to possess a magical flute that can both *charm* and *command* listeners. Books are available here for study at a cost of 1 sp per hour. The user must remain here and books cannot leave the library.

Geldin Lucan, male human Brd6/Lms3: CR 9; hp 30; AL LN; Str 10, Dex 9, Con 12, Int 16, Wis 14, Cha 17; *emerald flute* (charm 3/day, command 3/day).

BC8. UMBERTO'S STUDIO

Umberto Deleon, a truly skilled painter works in murals, canvas and fresco, keeps his studio here. Also trained as an illusionist, Umberto often infuses his works with magic, allowing them to seem to come to life if observed long enough. His works can be found throughout the city, most notably at the Halls of Justice, the Masque and Lute and at the Bards' College lecture halls.

The studio is extensive and is almost always in a state of chaos, with numerous half-finished works, paint pots, brushes, sketchbooks and supplies scattered about so that only Umberto himself knows what is where. He has a number of assistants (Com1-3 or Exp1-2) who try to keep the place in order, clean his brushes, sweep the studio and deal with visitors, but the master himself remains somewhat aloof, striding about the building, constantly deep in the throes of creative contemplation, muttering to himself. He is as sloppy as his studio, always clad in a paint-stained smock with a paintbrush stuck, forgotten, behind one ear.

Umberto Deleon, male half-elf, Exp2/Wiz5 (Illusionist): CR 6; hp 19; AL NG; Str 9, Dex 14, Con 13, Int 17, Wis 18, Cha 9; Craft (painter) +15; 4 *pots of marvelous pigments*.

BC9. HOME OF FERDINAND

Ferdinand Kincaid is a writer of contemporary works who publishes under the pseudonym of Sir Glanic. These sensationalist pieces, purported to be nonfiction, feature Sir Glanic romancing the daughters of noblemen, rescuing fair maidens and slaying fell beasts. The stories have a certain familiarity to most of the good folk of Bard's Gate and are thus extremely popular.

Ferdinand himself is a thin and somewhat timid-looking individual, often seen in neighborhood inns or taverns scribbling notes on parchment with a quill pen. In reality, he's a skilled eavesdropper, often listening in on adventurers' tales to get ideas for his stories. Several adventurers have found themselves immortalized in Ferdinand's works, and some have expressed a fair amount of frustration that "Sir Glanic" is credited with their heroic achievements.

The stories have continued to be popular, almost beyond Ferdinand's ability to control them. He would truly like to branch out and write tales of his own creation, but his lifestyle now demands the continued income that the Sir Glanic stories generate. In fact, most readers actually believe that Sir Glanic is real, and many have demanded to meet him (Ferdinand claims to be only Glanic's "agent"). So far, Ferdinand has been able to hold Glanic's fans at bay, but he is presently considering hiring an outside adventurer to impersonate the fictional hero. In the back of his mind, Ferdinand has also begun to wonder what would happen if his fraudulent Sir Glanic were to meet with a tragic demise, thinking that this might at last free him from the tyranny of his fictional creation.

Ferdinand Kincaid, male halfling Exp4: CR 3; hp 10; AL N; Str 9, Dex 12, Con 11, Int 14, Wis 15, Cha 14; Gather Information +6, Profession (Writer) +10, Skill Focus (Profession [Writer]).

BC10. HADRAN'S DOME

This large dome is covered over in bright blue lapis lazuli. The building was built several decades ago by the astromancer Hadran, and the interior roof is covered in gemstones intended to duplicate the night sky over Bard's Gate. Hadran enchanted the dome so that the gemstones would move with the seasons, and could be manipulated to resemble the constellations at any point in the year. In addition, Hadran was also able to transform the interior from night to day, and simulate the appearance of any weather or climatic condition that he desired. After Hadran's death, the dome passed on to a number of owners, and eventually fell into disrepair.

Recently, the dome was bought by a consortium of merchants and bards, who have restored it to its old grandeur and now use it as an auditorium and playhouse, where operas and plays can be presented with realistic effects. Manager **Carlas Teres** now manages a staff of low-level astromancers (Wiz1, Sor1) who also present planetarium shows to the public, showing the skies and relating legends and tales of the stars.

Carlas Teres, female human Exp5: CR 4; hp 28; AL NG; Str 8, Dex 15, Con 12, Int 15, Wis 14, Cha 13; Knowledge (astronomy) +11.

CHAPTER FOURTEEN

EAST DOCKS

This dock district is newer than the original Dock district, and contains the city's naval facilities. Unlike the Dock district, which consists mostly of warehouses and shipping facilities, the East Docks also contains a number of shops and mercantile concerns, catering to fishermen and sailors.

SHOPS AND BUILDINGS

EDI. AGRENDIVE'S BOAT

Evan Agrendive (male half-elf Exp2, NG) can carry four medium size humanoids and their gear, or six smaller size humanoids across the Stoneheart River in his old and reliable boat. The fare is 1 sp per person, but the passengers are required to row in exchange for this low rate. Evan is good-natured, but slightly deaf,

and is famously difficult to communicate with. **Aririn the river nymph** is smitten with Evan, and follows his boat as it travels to and fro across the river. During nights with a new moon, Aririn sings her deadly tune, but fortunately for Evan, he cannot hear it.

Ararin, female nymph: CR 7; hp 27; see MM for details.

ED2. WIDOW WAKER'S ORPHANAGE

Perched at the edge of the Stoneheart River stands a grimstone building. Once a convent and hospital, then an asylum, 50 years ago this building was abandoned after a series of brutal murders within, and stood vacant and crumbling until three decades ago.

At that time, **Mara Waker** lost her husband and found herself in a desperate situation, with many



Character: The East Docks are fairly wild and rather dangerous to the uninitiated. Bard's Gate sailors from the military docks, fisherfolk, sailors, merchants and similar individuals mix together and create a volatile mix that sometimes explodes into brawls, crime and violence. Of course, the majority of the inhabitants are good law-abiding citizens, but even these go armed and prepared for trouble at all times.

Businesses: There is a wide variety of businesses here, from the entirely legitimate to the completely illicit. Taverns, inns and brothels catering to the river trade are common, as are residential buildings for those who do business along the river.

Prices: Standard unless otherwise noted.

Gold Piece Limit: 200 gp unless otherwise noted.

Building Type: Plaster covered wooden two and three story buildings and wood and brick warehouses are the most common building type in the East Docks.

Guard Details: The sheriffs and constables mostly steer clear of this area, leaving law enforcement to the River Watch, an official city guard unit numbering around 50 individuals with skills in piloting river craft. Most are War1-3, Ftr1-2 or Rog1-2, and they patrol armed with clubs, small shields and light crossbows under the leadership of officers, usually Ftr3-4s.

mouths to feed and no income. A proud woman, she only reluctantly accepted the charity of others, but finally decided that if she must, then she would put it to the best use possible, and began to take in orphans and unwanted babies, dedicating her life to their care and upbringing.

Her enterprise thrived, and soon she found she needed a much larger place to care for all her charges. Thus she purchased the crumbling stone edifice in the East Docks district, and with the aid of funds from the Temple of Freya renovated it.

Today Widow Waker's Orphanage houses over 130 orphaned boys and girls, ranging from infants to 16 years of age. The Widow, a wizened old woman in her 60s, runs the orphanage with an iron rule. Though she is very strict in discipline, she also loves the many children very much, and would die to protect them and keep them from harm.

The orphanage is now supported by donations from the community and the Temple of Freya. A number of former residents have risen to positions of some authority in the city, so should the Widow or the orphanage be threatened, she has many contacts throughout the community who might come to her aid.

Though in her mid-60s, the Widow is tough as boot leather, her mind as sharp as ever. She has an iron will, and is not afraid to confront any evil that should threaten the orphans.

Recently, the murderer Lasker (M9) has discovered the orphanage, and begun to stalk its residents. After the disappearance of several children, the Widow, frantic to discover their whereabouts, has been working with city officials to find the lost children. So far there has been no success, and she has considered hiring freelance adventurers to help her.

Widow Waker, female human Exp8: CR 7; hp 20; AL LG; Str 10, Dex 9, Con 11, Int 13, Wis 19, Cha 16; Profession (childcare) +14, Sense Motive +18; Iron Will.

ED3. ELI'S TANNERY AND FURRIER

Eli the Tanner and his assistant **Khuk** create a wide range of leather items, from belts, pouches, scroll cases and book covers to full-sized leather armor. Eli is a big man, but is soft-spoken and pleasant to talk to. A former adventurer, he once worked with Portland and York from Fort Rendezvous (TC14), but the pair's newly-successful lifestyle means they have less time to work with him. Eli has now begun to hire young adventurers to bring hides and skins to him for tanning and crafting into leather items. The shop is well-kept, but constantly reeks of tanning materials.

Eli raised Khuk from a whelp, and the two are fast friends. Khuk is a devout and quiet follower of Gromm, and cares very much for his friend, whose eyesight has been failing of late.

Eli the Tanner, male human Rgr3/Exp3: CR 5; hp 29; AL CG; Str 15, Dex 17, Con 13, Int 13; Wis 15, Cha 14; Craft (tanner) +12; *dagger* +1.

Khuk, male half-orc Bbn3: CR 3; hp 28; AL CG; Str 18, Dex 12, Con 16, Int 10, Wis 12, Cha 10; Survival +8; Track; masterwork battleaxe.

ED4. SIMPLE'S LOCKS

A large iron lock bearing the name of the shop is suspended above this building's locked and reinforced door. The shop's name is misleading, as the locks made by **Yolik the Simple** are actually quite complicated and expensive. Yolik crafts locks with precision and skill, charging considerably more than standard price. The locks vary from

a +2 (20% over standard price) to +5 (50% over standard price) bonus to their Open Lock DCs.

Yolik the Simple, female gnome Exp6: CR 5; hp 20; AL LN; Str 8, Dex 13, Con 11, Int 15, Wis 16, Cha 15; Craft (locksmith) +13.

ED5. THE GOLDEN PALMS

A domed brick and stucco building not far off of the east docks, the Golden Palms is a brothel that caters to riverboat travelers and visitors from out of town. The interior of the common room is decorated in silks and tapestries featuring scenes from far off lands. A large gold leaf covered palm tree stands in the center of the common room and is surrounded with overstuffed cushions, where patrons can recline while servants bring wine and other intoxicants.

The Golden Palms is operated by **Makeesh** (see NPC Appendix), who is also the leader of an underground Slaver's Guild. He sometimes uses this establishment as a source of new wares by drugging or magically incapacitating especially strong or comely clients,

then handing them over to his confederate **Jokando** (see NPC Appendix) to smuggle his victims out of the city. Makeesh is careful not to do this too often, and always has a cover story ready to explain away the mysterious disappearances.

ED6. MARVEL'S CANDIES

Marvel's Candies is run by **Mimmie Marvel**, a pleasantly plump gnome woman whose confections delight visitors and children of all ages. Her candy is expensive (5 sp per pound), but is widely acclaimed due to her use of chocolate, which is not widely available in this part of the world. Special candies include lockjaw caramels which keep the user quiet for up to 10 minutes, and smoking hot fireballs that actually cause smoke to pour from the user's ears.

Mimmie Marvel, female gnome Wiz5 (Ill): CR 5; hp 26; AL NG; Str 3, Dex 14, Con 15, Int 13, Wis 14, Cha 13; Craft (cook) +9, Craft (alchemy) +9; *bracers of armor* +2, *wand of suggestion* (25 charges, caster level 5), *brooch of shielding*.

CHAPTER FIFTEEN

TURLIN'S WELL

This inner portion of the eastern section of the city is surrounded by a canal. This section grew up around a very large fresh water well (thus the name). This district is full of small shops and bars. It is a bit more cramped than the Market district. It, along with the Outer District, can also be considered an "adventurer's district" due to its proximity to the east gate and the large number of shops, inns and taverns. There are many craftsmen here who either have not been here long enough to be in the Market or Guild districts and who do not have the money to establish themselves on the Bridge.

GENERAL LOCATIONS

TURLIN'S WELL

The well which gives this section of the city its name was dug many centuries ago and is blessed with fresh clean water from a deep underground aquifer. A large fountain is built atop the well, and the water is pumped from the depths by a method devised by old Turlin himself. A statue of Turlin, one of the founders of Bards Gate, stands atop the fountain bearing his name. The well insures that the city has fresh water, no matter what pollutants are dumped into the Stoneheart River from the north.

LYRE BRIDGE

This bridge is as expansive as the Kings Bridge. Built several years later, in celebration of their victory over the Bandit King, it was designed to afford access to the island from the eastern banks of the Stoneheart River.

THE PLAZA OF DARK PLEASURES

During the day this tranquil plaza, featuring a large hedge garden and statuary is a popular place for the people of Bards Gate to enjoy their lunch and a bit of fresh air. By night however the plaza transforms into a gathering place for shady pimps, desperate

Character: "The Well" as it is called is described by some as a rough and tumble gathering place of wayward adventuring types and low rent charlatans. While in some instances this may be true, the City Council considers the Well to be one of the most thriving districts of the city. Large amounts of adventuring coin are spent in the shops and taverns, and licenses for new businesses are applied for on an almost daily basis. The boom of the Well District has been so successful in fact that the Council is trying to spread its prosperity to the Outer District and the Wall District. At very least they hope it serves as a model for the renewal of the Old Temple.

Businesses: Taverns inns, craft shops and shops catering to adventurers are located here. Most shops are also residences with 75% of structures dedicated to private housing.

Prices: Prices in the Well District are 10-15% above PHB standards. This is due in large part to their swelling taxes, resulting in the expanded growth of new and successful businesses here.

Gold Piece Limit: 1000 gp unless otherwise noted.

Building Type: Structures in the Well District are fairly new, mostly brick and wood two story buildings that are plaster coated to reflect a nice healthy white. Many businesses have a fine mural painted on the side of their building in fresco to show the sort of operation that they run.

Guard Details: The Well Watch is a fairly corruptible but good natured band of about 40 individuals. They wear leather armor and a patrol of 2-4 may be encountered once every 20-30 minutes when they aren't busy hanging out in the local taverns while on duty. Most are adventurers looking to make an extra buck and are as thus of various level ranges and classes.

Random Encounters: a table of persons that are commonly encountered in this section of town; meant as a guide and not as mandatory encounters.

prostitutes, nefarious drug dealers, and rival gangs of cutpurses looking to score a quick coin off the unwary visitor. Troubling events recently have shaken the brazenness of these panderers to the dark pleasures of life, for bodies have turned up hidden in the hedge garden. Tongues, eyes, and sometimes heads are found missing from the unfortunate victims. Whispering rumors indicate something unnatural is afoot, and the Lyreguard is tight lipped about any leads.

CIRCLE OF GARGOYLES

An alabaster pillar topped by a bowl, is carved with gargoyles that look down upon the circular street intersection. A low angled wall divides the usual paved stones of the streets, from the stained granite pave stones that surround the pillar. When it rains the bowl atop the pillar collects the rainwaters that are drained forth by the gargoyles to form a dome of water. The water strikes the wall and is drained toward the pillar where it flows down into the sewers via small holes.

The purpose of the pillar is unknown, nor as to its origins. Utello the gargoyle carver has taken his inspiration from this pillar and started his business. Wizards have studied the pillar and found it to be magical, with powerful conjuration magic that some suspect opens a gate into the Elemental Plane of Water.

ENTRANCE TO THE SEWERS

The sewers are accessed by large iron grates and hatchways, some of which have been rusted shut. They are found throughout the city alleyways, with some within small buildings upon which the Pipe Cleaners work from, these access ways are well maintained and even latched. Stone ladders lead from the openings to the sewers below, which can be a dangerous climb if moss or grime clings to the rungs.

shops AND BUILDINGS

TW1. VIRTALIA'S HOUSE

Virthalia (See NPC Appendix) lives in town in Turlin's Well and is a friend of Cylyria. She is a newly-joined member of the Greycloaks. She will deal reasonably with player mages who are interested in learning spells.

TW2. HIGH SANCTUM OF THE SCROLL

This, the tallest structure in all of Bards Gate, is a nearly 250 foot tall structure that stands as a beacon to knowledge and learning. It is 60 feet

wide at its base and narrows to a mere 20 feet with a gazebo like observatory at the very top. Adorning the gazebo is a sculpture of a gleaming silver scroll that shines like a beacon for miles around the city. Coiling around the outside of the tower is a wide staircase that leads to its very summit, planted with flower boxes in terraces all the way to the top that are well tended by the denizens of the Sanctum. The huge tower is home to the temple of Yenomesh the god of knowledge and runes, and is a repository of the greatest wealth of information in the lands. The insides of the great tower which rests upon the eastern banks of the island house a wealth of scrolls and books describing the rise and fall of nations, the words and deeds of the gods, and the names and epics of famous hero's and their weapons.

Tended by the **Master Scrivener Drembrar** (See NPC Appendix), and his three scribes, the great library that is housed within is locked to all who would seek to delve the depths of its tome lined walls unless they to are willing to donate a tome, volume or scroll of at least 1000gps value. The monastic Scriveners seldom venture forth into the city and live as virtual prisoners to their faith. That is not to say that they are unhappy, for these learned sages have the love of their lives surrounding them at all times.

Anyone coming to seek advice from the sages must bring a book or scroll of some value in order to get the clerics to respond to their question. As stated above however, bringing a book of ones own will garner admittance to the sanctum proper. The Scriveners take 1d4 days to come up with an answer to the question that the interested party asks of them, and unless the information sought is of a dangerous nature, they include with their answer a detailed report that explains the various possible answers to the question.

THE LIBRARY

The interior of the tower is hollow and there are living quarters upon the bottom floor for the Master Scrivener and his sage apprentices. They all appear to be very old with the exception of Daniel, the newest member to their order who often runs errands for the old geezers in town. A bard, cleric, or wizard that gains entrance to the library by donation of a valuable book or scroll and begins research on any range of topics will be given a base +10 to their knowledge roll to find out the information that they are looking for.

The ground level has a sanctuary dedicated to Yenomesh and has murals depicting the how the god gave the gift of the written word to the races of the world. The paintings are extremely detailed and the sanctuary fill all who enter it with a feeling of inner knowledge and a desire to learn.

The library has several circular floors and each floor covers a different knowledge topic.

LIBRARY OF FAUNA AND FLORA

This floor is dedicated to the study of beasts and plants both monstrous and benign. Detailed descriptions of various beasts and animals, their lairs and their eating habits can be found here. There are also tomes and volumes dedicated to various plant life including a section on dangerous plants and sentient plant life. Also found here is information on volcanic eruptions, changing weather patterns and their effects on plant growth and animal migratory habits.

LIBRARY OF MACHINATION AND ENGINEERING

This floor is dedicated to the study of mechanical and magically animated objects. It has detailed descriptions of gnomish flying contraptions, ships, architecture, pulleys, and siege engines. Treatises on how to craft the perfect golem or other automaton are also found on this floor. Those seeking to build a better catapult, trap, or fortification would be well served to study the manuals found here.

LIBRARY OF PRESENT HISTORY

The copies of birth's and deaths almanacs and proclamations, treaties and historical documents from around the world are found here all dating to with the last few hundred years.

LIBRARY OF ANCIENT HISTORY

Found here is a vast collection of tales and legends from the days of old. Some of the volumes are so old as to be written on clay tablets or on scrolls so brittle that they are kept behind plates of glass never to be handled by mortal hands. This floor of the library is purposefully kept dark at all times to keep the light from deteriorating the fine and dusty tomes any further.

LIBRARY OF GENEALOGY

This library contains many books and tomes on family histories and especially documents relating to royalty, heraldry and lineage of kings, and other nobles. Those seeking to prove their link to some fabled kingdom or dynasty may seek here for answers to their dilemma of rank and title.

LIBRARY ARCANA

This library is filled with deep manuscripts on the nature of sorcerous and arcane magic and dangerous tomes filled with hidden secrets. The Holy Scribner himself sits in on any readings and

research that is done here and will allow no books to be removed from the reading tables as he will get those out he deems the visitor prepared to read himself and will return them to their proper places when completed.

LIBRARY ASTROLOGICAL

Contains tomes relating to the different planes of existence and the mortal worlds association with them. As with the Library Arcana the Holy Scribner himself sits in with the reader and keeps a watchful eye on what materials are sought after and the reasons for such research. He can also suggest what books are hokum and which books actually contain information useful to adventuring types.

LIBRARY ECCLESIASTICAL

This library is dedicated to various works on the gods those living and dead and the creation myths of the different cultures of the world. It has detailed descriptions on all manner of worship and worshippers. As with the library astrological, and the library arcane the Master Scribner personally assists all who would seek to gain knowledge here, to insure that the wrong works do not fall into the wrong hands.

Scribes of The Scroll, male human Clr3: (See NPC Appendix)

TW3. THERE AND ABOUT

When one seeks a map to the regions outside of the cities walls, one must stop by the map plastered walls of this shop. **Kenneth Terrafyrma** (male halfling, Rog3; Craft [Calligrapher] +8, Craft [Cartographer] +9, Forgery +6, Gather Information +7, Knowledge [Geography] +9, Knowledge [Nature] +6; AL CG; *Lens of Minute Seeing*) owns and creates every map that is found here. His maps are masterfully drawn, and from him hiring anyone to acquire knowledge and drawings of many places and regions, it has kept his maps current. Those seeking ancient maps may also come here, though Kenneth does not allow them to be taken from his shop, though they are often his own designs and lead only to false treasure-troves. Wares include city maps (10 gp), partial sewer map (2 gp) and the aforementioned treasure map (1d20 x 10 gp, Accuracy 20%).

TW4. TEMPLE OF THE BEETLE

This dark oval domed structure, with its bubbled pillars along its walls, carved to appear as though beetles are trying to burst forth from the stone columns, is no

temple. Despite its appearances, it is actually an insect shop, catering to the specific vermin and their uses. **Takkerk** (male dwarf, Clr5; Craft [Acid Distiller] +5, Craft [Beetle Armor] +6, Craft [Beetle Jewelry] +5, Knowledge [Arcana] +11, Knowledge [Beetles] +5, Profession [Beetle Rancher] +9; Craft Wand; AL LG; *Wand of Summon Swarm* [42]) runs the shop, adorned in every imaginable piece of jewelry and clothing with a beetle design. He seems aloof with his love for these vermin, though no one has yet tried to steer him away from the business. Within one can purchase anything derived from beetles: large or small beetle shell shields, lamps and lanterns with fire beetle glands or live solar scarabs within, flasks of acid from a few of the other varieties, jewelry from dried scarabs, as well as obtaining live specimens of any type of Beetle: Bombardier, Cathedral, Fire, Solar Scarab, Stag.

TW5. THE SILENT STRIKE

From this small wooden shop, with a coiled whip nailed above the door, one can only assume the craftsman within. **Gunther Stone** (male human, Ftr9; Balance +5, Climb +10, Craft [Bull Whips] +7, Jump +8, Use Rope +6; Exotic Weapon Proficiency [Whip], Expertise, Improved Disarm, Improved Trip, Point Blank Shot, Power Attack, Rapid Shot, Sunder, Weapon Specialization [Whip], Weapon Focus [Whip]; AL N; +3 *Whip of Distance* 'Lizard's Tongue') crafts bull whips, and gladly offers demonstrations, snapping clothes, jewelry, hats, and anything else off of his customers. He is a grizzled and well traveled man, who has given up his adventuring for the peaceful life of businessman. Gunther still posses an old map to the Dungeon of Rappan Athuk that he and **Arlen**, now of Fairhill, had used in their adventures within the cursed place, and partially blames himself for his friends weakened state.

TW6. REPLACEMENT ARMS

Ashtin Artcolmb (male human, Wiz6, Concentration +5 Craft [Exotic Weapons] +11, Profession [Metal Smith] +5, Profession [Wood Carver] +5, Craft Wondrous Items, Craft Magical Arms and Armor, Skill Focus [Craft]; AL N, *Legs of Artcolmb*, prosthetic legs that allow Ashtin to walk about as if they were his natural legs, the furthermore grant him a +2 natural armor class bonus, though they are made from wood



brass and steel) crafts prosthetic arms and legs from steel, brass, tin, and wood. His craft has become so great that the replacement limb works almost as well as the original (half the dexterity penalty for a missing limb). The victim of a horrible trap during his adventuring days that cost him his legs, Ash has begun recently to craft exotic weapons into his prosthetics, those of dangerous and often hidden effect until they are activated by the wearer to become spring loaded, magically enhanced, and devilishly complicated works of art. He has crafted legs that fire darts from a hidden receptacle in the knee, hands that hide razor sharp claws, arms that hide a chain where the hand becomes a gauntleted flail head, sockets that can change weapon attachments to swords and battle axes specially fitting to the locking steel socket that works similarly to a locked gauntlet. Prosthetic limbs come with a steep price, usually around 1500 gp for the limb itself, additional gold equal to the cost of a masterwork weapon, and an additional 1500 gp to enchant this new exotic weapon to a +1 magical enchantment. Those needing new limbs that are interested in one of Ash's creations must take the exotic weapon proficiency to use the new item without the usual penalty of -4 for use of a non-proficient weapon.

TW7. OILED AXLE

Enix Axlecraft (human male, Exp3; Craft [Wheeled Transports] +7, Profession [Cart Maker] +7; ALNG) comes from a long history of wagon and chariot builders. He can build for a four and eight hitch teams, ox carts, and sedan seats. Lately his business has been plagued with accidents, and he is losing workers to cheaper shops run by Duloth's organization. Enix is a member of the Wheelwrights Guild, and was the only one to oppose Duloth's election to the head of the Guild, pointing out Duloth's various political ambitions and machinations. For this reason he has been blacklisted from the guild his great grandfather started over a hundred years ago.

TW8. PRECIOUS JEWELERS

Tal Rowiv (male half elf, Rog 4; Appraise +9, Craft [Jewelry] +9, Forgery +8; ALNE; +2 *Dagger, Amulet of natural armor* +2), runs this low quality jewelry shop. Most of the jewelry is of costume quality, or consists of thick gold rope chains with little effort put into their craft. Tal is somewhat lazy, but can do a good job making fakes jewelry from copper and glass that looks like the real thing after he carefully plates it in a layer of gold or silver. Things in his display case that are estimated at a

glance to be worth a hundred gold pieces may very well be worth a silver if the purchaser is lucky.

TW9. FUSINI STUDIO

The studio of the famed artist Giovanni Fusini is located near the Plaza of Gargoyles. **Giovanni** (male human, Exp 3; Bluff +10, Craft [Painter] +4, Craft [Sculptor] +3, Profession [Artist] +4, Skill Focus [Bluff]; AL N), an avant garde artist and skilled social climber, works in various media, yet is a master of none. He has buffaloed many into believing that he is the greatest artist of his time, yet rarely has time to create anything as he is always busy critiquing the work of others over dinner at some wealthy aristocrat's home.

TW10. UTELLO'S GARGOYLE STUDIO

Renowned for crafting many of the sculpted gargoyles that adorn many of the noble houses and temples, **Utello** (male human Exp3; Craft [Gargoyle Sculptor] +7, Knowledge [Demons] +3, Profession [Sculptor] +5; ALNE; *Oil Of Gargoyle Animation 6 Doses*: This powerful magical oil, a gift from the high priests of Orcus, transforms Utello's sculptures into true gargoyles), the former apprentice to Phidian, has opened up this cluttered stone workshop. His works commonly take on a demonic images, much of his greatest work is of such, while he has made more peaceful gargoyles for the common folk. This studio is open from mid-morning to mid-afternoon. Utello does most of his business from this shop, keeping a private studio elsewhere in the city.

TW11. BOX OF BONES

Zedicha (female human, Exp 2; Craft [Coffins] +8, Profession [Coffin Maker] +6, Skill Focus [Craft Coffins]; AL N) crafts her caskets with precision for the wealthiest of families in Bards Gate. Her caskets are always finely inlaid and carved skillfully, often in the likeness of the deceased. Recently Zedicha was approached by a cloaked man with a limp that had a rather large order for 6 caskets of exquisite make and conception. They were to be inlaid with lapis lazuli, ivory, and precious stones, rather than her usual silver. She labored for nearly a month on the job finally finishing the caskets, which were in turn stolen from her shop in the middle of the night while she was sleeping. The cloaked man never returned to inquire about the caskets, and this has left Zedicha troubled, waiting for the man to return, and claim his caskets, with half the money already spent on materials, and no product to show for it. Wares range from pine

boxes (1 gp), to oak coffins (10 gp) to fine coffins with carved tops and lined interiors (100 gp) to magnificent coffins (1d20 x 100 gp plus cost of gemstones and materials).

TW12. MENOEN'S STUDIO

Menoen the Limner (female human, Com1/Exp 2; Craft [Painting] +10, Profession [Limner] +4, Skill Focus [Craft (Painting)]; AL N) is a skilled self-taught artist that grew up on the streets of Bards Gate, drawing pictures in the plazas with bits of chalk and colored stones. Eventually she got quite good at her craft and, after earning a bit of money, she bought some paints and began painting signs and shields for traveling adventurers and local tavern owners. Painted signs or portraits cost 100 gp on average while caricatures in pen and ink cost 10 gp.

TW13. VOK'S ARCANE ATTIC

This small, unassuming building from the outside, with a spectacled toad painted on the door. If you were not seeking this bookshop you would probably walk on by. As owner and proprietor, **Vok Wightkicker** (male half-orc Wiz5; hp 20; Alchemy +6, Concentration +8, Craft [Bookbinding] +8, Knowledge [Arcana] +9; AL NG; *Bloody Staff of Vok* (acts as a *Mace of Disruption* +1), *Vok's Grimoire: Magical Spellbook Containing 1000 pages*) keeps his shop in the same manner as one might an exotic pet store. This gives the common visitor the uneasy feeling that the shelves that line the walls not only have eyes and ears, but claws and teeth as well. The more magical (and thus dangerous) volumes are kept safe on the second floor. Some of these are chained to the shelves to prevent incident. Prices here are double what you would normally expect, though you are twice as likely to find what you are looking for. Be it *Accurate Teleporting for the Direction Senseless*, or *Zero Gravity Spells for Inertia Sufferers*, Vok is bound to have a copy in stock. There are tomes on magical item creation, alchemical theory, unfamiliar familiars and practically anything else related to the practice of magic. Vok's familiar, a brass toad named Bill keeps a lazy eye on all visitors. From his perch on the antique desk at the rear of the shop, Bill closely resembles a poorly crafted paperweight. A keen observer might note the miniature silver bell beside the toad with a small sign attached which reads "Please do NOT ring for service".

TW14. ARTA'S LAUNDRY

Arta (female half-orc, Com2; hp 6; AL N; Profession [laundress] +5) although hard working, possesses only moderate skills as a laundress. Arta's

laundry enjoys a high level of success due primarily to her popularity amongst the local women of Bards Gate. Always hot-tempered, she saw a man beating his wife right in front of her shop. Arta's temper flared and she stormed out of the shop, giving the man the worst beating of his entire life. After that, many of the local women started bringing their business to her, and her business has flourished ever since, much to her own amazement.

TW15. THE HANGING ROSE TAVERN

Run by the jovial **Goodman Furster** (male human, Com4; hp 10; AL NG; Profession [tavern keeper] +7, Profession [brewer] +7), the Hanging Rose Tavern is popular with the merchants and local officials. In addition to offering simple, well-prepared (by his wife) food and drink, the patrons are served by the three eldest of Furster's nine attractive daughters. All three of them are old enough to marry, which does wonders for Furster's business, yet does nothing for his peace-of-mind. Friendly and well-liked, Furster always has a protective eye on his daughters, thought the patronage of several influential officials ensures that there is seldom any trouble at The Hanging Rose.

TW16. JOTH THE TRAP-MAKER

Embittered by the loss of his leg while hunting as a youth, **Joth** (male human Rgr1/Exp9; Craft (Trap-making) +13, Survival +8; Track; AL N) spends his days stumping around his cluttered workshop on his peg-leg. Constantly working on new ideas, Joth lets his **2 apprentices** (Exp1) work on simple traps and snares for rabbits and such. Despite his cranky demeanor, Joth's expertise keeps the business lucrative. Adventurers often come to Joth for advice and traps for use in capturing nasty beasts.

TW17. GIN WA STUDIO

This small shop is nestled neatly between the other buildings that surround it. There is no sign above the door, nor are their samples of works or wares displayed in the two tiny windows. The owner of the shop, **Gin Wa** (male human Exp4; Craft [Painter] +14, Skill Focus [Craft]; AL N) specializes in the painting of abstract portraits. His work is highly sought by those nobles and wealthy citizens who have the money to pay him. He does not advertise his store with signs and displays, but instead counts on word of mouth to bring in his business. Gin Wa is known best for his abstract art. His portraits seem to hover in a realm between

reality and a land of dreams. Because of this, many wealthy buyers seek his art, seeing it as trendy, and as a symbol of wealth.

TW18. THE WYVERN'S TAIL

The sign above the door to this run-down tavern is hanging from one hinge. If a passer-by were to stare at it long enough, they *might* make out the form of a reptile with a pointed tail holding a mug of foaming ale. The tavern only has three windows, all of which have long since been broken out so many times that **Hal**, the owner (See NPC Appendix), simply leaves them the way they are. Inside the tavern doesn't look much better than the outside. Mildew creeps up the walls and the legs of the chairs, its origin unknown, but assumed to be the stagnant puddles of spilled ale and other potent spirits. The ale here is always warm, the food always terrible. The barmaids go about their business, scantily dressed, and awaiting the opportunity to engage in their *real* occupations when the patrons become drunk enough to ask. Drinks include stinger beer (2 cp/mug), the omni-present Brin Zwiescher Ale (3 cp/mug or bottle), Wyvern Whiskey (4 sp/shot) and Stoneheart Mountain Ale (4 cp/mug).

The Wyvern's Tail was not always called what it is now. It used to be a somewhat respectable place, if never very well kept. Due to its location in town, the tavern was quickly noted as one of the most shoddy and violent taverns around. Barely a night went by when a bit of a tumble didn't erupt among the patrons, and the tavern soon earned its place among the legendary brawler bars of its kind. Since then, it has often been mused that between the constant brawling and the potent spirits, walking into the tavern is like being struck with a wyvern's tail.

Like any good brawler bar, the Wyvern's Tail has its current lead thug. This model happens to be an enormous half-orc with a tremendous thirst for ale, and an insatiable desire to beat on someone at least once a week. If any PC whose appearance or manner is imposing or threatening in any way, Laamar (See NPC Appendix) will likely try to make a new window. Hal allows this type of behavior because he can't stop it, for one thing, and like it or not, bar fights bring in customers who want to watch.

TW19. ALMS, LIQUOR, ENTERTAINMENT 'ALE'

This run down tavern, comprising of a few wooden shacks built into one large open space, serves cheap liquors and often pays beginning bards to play here. **Stein** (male human, Clr3; Craft [Ale Brewer] +6,

Perform [Chant] +3, Scry +6; Brew Potion; AL N) is a forgiving soul, often not charging the many poor and weak that come to his door for a drink. Many of his drinks given to the poor have also been imbued with weak *potions of cure light wounds*, and *quick sober*. For his contributions, Stein has been approached by the Temple of Suffering's Ease, though remains steadfast in the beliefs of his own god.

TW20. THE TOLL BOOTH

This square, stone shop, has large glass windows that allow people in the streets to see the making of the cookies, which this bakery specializes in. The air around the shop every morning is blanketed with the aroma of warm baked goods. **Keyslin Yeblor** (male elf, Exp3; Knowledge [Religion] +4, Perform [Juggling] +4, Profession [Baker] +6; AL CG) runs the bakery, never shy to show off his preparations, and adding some entertainment and he flips cookies in the air after coming from the brick ovens. He is aided with his small crew of **bakers** (1 male and 3 female halflings, Exp1; Knowledge [Local] +2, Profession [Baker] +4; AL NG) who are themselves entertainment in their floured green smocks and caps as they run around in the kitchen. Sold from behind the low counter are the ginger crisps, celestial wafers, demon dark snaps, and other mouth-watering cookies that make this place popular (1 sp/dozen, 1 cp/each).

TW21. BARD'S GATE TOO!

Many stop in this small shop out of curiosity and find **Goric** (male dwarf, Exp5; Craft [Painting] +7, Craft [Pottery] +12, Craft [Sculptor] +8, Knowledge [Architecture] +6; Skill Focus [Pottery]; AL N) to be a master of his craft. Here as the name of his shop jokingly implies, one can find nearly every shop, building, and house rendered in clay with all the minute details painted exactly to match. Favoring the black clay found in the river beds to the north, the pottery made city locations are slowly becoming a collectable phase amongst the elite. Many commission their own unique places with actual stone or precious metals added to the design, regardless every piece is coded as to when it was made and in what order. It is said no one has a complete collection of the city, though many are close to that, and pay absurd amounts to obtain the lower numbered pieces.

TW22. VOLWILD THE SWORDMAKER

If your looking for a short sword, or even one balanced for finesse, you've come to the wrong place. **Volwild** (male human, Brb1/Clr4 [Bowbe]; Appraise

+6, Craft [Swordmaker] +7, Knowledge [Metal] +6, Knowledge [Religion] +7, Profession [Metallurgist] +10, Sense Motive +4; ALCN) makes heavy weighted blades, greatswords, bastard swords, longswords, and falchions. They are worthy of a warrior or fighter, he's even refused to sell to anyone that doesn't look like a fighter of many battles. His god is Bowbe whom he curses and blesses every day with the making of tools that only Bowbe would be proud of. The large wooden lento that Volwild works from radiates heat and steam, and many claim it is his god humming with each ringing of hammer to steel. Volwilds swords are considered masterwork and deal +2 points of damage per hit but afford a -1 penalty to attack due to their weight. They may not be wielded at all by anyone with a Strength score below 14. Prices include: longswords (320 gp), greatswords (370 gp), falchions (390 gp), bastard swords (350 gp).

TW23. THE MIMIC'S GUILD

Here anyone can join a free play, for a small fee of one Harp(gp) anyone may become an actor, or in actuality just another prop on stage. The real acting is done with slaves who are in fact shouting screams of agony during dramas, showing fear in murder scenes, and tickled to laugh in comedies. Run by **Tharvis** (male half elf, War3/Brd1; Intimidate +6, Perform [Acting, Dancing, Miming, Storytelling] +8; Skill Focus [Perform]; AL CE), who has a slight hump, is fond of his playhouse and slave actors. The small wooden, open aired, coliseum, has a performance twice daily, with the late evening show often ruined by the shouting drunks that have paid for a place on stage.

TW24. THE THORN WALL

This small granite bricked shop is covered in thorny vines and plant tendrils. The gardener **Dorbon** (male dwarf, Drd3; Alchemist +5, Knowledge [Monstrous Plants] +6, Profession [Florist] +7; Skill Focus [Alchemy]; AL CN; *Staff of Thorns*: casts *wall of thorns*) is obsessed with his plants, many times not even selling them to customers. He does all he can for his 'companions', offering them whatever it is they need to survive, be it new soil, fresh air, blood, water, or some cases fear from slaves he brings in to feed the plants. The shop mostly caters in vines of all varieties, many of which are charmed monstrous types or magically endowed with spells cast daily. No thief has successfully broken into this place, as is rumored it is guarded by Assassin Vines, Blood Roses, Razor Leafs, Serpent Vines, Strangle Vines, Venom Twigs, and even a budding Tendriculos, which sits by the small window.

TW25. UP IN SMOKE

This spa and steam house, run by **Orin** (male half elf, Exp2/Rog3; Gather Information +8, Innuendo +6, Listen +7, Profession [Masseuse] +10; AL NE) who keeps this business side of things legal, offers much more to the true owners. With its many rooms catered to the relaxation of its guests, there lies a deadly component that plagues the city of Bard's Gate. With much of the day able to be spent here being pampered, the Red Blades who use this cover, can slip in and out for a long duration and not come to the notice of the Lyreguards. Behind private steam rooms, secret doors, and an array of safe guards, one plunges below into rooms that serve as council hall, meeting place, and a network of poison dealers.

TW26. THE WOVEN HAIR

Fond of scalping his foes in the past, **Ahmen** (male human, Rgr2; Craft [Wig Maker] +8, Craft [Weaver] +7; AL NE) now makes use of his knowledge by obtaining all kinds of hair, regardless of the source, and weaving them into wigs. He sells his creations for 5-20 gp depending on the quality, though those that displease Ahmen are often sold wigs infested with fleas and lice. Nobles, barristers, women and rogues are his frequent customers. Working to collect his materials are his gang of thugs, called oddly enough Head Hunters (elves, humans, half elves Rgrs1 or Ftrs1; Track; AL any evil).

TW27. MAIDENS' CROSS

Maidens Cross was founded by a female order of paladins called here to battle the threat of Orcus, and the other cults of Bard's Gate, as well as help the Lyreguard to fight their wars against the gnolls. They opened this tavern/shrine to their goddess to attract others to their cause, and draw away suspicion from their goals. The buildings exterior is a round tower like affair, with a gypsum, tiled, cone shaped roof. It has white marble bricked walls, and low half circle steps approach the silver gilded door, the image of a kneeling armored woman, her sword pointing downwards, and held in both her hands. Upon entering the place, the common room seems not to fit the exterior, shaped like a Celtic cross. In the center of the room is a circular, marble topped bar, a red granite pillar rises from within the center of the bar, up to the stone rafted roof. From the rafters hang a multitude of lamps, over each table, and are beyond the reach of all save a tall half-orc or someone standing on a chair. The rest of the room is taken up by the multitude of round wooden tables and chairs, with stools surrounding the bar.

Off to the left is a short flight of stairs, leading to a balcony, where some local female bards can sing and play their music. Across the room is another door, barmaids seem to pour in and out, delivering their trays of mugs and plates of steaming food, to the patrons. A third door to the right opens with the acceptance of the tavern personnel, and only they seem to enter and leave through there.

The place is run by **Jenette Holycraft** (See NPC Appendix), a woman of graying auburn hair cut short and pushed back from countless strokes of her fingers. Dark brown eyes are calculating everyone, and seem to warm when tending to those in need. She lost her mount to the cult of Orcus over a year ago, and has yet to call another. Her crew are female paladins, level 1-4, each with weapon finesse, mw chain shirts, and swords. They act as barmaids, bartenders, cooks, and when off duty, they prey to their goddess at the shrine upstairs, for guidance in the battle against evil, not on a battle field, but within the walls of Bard's Gate. Their specialties are hot cider and a honey brewed liquor also served warm. Room (8 sp/day, 5 gp/week, 18 gp/month), Maiden's Cider (1 cp), Argent Ale (5 cp/cup), Common Mead (2 sp/mug), Holy Mead (also acts as holy water, 30 gp/bottle). Some actually believe the place was founded by a coven of witches, as some woman there have displayed arcane arts, but it seems that only the men of the city spread these rumors. Though the rumor is also not quenched, for if it brings evil to the establishment, then their cause is easier.

The place is run entirely by women, and does not serve male patrons at all, though does not object to their coming in, and having a female companion of theirs get the drinks. Female bards frequent the place and are offered free food and drink for their lively services. That is if they do not detect as evil. The lamps above each table, crafted by the Glass Torch, and are endowed to detect evil, and if any evil is found, they display an arcane mark, readable by all paladins of the place. The place serves common type drinks, beer, ale, wine, and mead. Also if a lamp detects evil, the barmaids water down the drinks with holy water, and await any response should there be one.

TW28. THE DIVINE APOTHECARY

Located within the Well District, this small apothecary is run by a small, plump, red-haired woman in her mid-fifties. Thoughtful and serene, this little green-eyed lady who stands only about 4 feet, eleven inches tall, always seems to be somewhat

sad. Those who visit her the most, often don't even know her real name, everyone just calls her "**Dour**" (See NPC Appendix) because of the mood she displays. This small establishment smells, of thick incense and rich dried herbs being dried high above a heated stove. The shelves are tidily kept with a large assortment of bottles and baskets which, are filled with anything from mistletoe to bleached skulls. One entire side of the small building is solely used for the storage of small potted plants, which Dour harvests for their medicinal properties and as ingredients for a variety of the countless divine potions that she brews.

Dour is often visited by a small contingent of paladins from the House of the Ever Vigilant Guard. A few of the older ladies that come to gossip with her often speak of her long lost husband, a knight within the order who disappeared several years ago under mysterious circumstances. Most folks suggest that this would explain her "dour" mood.

TW29. THE LYRE VALLEY PRESS

Gustof Von Blaw (See NPC Appendix), takes great pride in his newly aquired and assembled steam printing press. He makes great boasts and claims that the semi magical press, which allows him to print multiple copies of a manuscript at ten times the rate of a dozen scribes. This he claims will revolutionize the way books and proclamations are processed. The problem however is that his process is not perfected, and the machine often breaks down making the printing of anything more than a simple newspaper, or an occasional flier highly unlikely for some time to come. It seems that he purchased the machine in some far off land, and that there is some part or piece missing that will make the machine more reliable, but for the life of him he cannot figure out what is wrong. The machine is actually missing a piece. There is a special spring that was left out when Gustof had the machine shipped all the way to Bards Gate from Reme. The spring somehow came into the possession of Duloth, who in turn sold it to the Scribes Guild for quite a hefty sum of coin. To further his own ends, Duloth has threatened to let Gustof know that they have the missing part, if they do not tithe him 1% of their total income for the work that he is sure Gustof could do faster if he had the screw.

TW30. ELDRITCH INKS

This bizarre Tattoo parlor is run by **Zadakarius Bloodink** (male human, Wiz8; Alchemy +10, Concentration +10, Craft [Scribe Tattoo] +5 (poor

dexterity), Inscribe Magical Tattoo; ALN; *bracers of armor* +2), who inlays crude and painful, yet powerful tattoos of magical power to whatever client has the coin to purchase such permanent and mysterious body art. Zadakarius's work is crude, and almost tribal in design. Zadakarius's hands are not skilled in crafting his runic patterns in the most creative of fashions, and this causes the entire process to be quite painful. They do however instill magical properties upon the wearer of such inks that have beneficial and baneful side effects. The cost of each tattoo is dependent on the ability bestowed. For more information on magical tattoos see *Relics and Rituals* by Sword & Sorcery Studios. Person's receiving a tattoo will suffer 1 point of subdual damage for every 1000 gp value of the tattoo thus scribed to their flesh.

TW31. THE VELVET CURTAIN

The Velvet Curtain is a small playhouse off the concourse where many young bards get their start on the stage. It was known for a long time to be a place where common folk could go to see a popular rendition of old shows. For a long time the Velvet Curtain had been in decline with more and more people spending their hard earned coins at the Masque and Lute. The Velvet Curtain has had a revival of late as a popular spot for entertainment as they have garnered a near exclusive contract to put on the productions of the wildly popular playwright Armando Levane who's plays are so utterly horrible as to be some of the most sought after seats in all of Bards Gate. The plays currently in production owe a lot to audience participation though the actors are all in good spirits and do not seem to mind the inane howls from the crowd as they merely go over the material and do their best to avoid thrown objects. Matinee Performance: 3 sp/General Seating, 8 sp/box seat; Evening Performance: 5 sp/General Seating, 1 gp/box seat

TW32. THE WIZARD'S FAMILIAR

The Wizard's familiar is an upscale inn that caters exclusively to the traveling mage. Featuring special care and quartering of familiars, including a special chef that prepares from a menu that meets the fickle palate of such beasts. The Wizard's Familiar is a good place for the visiting wizard to kick off his boots and relax. Several battle mages guard the doorway from ruffians and intruders. The blue smoke of fine pipe weeds and tobaccos fills the common area as wizards recount their deeds and their successful researches to one another in a surrounding of

comfort and hospitality. Prices average 5 gp a night for the full treatment, with an additional 1 gp per night to house and board a familiar. **Folsum Judduk** (male human, Wiz6; Alchemy +5, Concentration +9, Spellcraft +8, Profession [Innkeeper] +6; ALN; *wand of hold person* [CL 6, 30 charges]), runs the place with ease and efficiency, with the comfort of his magic using colleagues in mind.

TW33. THE SWORD AND BOLT

A crossbow and sword crossed upon a shield indicate the nature of this Turlin's Well shop. Within are all manner of swords upon racks and crossbows menacing and clever in design. The ring of and smoke of the forge are seen in the back corner where a man pounds out a greatsword from glowing steel. A studious halfling carves out a large block of curly maple wood into the stock of a heavy crossbow near the front of the shop.

Thyme and **Blotto** run the Sword and Bolt. Retired adventurers with a yen for crafting deadly weapons they strive for perfection in their creations. Often their designs are masterworks. They are old adventuring friends that always dreamed of opening their own shop specializing in weapons of the trade. Thyme is a human just into middle age who has become a skilled worker of the forge. Blotto, the halfling, prizes his hand crafted crossbows above all else. Blotto's crossbows are sought by adventurers passing through bards gate for their expertise of craftsmanship and deadliness of accuracy.

They sell all items at roughly 15% above market costs. This includes the price of rent for their shop and the craftsman's tax that is placed upon shop owners in Bards Gate.

Thyme, male human Ftr5: CR 5; hp 58; AL NG; Str 18, Dex 12, Con 17, Int 14, Wis 11, Cha 9; Craft (Weapons) +12, *greatsword* +2, full plate.

Blotto, male halfling, Ftr5: CR 5; hp 38; AL NG; Str 12, Dex 15, Con 13, Int 12, Wis 12, Cha 14; Craft (Crossbow) +9, Hide +13, Ride +8; +1 *crossbow of speed* (2 shots per round), +1 *shortsword*.

TW34. STEEL SKIN

A painting of a man with skin of pure metal hangs over the door of this adventurer's quarter shop. Within stands a burly human with a large mustache and thick arms pounds out a stout breastplate upon his anvil. He grins slowly to you and continues to work. **Thitus Thell** (See NPC Appendix) is quite deaf from years of hammering on the hardened steel of the forge as a young man he was an adventurer, who by circumstance ended up in the company of dwarves. Apprenticed to them he learned many

secrets of steel and the art of defense. Thitus is forced to sell his gear at 50% over marked value now that the Stoneheart Mountain Mines have stopped shipping the precious metal required to forge his creations. He can easily craft masterwork items that can be imbued with magical energies but the price is high, and the time to create averages a week to two weeks. Thitus works only in plate armor, breastplates, half plate and full plate being his specialty. Thitus speaks sign language, and also will communicate via a chalkboard and chalk. Thitus enjoys playing the lute, which he keeps close to his body so that he may feel its vibrations against him as he strums the strings. Although he can no longer hear the music the feeling gives him much peace.

TW35. STARS AND PENDULUM

To the heavens one must gaze, and there, placed by the gods for all to see are the stars. To most they are pinpoints of light, to others a guiding light on land and sea. To **Orbitus the Thirdhand** (See NPC Appendix), they are the understanding to the events and futures of all living beings of this world. Taking his passion to an abandoned watch tower, he has through numerous calculations, tweaking of mechanical instruments, and a lot of time on his hands, created the clock tower. It is able to tell time to near perfection, even has the position of the stars on its face, now if only the chime would work correctly. This patchwork stone tower, near the banks of the river, has only a small wooden door as entrance to it, and a large white dotted

black clock face, looking out towards the keep. When one steps inside, they enter a maze work of metal gears, stone rods, and rope pulleys, along with an assortment of nameless parts. A set of narrow stone steps wind their way up along the wall of the tower, to a room more bizarre and open to the sky above. Here one will find a mass of spinning and revolving metal spheres of different sizes and colors, along with two cylinder bells. Few make a visit to Orbitus, fewer still learn of what they intended to, though do come away with some fact about the stars. He can provide a rather loud prediction of the heavens and future castings, and rarely, very rarely can discern the right answer to a question, as if he cast the contact other plane spell.

TW36. LOCKSMITH

Aramon (male human, Rog4/Exp4; Craft Lock +13, Craft Trap +12, Open Lock +17, Search +14, Skill Focus [Open Lock]; AL NE) is a young human man who uses his small business as a front for a crafty operation that has left both the Lyreguard, and the other organized crime organizations in Bard's Gate stumped for several years. He openly offers his services as a trap maker and locksmith. What Aramon's customers don't know is that he has a small network of spies who are responsible for following his customers to their residence, and noting those addresses in a vast log. He also makes an extra key to every lock, and detailed models of every new trap he devises. This information is either sold, or used by Aramon's own organization to gain access to hundreds of homes across the city. Wares include Simple Lock: 25 gp (DC 20), Average: 45 gp (DC 25), Good: 85 gp (DC 30), Amazing: 160 gp (DC 40).

CHAPTER SIXTEEN

OUTER QUARTER

This district is east of Turlin's Well, located between the inner canal and the outer wall. Like the Well, it is an adventurer's district that contains many inns, taverns and shops that cater to freelance rogues, fighters, wizards and the like. The Outer Quarter is a bit less prosperous than the Well and is the haunt of slightly less reputable characters.

GENERAL LOCATIONS

FOUNDER'S PARK

This pleasant green space is maintained by the constables at location O5. It features statues of various figures from Bard's Gate history among carefully-manicured lawns and decorative shrubs. Due to its proximity to the constable's station, Founder's Park is one part of the Outer District that is relatively safe at all hours of the day and night.

NORTH GATE

This gate opens on the northeastern banks of the Stoneheart River. It is otherwise identical to the Western Gate detailed in the Market District.

SOUTH GATE

This gate, flanked by stout watch towers, opens to the southeastern banks of the Stoneheart River and the road that leads to the City of Ashes.

SHOPS AND BUILDINGS

O1. REINGOLDE'S BAR

The first building inside the northern gate to the wilderness beyond is this watering hole, well-known to locals and travelers alike for the variety and rarity of its beverages.

The bar is run by **Reingolde Tumsen**, a broad-shouldered warhorse of a man who retired from being a mercenary after he found that relaxing in a tavern

Character: In addition to being a haunt of lower-end adventurers, the Outer Quarter is also home to most of the city's non-humans, containing large enclaves of dwarves, gnomes, halflings and even half-orcs. Bard's Gate does not have a large population of elves, and most half-elves are content to mix with the human population. Most of the district's human residents are immigrants who have come here seeking employment or new surroundings.

Businesses: As might be expected for an adventurer's district, there are many inexpensive inns and shady taverns here, along with shops that cater to adventurers, selling exploration gear, clothing, weapons, lanterns, maps, and so on. Most of the buildings are residential, inhabited by the many non-human and immigrant residents of the city. There is much cheap housing here, including many tenements and inns with minimal facilities.

Prices: Standard unless otherwise noted.

Gold Piece Limit: 400 gp unless otherwise noted.

Building Type: Much like the Turlin's Well, buildings here are built of wood and plaster; there are few stone structures in the district. The majority are two story structures.

Guard Details: The constables maintain a substantial garrison at location O5, and send out regular patrols. The district is large, so the constables are often overstretched, but they work closely with the Wall Watchers, who can quickly summon aid if major problems occur.

retelling tales was far more enjoyable than actually experiencing them. At first, he and his old comrades began to meet and trade tales. Eventually Reingolde bought the place with the proceeds from his old life, and today he offers over a hundred different types of



brewed or distilled alcohol at any given time, from sweet fairy mead to subtle elven elixirs; from the finest ales on the continent to the crudest troll brew.

It is now considered a rite of passage by many adventurers, soldiers, and mercenaries to take the “Reingolde Challenge.” This involves drinking different brews from the bar’s extensive collection until the imbiber throws up, passes out, or gives up. The specific beverages are chosen by Reingolde himself, though he often listens for suggestions from the enthusiastic crowd that gathers to watch such spectacles. He frequently hears rumors of new and unusual liquors and brews from around the world, and has been known to hire adventurers to seek them out.

The following is just a sampling of the over 100 beverages the bar has to offer.

Troll Brew: Mug 1 cp (Fort DC 20 or vomit)

Gnoll-Piss Beer: Mug 2 cp

Brin Zwiescher Ale: Mug 5 cp

Stone Heart Reserve Whiskey: Glass 4 sp

Heart of Aeulynd Brandy: Glass 4 sp

“*Last Drop*” whiskey: Mug 5 sp (see W3)

Vinewood Port: Glass 1 gp

Autumn’s Breath elven liqueur: Glass 5 gp

Fairy Mead: Thimbleful 10 gp

Evernight Ale: Stein 20 gp (brewed by an obscure clan of dwarves; has never been exposed to light until it is tapped; surprisingly rich and flavorful)

Draconic Thundergod: Egg 50 gp (fermented dragon egg; Fort DC 15 or experience egomania; +2 Con, +2 Str)

Reingolde Tumsen, male human Ftr4: CR 4; AL CG; Str 18, Dex 12, Con 16, Int 13, Wis 11; Cha 14; *elixir of frost breath* (as *elixir of fire breath*, but cold instead of flame).

02. THE BRASS SHIELD

A small target shield hangs outside the door of this small shop. **Hener Roundshield** crafts wooden bucklers and small shields from sturdy aged oak, which he varnishes and decorates with brass bosses and nails. He can craft masterwork shields and can also work with darkwood. He has several masterwork and darkwood items (though none are enchanted) for sale and can make them if requested. A darkwood buckler goes for 215 gp, a light darkwood shield for 203 gp and a heavy darkwood shield for 270 gp.

Hener Roundshield, male human Ftr2/Exp2: CR 3; hp 22; AL CN; Str 15, Dex 14, Con 13, Int 14, Wis 14, Cha 13; Craft (shieldmaker) +10; Power Attack; *large wooden shield* +2.

03. STONEHEART MOUNTAIN DISTILLER

Sitting on a corner just off the beaten path near the outer wall is the low brick building that houses

Stoneheart Mountain Distillery. The iron fence is normally kept locked, and opened only to allow entry and exit by employees and wagonloads of kegs. The entire place seems like a fortress designed to protect the secrets within. The front door is iron bound, with a view slot that sits about waist high on a human, through which the dwarves inside challenge visitors and demand to know their business. Carved in relief above the door is an image of a mountain with a barrel in its center. A somewhat sour smell always seems to hang over the place.

Inside, the interior is divided into four major sections — the first, for aging and storage, is lined with kegs and barrels. The second contains stills and distilling equipment — copper coils, tubes, drums and all sorts of exotic apparatus that the average human brewer would find utterly alien and baffling. The third area houses offices, where most of the management and staff work. In the basement, well underground, the dwarves who work here maintain pleasant private quarters.

The distillery was founded by the dwarf soldier **Gowan** (see NPC Appendix) who arrived in the city a decade or so ago along with 20 followers, all refugees fleeing the destruction of their clan in the Stoneheart Mountains. Almost immediately Gowan and his dwarves decided that human ales and beers were far too watery and weak for their taste, and — needing a ready source of income — built this distillery.

Many years ago Gowan led his small band of about twenty dwarves from the curse of Stoneheart Mountain to rebuild re-supply and plot their revenge upon the chaos that had taken their home. They soon found themselves growing tired of manling ales and a serious distaste for elven wines. Gowan McKean struck upon the idea that it was high time for his clan to start his own distillery.

In addition to the secrets of full-bodied dwarven ales, Gowan had his own secret weapon — **Snorri the brewer gnome** (see NPC Appendix), with whom he had struck up a close friendship. Together, they developed a line of beers and ales that has no equal in Bard's Gate or beyond. So far, few know that Snorri is the real talent behind Gowan's famous brews. Snorri tends to sample his own product a bit too much and often gets himself into a lot of trouble, and therefore Gowan has forbid Snorri to go out into the city alone for his own protection, often sending at least two bodyguards from the clan along with him in case things get out of hand.

In recent months, competition with Brin Zwiescher Breweries has grown increasingly fierce, with the human brewer seeing the dwarves as dangerous competitors. So far, his plans to ruin the

dwarves have come to naught, due to his minions' incompetence and the dwarves' vigilance, but he continues to try.

04. KOOLE'S BUTCHER SHOP

Luc O'Koole is a burly man normally clad in a bloody smock, armed with a cleaver. Despite his fearsome appearance, he is a kindly and pleasant individual, who now provides fine cuts of meat or customers throughout the district. His shop sells all manner of fowls, hams, sausage, beef and venison, both fresh and cured. Among Luc's best customers are adventurers who use his product to supplement their own rations while in the wilderness. Once a wild adventurer in his youth, Luc has settled down quite nicely and enjoys his new life. He also works with hunters and rangers, butchering and curing meats for 1 gp per pound.

Luc O'Toole, male human Bbn4: CR 4; hp 38; AL CG; Str 19, Dex 13, Con 16, Int 12, Wis 11, Cha 11; cleaver (treat as hand axe).

05. CONSTABLE'S STATION

Once a small defensive citadel, this is now the constables' headquarters in the district; a garrison of 25 constables (War1-2), two sergeants (Ftr1) and an officer (Ftr3) is present here at all times. In addition to patrolling the district, the constables here are also responsible for maintaining Founder's Park, a task which some find onerous, but which some of the more artistically-minded constables actually enjoy.

06. UTELLO'S STUDIO

This small, nondescript house is actually the home to the sculptor Utello's (TW10) secret studio, where he creates some of his more frightening works. His model for these is none other than the guardian gargoyle, **G'zoguul**.

A gift from the followers of Orcus, G'zoguul guards this studio, which contains a number of pieces by Utello that are so utterly horrifying and disturbing that he has chosen not to display them. Here, he works with members of Orcus' cult to create statues and other items of masterwork quality that can later be animated or otherwise magically treated for the cult's own nefarious purposes.

Utello draws inspiration from his gargoyle, often bringing guests here to meet what he calls "my true muse." The bloody results of these meetings never cease to amuse and delight Utello, who has committed some of the more unpleasant incidents to his sketchbook, and has also transformed a few into actual sculptures, some of which can be found throughout the city.

G'zoguul, gargoyle: CR 4; hp 37; see the MM.

07. A LITTLE OFF THE TOP

This barbershop and sometime impromptu dentist's office is run by **Horton Mckaigh**, brother of Norton the pipe cleaner (C3). Horton's shop caters to the little folk, grooming dwarven beards, and giving smart coiffure to halflings or gnomish ladies and gentlemen. In a pinch, Horton can also pull painful teeth, but sometimes requires the help of his two assistants (gnome Com3) to hold reluctant patients in their chair.

Horton Mckaigh, male gnome Exp2: CR 1; hp 2; AL NG; Str 9, Dex 14, Con 11, Int 15, Wis 11, Cha 10; Profession (barber) +7, Profession (dentist) +3; hammer.

08. SHYLOR THE AUGURER

Shylor has had strange visions since he was a child, working in his father's butcher shop. Today, he can still foretell the future by consulting the entrails of slain animals. His visions are so accurate that Shylor is often consulted by influential merchants and Bard's Gate politicians. He has no control over his visions, and prefers not to interpret their true meanings, though over the years he has gained a great deal of insight into religious and arcane matters. Using the entrails of animals, Shylor can cast *legend lore* as a 6th-level sorcerer once per day, and charges 200 gp per session.

Shylor, male human Com3: CR 2; hp 7; AL N; Str 11, Dex 10, Con 10, Int 12, Wis 12, Cha 11.

09. FURRIER

Dubois Montagno runs one of the largest fur trade concerns on the continent, gathering the finest pelts from traders, hunters and other merchants, then reselling them locally in Bard's Gate or shipping them to distant locations. Dubois has a darker side to his business as he is also a spy from a rival city (as determined by the DM), insinuating himself into Bard's Gate's upper class, and gathering information for his masters. So far, he has learned much of Bard's Gate's leaders and wealthy citizens, including their strengths, weaknesses, political alliances and possessions.

Dubois Montagno, male human Ari4: CR 3; hp 18; AL LE; Str 11, Dex 14, Con 11, Int 12, Wis 15, Cha 14; Profession (merchant) +10.

010. JUJU FETISH

M'kele Sese Sese sits quietly in this shop, selling idols, fetishes, exotic carvings and similar items. He himself crates many of these items, carving them from stone, bone and tropical hardwoods. M'kele came here years ago from a distant land, seeking to spread his faith in the outside world. So far, he has gathered a small number of followers, who gather in the back of

his shop to perform dark rituals, and so far the cult has not attracted much official attention, as they do not engage in human sacrifice or excessive bloodletting.

M'kele Sese Sese, male human Adp6: CR 5; hp 21; AL NE; Str 10, Dex 14, Con 11, Int 13, Wis 17, Cha 16; Craft (woodcarving) +10, Knowledge (demonology) +6; *fetish doll* (when a personal item such as a bit of hair, nail clippings, blood, etc. is attached or rubbed on the doll, it can cast *curse* on the item's owner as if cast by an 8th level sorcerer. This power may be used once per week.)

011. THE BROKEN CAMEL

Once a wall tower, this building has been converted into a tavern, owned and operated by **Aos**. The Camel serves cheap watered down ales and beers to all (standard prices), but Aos reserves his good stock for other elves (fine elven wine, hidden behind the bar, costs 5 gp per glass). Unknown to Aos is that his tavern is located at a weak spot along the wall, and a place where an army could breach, a fact that has not escaped the Cult of Orcus.

Aos, male elf Com3/Exp3: CR 5; hp 12; AL NG; Str 7, Dex 15, Con 8, Int 14, Wis 13, Cha 13.

012. PARCHMENT MAKER

A quiet and efficient craftsman, **Vagn** makes parchment and also vellum taken from the skins of goats sacrificed to his god, Orcus. His true religious leanings are known to only a trusted few; as far as the rest of Bard's Gate is concerned, he provides paper and vellum to wizards, scribes and others who need such things. Hidden in his barn is a bloody shrine of Orcus, where Vagn performs his sacrifices. So far he has not turned to human sacrifice, fearful of attracting attention and ruining his prosperous business.

Vagn, male human Clr3: CR 3; hp 19; AL CE; Str 15, Dex 12, Con 15, Int 11, Wis 16, Cha 15; *mace* +1.

013. CARAMIP'S ARCHITECTURE

Scribbled designs, scraps of paper and cast-off floorplans litter the floor of this shop. Here, **Caramip** comes up with increasingly elaborate and bizarre designs, only some of which are actually feasible. She helped transform the Broken Camel (O11) from a broken down wall tower into a successful tavern, and has also worked with nobles to create secret rooms and passages. Her shop is often the target of rogues, who hope to discover some of her clients' secrets among the detritus that litters her floors and shelves.

Caramip, female gnome Exp3: CR 2; hp 10; AL LG; Str 9, Dex 16, Con 11, Int 15, Wis 16, Cha 12; Profession (architect) +11; Skill Focus (Profession [architect]).

014. HAUk the sapper

A former miner who learned his trade as a prisoner of the dwarves, **Hauk** and his crew specialize in demolitions. Their special skill is the removal of buildings by undermining them from below and causing them to fall with a minimum of damage to surrounding structures. Hauk is aided by a *+1 pick of thundering* that was stolen from one of his captors. Today, he holds no special grudges against dwarves, employing several of them (Exp1-3) as assistants, along with his six fellow **half-orcs** (Exp1-3). Their services do not come cheap — 10 gp per day for a partial crew, 20 gp per day for full. He can bring down most simple structures in a single day; bigger buildings will take longer and cost more.

Hauk, male half-orc Ftr4: CR 4; hp 34; AL CG; Str 18, Dex 11, Con 17, Int 8, Wis 14, Cha 12; *+1 pick of thundering*.

015. TAR AND pitch

Run by a family of halflings, this business renders conifer trees into tar and pitch. The oldest member of the family **Gramma Poppy** oversees the business and lets her dozen or so children and grandchildren do all the hard work. Their product is sold to boatmen and roofers, and distributed in small barrels all over the city. Unknown to Poppy, one of their clients is actually an evil wizard who wishes to use their products to build a tar golem.

Gramma Poppy, female halfling Sor1: CR 1; hp 3; AL NG; Str 8, Dex 14, Con 12, Int 13, Wis 13, Cha 14.

016. CAAGRAH the DOG TRAINER

Caagrah was once a goblin spy for the gnolls of the north, but was transformed into a gnome by a cursed ring. Unable to return, he vanished into the warrens of Bard's Gate and began to use his skills as a worg trainer to train guard dogs, who were sold throughout the city. Today, his business continues, and he also trains riding dogs for halflings and other small customers. His kennels are always full, and his guard dogs are noted for their intelligence and viciousness.

Caagrah, male gnome Rog2/Exp1: CR 2; hp 10; AL NE; Str 18, Dex 14, Con 15, Int 13, Wis 11, Cha 10; whip, studded leather armor.

017. THE SECOND SKIN

Glim specializes in the sale of exotic pelts. He will purchase any out-of-the-ordinary skins, and his stock includes the pelts of displacer beasts, mastadons, porcupines, catoblepas and even a

small quantity of dragon hide. His wife **Caarn** helps at the shop and actually does much of the actual business, allowing Glim to work his hides. Their relationship is stormy at best, and she has been known to sell rare pelts at a fraction of their cost just to spite him.

Glim, male half-orc Exp4: CR 3; hp 14; AL LN; Str 14, Dex 12, Con 11, Int 10, Wis 11, Cha 9; Profession (furrier) +8.

Caarn, female half-orc Com4: CR 3; hp 18; AL CG; Str 11, Dex 13, Con 15, Int 11, Wis 9, Cha 7.

018. KA'zic the TRACKER

Those looking for a lost criminal, a missing loved one, a kidnapping victim or anyone else who has gone missing would be well advised to visit **Ka'zic**. A relentless tracker and skilled ranger, he is famous for never stopping until he has found his target. Ka'zic has his own agenda as well — to this day he continues to pursue his own father, who murdered his mother and siblings. Ka'zic survived his father's rampage, but lost his right ear and bears other ugly scars on his face. Driven by anger and a desire for justice that borders on vengeance, he often aids the Lyreguard in locating criminals. He does not advertise, relying instead of word of mouth and reputation to keep his customers coming.

Ka'zic, male human Rgr5: CR 5; hp 32; ALLN; Str 15, Dex 18, Con 15, Int 12, Wis 17, Cha 11; Gather Information +6, Hide +10, Profession (bounty hunter) +10, Spot +8, Survival +9; Track; AL LN; *+1 leather armor of shadow, luckstone*.

019. THE FEATHERED HERALD

Renald and **Jorgan** are twin brothers, one a ranger and the other a druid, who pride themselves on being able to relay messages to anyone, anywhere, anytime. Today they live in this structure, surrounded by grounds planted with lush undergrowth, flowers and trees, and maintain a small flock of hawks and falcons, which have the remarkable ability to carry messages wherever they are needed. Messages can be carried in a small capsule attached to a bird's leg, or can be transmitted verbally using a *spell with animals* spell.

Jorgan's animal companions, hawks, which is also the shape he can assume thrice a day. The brothers have taken in a few apprentices, rangers and druids, levels 1-3, with handle Animal, and Animal Empathy, who tend to the gardens, bushes, hawks, and falcons.

Renald 'The Falcon' Corering, male human Rng6: CR 6; hp 33; AL NG; Str 15, Dex 16, Con 12, Int 12,

Wis 15, Cha 13; *studded leather armor*+1, masterwork shortsword, *shortsword*+2

Jorgan Corering, male human Drd7: CR 7; hp 24; AL CG; Str 11, Dex 13, Con 11, Int 15, Wis 16, Cha 14; Handle Animal +11; *elven leather armor* +1 (acts as a *cloak of elven kind*).

020. DREAMS OF FENG

This one-story structure's design is out of place for Bard's Gate. It is of exotic foreign design, its walls featuring images of jagged mountains and dragons floating among the clouds. Officially, Dreams of Feng is a steam-bath and spa, managed by **Mistress Wu**. In reality, the place is a bit more sinister, a front for the trafficking of blue lotus blossom. A single dose costs 30 gp, and addicts also come here to consume the drug in peace. These addicts run a risk coming here, for Mistress Wu is an associate of Deng Lo Do, and from time to time drugged patrons end up being sold to Makeesh (ED5) as slaves.

Mistress Wu, female human Mnk6: CR 6; hp 33; AL LE; Str 12, Dex 18, Con 13, Int 12, Wis 14, Cha 15; Profession (Herbalist) +6; *bracers of armor* +2, *amulet of natural armor* +2.

021. THE RISING DRAGON

This low black building is decorated with murals of dragons and mountains, much like the adjoining Dreams of Feng. The Rising Dragon offers exotic dishes from the far east, a real novelty in Bard's Gate. It has a somewhat dire reputation, however, and is popular with evil sorcerers and priests. Proprietor **Deng Lo Do** (see NPC Appendix) is an evil monk who works for the Black Brotherhood, aiding Mistress Wu in the procurement of slaves and sacrificial victims and the sale of blue lotus. The basement of the establishment contains a shrine to Set, as well as numerous cages where slaves are kept before transportation or sale. Those that Deng can't sell or trade are sacrificed to Set,

and end up in one of his dishes, served to unsuspecting customers in the Dragon's dining room.

022. QUARTER HOUSE

A shop that caters to the small-sized adventurers, this establishment is run by **Garret the Wanderer** who realized a few years ago that there were few shops that specifically served halflings, gnomes and other smaller non-humans. The interior is quite pleasant, decorated to look like a halfling dwelling, and the main counter is a natural boulder.

This store sells almost everything that a small humanoid might want, from adventuring gear to clothing and weapons. Garret also has a number of less conventional items "under the counter" — thieves' tools, thundersticks, small crossbows and other items that he says are for "professional explorers." He generally looks the other way when his items are used for illicit purposes.

Garret the Wanderer, male halfling Exp4: CR 3; hp 126; AL NG; Str 9, Dex 13, Con 17, Int 15, Wis 16, Cha 13.

023. THE STRONG BOW

This shop is relatively new and unassuming. **Qynyn** can create a wide range of bows, including standard and masterwork items. He will even work with adventurers to get masterwork weapons enchanted, though he lacks the skills to do so himself. The interior of the shop is dark and pleasant, smelling of incense, with a number of wooden staves constantly drying and curing over the fire. Qynyn works by the window, using natural light to aid in his craft. His business is quite successful, but Qynyn sometimes disappears for long periods of time — many suggest that he is actually an adventurer on the side, but he also works with adventurers, hiring them to find new spells, components or fine woods for his wares.

Qynyn, male elf Wiz6/Ftr2: CR 8; hp 25; AL NG; Str 16, Dex 15, Con 11, Int 14, Wis 14, Cha 13; Craft (bowyer) +14; *oathbow*.

CHAPTER SEVENTEEN

STABLE ROW

The area outside the eastern gate is known as Stable Row for obvious reasons. Traditionally a location where caravans and travelers can leave their mounts and wagons and also negotiate for new ones, this area also features a number of inns and taverns that cater to travelers who don't have time to stay in Bard's Gate proper. This is the gateway to the wild lands beyond, and a number of small farmsteads are located nearby. The area is somewhat lawless, and is a scene of horse racing and gambling.

SRI. THE GUARDIAN MOUNT

Porsis Gendarme crafts barding for all manner of riding beasts — spiked and studded leather collars and saddle blankets for the dwarven bear riders, fine mesh linked chainmail for flying beasts, articulated boiled leather outfits for riding dogs, plate armor for warhorses, and everything in between. Her somewhat mismatched partner **Forgut** provides the muscle and oversees the shop's many assistants. Masterwork and

Character: Stable Row is a rough and dusty area, usually home to transient residents such as merchants, travelers, horse-traders, nomads and the like. The place is also full of horses and other riding and dray animals, and trading takes place at all hours of the day and night.

Businesses: Most of the businesses in this area cater to animals or the farm community. This includes stables, blacksmiths, leatherworkers, buyers and sellers of produce and the like. Some inns and taverns cater to merchants and other travelers.

Prices: Standard unless otherwise noted.

Gold Piece Limit: 800 gp.

Building Type: Wooden or brick buildings, stables, corrals and stock pens crowd this area.

Guard Details: Occasional patrols of Lyreguard may be found out here as well as Imril's knights seeing to their beasts.

enchanted armor is also available here, but customers sometimes need to wait several weeks for a given piece to be completed. All items cost 20% over standard, but are works of art and worth the price.

Porsis Gendarme, female half-elf Wiz5: CR 5; hp 12; AL NG; Str 8, Dex 11, Con 10, Int 17, Wis 11, Cha 15; Craft (armor) +10, Handle Animal +8; *wand of sleep* (24 charges, caster level 8).

Forgut, male dwarf Ftr2/Exp4: CR 5; hp 43; AL LG; Str 16, Dex 9, Con 17, Int 9, Wis 10, Cha 6; Craft (armor) +8, Handle Animal +6; *hammer* +2.

SR2. HORSE TRADER

Thorfin was a wilderness guide who was badly injured by brigands. Today he sells draft horses for 100-250 gp, assisted by a young urchin named **Gunnin**, Thorfin drives a hard bargain and provides decent enough horses. What most people don't know is that many of Thorfin's horses are stolen, and sold to him by bandits who make a tidy profit on the deal. Gunnin is especially good at altering brands and other marks that indicate ownership.

Thorfin, male human Rgr4: CR 4; hp 18; AL LE; Str 15, Dex 14, Con 11, Int 12, Wis 16, Cha 10; Handle Animal +11; masterwork longbow.

Gunnin, male half-elf Rog1: CR 1; hp 4; AL N; Str 12, Dex 17, Con 13, Int 13, Wis 11, Cha 9; Move Silently +8.

SR3. THE DUN CORRAL

Originally part of an inn, this structure survives only as bare, scorch-marked stone walls. **Captain Jadeyn Roan** (see NPC Appendix), master of the Stables Guild, has seen to it that the building still serves a useful purpose, however, and has converted it into a horse trading post and livery stable. Jadeyn himself lives in one of the surviving rooms on what was once the second floor, and is usually here haggling over the price of horses or terrorizing his stableboys.

Jadeyn is also the head of what is commonly called the Street Thugs Guild, a somewhat informal organization that scours the neighborhood, robbing the

unfortunate and collecting protection money from smaller businesses. Most of his stablehands do double duty as rogues (Com1-3/Rog1-2 or Exp1-3/Rog1-2), working for a cut of the profits they bring in. Jadeyn also fences stolen horses, though he's very careful to keep this particular business very low-key.

Some claim that this location is haunted by the spirits of the old inn's owners, guests and horses, though Jadeyn himself has never seen anything, and keeps the rumors alive to keep out unwanted visitors.

SR4. THUNDERING DRUM STABLES

These private stables are kept spotless, and are partially owned by Cylyria herself. They are managed by **Knotaloke** (see NPC Appendix), and offer the finest mounts in the Bard's Gate area. These mounts are of exceptional quality (maximum hit points), and cost ten times standard price. No one has yet complained, for Knotaloke's horses are also noted for their exceptional intelligence and bravery.

SR5. STOCKYARDS

Sprawling a quarter of a mile beyond the city, this vast location contains pens that are crowded with hundreds

of cattle, goats, sheep and pigs. Farmers come here to sell their herds, which are then kept here until taken into Bard's Gate for butchering. The place is alive with activity, with herdsmen coming and going and various hands going about their business, feeding and caring for the animals. The smell is almost overpowering, which is one reason that the place is downwind of the city.

Harold the Herder is a surprisingly gentle man, very concerned with the health of his animals, and determined to get the lowest price possible. He maintains an official relationship with the city of Bard's Gate, providing them with a continuous supply of food. He truly cares for his animals, and doesn't give too much thought to what happens to them after they leave his care.

Harold has been troubled recently by a rash of deaths among his animals, and he has become convinced that "something" is stalking his herds each night. He has so far kept his suspicions quiet, but may surreptitiously contact adventurers to look into the mysterious deaths.

Harold the Herder, male human Exp5: hp 18; AL LN; Str 9, Dex 12, Con 10, Int 13, Wis 14, Cha 15; Handle animal +8, Heal +5, Knowledge (nature) +8, Profession (Herder) +8; studded leather, Morningstar, light crossbow.

OTHER LOCATIONS

The following places, located in and around the city of Bard's Gate, are not mapped out in detail, but are left to the DM to flesh out. This chapter provides general information about the locations, along with some ideas for adventures and other uses.

THE SEWERS

The sewers of Bard's Gate are divided into three areas—eastern, western and island regions, delineated by the course of the Stoneheart River. Originally, the sewers were tunnels laid down by miners in the city's earlier days; as the mines gave out and the city grew above them, they were converted into channels for the city's sewage and water runoff.

Each of the main sewer lines is ten feet tall and 20 feet wide, with strong vaulted ceilings and smooth stone walls. A narrow, five-foot ledge runs along either side, providing access to sewer workers. In some places the ledge is only on one side of the tunnel, and in others it is as narrow as two feet, precarious and often slick. Smaller pipes and tunnels feed into these main lines, often angled from above. Dwarven engineering has made the sewers highly efficient, and access is gained through a number of hatchways and iron ladders from the streets above, each sealed by a heavy stone cover.

The eastern half of the sewers is better-maintained than the rest, and the tunnels are closed off by iron gates at regular intervals. Many of these are rusted shut, and a few are so badly corroded that they can easily be battered down. The sewers beneath the island are smaller, only 10-15 feet wide, with narrower ledges. The sewage flows quickly here, aided by the river current. Some portions of the eastern sewers are made of brick and are in poor repair—monsters and secretive cultists have been reported in all parts of the sewage system, but most often on the eastern side. City rogues also use the tunnels as a secret route through the city, and many have their own personal maps of their labyrinthine depths.

THE PIPERS

Part legend, part nightmare, the wererat clan known as the Pipers is, unfortunately for the parents of Bard's Gate, all too real.

Several years ago, a young and ambitious bard named **Egile** (see NPC Appendix) made his way through the taverns and performance halls of the city. A spoiled youth raised by doting parents, he had grown up believing himself to be a prince among bards. When he set out to make his fortune, however, Egile received a cruel shock, and was soon broke and desperate. Willing to do anything to gain an audience, Egile broke into his own father's study and stole the first thing he could find—unfortunately for him, it was a set of *pipes of the sewers*.

After losing a bardic contest, Egile began to drink and was soon completely intoxicated, wandering the streets, playing his pipes. To his surprise, then his horror, he discovered that he had finally gained the fans and followers that he had so desperately desired. These followers, however, were not human—they were thousands of fat, filthy sewer rats, drawn by his piping. Angrily, the rat's leader, a wererat rogue, challenged Egile for the pipes and the two fought. Through luck, cunning and a silver knife that had been a gift from his mother, Egile managed to defeat his foe. Badly wounded nonetheless, he staggered through the streets and back to his parents' house.

Egile awoke to horror the next morning—his parents and their servants were slain, and he himself was covered in their blood. As fear gnawed at him like a rat, Egile realized what had happened—he had contracted lycanthropy from the wererat, and had killed his parents and their entire household. Mad with terror and self-loathing, Egile fled to the sewers of Bard's Gate. Soon, he was once more the master of the rats, and now lurks in the sewers with his unclean hordes. He has also gathered a number of wererats to him, and together the gang has moved throughout the city, entering homes in the night to rob, kidnap and kill. Most terrifying, Egile and his followers often steal children, whom they either convert into new recruits or—worst of all—give to the rats for sport and food.

Egile's activities have attracted the attention of S'Surimiss the Rat Queen (see Chapter X, Gods), who has taken him under her wing, teaching him the ways of the underworld and hoping to use Egile and his horde for her own unclean purposes.

CITY OF ASHES

This bleak and desolate locale is home to the city's largest cemetery. Located on a hill amid a number of ancient weathered monoliths (some claim they are natural formations, others that they are the corroded remains of an ancient ceremonial site), and surrounded by a tumbledown stone wall, the City of Ashes is a sad and lonely place indeed. Once well-maintained and peaceful, it is now a crowded jumble of mausoleums, headstones, statuary and other grim markers. Its narrow cobblestone paths are choked with weeds and thorny vines, amid with blooms a sickly yellow flower known as the perish blossom. This unpleasant plant blooms only at night, and few know of its more sinister properties.

There is a certain peace here — the peace of the lost and forgotten. But even that little comfort vanishes as the sun sets and chill fogs rise to enwrap the stone statues and grave markers.

Few are buried here anymore. The wealthy can afford private crypts, or are taken to more pleasant surroundings outside the city. Only the poor, destitute and unknown are laid to rest in the City of Ashes now, overseen by the cold-hearted **Erlend** (see NPC Appendix), a senior member of the Caretakers' Guild, and his highly efficient crew of gravediggers. They work only during daylight hours, and are not so foolish as to remain in the City of Ashes after sundown. They also work closely with the criminal elements of Bard's Gate, burying murder victims in secret or piling multiple victims of the Red Blades in a single grave to avoid detection.

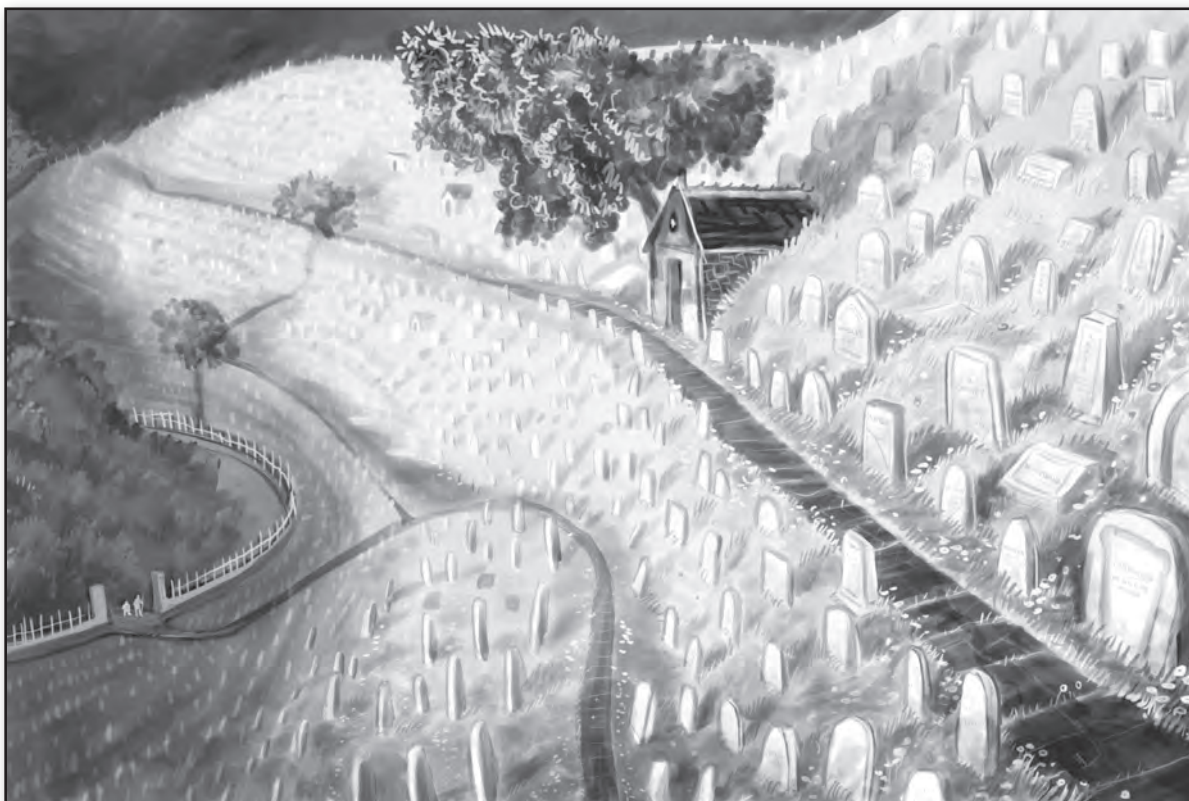
A former archaeologist forced to turn to gravedigging when funding for his work dried up, Erlend has always been fascinated with death and dying. He is a tired, older man with long black hair and a stubbly face. His brown eyes retain some spark of his old enthusiasm, and though he is aware of the Cult of Orcus' activities, he has so far refused to aid or hinder them in any way.

Erlend's crew of gravediggers includes **T'saalix**, a half-orc who never buries a dwarf without first removing the corpse's head, and **Fuad**, who is secretly a cleric of Orcus, and acts as the cult's inside man among the Caretaker's Guild. **Genevieve**, is a charming woman of no small talent who sometimes sings dirges over fresh graves, and also keeps an eye on both the Caretakers and the Cult of Orcus on behalf of the Dark Masks.

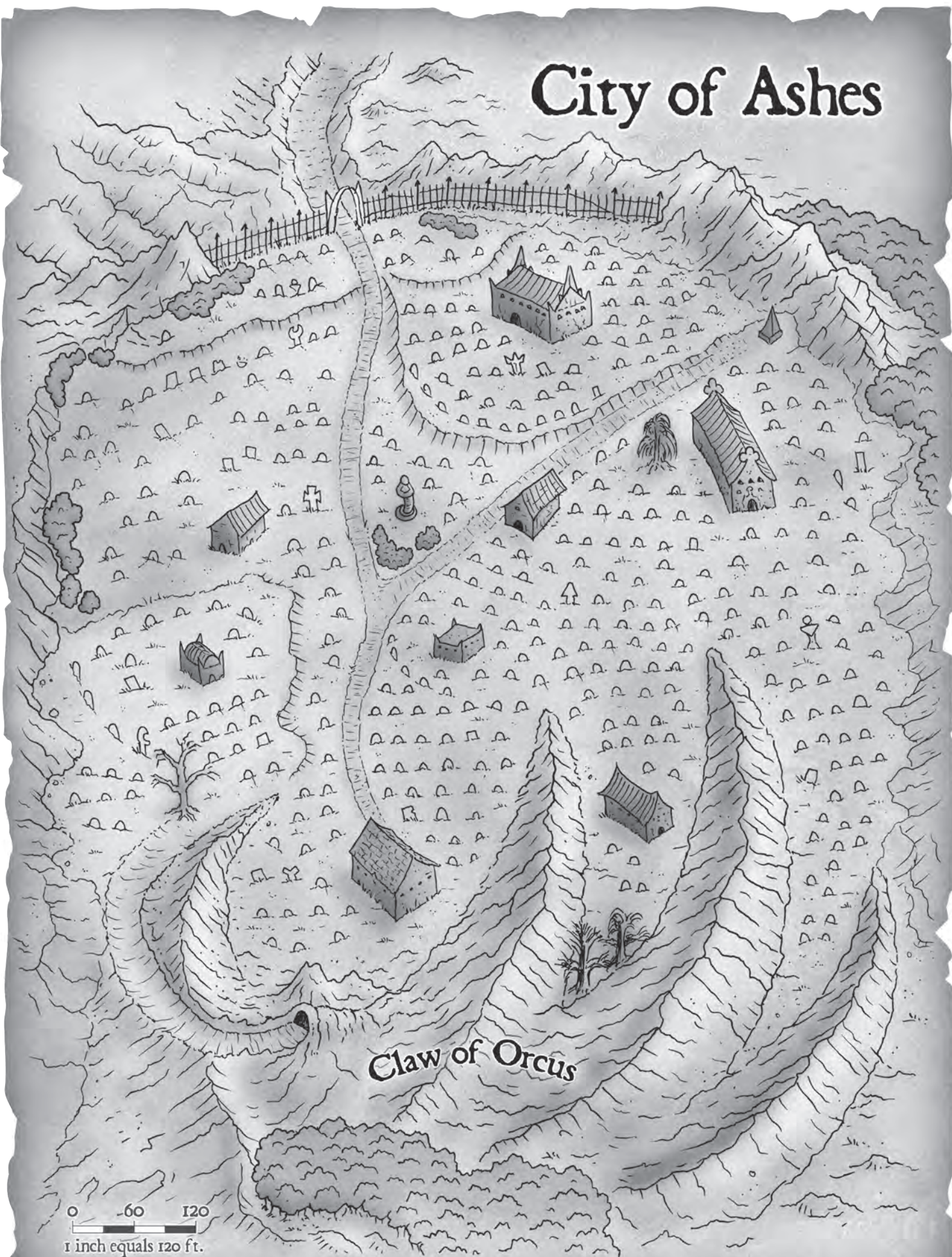
The City of Ashes' true masters are the members of the Cult of Orcus, who haunt the vicinity at night, digging up corpses for sale or use in foul rites, or performing their own dark rituals. As a result of these activities, the dead in the City of Ashes do not rest easy, and often rise from their graves as undead. Anyone foolhardy enough to visit the place at night can hear countless animated corpses, moaning and scratching in vain efforts to escape their graves. From time to time a creature succeeds, breaking free of the earth and shambling about, seeking the flesh of the living.

T'saalix, male half-orc Ftr5: CR 5; hp 33; AL NE; Str 19, Dex 13, Con 10, Int 8, Wis 6, Cha 11.

Fuad, male half-elf Clr4 [Orcus]: CR 4; hp 34; AL CE; Str 13, Dex 14, Con 16, Int 12, Wis 17, Cha 13; scale mail, buckler, masterwork heavy mace.



City of Ashes



Claw of Orcus

0 60 120
1 inch equals 120 ft.

Genevieve, female human Brd7: CR 7; hp 30; AL CG; Str 9, Dex 16, Con 10, Int 13, Wis 10, Cha 17; Bluff +13, Disguise +13, Gather Information +16, Hide +11, Listen +10, Move Silently +11, Perform +13, Sense Motive +8, Spot +10; Dodge, Mobility; masterwork harp, small knife.

THE CLAW OF ORCUS

Close by the City of Ashes is this stark rock formation, commonly called the Hand of Fate. To the faithful of the Lord of Undeath, however, it is the Claw of Orcus, scene of fearsome rites and moonlit blood-rituals.

The formation does indeed look something like a great skeletal hand made of bleached white limestone, and its interior has been hollowed out into crude chambers, rooms, halls and cult shrines. The interior is a truly fearsome place where the undead shamble and the cultists plot in secret. Each of the separate fingers of the claw is dedicated to one aspect of Orcus—chaos, evil, death and destruction—with appropriate shrines and chambers containing ritualistic items and chambers of blood-sacrifice. The “thumb” houses the private quarters of the cult’s leader, a servant of Orcus known as the **Salvager of Death** (see NPC Appendix), as well as his most valued servant, an undead monstrosity called the **Lord of Death** (see NPC Appendix).

Some of the cult’s most accomplished members make their homes here, along with countless debased cultists. **Tovan** (see NPC Appendix), a high-ranking

assassin from Reme whose life was spared by the cultists when he offered to worship Orcus and let them use his special talents. Also in the Claw are the quarters of **Myseri** (see NPC Appendix), a sorceress who fears death so much that she has joined a death-cult, providing them with potions that help disguise themselves, in exchange for life-prolonging magic and substances that enhance and preserve her beauty.

The cult has been dealt many setbacks at the hands of the followers of Freya and other good-aligned groups, but continues to hang on here, lurking inside their stronghold and striking at the folk of Bard’s Gate from the shadows. Their crimes and schemes are many—water supplies have been poisoned, the mortal remains or spirits of great heroes have been raised and transformed into evil undead, leaders of good organizations and enemies of the cult have been slain or have vanished altogether.

The cultists’ most notable act was a fearsome ritual called the March of Bones, in which hundreds of undead were raised from the cemetery and sent to wander the countryside. Eventually, some of these mindless creatures reached the walls of Bard’s Gate, and a few managed to gain entrance into the city, where they caused considerable havoc. The cult’s role in the event was not immediately discovered, and today they gather their forces and powers to unleash another March of Bones, this time larger still.

CHAPTER NINETEEN

The Lyre Valley

Bard's Gate rests within a great valley, the northern approach along the Stoneheart Mountain River leads to the Stoneheart Mountain Dungeon, and the wreckage of the High Temple of Thyr. For more on these locations see *The Tomb of Abysthor* by Necromancer Games. Hidden in the valley are various places for PCs to explore and DMs to expand as they see fit. The Citadel of the Griffin sits atop the nearest hills within view of the city proper. Nestled nearer to the city along the eastern slopes of the valley lies the great Vinewood estate and winery. The western edge of the valley is broader and more gradual, here to the direct west of the town is the fanciful, and ever changing tent city and several wilderness outposts that dot along the Tradeway connecting the cities of Reme and Arendia here, at Bard's Gate.

WANDERING MONSTERS

Check for wandering monsters at 6 am, 9 am, noon, 4 pm, 7 pm, 10 pm, midnight and 3 am. Roll on the following charts depending upon the party's location.

FIELDS AROUND BARD'S GATE, SOUTH OF THE HILLS

An encounter occurs on a 1 on 1d6. -1 to the result if on the road, +2 if at night.

- | | |
|---|--------------------------------------------------------------------------------------------------------------------------------------------|
| 0 | Villagers |
| 1 | Merchants/Caravan |
| 2 | Small company of Lyreguard on foot: 6 Ftr3, 1 leader (Ftr4). |
| 3 | 5 mounted Knights of Waymarch (Ftr4) on patrol. |
| 4 | 6 Lyreguard light cavalry (Ftr4) with 1 leader (Ftr5). |
| 5 | Special: Adventuring party, mercenaries, sighting of Imril and a few of his guard on hippogriffs, sighting of what might be a dragon, etc. |
| 6 | 1d6 stirges (2d8 if at night) |
| 7 | 2d4 gnolls with 1 gnoll leader |
| 8 | 1d3 owlbears |

VALLEY NORTH OF BARD'S GATE (CLEAR OR ROLLING HILLS TERRAIN ONLY)

An encounter occurs on a 1 on 1d6 during the day and on 1 or 2 on 1d6 if at night. +2 to the result if north of the forest, +2 if at night.

- | | |
|----|--------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | Villagers |
| 2 | Large company of Lyreguard Footmen—16 Ftr3, 2 Lieutenants (Ftr4), 1 Leader (Ftr5, magic weapon). |
| 3 | 5 Waymarch Knights (Ftr4) |
| 4 | 6 Lyreguard Cavalry with 1 Leader (Ftr5). |
| 5 | 2d8 orcs with short bows and swords all riding evil wolves with 1 leader (3hd) riding a Worg |
| 6 | Special: Adventuring party, mercenaries, sighting of Imril and a few of his guard on hippogriffs, sighting of what might be a dragon, etc. |
| 7 | 2d6 stirges (2d10 if at night) |
| 8 | 2d6 gnolls with 1 leader raiding a village |
| 9 | 1d3 owlbears prowling from the forest |
| 10 | 1d6+4 skeletons with 2 evil priests of Orcus (Clr5) from the dungeon |

SMALL FOREST NORTH OF BARD'S GATE

An encounter occurs on a 1 or 2 on 1d6 during the day and on a 1, 2 or 3 on 1d6 at night. Add +2 to the result at night.

- | | |
|---|---------------------------------------------------------------|
| 1 | 8 Lyreguard footmen (Ftr3) with 1 leader (Ftr5, magic weapon) |
| 2 | 2d4 bugbears |
| 3 | 2d6 lesser elves or 1 eryad |
| 4 | Sloosh and Slosh's pool (see below) |

- 5 1d4 owlbears
- 6 2d8 stirges
- 7 1d6 giant spiders
- 8 1d4+1 trolls

HILLS AND SMALL MOUNTAINS SOUTH OF THE SMALL RIVER AND TO THE EAST OF THE STONEHEART RIVER

An encounter occurs on a 1 on 1d6 during the day and a 1, 2 or 3 at night. +2 to the result in small mountains, +2 if at night.

- 1 2d8 stirges
- 2 2d8 orcs or hobgoblins
- 3 2d6 gnolls with 1 gnoll leader
- 4 1d6+1 ogres
- 5 1d4+1 trolls
- 6 Special: Adventuring party, mercenaries, sighting of Imril and a few of his guard on hippogriffs, sighting of what might be a dragon, etc.
- 7 1d3 manticores
- 8 1d2 ettins
- 9 1d4 wyverns
- 10 Calthraxus the Black Dragon, flying high above.

VALLEY OF THE SHRINE AND THE FOREST AND MOUNTAINS TO THE NORTH

An encounter occurs on a 1 or 2 on 1d6 during the day and a 1, 2 or 3 at night. +1 to the result in the north hex of the valley, +1 in the hills, +2 in the low mountains, +3 in the mountains, +2 in the forest and +2 at night.

- 1 1d6 +1 worgs
- 2 2d4 stirges (2d8 at night)
- 3 Brundle the One-Eyed Troll (See Area 11, below)
- 4 Party of 3 evil priests of Orcus (2 Clr3, 1 Clr4), heading to or from the dungeon.
- 5 Special: Adventuring party, mercenaries, sighting of Imril and a few of his guard on griffons, sighting of what might be a dragon, etc.
- 6 4 ghouls
- 7 1d8+4 skeletons with 2 evil Priests of Orcus (Clr5) from the dungeon

- 8 Balcoth or Dark Natasha (See *Tomb of Abysthor* by Necromancer Games for more information), on an expedition.
- 9 2d6 giant spiders
- 10 1d3 manticores
- 11 1d2 ettins
- 12 1d4 wyverns
- 13 Xarr'x the Beholder: CR 13; hp 85 (only possible in the forested mountain hex at night)

PLACED ENCOUNTERS:

1. ENTRANCE TO THE STONEHEART MOUNTAIN DUNGEON

Come on in... (See *Tomb of Absythor* by Necromancer Games).

2. DESECRATED TEMPLES OF THYR AND MUIR

(See *Tomb of Absythor* by Necromancer Games).

3. ENTRANCE TO THE MINES, THE LAIR OF CALTHRAXUS

These caves, once the mines worked by miners from Bard's Gate is now the home of **Calthraxus the Black Dragon** (CR 14; hp 270; see the **MM**). There are three upper levels, each laid out in a general crossing grid pattern with several random direction passages where the miners followed a vein. The fourth and lowest level has a large central chamber with numerous radiating arms where the miners pursued gems. It is in this central chamber that Calthraxus has made his home. He has burrowed an exit directly from the side of this central chamber to another side entrance high up an inaccessible cliff face.

Calthraxus' hoard is small, as he has eaten most of the gems. The mine, however, is still a rich one. Unbeknownst to anyone, one of the arms of one of the lowest level's mining passages is near a rich mithril vein. Calthraxus is beginning to call to his lair other evil creatures to reside there with him. He has allowed several **trolls** (CR 5; hp 55; see the **MM**) and a group of 45 **black orcs** (CR 2; hp 15; See New Monster Appendix) to take up residence in the upper levels.

4. ENTRANCE TO THE UNDERDARK

This dark cave leads steadily downward. It has no major side chambers or other passages. Hundreds and hundreds of feet below it joins up with a major passage of the Underdark. Along the route, there are several **piercers** (CR 2; hazard) as well as a **lurker above** (CR



7; hp 85; See the *Tome of Horrors* by Necromancer Games). Also, there is a group of **wererat** (CR 2; hp 12; see the **MM**) spies, keeping tabs on who comes and goes for their masters, who will watch the actions of any descending into the Underdark. There is a chance of encountering a **drow advanced scout party**, who are coming to the surface to scout the area for possible conquest.

The only significant feature of the downward path occurs when the passage intersects an underground river. The passage then opens into a larger cavern. The river plummets 100' below from an opening in the wall of the cavern. A stone stair, slippery from the water and residue, parallels the waterfall and descends to the cave floor below where the downward passage continues. The cave also has several side passages and chambers. A significant monster has his lair here.

Drow Scout Party:

Drow soldier, male drow elf Ftr2 (4): CR 4; hp 15; *Possessions:* Drow chainmail, shortsword, hand crossbow, 10 bolts, fungus poison.

Drow lieutenant, male drow elf Wiz4: CR 6; hp 12; *Possessions:* Drow cloak of elvenkind, wand of lightning bolts (CL 5th; 10 charges).

Arcane Spells per Day (4/4/3/1; save DC 12 + spell level): 0 — 4; 1st — 4; 2nd — 3; 3rd — 1.

Drow leader, female drow elf Clr5: CR 7; hp 38; *Possessions:* +1 drow chainmail, +1 light mace, 2 potions invisibility (CL 5th), 3 potions cure moderate wounds (CL 5th).

Divine Spells per Day: 5+1/4+1/3+1/2+1; save DC 13 + spell level.

5. ORC CAVES

Each of these locations marks a set of caverns that are home to an orc tribe.

Each tribe numbers between 200 to 400 **orc** (1hd; hp 6; see the **MM**) males, with females and young, as well as 10 **orc lieutenants** (Brb1; hp 15), 2 **orc leaders** (Brb3; hp 31) and an **orc chieftain** (Brb6; hp 60). These forces will one day be sent to attack Bard's Gate. They are often led by **evil priests of Orcus** (Clr4; hp 25).

6. DWARVEN CAVERNS —

THE HALLS OF THE SILVERHELM.

Built behind the waterfall, the halls were once accessible by a dwarven road to the valley below. The dwarves have since shut the great stone portals to their city and have ceased commerce with the outside world. The dwarves number **400 males** (CR 1/2; hp 6; see the **MM**), and are led by **Bolg Silverhelm** (see NPC Appendix). The *silverhelm* is a magical item which is symbolic of the ruler of the clan of dwarves. It has been passed from ruler to ruler. In addition to being +2 to AC and saves, it renders the wearer impervious to dragon breath and dragon magic, including their *charm* and *fear* powers.

7. THE VILLAGE OF TAVERLAN

This village is now a burnt shell, having recently been burnt by a marauding band of **gnolls**, who cur-

rently inhabited the village. There are 45 **gnolls** (CR 1; hp 11; see the **MM**), 2 **Lieutenants** (Ftr2; hp 30) and a **Leader** (Ftr4; hp 51). Some of the houses are mostly intact, though blackened by fire.

8. THE OLD STONE BRIDGE

Currently, **Garon the Fighter** (see NPC Appendix) guards the bridge. He is a LG fighter who has been cursed by Balcoth (see *The Tomb of Abysthor* by Necromancer Games) to guard the bridge and to challenge all who wish to cross to mortal combat. He knows of his fate and is cursed to be evasive about both his alignment and the nature of his curse. He has slain several others who have wanted to pass and this weighs heavily on his lawful good soul. Unless the party agrees to help Garon, they will have to fight him. The bridge is ensorcelled to allow only one person to pass at a time.

Balcoth came down from the dungeon and placed that rune on the underside of the bridge. The rune is

invisible. He does know of a possible solution to his condition though he must be evasive about it. There is a magical pool in the forest nearby, he will tell the party, that has waters which when drunk will dispel this fell magic. The pool is rumored to be guarded.

When the characters find the pool (which they must do by random encounter, though they automatically find it on the third encounter in the forest if not yet found) they will see a small pond about 25' in diameter within a clearing about 50' in diameter. The water is crystal clear and very cold. There is a faint aura of magic. Also, there is a glitter of gems and coins from the bottom of the pool, some 40' below.

The pool is in fact magic and will, when a drought is taken, act as a *dispel magic* spell cast at 8th level. The magic of this water will last only seven days when taken from the pond, and only then if taken in a crystal container. There is no limit, aside from practical considerations, on how much water can be removed.



One such “practical consideration” is that the pond is inhabited by **Sloosh** and **Slosh**, two rather nasty **water wierds**. They form when the party approaches and will not hesitate to attack anyone trying to take water from the pool. They will drag armored characters into the pond and let them drown. Unarmored characters will be pulled underwater and strangled until the character drowns.

Sloosh and Slosh, the Water Wierds: See the free download from the Necromancer Games Product Support page.

Treasure: At the bottom of the pond, aside from several skeletons, are 6 base 100gp gems, 3 pieces of jewelry, 3,401 sp, 2,924 gp, 497 ep and a *limited gem of seeing* which may be used 1/day and has a total of 12 charges (though the PCs won't know this).

If the characters manage to recover any of the water, they can attempt to dispel the curse on Garon. If this is done, Garon will thank the party, unhook a +1 *longsword* from his belt and give it to them. He will then depart.

9. OWLBEAR CAVE

There are always at least 7 **owlbears** here, plus females and young.

Owlbear: CR 4; hp 55; see the **MM**.

10. THE CITADEL OF GRIFFONS

This impressive 30' high walled fortification is home to Imril's Knights, who patrol and guard the Lyre Valley from aggressive humanoids and monstrous beasts that come down from the Stoneheart Mountains. Sitting atop the nearest hill to Bard's Gate, The Citadel of Griffons commands an impressive view of the northern valley and can warn the city of dangers within moments due to Imril's Griffon riders. The citadel houses Imril and his twelve bravest knights as well as a garrison of soldiers provided by the Duke of Waymarch that consists of the following; 60 men at arms, 20 heavy Knights of Waymarch, and 20 Light Cavalry. The Griffon Riders are well trained and loyal to Imril. They are selected from the cream of the Lyreguard and the hosts of Waymarch for their bravery and commanding presence upon the battlefield. They fight as a single unit striking fear into the hearts of their enemies.

The citadel offers a buffer zone for the city of Bard's Gate to prepare in the event of an attack from the north and with its sturdy crenellated walls and brave fighting men could hold off a siege for several days before the defenders would be forced to retreat to the city and make their final stand. A third of the garrison stationed at the Citadel of Griffons is out patrolling the Lyre Valley at all times. These brave knights and men at arms enjoy the lifestyle of danger and the prestige

that such a life leads them. The citadel is topped with siege engines such as heavy catapult, light catapult, and ballistae that is manned at all times and regularly tested, and trained on by the force stationed here.

The large keep tower that dominates the southern end of the citadel is also a roost for the knights' griffons, all trained from hatchlings to be loyal to their masters to the death, these magical beasts are majestic in their beauty and fierce in their ability to wage war upon the enemies of Bard's Gate. There are over a dozen nests of these wondrous creatures upon the very top of the citadel where the knights store their saddles and other gear in a stone guardhouse. The griffons are often set free to go about and hunt for their food. The griffons have been trained not to assault caravans for their horses, nor to challenge anything larger than themselves when they are out foraging. The great griffons are loyal only to their master knights and will not willingly let any other rider mount them without the proper reassurance of their knight master that it is all right.

The citadel has over three weeks worth of rations for a siege, and although its ramparts have never been tested it is of strong make and is reinforced with magic to keep outsiders from popping in from the stone below and wreaking havoc.

Griffon: CR 4; hp 61; see the **MM**.

11. BRUNDLE THE ONE-EYED TROLL.

In a cave near the dungeon lies the lair of **Brundle the One-Eyed Troll** (see NPC Appendix)r. In it are the hides of several bears and deer and a number of human and elven skulls. In a chest at the far end of the lair is a medium chest that is neither locked nor trapped.

Treasure: The chest contains 583gp, 1,248sp, 4 base 250gp gems a golden chalice, which was once a holy artifact from the temple of Thyr that Brundle got from killing an evil Priest of Orcus, a *potion of extra healing*, a *necklace of missiles* and a +2 *dagger*.

12. DRYAD'S TREE

This tree is the home of **Osynirria the Dryad**. She may assist a good party and if favorably inclined toward them may give them information such as directions to Sloosh and Slosh's pool. She is, however, very fickle and may decide to charm the party rather than help them.

Osynirria the Dryad: CR: 3; hp 16; see the **MM**.

13. GNOLL VILLAGE

Each of these locations marks an above-ground village of gnolls. Each village has from 100-200 male **gnolls** (2hd; hp 11; see the **MM**), in addition to females and young. There are additionally 5 **elite**

gnolls (Ftr4; hp 30) and 1 **gnoll chieftain** (Rgr5; hp 40) per village. These forces, also, will one day march against Bard's Gate.

14. GNOLL FORTRESS

This cavern complex serves as the temporary headquarters for the Gnoll king G'awootar. See Chapter 20 for more details on the Gnoll Fortress.

15. VINEWOOD ESTATE

The provincial winery owned and operated by **Ayn Vinewood** (see NPC Appendix). This property, among the largest private holdings in all the territory patrolled by the Duke of Waymarch, produces some of the most delicious wine in all the lands. Its nose and bouquet have won countless blue ribbons from wine tasting competitions as far away as Reme. The Vinewood Estate includes vast vineyards, a manor house, a grape press, terraced gardens, and a marble gazebo surrounded by magnolia trees. When decorated for visitors, such as when Ayn hosts the Midnight Masquerade, the whole garden and gazebo are lit with fairy lights to give the area a magical, almost otherworldly luminescence.

Ayn takes pride in the quality of the grapes he and his family have grown for six generations here in the Lyre Valley, although of late he has become almost maddened with a family scandal that he feels has rocked his reputation within the city he loves to serve.

Recently his daughter **Lisetha** (see NPC Appendix) gave birth to a child out of wedlock and refuses to tell her father who sired the child. She insists that she met the man at one of the Masquerades and that she has no idea of his true identity. In a fit of rage Ayn cast his daughter and her child out of his home and disinherited her for lying to him. Ayn has questioned every servant on his estate to find the truth, and has gone so far as to challenge many of the young rakes from the city to private duels to the death outside the city walls as he suspects everyone of besmirching his family's honor. His family fears that Ayn's recklessness will bring his house to ruin as Ayn has no male heirs and refuses to accept his new grandson as his blood. Eventually they feel that Ayn will fall in a duel, and they will be forced to sell the property to whoever makes the best offer.

Duoloth is counting on this, as he knows the truth, that is the child's father is indeed none other than Piter Haggleshorpe (see NPC Appendix). Duoloth enjoys passing along false rumors that the father of Ayn's grandson is some poor rogue or gambler that Duoloth would just as soon be rid of. Having a nobleman do his dirty work for him is like a dream come true for Duoloth and he will keep the game up until Ayn is finally slain, and then purchase the Vinewood Estate for coppers on the gold.

Lisetha currently resides in the Inn of Six Candles, where she occasionally entertains as a singer. She has a beautiful voice and entertains the thought of joining the company of the Masque and Lute (BC2). However she has a small child to take care of now, a nine month old baby by the name of Aryl. Although she still has a nanny that can care for the child, the freedom of her youth just a year before seems a faded dream to her now. Although she is a debutante with a child and has been cut off from her father's love, she still receives care packages of money and things from her mother through several of the family's loyal servants. She lives in the relative luxury of the Inn of Six Candles within a suite, yet she is an exile from the splendor of the countryside and the vineyard she called home for 18 years.

16. SHRINE OF BOWBE

A day's travel north of Bard's Gate, and some distance off the main road, is an unnatural rock outcropping atop a steep moss grown slope. Those who approach this craggy and foreboding place feel an almost electrical charge, or an animalistic wildness in the air. Skulls and claws of various animals and humanoids are staked in grisly totems along the slopes leading to a simple stone dolman. The crude stone table here, an obvious altar to some primitive god or spirit is piled with rusted, broken hammers and swords, bits of fur, ears, arm bones and shattered breastplates and shields of all sorts and sizes. Carved into the altar are the images of crossed bear claws bracketed by a hammer and a skull-pommeled sword.

A successful DC 18 Knowledge (religion) or DC 16 Bardic Knowledge check will reveal to the characters that this is a shrine to the lesser god Bowbe, patron of battle ragers, berserkers and other barbarous and uncivilized people, known also as Bowbe the Bloody, Bowbe the Baleful, Bowbe the Bearskin, and Bowbe the Berserker. Allow characters to learn more of these nicknames and information about Bowbe for higher skill checks or knowledge checks. Bowbe is an uncaring, unloving god, who metes out punishment to his followers as often as he offers help. More often than not he simply ignores their pleas for strength and guidance as he assumes that those who worship him should be strong enough to take care of themselves. Prayers to Bowbe are more often than not given in the form of curses as Bowbe revels in having his name used in vain and being disliked by his followers as much as he dislikes them.

The equipment upon the altar is all ruined as obvious sacrifice to the dread god of battle rage. If a player character desires to sacrifice one of his weapons, or bring a severed head or other totem of a fallen enemy to the shrine, he will be granted a temporary +1 bonus

to his or her next rage score for Strength, Constitution and 5 temporary hit points (in addition to any gained due to Constitution increase), suffer no armor class penalty for that encounter, and recover from battle fatigue 50% faster than normal. Repeat visits and offerings have a 50% chance of going ignored by the Bowbe as he would not wish his followers to rely upon him overmuch. Sacrifice of magical items or items of particular value or worth to the character gain an even greater benefit of +2 to the stats but once again face the 50% chance of being ignored on following visits.

Characters making a careful search of the area below the shrine of Bowbe, or under the stone table may notice (search DC 28) an iron ring overgrown with moss and grass. Strength checks (DC 20) will pull up a block of stone beneath the altar that leads to the secret crypt of the Barrow King.

The air is stale and dusty as if undisturbed for a thousand years. It is a straight drop of 15 feet to the floor of the chamber below. The chamber is 20' by 30' with a raised dais against the northern wall. Lying upon it are the mummified remains of a very tall man with a pounded golden crown upon his dusty brow and a greatsword at his breast. Coins and offerings lie around his head and feet amongst the remains of long decayed coffers. Consecrated beneath the upper shrine is the secret crypt of **Bil Nockt Nog** (see NPC Appendix), a devout follower of Bowbe in life, his remains were granted burial beneath the dolman in death.

The corpse will remain inanimate unless his treasures are disturbed, at which point he will spring to life, attacking with the sword, and summoning the **spirit grizzly** to join him in combat.

17. MYRRDYN'S GROVE

South of the city in a twisted grove of trees and underbrush is the Grove of the Druidic animal champion **Myrrdyn** (see NPC Appendix). Myrrdyn is a gray haired half elf with a long beard. He loves the beasts of the wilderness, and hates hunters, seeking out those who wantonly kill his charges.

Mysterious and meddlesome Myrrdyn may come to the aid of those who are endangered, then again he may not, for if he perceives them to be slayers and those that would do harm to his charges he is just as likely to seek their destruction. Myrrdyn is likely to have 2-3 of his animal companions with him at all times, be they dire bear, dire wolf, or giant owl. Druids and Rangers sometimes seek Myrrdyn's knowledge when they find something out of balance with the natural order of things. Myrrdyn is on good terms with Oberon Thanlaus, and many of the fey creatures that reside within the Lyre Valley.

18. CHIMERA'S LAIR

Hidden in a rocky cave to the north of town, beyond the reach of the Citadel of Griffons is the new lair of a particularly ferocious chimera, chased from its original lair within the Stoneheart Mountains by Calthraxus the black Dragon. The chimera has moved south for easier pickings amongst adventurers heading north to seek out the temple of Muir, and the mines that lie beyond. The chimera enjoys its new home, merely having to wait atop the bluff for sign of movement. And while hiding there lie in wait and prepare a proper trap to spring on the hapless travelers.

The beast's favorite tactic is to wait quietly from atop the cliff face, until someone notices its cave and then creep fly down upon them filling the cave with poisonous gas. After ascertaining the strength of the party and its weaponry, it will swoop and flyby attack the weakest enemies, attempting to grab them in its jaws, fly to great height and drop them from about 140 feet in the air.

If the party however has an archer of skill, the chimera fearlessly charges and attacks that individual with all of its weapons, striking at them until they are dead before swooping off to concentrate its attacks on the next weakest member of the party. If the chimera takes more than 50% of its hit points in damage it will flee, and seek another cave nearby, lick its wounds and wait.

Chimera: CR 7; hp 77; see the **MM**.

Tucked within a cave about five miles from the chimera's attack is the chimera's new lair. The entryway is just wide enough for him to squeeze into, and is atop a sheer cliff face. The cave is hidden by brush and growth, and is a (DC 20) to spot. The cave entrance is about 90 feet in the air, and is a (DC 24) climb to carefully negotiate the surface. Climbing gear and ropes, as well as other means may be used to aid any climber that seeks to find the secrets held within.

The cave itself is strewn with bones and carrion remains of a party of adventurers that did not fare so well against the Chimera. A dwarf-sized suit of half plate lies mangled next to a grime-covered great axe. There are a few potion bottles that are unbroken in a potion case. A backpack contains some coins.

Treasure: *Greataxe* +2, *potion of stupidity* (cursed, takes 1d4-1 Int away for 6 hours). 150 gps, *potion of cure moderate wounds* (2d8+5).

19. THE ABANDONED ABBY

This untidy pile of stones looks as if it was once was home to an abbey dedicated to Vanitthu. Now nearly all fallen in, the only thing of note seems to be a small pavilion on the grounds with a large oak tree dominated by several hanging shields. A trio of

horses grazes the overgrown courtyard munching at grasses. A man on horse back calls out a challenge to you as you approach for a closer look.

This abandoned Abby of Vanitthu is now the base for a pair of robber knights and their henchmen. They like to ride out along the eastern roadway and challenge passing knights of Waymarch and paladins, as well as any dressed in the heavy armor riding fighting steeds. The leader of the duo, **Sir Vayne** (see NPC Appendix) is a cruel man who loves nothing more than driving his foes into the ground at the point of his lance, and hanging their shattered shields upon the oak tree as symbol of his skill at horse. Sir Vayne and his partner **Sir Ladon** (see NPC Appendix) lead a group of 10 bandits (Ftr2s with chainmail armor who ride light warhorses) often raid passing merchants, leaving their victims to walk nude back to the city.

20. HEL'S FOREST

Hidden underground in a forest of gnarled trees, its roots fed by the sewage-tunnels and flooded caverns, lies the temple of Hel. This ancient wood was once welcomed by the sun, attended to by druids and foresters, and grew outside the walls of Bard's Gate. Hel had no love for the place, and set to work plaguing it with her followers and vermin. Insects infected the trees, warping bark, and collapsing huge trunks with wood-boring insects. Vile vines known as serpent root dug into the rock and caverns below, weakening the stone until it could not support the weight above, and the grove was lost to the world above.

The wood still grows, sealed within its rocky tomb, though it is now known as Hel's Forest, and supports only pestilence and plague. This twisted forest has grown to fill the cavern with gnarled roots, clinging vines, rotting leaves and needles, and dark, terrifying shadows. Though the sun no longer shines here, the trees still grow, nourished by the foul essence of Hel and her creatures. The only illumination is from

phosphorescent fungi, and the entire cavern echoes with the sound of dripping water and madly-buzzing insects.

The Cult of Hel lives in a petrified wooden temple, pockmarked by holes and cracks from years of weathering and age. The temple is dotted with sickening pools that are breeding grounds for the insect swarms that plague Bard's Gate on hot summer days.

Living as it has, the cult has thrived and slowly begun to test its powers against those above. It has allied with the small warren of diseased ratmen, as well as the Piper's wererats. The cult has few enemies, save for Freya's faithful and the druids who protect the forest. The Freya worshippers they plague with locusts and the druids are visited by rabid wolves, termites and other wood-boring insects.

Hel's Forest is ruled by an intelligent, evil, and partially petrified stump of a treant, known now as **Granette'rou** (see NPC Appendix), who was chopped down by the druids, and later given life by Hel herself. The clerics and other followers are evil druids, plague-ridden beggars who lurk outside of Bard's Gate's walls, and evil humanoids that seek to claim the city as their own for the greater glory of Hel.

Besides Granette'rou, the temple is attended to by **Edin** (see NPC Appendix), a fallen paladin, whose body was cursed for his defiance of Muir, his former goddess, and is slowly decaying from within by the powers of Hel, who only keeps him alive as long as he serves her well. His rusted suit of armor hides a thin, sore ridden body that is wracked with pain and a colony of diseases. During a plague in his village, Edin grew so frustrated and saddened that he cursed Muir and abandoned her faith. Acting in anger, he called upon any god to aid him and to his damnation, Hel responded, granting him the powers of a blackguard as long as he remained her faithful servant. To waver from Hel's service is to invite instant destruction and an eternity of torment in her dark realm.

CHAPTER TWENTY

SLIP GALLOWS Abbey

Slip-Gallows Abbey is an area of adventure in the city of Bard's Gate, designed for adventurers of levels 10+. This adventure helps answer once and for all the mystery behind the mysterious disappearance of the Grey Deacons (the city's old thieves' guild), and has the potential of making PC rogues important power brokers in the city's underworld.

ADVENTURE BACKGROUND

Forged from a conglomeration of other gangs and organizations, the notorious thieves' guild known as the Gray Deacons once ruled the underworld of Bard's Gate with an iron fist. The Gray Deacons collected a hefty tithe from nobles and merchants, and once ruled over the harlots, beggars and barkeeps, owning title to many of the city's most popular inns and taverns. In an odd way, this powerful organization actually helped maintain order in the city by keeping freelance thugery, drug peddling and crime to a minimum, swiftly disposing of any gangs or individuals who interfered with their operations.

Ruling from Slip Gallows Abbey, just off the coast of the deadly Thieves Quarter, Grandmaster Rawling Jawks proved a competent if somewhat flamboyant ruler. Possessing the legendary *Ring of Master Thievery*, Rawlings was able to bring together several separate gangs and form a powerful thieving empire. Rawlings possessed a self-destructive side which was admired by members of the Gray Deacons but caused concern to many of his crew chiefs. Rawlings was known to have stolen some of the most fabulous treasures of the east and south, despite great personal danger to himself. This lust for greater and greater dangers led him to the City of Brass where he is said to have stolen the fabled *Glimmer Gem* from the tower of the efreeti Grand Vizier himself. Upon his return, the gem was shown off to the rest of the guild at a great party held for all the various bosses and their henchmen.

It was on this night that the Vizier's Curse was unleashed. The thieves in the hall were transformed into creatures called Afya, and a dark fog filled the

Slip-Gallows Abbey and spread out across the river and into the city, consuming or carrying away the remainder of the Gray Deacons.

Many times over recent years adventurers and would be treasure hunters have attempted to gain entry into the old thieves guildhall to find out what befell the notorious gang. At best they were turned away by wards emblazoned upon the doors and entrances of Slip-Gallows Abbey. At worst, they found the hidden sewer entrance beneath the Stoneheart River and were never seen again.

ADVENTURE OVERVIEW

Slip-Gallows Abbey offers challenges for characters of 8-10th level and beyond. It is location based and affords opportunities for PCs to regroup and try again due to the nature of the Vizier's curse and the unholy magic that pours forth from the *Glimmer Gem* which hinders the Afya rogues from leaving their stronghold while the *Glimmer Gem* remains within the building. This being said, care in exploration of Slip-Gallows Abbey must be taken in order to insure the survival of PC parties. Simply attempting to clear it room by room is difficult as the Afya continually reform after defeat, unless the gem is destroyed or returned to its rightful owner.

Slip-Gallows Abbey offers challenges for all PC types. It is suggested that at least one rogue, one cleric and one arcane spell caster be present to help overcome the challenges afforded by the Afya rogues and the deadly traps presented here.

ADVENTURE SUMMARY

PCs hear many rumors about the once great guild of Bard's Gate but find little in the way of solid information. After either being hired by a mysterious contractor, or discovering a map leading to the subterranean entrance to Slip-Gallows Abbey, the PCs set out to investigate. Once inside, the PCs overcome deadly traps and the undead shades of the former guild members. Investigating further, the party must face a final showdown with the shadowy

master of the once-great guild. During the course of the adventure the PCs discover the true fate of the guild and, if they survive, manage to return the *Glimmer Gem* to its rightful owner, and gain possession of the *Ring of Master Thievery* for themselves.

THE AFYA

The Afya are guild rogues who were devoured by the curse of the *Glimmer Gem*. They are embittered by their destruction and only have vague recollections of their former life. The Grand Vizier's curse upon their guild has imprisoned these rogues within their own hall, where they can see their old treasures, but never touch them. It is possible that the Afya may be bargained or spoken too however much care must be taken in the attempt as they have grown restless in their bondage and have grown to despise all life. They fear the destruction of the *Glimmer Gem*, for they know it would result in their own permanent destruction, but seek those who could carry the gem out of the hall, offering their shades freedom to roam the world. If destroyed in combat, the Afya reform within the *Glimmer Gem* within 24 hours. If they are destroyed by turning, the *Glimmer Gem* cracks further. Once all Afya in the Abbey are destroyed by turning, the *Glimmer Gem* itself crumbles to dust. See **Ending the Adventure** for further details.

BEGINNING THE ADVENTURE

The adventurers may find their way to Rogue's Island by various avenues. Perhaps they have explored Bard's Gate

and heard rumors of the fabled treasures hidden within the walls of Slip-Gallows Abbey and tried to investigate Rogue's Island via boat, only to find its thorny bushes impenetrable and the doors barred and locked by powerful magic. Possibly an agent of Duloth's Wheelwrights' Guild has come in contact with them and offered them a generous sum of cash to find a ring lost within the Abbey.

Another angle is for the PCs to find a treasure map showing an unexplored area of the sewers beneath the Thieves' Quarter and ominous notes indicating a hidden entrance to the Abbey. A clever DM may find a dozen other methods by which to set the PCs on the path of adventure and the above are merely examples.

PART I: ABBEY CELLARS

I. A SECRET ENTRANCE

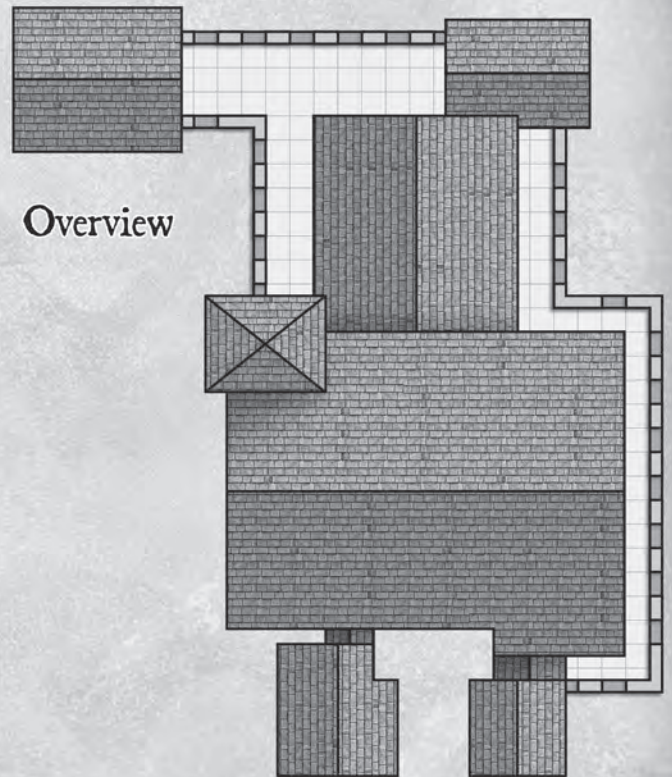
A long-forgotten sewer pipe leads deep under the Thieves' Quarter and beneath the bedrock at the bottom of the Stoneheart River. A small platform covered with moss stands where the pipe turns south away from the city. PCs making a successful DC 25 Search check discover a secret door which opens into a damp and muddy hallway leading at a slightly upwards angle. At the end of this hallway stands a wall made of brick that is different from the stonework in the rest of the sewers.

2. THE BRICKED UP WALL

This wall shows signs that it was hastily erected at least a half dozen years ago. The mortar is crumbling



Slip Gallows Abbey



One square equals 5 feet

and the bricks are very loose. A few bricks have fallen out, revealing blackness beyond.

Old Brick Wall: 1ft Thick, Break DC 25, Hardness 8, Hp 45.

The wall, once broken down, opens into **Area 3**.

3. THE CLOAK ROOM

3A. PIT TRAP

Mildewed and rotten grey cloaks hang from rusty hooks or lie piled beneath them along the walls of this chamber. The cloaks are so ancient that they disintegrate if touched. A pit trap lies just beyond the bricked up doorway. A latch under one of the cloak hooks disengages the trap.

Camouflaged Pit Trap: CR 4; mechanical, location trigger; automatic reset; DC 20 Reflex save avoids; 40ft deep (4d6, fall); multiple targets (first target in each of two adjacent 5-ft squares); Search DC 25; Disable Device DC 17

4. SECRET DOOR

The corridor comes to an abrupt dead end. A DC 20 Search check is required to locate the poorly-concealed secret door that leads to the hallway beyond.

5. PROVING GROUNDS

This chamber was used by the Deacons to initiate new members into their guild. At the end of their apprenticeships, young rogues were dropped into this chamber, blindfolded, hands tied (see Area 18 for more details). Here, they were to escape their bonds, and find their way to Area 7 without being killed by traps.

There are four traps hidden in the maze-like chamber. The DM can select from the list of traps below. Disarming the second trap earns the rogue an item that will help him escape from the chamber.

a. Wall Scythe Trap: CR 4; Mechanical; Location Trigger; automatic reset; Atk +20 melee (2d4+8/x4, scythe); Search DC 21; Disable Device DC 18. **Note:** This trap may be disabled without the use of thieves' tools.

Treasure: Masterwork thief's tools.

b. Poisoned Dart Trap: CR 4; mechanical; location trigger; manual reset; Atk +15 ranged (1d4+4 plus poison, dart); multiple targets (1 dart per target in a 10-ft by 10-ft area); poison (small monstrous centipede poison, DC 10 Fortitude save resists, 1d2 Dex/1d2 Dex); Search DC 21; Disable Device DC 22.

Treasure: Flint and steel, bullseye lantern, 1 pint of oil.

c. Lightning Bolt Trap: CR 4; magic device; proximity trigger; automatic reset; spell effect (lightning bolt, 5th-level wizard, 5d6 electricity, DC 14 Reflex save half damage); Search DC 28; Disable Device DC 28.

Treasure: 50 ft. silk rope and grappling hook.

d. Spiked Pit Trap: CR 4; mechanical; location trigger; automatic reset; DC 20 Reflex save avoids; 60ft. deep (6d6, fall); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+5 each); Search DC 20; Disable Device DC 20.

Treasure: 1 stick of chalk.

The north wall of this chamber has three-foot high gap located about ten feet off the ground that runs the length of the wall. Noticing the gap requires a successful Spot check (DC 20). If the unfortunate applicant clammers over the wall too far east or west, he falls into the spike traps listed in Area 6. In the center, however, he clammers onto a sturdy platform that give him access to Area 7.

6. THE CRAWLSPACE

This area is accessible from the gap in the wall of area 5. A platform with a door fixed in the center of a far wall sits in the middle of the crawlspace. Areas to the left and right of the crawlspace lead to a deadly spiked pit area that runs the length of the remainder of the wall. Climbing over the wrong section of wall without the proper tools or care could prove deadly.

Spiked Pit Trap: CR 4; mechanical; location trigger; automatic reset; DC 20 Reflex save avoids; 60ft. deep (6d6, fall); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+5 each); Search DC 20; Disable Device DC 20.

Lying among the spikes are skeletons of rogues who did not pass muster. The door to Area 7 is locked.

Strong Wooden Door: Hardness 5, hp 20, Open Locks DC 20.

7. CHEST CHAMBER

Standing in the center of this room is a stone chest about four feet square and two feet tall. It is locked, requiring a successful Open Locks check (DC 25), and trapped to flood the chamber with water from the Stoneheart River.

Water Filled Room Trap: CR 4; mechanical, location trigger; automatic reset; multiple targets (all targets in the room); never miss; onset delay (5 rounds); liquid; Search DC 17; Disable Device DC 18.

Inside the chest, which opens easily despite the apparent weight of its lid is a single note which reads: "Welcome to the Grey Deacons."

The purpose of this note or the chamber may not be readily apparent, but it seems **Areas 5, 6 and 7** were all part of a guild initiation. Survival of the threats indicates full membership into the Deacons Guild with all the benefits and rules that apply.

8. HOSTAGE CELLS

This chamber contains four prison cells. Two hold the skeletons of unransomed hostages who starved to death after the guild's disappearance. Signet rings and

other personal effects give clues to their identities. If returned to their surviving family members in Bard's Gate, a reward of 500gp per person is awarded to the PCs. Should the DM decide to pursue this matter further they may select any figure of importance from the available NPCs to further their own plot devices.

9. PICK POCKETS PRACTICE CHAMBER

This chamber is filled with dummies rigged with magic mouth spells. Each of the ten mildewed dummies has an item such as a dagger, ring, key or necklace draped around its neck or pinned to the sack cloth which makes up its body. A DC 20 Sleight of Hand check is required to remove the item attached to the dummy. Should this check fail, the dummies begin to magically wail and howl loudly, indicating failure in the pick pocketing challenge to any master training a would-be student of the art.

10. CELLAR GUARDS AND CELLAR LANDING

This darkened corner at the end of the hallway appears to contain a stairwell leading up. Hiding in the shadows of the stairwell is a pair of Afya rogues, members of the Deacons who were charged to guard the upper entrance to the guildhall on the fateful night when the Vizier's curse was unleashed. Following their prior commands, these creatures attack from the shadows, attempting to slay any who would enter the Deacons' private sanctuary.

Deacon Afya, male human Ftr2/Rog4 (2): CR 8; SZ M Outsider; HD 2d10+4 plus 4d6+8; hp 40*, 37*; Init +2 (Dex); Spd 30 ft. ; AC 15 (+3 masterwork studded leather armor, +2 Dex), touch 12, flat-footed 13; BAB/Grp +5/+7; Atk +9* melee (1d6+2, masterwork short sword, 19-20 x2); Full Atk +9* melee (1d6+2, masterwork short sword, 19-20 x2); SA sneak attack (+2d6); SQ outsider traits, fast healing (1), light blindness, see in darkness, shadow images, shadow walk, SR 11 trapfinding, evasion, trap sense (+1), uncanny dodge; AL NE; SV Fort +9*, Ref +10*, Will +6*; Str 14*, Dex 15, Con 15*, Int 12, Wis 12, Cha 12*.

*while in shadows.

Skills: Balance +8, Escape Artist +8, Hide +14/+18, Intimidate +7, Jump +6, Knowledge (the planes) +1, Listen +7, Move Silently +10, Spot +7. **Feats:** Dodge, Improved Initiative, Mobility, Spring Attack, Stealthy, Weapon Focus (shortsword).

Possessions: Masterwork studded leather armor, masterwork short sword.

GROUND FLOOR

The ground floor of Slip-Gallows Abbey served as a training and recruitment center for would be members

of the Grey Deacons Guild. The southern end of the ground floor had sleeping quarters for recruits and an equipment shop used by guild members to repair and upgrade their thieving equipment. It also served as a false entrance which was separate from the guild compound used by full fledged members of the Deacons that included the common hall and access to guild leaders' private quarters on the second story.

COMMON FEATURES

Unless otherwise noted secret doors require a successful Search check (DC 20) to uncover. Doors in the southern wing are locked requiring a successful Open Locks check (DC 25) to open. Doors and entrances that lead to and from the outside of the Abbey are sealed by magic and may not be unlocked until the *Glimmer Gem* is destroyed or its powers manipulated by its new owner.

II. INITIATES WING (EL 6-9)

This wide hall was used by new recruits to the guild that had not yet become full members but were considered good enough prospects to be invited to slip-gallows abbey for further training by one of their master. There are 1d6+2 shadows in this area, those lesser members who were not transformed to Afya, but were instead murdered in the dark fog that enveloped the island after the curse was evoked.

Shadows, 1d6+2: CR 3; hp 21; see the MM.

The shadows hide in the darkness along the edge of any light the PCs may bring with them, springing an attack 1d4 rounds after the PCs begin to explore the area.

12. INITIATES BARRACKS

These four bedrooms are almost identical. Each contains a bunk bed, a pair of locked iron chests, a small desk, and a rack for gear and equipment.

The chests are locked requiring an open locks chest (DC 20) and contain a set of thieves tools, 2d20 gp worth of gold and jewels. Each rack normally contains a set of studded leather armor, a shortsword, 1d4 throwing daggers and a light crossbow with 20 bolts.

13. FREDO'S (EL II)

This chamber was once home to the guild armorer, an expert at repairing and crafting leather armor. Fredo's room is filled with scraps of leather and has a set of masterwork leatherworkers tools sitting on his workbench. A small bed and dresser fill out the room and a draw string latch in the ceiling reveals a ladder leading to Area 30.

Fredo's room has become home to a nest of shadow rats, being several huge rat-swarms that were transformed by the shadows in Area 11.

Shadow-Rat Swarms (3): CR 8; SZ T Undead (Swarm); HD 4d12; hp 35; Init +2 (Dex); Spd 15 ft. , climb 15 ft. ; AC 15 (+2 natural, +2 Dex, +1 size), touch 13, flat-footed 13; BAB/Grp +0/-10; Atkswarm (1d3 plus disease plus 1d2 Str drain); Full Atk swarm (1d3 plus disease plus 1d2 Str drain); Space/Reach 10 ft. /10 ft. ; SA strength damage, distraction; SQ darkvision 60 ft. , incorporeal, scent, shadow blend; AL N; SV Fort +0, Ref +2, Will +4; Str 6, Dex 15, Con —, Int 2, Wis 12, Cha 2.

Skills: Balance +11, Climb +11, Hide +16, Listen +3, Spot +3. **Feats:** Alertness, Weapon Finesse.

Strength Damage (Su): The touch of a shadow rat swarm deals Strength damage to a living foe. A creature reduced to Strength 0 by a shadow rat swarm dies.

Incorporeal Form (Su): A shadow rat swarm can, as a standard action, assume an incorporeal form for up to 1 hour per day. In this form, the swarm loses its natural AC bonus, but gains a +1 deflection bonus to AC. While in this form, the swarm has AC 15 (+2 size, +2 Dex, +1 deflection), touch 15, flat-footed 13;. The swarm can attack corporeal opponents while it is incorporeal (its attack becomes a melee touch attack). Additionally, an incorporeal shadow rat swarm gains the incorporeal subtype.

Shadow Blend (Ex): In any condition of illumination other than full daylight, a shadow rat swarm can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell however will.

Treasure: Masterwork leatherworking tools, +3 *shadow leather armor*, +2 *shortsword*, 1200 gp in gold, gemstones and art objects.

14. PANTRY

This chamber once contained the guild's stocks of preserved foods. Sausages, cheeses, fine wines, pickles, nuts, and crates of dried fruits once filled this chamber. Long ago devoured by rats, all that remains are the bottles of fine wine that lie strewn about the floor of this room amid mountains of rat droppings. The rats have long since been transformed and now occupy Fredo's room.

The bottles of wine found here are of very old vintage; although several have turned to vinegar there are 1d20+10 bottles that are of exceptional quality that can be sold for 1d4 x100 gp each on the market.

15. APPLICANT'S ENTRY

This entry was once used by applicants, and provided only limited access to the rest of the abbey. Two Afya rogues currently haunt the area, having been on guard duty while the masters and their disciples enjoyed the celebration upstairs. They lurk in the shadowy corners

of the rooms attacking anyone who enters the room with their sneak attacks.

Afya Guards, male human Rog6 (2): CR 8; SZ M Outsider; HD 6d6+12; hp 31, 27; Init +2; Spd 30 ft. ; AC 19 (+5 *studded leather armor*, +2 *buckler*, +2 Dex), touch 12, flat-footed 17; BAB/Grp +4/+5; Atk +7* melee (1d6+4, +2 *rapier*, 18-20 x2) or +6 ranged (1d4+poison, hand crossbow, range 30 ft. , 19-20 x2); Full Atk +7* melee (1d6+4, +2 *rapier*, 18-20 x2) or +6 ranged (1d4+poison, hand crossbow, range 30 ft. , 19-20 x2); SA sneak attack (+3d6); SQ outsider traits, fast healing (1), light blindness, see in darkness, shadow images, shadow walk, SR 11 trapfinding, evasion, trap sense (+2), uncanny dodge; AL CE; SV Fort +7*, Ref +11*, Will +7*; Str 14*, Dex 15, Con 15*, Int 12, Wis 12, Cha 12*.

Skills: Balance +11, Escape Artist +11, Hide +18/+22, Intimidate +10, Jump +11, Listen +10, Move Silently +13, Search +10, Spot +10, Tumble +11. **Feats:** Dodge, Mobility, Skill Focus (hide), Stealthy.

Possessions: +2 *studded leather armor*, +1 *buckler*, +2 *rapier*, hand crossbow, 10 bolts, 6 doses large scorpion venom.

16. VACCOL'S CRACKER BOX

This chamber was used by master Vaccol, the locksmith and lockpick maker of the Grey Deacons. He was known to have been hired out by certain noble families and wealthy merchants to install deadly traps in their homes. One of his old customers was the Mathen family of the Moonfog Hills.

A pile of dozens of locks ranging from poor to excellent sits upon this desk, as well as a set of masterwork thieves tools, masterwork trap-making gear, masterwork lock making gear and materials to craft at least three masterwork locks and craft three sets of masterwork thieves tools.

Vaccol's last invention, barrel loaded with spring coil blades sits in one corner of the chamber. There is a 5% chance that the trap misfires if activated, causing no damage as the compressed coils simply give way.

Vaccol's Coiled Barrel: CR7; mechanical device; proximity trigger; manual reset; Atk +20 (6d6, slashing, x2); multiple targets (all targets in a 30 ft. radius); Search DC 25; Disable Device DC 25.

Note: This trap sends whirring blades out in all directions similar in effects to a *blade barrier* spell, but is mechanical rather than magical in function. It is quite effective against "barrel smashers" and if re-created could be sold on the open market for approximately 15,000 gp per barrel.

16A. SOUTHWEST TOWER

This chamber served as Vaccol's private chamber. It now lies empty, having been ransacked by a band of foreign thieves who later perished elsewhere in the

abbey. A secret door in the ceiling has a drop down ladder leading to Area 29, where it emerges directly beneath the card table.

17. SIDE ENTRANCE

Due to the curse upon the guild, this hidden entrance no longer opens and is magically sealed. This chamber once afforded a secret side entrance to the initiates and full members of the guild.

Currently there are 4 **shadows** and 2 **Afya thieves** in this chamber, where they had acted out their duties as door greeters for the festivities occurring upstairs. They now attack anyone who enters. Secret doors in the north and west walls require a successful DC 25 Search check to locate. The secret door in the western wall is magically sealed and may not be open until the curse is lifted.

Shadows (4): CR 3; hp 20; see the **MM**.

Afya guard, male human Rog6 (2): CR 8; SZ M Outsider; HD 6d6+12; hp 35, 30; Init +2; Spd 30 ft. ; AC 17 (+5 *studded leather armor*, +2 Dex), touch 12, flat-footed 15; BAB/Grp +4/+5; Atk +6* melee (1d6+3, +1 *rapier*, 18-20 x2) or +6 ranged (1d4+poison, hand crossbow, range 30 ft. , 19-20 x2); Full Atk +6* melee (1d6+3, +1 *rapier*, 18-20 x2) or +6 ranged (1d4+poison, hand crossbow, range 30 ft. , 19-20 x2); SA sneak attack (+3d6); SQ outsider traits, fast healing (1), light blindness, see in darkness, shadow images, shadow walk, SR 11 trapfinding, evasion, trap sense (+2), uncanny dodge; AL CE; SV Fort +7*, Ref +11*, Will +7*; Str 14*, Dex 15, Con 15*, Int 12, Wis 12, Cha 12*.

Skills: Balance +11, Escape Artist +11, Hide +18/+22, Intimidate +10, Jump +11, Listen +10, Move Silently +13, Search +10, Spot +10, Tumble +11. **Feats:** Dodge, Mobility, Skill Focus (hide), Stealthy.

Possessions: +2 *studded leather armor*, +1 *rapier*, hand crossbow, 10 bolts, 6 doses large scorpion venom.

18. DEACONS HALL (EL 13)

This large chamber served various purposes over the years, from great hall of the Bandit King, to a worship center for priests of Zors, to a gathering place for members of the Grey Deacons Guild. The floor is inlaid with tiles that form a holy symbol of Mirkeer, a skull and dagger on a black field.

At the far end of the hall stands a large gallows complete with noose and trap door. The gallows was designed as a play on the name of the guild hideout and as a way to terrify initiates upon the evening that they were made full members. Initiates were abducted by other members of the guild, hands tied behind their backs and a black hood pulled over their faces, just after they were allowed a glimpse of the gallows. They were then led up the gallows in front of other members and the noose affixed around their neck.

While standing, terrified, upon the platform, a list of crimes was read, including accusations of misdeeds against the guild itself. The trap door was then released, dropping the frightened prospect into Area 5 below.

There are five **Afya rogues** currently in the Deacons Hall, the remains of individuals who attempted to flee the curse of the *Glimmer Gem*. They seek to slay any living creature that enters this chamber. A staircase in the eastern wall leads to Area 24.

Afya Rogues, male outsider Rog6 (5): CR 8; SZ M Outsider; HD 6d6+12; hp 40; Init +2; Spd 30 ft. ; AC 17 (+5 *studded leather armor*, +2 Dex), touch 12, flat-footed 15; BAB/Grp +4/+5; Atk +7* melee (1d6+4, +2 *shortsword*, 19-20 x2) or +7 ranged (1d4+poison, hand crossbow, range 30 ft. , 19-20 x2); Full Atk +7* melee (1d6+4, +2 *shortsword*, 19-20 x2) or +7 ranged (1d4+poison, hand crossbow, range 30 ft. , 19-20 x2); SA sneak attack (+3d6); SQ outsider traits, fast healing (1), light blindness, see in darkness, shadow images, shadow walk, SR 11, trapfinding, evasion, trap sense (+2), uncanny dodge; AL CE; SV Fort +7*, Ref +11*, Will +7*; Str 14*, Dex 15, Con 15*, Int 12, Wis 12, Cha 12*.

Skills: Balance +11, Escape Artist +11, Hide +18/+22, Intimidate +10, Jump +11, Listen +10, Move Silently +13, Search +10, Spot +10, Tumble +11. **Feats:** Dodge, Mobility, Skill Focus (hide), Stealthy.

Possessions: +2 *studded leather armor*, +2 *shortsword*, masterwork hand crossbow, 10 bolts, 6 doses large scorpion venom.

19. NORTHEAST TOWER

This chamber has a dark cobwebbed staircase which leads to the second floor battlements and Area 22. The lower portion of the tower is little more than a stairwell once used to gain access to Area 24 and the battlements.

20. NORTHWEST TOWER (EL 7)

The lower floor of this tower is filled with display cases containing items pilfered by the Grey Deacons before their untimely demise. Several valuable paintings hang on the wall as well. It is these treasures that once attracted thieves to Slip-Gallows Abbey. Unfortunately, none have yet survived to see the treasures here.

The most valuable treasure among the many purloined items is the Crown of Ghelon. The Crown it is set with an **Evars Black Tentacles Trap**.

Evar's Black Tentacles Trap: CR7; magic device; proximity trigger (alarm); no reset; spell effect (Evar's Black Tentacles, 7th-level wizard, 1d4+7 tentacles, Atk +7 melee (1d6+4, tentacle); Multiple targets (up to six tentacles per target in each of two adjacent 5ft. squares); Search DC 29; Disable Device DC 29.

Treasures: 10 Engraved electrum cups from the Ting Dynasty (2,300gp value); An oil painting of the explorer Turlin (800 gp), mammoth ivory bust of the Bandit King Rinos (1,200 gp); a tapestry depicting the fall of Bofred I (2,200 gp); the *Crown of Ghelon*. The DM may add or subtract treasures depending upon how easy a time the party has had.

The door at the top of the stair leading to **Area 21** is locked and stuck.

Door: 2 in. thick; Hardness 5; hp 20; Break (DC 25); Open Lock (DC 25).

21. NORTHWEST TOWER

This tower once served as barracks space during the days of the Bandit King. The priests of Zors rarely used it, and the Grey Deacons utilized the tower as a prison for especially valuable hostages who could be kept here in relative comfort until their families could ransom them. The key to the Northwest Tower is in Master Jenks possession.

A locked wardrobe is filled with 20 exquisitely-made ladies' dresses, each is valued at 1d4 x 100 gp and 40 pairs of fancy shoes valued at 1d6 x 50 gp each.

Access to the battlements is blocked by the Viziers Curse. No one can enter or leave the battlements at all.

22. NORTHEAST TOWER (EL 8)

This tower served as lookout to the northern end of Rogues' Island. The lone lookout remains at his post, attacking any living creature who comes near.

Afya Rogue, male outsider Rog6: hp 37; See **Area 18**.

23. EMPTY CHAMBER

This chamber was reserved for the next master to be elected to the guild. The position was never filled due to the curse and the chamber stands empty, full of dust.

24. DEACON'S FEASTHALL (EL 18)

The adventurers now witness a reenactment of the fateful night when the Vizier's curse destroyed the Grey Deacons.

This chamber is still dimly lit, and the air seems to swirl with traces of fragrant smoke. Shadowy figures sit around a large table in mockery of their last moments. Some are half standing, most have blades drawn. As the party watches, the figures begin to move, and shadowy claws seem to reach out from beneath the table. The figures seem to turn to shadow themselves as their essences are drawn into a small dark gem that appears in midair, slowly rotating above the table.

Now, a huge figure in purple robes, wreathed in flames appears at the head of the table.

"Be you all cursed," it intones grimly. "Henceforth your shades shall be imprisoned within the walls of this Abbey, never again to feel the sunlight or taste the rain. This is my curse!"

Now a dark fog bursts forth from the creature's mouth, enveloping all the writhing thieves, and rolling out into the corridors beyond.

"This mist shall devour all the others who bear the mark of your cursed guild! Only you will linger now and see the ruin of all your works!" The figure vanishes, and several of the shadowy figures turn and attack the PCs.

The attackers are the remains of **Rawling Jawks** and his six **lieutenants**, now transformed into Afya. They are swift and nimble, making sneak and flanking attacks as opportunities arise, and using Bluff-Feint maneuvers to deny the PCs' their Dexterity bonuses.

Rawling Jawks, male outsider Afya Rog13: CR 15; SZ M Outsider; HD 13d6+26; hp 79; Init +10 (+6 Dex, +4 Improved Initiative); Spd 30 ft. ; AC 29 (+7 *mithril shirt*, +2 *ring of protection*, +4 natural, +6 Dex), touch 16, flat-footed 23; BAB/Grp +9/+11; Atk +17* melee (1d6+4, *rapier of puncturing*, 15-20 x2); Full Atk +17/+12* melee (1d6+4, *rapier of puncturing*, 15-20 x2); SA sneak attack (+8d6); SQ outsider traits, fast healing (1), light blindness, see in darkness, shadow images, shadow walk, SR 18, trapfinding, improved evasion, trap sense (+4), improved uncanny dodge; AL CE; SV Fort +10, Ref +18, Will +11; Str 14*, Dex 22, Con 15*, Int 17, Wis 16, Cha 20*.

*while in shadows.

Skills: Appraise +13, Bluff +26, Climb +15, Disable Device +24, Hide +24/+28, Intimidate +20, Knowledge (the planes) +3, Move Silently +22, Open Lock +24, Search +16, Sense Motive +18, Sleight of Hand +26, Spot +16, Tumble +22. **Feats:** Combat Expertise, Combat Reflexes, Dodge, Improved Critical (*rapier*), Improved Initiative, Mobility, Weapon Finesse.

Possessions: +3 *mithril shirt*, +2 *ring of protection*, *Ring of Master Thievery*, *rapier of puncturing*, masterwork thieves tools, jewelry worth 2,500 gp.

Grey Deacons, male outsider Afya Rog8 (6): CR 10; SZ M Outsider; HD 8d6+24; hp 61; Init +4 (Dex); Spd 30 ft. ; AC 19 (+5 *studded leather armor*, +4 Dex), touch 14, flat-footed 15; BAB/Grp +6/+8; Atk +12 melee (1d6+4, +2 *shortsword*, 19-20 x2) or +12 melee (1d4+4, +2 *dagger*, 19-20 x2); Full Atk +10/+5 melee (1d6+4, +2 *shortsword*, 19-20 x2) and +10 melee (1d4+4, +2 *dagger*, 19-20 x2); SA sneak attack (+4d6); SQ outsider traits, fast healing (1), light blindness, see in darkness, shadow images, shadow walk, SR 13, trapfinding, evasion, trap sense (+2), improved uncanny dodge; AL CE; SV Fort +9, Ref +14, Will +7; Str 14*, Dex 18, Con 16*, Int 14, Wis 12, Cha 16*.

*while in shadows.

Skills: Bluff +14, Disable Device +15, Hide +15, Intimidate +16, Jump +15, Listen +12, Move Silently +15, Search +13, Sleight of Hand +17, Spot +12, Tumble +18. *Feats:* Dodge, Mobility, Two-Weapon Fighting, Weapon Finesse.

Possessions: +2 studded leather armor, +2 shortsword, +2 dagger.

THE GLIMMER GEM

In the middle of the table lies a cracked, fist-sized multifaceted black stone, the *Glimmer Gem*. Any living creature that comes within ten feet of the gem must make a DC 20 Fortitude (DC 20) or be instantly drawn into the gem as if affected by a *magic jar* spell and replaced by an Afya. If the Afya is destroyed, one of the gem's facets cracks. It can hold only as many souls as it has intact facets; currently there are only two open facets.

For more information on the *Glimmer Gem* see the **New Magic Appendix**.

THE RING OF MASTER THIEVERY

The Afya of Rawling Jawks bears a gold ring with a black gemstone. This is the *Ring of Master Thievery*. See **New Magic Appendix** for more details on this item.

25. TSHANDRA'S CHAMBERS

This was once the bedchamber of Tshandra, a sophisticated cutpurse who moved freely through the nobility of Bard's Gate, obtaining precious items and information that Jawks used to plan elaborate heists of noble houses.

Tshandra was in the bedchambers of a petty merchant prince when the Grand Vizier's mist devoured her. Several of her personal effects remain behind in this chamber, locked in her makeup table. The makeup table is trapped with contact poison and requires a DC 25 Open Locks check to open.

Drawer Handle: CR 9; mechanical, touch trigger (attached); manual reset; poison (black lotus extract); DC 20 Fortitude save resists; 3d6 Con/3d6 Con; Search DC 32; Disable Device (DC 32)

Treasure: 2000 gp in various jewelry, 5 potions of *cats grace*, 5 potions of *cure serious wounds*, 10 pots marvelous pigments, 10 vials of expensive Parnubalan perfume (100 gp each), +2 dagger, 2 vials black lotus extract.

26. RAWLING JAWKS OFFICE

This office once served as the nerve center of the guild. Here, Rawling Jawks planned his operations, drawing up missions for guild members and schemed for even greater glories. The room contains only a simple desk, a large wall sized map of the Bard's Gate.

The desk contains very little in the way of personal belongings with the exception of the Deacons Ledger. This ledger contains names of contacts, spies and associates as well as guards, priests, wizards and mercenaries and shopkeepers who once in the pay of the Deacons. The ledger may only be read by someone wearing the *Ring of Master Thievery*, and appear as gibberish to anyone else attempting to read them, even through aid of magic.

The map is magical and when various command words are spoken new information appears written on it. The command words are written in the ledger. When they are spoken, glowing lines or symbols appear, showing sewer routes, secret doors, hidden rooms and other information discovered by Tshandra and Jawks and magically scribed here. Though much of this information is out-of-date (it is over a decade old), the map is nevertheless a valuable tool for thieves or others who wish to get around Bard's Gate in secret.

Hidden behind the map is a secret door (DC 25 Search check). This secret door leads to Area 26a.

27A. RAWLINGS PRIVATE TREASURY (CR 10)

Accessed via the secret door in Area 25, this chamber is fitted with a hidden floor safe that requires a successful DC 25 Search check to locate. The floor safe is locked with an intricate mechanism (DC 30 Open lock check) The safe is also trapped with a *wail of the banshee* trap. A secret door in the north wall requires a successful DC 25 Search check to locate.

Wail of the Banshee Trap: (CR 10); magic device, proximity trigger (alarm); automatic reset; spell effect (*wail of the banshee*, 17th-level wizard DC 23 Fortitude Save negates); multiple targets (up to 17 creatures); Search DC 34; Disable Device DC 34.

Treasure: In the safe are 5,000 platinum pieces, a metal press featuring the forged impression of ancient coinage, 30 lbs of lead, 4000 gp worth of various gems and jewelry, 4 *potions of lesser restoration*, 4 *potions of cure serious wounds* (caster level 5), *staff of fire* (20 charges), *wand of lightning* (25 charges), *ring of protection* +2, and a *helm of reading magic and comprehending languages*.

27B. RAWLING'S BEDCHAMBER

This chamber is covered in several inches of dust. Inside are the bed, now rotted and collapsed, a locked wardrobe, an equipment rack and a broken crystal oil lantern whose fuel has long since evaporated.

Treasure: On the equipment rack and in the wardrobe are 10 silk costumes of fine make valued at 1d4x50 gp each, a *cloak of elvenkind*, a pair of *boots of elvenkind*, A +1 *shocking burst shortsword*, a +2 *longsword*, 30 +1

darts, a dagger of venom, a hat of disguise, a set of +1 studded leather and a set of masterwork thieves' tools that give a +3 to checks rather than the usual +1.

Secret doors in the north and south walls require a successful DC 25 Search check to locate.

28. MASTER ROUNDTREE'S CHAMBER

Master Roundtree once served as Rowland Jenks' personal bodyguard and second-in-command of the guild. A rotted, dust covered bed lies in one corner of the chamber, with a locked dresser standing along one wall. An equipment rack stands next to the dresser, containing Roundtree's spare gear.

The lock on the dresser requires a DC 30 Open Locks check and contains a goodly amount of plunder. A crossbow, bandolier of daggers, and suit of slightly used armor, all of small size hang from the equipment rack.

Treasure: 500 pp, 1000 gp in various gems and jewels, +2 *small keen dagger*, +1 *small repeating crossbow*, masterwork thieves' tools.

29. GAME ROOM (EL 8)

This room contains a table covered with an inch of dust. Under the dust are small piles of gold coins and jewelry. A dartboard with the faded picture of a long dead High Burger of Bard's Gate hangs on one wall, all of the darts centered on the mans nose and eyes. The chairs about the table are in disarray, as if knocked over suddenly. Bone dice and cards that crumble at the touch lie under the layer of dust. 4

shadows hide within this chamber. They attack the instant the room is entered.

Shadows (4): CR 3; hp 30; see the **MM**.

A successful DC 25 Search check locates a secret trap door beneath the table which opens revealing a ladder leading to Area 16a.

Treasure: There are 400gp worth of various coins and jewelry sitting on the table, the remnants of a game of chance which was never finished.

30. SOUTH LOOKOUT POST (EL 8)

This tower chamber once served as a lookout post to warn of any potential raids upon the island from the south. One Deacon remained in this room at all times serving six hour shifts twenty four hours a day. Currently an Afya rogue resides here. He attacks on sight.

Afya, male human Rog6: hp 44; See Area 18.

ENDING THE ADVENTURE

Depending on how the PCs came to find their way into Slip-Gallows Abbey they may find themselves in possession of the *Glimmer Gem*, or destroy it and the Afya as well. They may now be the owners of the *Ring of Master Thievery*, an item that Duloth desperately wants, and is willing to kill to get. The Abbey may serve as a new base for the PCs, giving them excellent quarters in the heart of the city. Mind the curse upon the ring however, for it is powerful and ultimately leads to the destruction of its possessor.

CHAPTER TWENTY-ONE

GNOLL FORTRESS

A constant threat to the safety of the Lyre Valley is this hidden complex of tunnels and caves beneath the ruins of a former wilderness keep. The gnoll fortress is several days' journey over rough terrain to the northeast of Bard's Gate and the way is perilous. Plagued by gnoll marauders, trolls and other hazards, the characters will arrive at the gnoll fortress at the same time that the gnoll king Ga'awootarr is hosting several important emissaries who are seeking to ally with his tribe. Ga'awootarr is intelligent and wholly evil and is hoping that he will be offered large amounts of gold for his warriors' services. The emissaries visiting the gnoll monarch include representatives from the temple of Tsathogga in the **Tomb of Abysthor (Necromancer Games)**, a blackguard priest of Orcus, and a doppelganger representative of the Black Brotherhood.

A CARAVAN IN FLAMES

The adventurers begin in the foothills of the Stoneheart Mountains, where they have heard rumors of gnoll raiders and a hidden fortress. Those who have played the **Crucible of Freya**, may have encountered a large gnoll warband along the Tradeway. If so, they may have information about the gnolls' activities in this area and be in search of their lair.

As the party approaches the hidden fortress, a DC 18 Spot check will allow PCs to catch sight of a wisp of smoke rising from about a half-mile away. As the party approaches, they will encounter 1d4 **dire hyenas**. If the party is approaching stealthily they will have a chance to attack the hyenas flat-footed; if they are advancing blindly, the hyenas attack with surprise.

Dire Hyenas (2d4): CR 4; hp 52; See G4.

Once they reach the caravan site, it will become obvious to the PCs that a fierce battle was fought here. Wagons are overturned and burning, broken spears and spent missiles litter the ground. The bodies are several dwarves have been tied to wagon wheels and obviously tortured, their flesh burnt and stuck full of crossbow bolts. The stench of burning flesh fills the air.

A successful DC 15 Search check reveals numerous bloody tracks leading to the northwest. Rangers or those with the Track feat may make Survival checks to learn more about the tracks — a successful DC 15 check determines that the tracks were made by gnolls and hyenas; a successful DC 17 check reveals that the tracks are less than six hours old, and on a successful DC 20 check the tracker learns that there are dwarven prisoners with the raiders.

FOLLOWING THE GNOLLS (EL 8-10)

A party of 10 gnolls led by Hroawoo, a gnoll ranger, is making its way back to the fortress with four dwarf prisoners from the caravan. They have several hours' head start but are slowed by their plunder and captives. If the PCs pursue the gnolls, have them make DC 15 Spot checks or DC 12 Survival checks every hour to stay on the trail. If they lose the trail, allow the PCs to make further checks until they find it again.

After following the trail for a day or so, the PCs will catch up to the gnolls and their prisoners. Have them make DC 15 Listen checks to hear the gnolls arguing in the distance. If they move closer undetected, the PCs will see the gnolls stopped in a clearing, with the bound dwarven prisoners lying on the ground. The gnolls have decided to kill their captives, and will do so in three rounds unless the adventurers intervene.

The gnolls will fight until half of their number are slain. If the fight lasts more than five rounds, a troll or ettin will overhear the commotion and attack the party.

The prisoners are dwarf merchants from the ambushed caravan. They will thank the party and will want to make for Bard's Gate immediately. The PCs can escort them back, or allow them to go on their own. Later on, the DM may have the dwarves or their family members reward the adventurers.

Gnolls (10): CR 1; hp 11. *Possessions:* Scale mail, heavy wooden shield, glaive, battleaxe, composite shortbow with 20 arrows, 3d6 sp.

Hroawoo, male gnoll Rgr4: CR 5; Size M Humanoid (gnoll); HD 2d8 plus 4d10; hp 27; Init +6 (+2 Dex, +4 Improved initiative); Spd 30 ft.; AC 16 (+3 studded leather, +1 natural, +2 Dex) touch 12, flat-footed 14; BAB/Grp +5/+9; Atk +10 melee (1d6+4, shortsword, 19-20 x2) or +9 melee (1d8+4, battleaxe, x3) or +7 ranged (1d8, composite longbow, range 110 ft., x3); Full Atk +8 melee (1d6+4, shortsword, 19-20 x2) and +7 melee (1d8+2, battleaxe, x3) or +7 ranged (1d8, composite longbow, range 110 ft., x3); SA favored enemy; SQ darkvision 60 ft., animal companion, combat style, wild empathy; AL CE; SV Fort +7, Ref +6, Will +2; Str 18, Dex 14, Con 11, Int 10, Wis 13, Cha 7.

Skills: Climb +8, Hide +6, Jump +8, Knowledge (geography) +3, Knowledge (nature) +3, Listen +5, Move Silently +6, Spot +5, Survival +4. *Feats:* Endurance, Improved Initiative, Power Attack, Track, Two-Weapon Fighting.

Ranger Spells per Day (1; save DC 11 + spell level): 1st—entangle.

Possessions: Studded leather, masterwork shortsword, battleaxe, composite longbow, 20 arrows, 62 gp.

Ettin: CR 6; hp 77; see the MM.

Troll: CR 5; hp 65; see the MM.

THE FORTRESS

The gnoll fortress consists of a wooden palisade surrounding a number of small structures, and the cave complex

beyond. A steep rocky slope leads up to the palisade walls, making it very difficult to approach unseen. Strong parties will be harassed with arrows and other missiles, and will eventually be attacked in melee by several squads of gnoll raiders, aided if necessary by one or more trolls and ettins. The brush and talus on the slope provides cover.

GF 1. PALISADE WALLS

The palisade walls are built of rough timber, about 15 feet tall, and have a three-foot ledge on the far side that allows gnolls to shoot missiles or fling rocks down on intruders. There are normally 4-8 gnolls patrolling the palisade walls at any time. They keep four pitch pots boiling at all times, and will pour them on enemies who try to storm the walls. The pitch will affect a single attacker on or at the foot of the walls, and any other attackers within a ten-foot radius. Those attacked by the pitch take 4d6 points of heat damage (DC 13 Reflex save for half damage).

Gnolls (4-8): CR 1; hp 11. *Possessions:* Scale mail, heavy wooden shield, glaive or battleaxe, composite shortbow with 20 arrows, 3d6 sp.

GF 2. GATES

These iron-bound gates were scavenged from a human fortress. The gnolls will defend them ferociously, raining missiles and pitch down on any attackers. If the gate is breached, six gnolls will block the attackers' advance using glaives and battleaxes as the remainder of the defenders retreat into the caves beyond.

Gnolls (6): CR 1; hp 11. See Area GF1.



Gnoll Fortress



GF 3. WATCHTOWERS.

This pair of crude wooden watchtowers allows a clear view of the valley for several miles. They are normally manned by two gnolls each. The gnolls are armed with bows and equipped with horns that allow them to alert the fortress to any danger. The gnolls in the towers also receive cover and concealment.

Gnolls (4): CR 1; hp 10; See Area GF1

GF 4. GUARD HUTS

Three thatch and wood guard huts surround a large cooking pit here. Captives are roasted on a spit, and the party may interrupt a very grisly scene if they arrive at mealtime. At any time there are 1d4 dire hyenas here as well, sniffing around the place, looking for tablescraps. There are three light warhorses and one heavy warhorse tied up here as well; the gnolls intend one day to cook and eat them, but so far none has been brave enough to try to slaughter them. Their tack and harness is piled carelessly beside one of the huts.

Dire Hyenas (1d4): CR 4; Size L Animal; HD 7d8+21; hp 52; Init +2 (Dex); Spd 40 ft.; AC 15 (-1 size, +2 Dex, +4 natural), touch 11, flat-footed 13; BAB/Grp +5/+21; Atk/Full Atk +12 melee (1d8+12, bite); Space/Reach 10 ft./5 ft.; SA Improved grab, trip; SQ Low-light vision, scent; AL N; SV Fort +8, Ref +7, Will +6; Str 26, Dex 15, Con 17, Int 2, Wis 13, Cha 8.

Skills: Hide +0*, Listen +7, Move Silently +4, Spot +7, Survival +3*. **Feats:** Alertness, Improved Grapple, Power Attack.

SA—Improved Grab (Ex): To use this ability, the dire hyena must hit an opponent with its bite attack.

Trip (Ex): A dire hyena that hits with its bite attack can attempt to trip its opponent (+17 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent can not react to trip the hyena.

Skills: A dire hyena has a +2 racial bonus on Listen and Spot checks, a +2 racial bonus on Survival checks when tracking by scent, and a +2 racial bonus on Hide checks in areas of tall grass or heavy undergrowth.

(The dire hyena originally appeared in **Creature Collection 3: Savage Bestiary** from **Sword and Sorcery Studios**).

A. TUNGO'S HUT

The largest hut is home to **Tungo the Troll**. Tungo fights for the gnolls, and is well-fed for his services. The gnolls make sure that he has plenty of work, lest he grow hungry and decide to snack on one of them. If a fight breaks out at the palisade Tungo straps a large +1 steel shield to his chest (treat as a *breastplate* +1) and happily wades into combat. He has collected a decent

amount of treasure over the past few years and keeps it in a shallow pit within his filthy hut. A successful DC 20 Search check reveals the secret horde.

Treasure: 132 pp, 100 gp, masterwork greataxe, *portion of levitate* (CL 7th; Tungo thinks it tastes nasty).

Tungo, male troll Brb1: CR 6; Size L Giant; HD 6d8+48 plus 1d12+8; hp 98; Init +9 (+4 Improved Initiative, +5 Dex); Spd 40 ft.; AC 23 (+7 natural, +2 *ring of protection*, +5 Dex, -1 Size), touch 16, flat-footed 18; BAB/Grp +4/+16; Atk +12 melee (1d6+8, claw) or +12 melee (1d6+4, bite); Full Atk +10/+10 melee (1d6+8, claw) and +10 melee (1d6+4, bite); Space/Reach 10 ft./10 ft.; SA Rend, rage; SQ regeneration (5 hp per round), darkvision 90 ft., low-light vision, scent, fast movement; AL CE; SV Fort +15, Ref +7, Will +4; Str 26, Dex 20, Con 27, Int 9, Wis 11, Cha 8.

Skills: Intimidate +3, Listen +7, Spot +6. **Feats:** Alertness, Combat Reflexes, Iron Will, Multiattack.

SA—Rend (Ex): If Tungo hits with both claw attacks, he latches onto his foe's body and tears the flesh, automatically dealing an additional 2d6 +12 points of damage.

Possessions: +2 *ring of protection*, 234 gp.

B. NEESHNAR'S HUT

Neeshnar is a brave gnoll lieutenant who commands the defense of the fortress and also organizes raids and patrols. He shares his hut with three females and several squalling whelps, as well as the plunder that his troops have brought for him. Neeshnar is foul and cruel, and being from the same litter as Ga'awootarr he is trusted to guard the fortress from attackers. He demands a healthy portion of whatever loot is brought back to the stronghold on successful raids.

Treasure: 273 gp, 100 gp gem, masterwork dagger, in an unlocked wooden chest.

Neeshnar, male gnoll Rgr4: CR 5; Size M Humanoid (gnoll); HD 2d8 plus 4d10; hp 27; Init +6 (+2 Dex, +4 Improved initiative); Spd 30 ft.; AC 17 (+4 studded leather, +1 natural, +2 Dex) touch 12, flat-footed 15; BAB/Grp +5/+9; Atk +11 melee (1d6+5, +1 shortsword, 19-20 x2) or +10 melee (1d8+4, masterwork battleaxe, x3) or +7 ranged (1d8+3, mighty composite longbow, range 110 ft., x3); Full Atk +9 melee (1d6+5, +1 shortsword, 19-20 x2) and +7 melee (1d8+2, masterwork battleaxe, x3) or +7 ranged (1d8+3, mighty composite longbow, range 110 ft., x3); SA favored enemy; SQ darkvision 60 ft., animal companion, combat style, wild empathy; AL CN; Str 18, Dex 15, Con 12, Int 10, Wis 13, Cha 6.

Skills: Hide +7, Knowledge (nature) +4, Heal +5, Listen +6, Move Silently +7, Spot +6, Survival +5. **Feats:** Combat Reflexes, Dodge, Endurance, Power Attack, Track.

Possessions: +1 studded leather, +1 shortsword, masterwork battleaxe, mighty composite longbow (+3 Str), 20 arrows.

Ranger Spells per Day (1; save DC 11 + spell level): 1st—animal messenger.

C. THE HUT OF YARRZH AND MAWRR

This hut belongs to **Yarrzh**, priest of the Demon Lord Crocutus, and **Mawrr** the sorcerer, who provide magical defenses to the fortress. Yarrzh usually opens combat by casting *bull's strength* on Neeshnar, herself and Tungo, followed by *protection from good*, *cause fear* and *death knell*. She will use her scroll of *animate dead* to raise any fallen gnolls as zombies if the need should arise.

Mawrr uses attack spells after charging himself up with *mage armor* and then following up with *sleep* spells against weaker foes, and *magic missile* against stronger ones.

Yarrzh, female gnoll Clr4 [Crocutus]: CR 5; Size M Humanoid (gnoll); HD 2d8+2 plus 4d8+4; hp 38; Init +0; Spd 30 ft.; AC 14 (+3 studded leather, +1 natural), touch 10, flat-footed 14; BAB/Grp +4/+8; Atk +9 melee (1d10+5, +1 *heavy flail*, 19-20 x2) or +4 ranged; Full Atk +9 melee (1d10+5, +1 *heavy flail*, 19-20 x2) or +4 ranged; SA spells; SQ darkvision 60 ft., rebuke undead (4/day); AL CE; SV Fort +8, Ref +1, Will +7; Str 19, Dex 11, Con 13, Int 7, Wis 16, Cha 11.

Skills: Knowledge (religion) +5, Listen +6, Spot +5.
Feats: Spell Penetration, Scribe Scroll, Skill Focus (knowledge).

Divine Spells Prepared (Cast per day 5/4/3; save DC 13 + spell level): 0—*detect magic*, *guidance* x2, *read magic*, *resistance*; 1st—*bles*s, *command*, *cure light wounds*, *shield of faith*; 2nd—*align weapon*, *bull's strength*, *desecrate*.

Domains: Death, Destruction

Domain spells: 1st—*cause fear*; 2nd—*death knell*.

Possessions: Studded leather, +1 *heavy flail*, scroll of *animate dead* (CL 5th), 302 gp, 250 gp gem, 3 50 gp gems.

Mawrr, male gnoll Sor4: CR 5; Size M Humanoid (gnoll); HD 2d8+4 plus 4d4+8; hp 29; Init +1 (+1 Dex); Spd 30 ft.; AC 14 (+2 *bracers*, +1 natural, +1 Dex), touch 11, flat-footed 13; BAB/Grp +3/+5; Atk +5 melee (1d6+3, +1 *quarterstaff*) or +4 ranged; Full Atk +5 melee (1d6+3, +1 *quarterstaff*) or +4 ranged; SA spells; SQ darkvision 60 ft., summon familiar; AL CE; SV Fort +6, Ref +2, Will +6; Str 15, Dex 12, Con 15, Int 14, Wis 15, Cha 15.

Skills: Craft (alchemy) +4, Hide +3, Knowledge (arcana) +9, Listen +6, Spellcraft +5, Spot +6. *Feats:* Greater Spell Penetration, Spell Penetration, Still Spell.

Languages: Gnoll, Infernal, Undercommon.

Arcane Spells Known (Cast per day 6/7/4; save DC 12 + spell level): 0—*dancing lights*, *detect magic*, *ghost sound*, *light*, *ray of frost*, *read magic*; 1st—*mage armor*, *magic missile*, *sleep*; 2nd—*mel's acid arrow*.

Possessions: +2 *bracers of armor*, +1 *quarterstaff*, *potion of invisibility*, 2 *potions of cure light wounds* (CL 4th), *wand of color spray* (CL 4th; 22 charges).

D. GUARD HUTS

These huts are the quarters of the 18 gnolls that guard the palisade. Their floors are strewn with various animal skins, food scraps, bones, and earthen jugs of sour wine. Half of the 18 normal gnoll guards who hold the palisade will be sleeping here at any one time, but will be alerted should the fortress come under attack. Various bits of treasure are scattered throughout the three huts.

Treasure: 523 sp, red tourmaline (118 gp), sharpstone 10 gp, zoiste 86 gp.

GF5. FORTRESS ENTRANCE

A great fissure in the cliff face nearly 15 ft. wide leads into the gnoll fortress proper.

Horrid smells like wet, foul fur and rotten meat emanate from the hole. Ahead is gloomy darkness.

If the fortress was alerted, **50 gnolls** issue from the mouth of the fissure as the PCs approach, fully armed and howling for blood. They are accompanied by two trolls and two ettins. If the party managed to take the palisade without raising the alarm, however, this area will be relatively quiet. However, four gnolls and a dire hyena stand watch 10-15 feet down the corridor. If the guards make successful Spot or Listen checks, they will raise the alarm and attack.

Gnolls (4): CR 1; hp 11. *Possessions:* Scale mail, heavy wooden shield, glaive, battleaxe, composite shortbow, 20 arrows, war horn, 3d6 sp.

Dire Hyena: CR 4; hp 52; See GF 4.

GF6. GATE TRAP

The corridor splits about 15 feet into the darkness. The walls are damp, dripping with condensation. The left hand passage descends into darkness. PCs making a successful DC 20 Listen check hear the sounds of pickaxes and hammers below. The animal stench of the cavern seems to grow the deeper the PCs descend.

A trap made of pine saplings and spikes is triggered if anyone passes through this area without searching properly or successfully searching for it. The poles are spiked with sharpened stakes that are smeared with filth and may cause disease.

Gate Trap: CR 2; mechanical; location trigger; manual reset; Atk +8 melee (1d8 plus disease, x3);

disease (DC 14 fort save or infected with Filth fever, 1d3 days incubation, lose 1d3 temp Dex); Search DC 20; Disable Device DC 20.

GF 7. NATURAL LANDING

Five gnolls and a dire hyena guard the landing above the natural rock staircase that leads down. Unless alerted the guards are bored and are likely playing a game of fingerbones to pass the time. If they have been alerted, they will be hidden, awaiting any intruders. If hidden, they gain a +2 to Hide, Spot, and Listen checks. If seriously pressed they seek to retreat down the staircase yipping and calling for their allies in area.

Gnolls (4): CR 1; hp 12. *Possessions:* Scale mail, heavy wooden shield, glaive, battleaxe, composite shortbow, 20 arrows, war horn, 3d6 sp.

Dire Hyena: CR 4; hp 52; See GF 4.

GF8. THE RIGHT HAND PASSAGE

The right hand passage remains level, and a foul breeze blows from it. The walls and floor are slick with condensation.

GF9. TROLL PIT

The passage opens into a large chamber. The floor has a natural bowl-like depression filled with piles of broken humanoid bones. Stretched and tanned skins of humans and other humanoids are stretched like trophies across the walls of the cavern, and there are heads in various stages of decay mounted on spikes scattered across the chamber.

The room is home to six **trolls**, the family of **Tungo** (GF4a), and his mate **Oogie** (GF13). They seek to spread the party out in order to avoid fireballs and other area-effect spells. They stay close to the walls and try to attack magic-users first.

Trolls (6): CR 5; hp 68, 54, 73, 80, 52, 74; see the MM.

A DC 20 Search check finds valuables among the bones and offal.

Treasure: 1256 gp, silver masterwork longsword, *scimitar +1 with 20' light radius*, silver elven thimble (+2 to skill check tailor) value 50gp.

If any trolls have been slain in previous encounters, remove them from the total in this room. Tungo and Oogie are located elsewhere in the fortress as noted.

GF10. ETTINS' LAIR

This large cavern is filled with moldering furs and piles of animal bones. There are several ettins here, debating something furiously, each shouting with both heads. If any of the characters are able to understand the ettins, it will become apparent that they have heard the party and are arguing about what to do.

The ettins will be tough opponents, and use their Power Attack feats liberally. If the PCs choose not to attack, they might be able to negotiate with the ettins, whose leader, **Rung**, speaks a pidgin form of common. If approached, he will be suspicious at first, but a successful DC 15 Diplomacy check will cause him to eventually explain that the ettins were the caves' original owners before the gnolls arrived. Rung knows about Ga'awootarr's meeting and is irritated that he and the ettins were not invited. Another successful DC 20 Diplomacy check will convince Rung to give the party the password that will get them past the guards on the lower levels and give them admission to Ga'awootarr's throne room. The Password is: *Ga'awootarr ralge Crocutus. Mawrr! Mawrr!* (translation: Ga'awootarr, chosen of Crocutus. Mighty! Mighty!).

Ettins (3): CR 5; hp 68, 84, 71.

Rung, ettin Ftr2: CR 7; Size L Giant; HD 10d8+40 plus 2d10+8; hp 107; Init -1 (-1 Dex); Spd 40 ft.; AC 19 (+3 hide armor, +7 natural, +1 *ring of protection*, -1 Dex, -1 Size); BAB/Grp +9/+21; Atk +18 melee (1d8+10, +2 *dire flail*, 19-20 x2); Full Atk +18/+13 melee (1d8+10, +2 *dire flail*, 19-20 x2) and +18 melee (1d8+6, +2 *dire flail*, 19-20 x2); Space/Reach 10 ft./10 ft.; SQ low-light vision, superior two-weapon fighting; AL CE; SV Fort +14, Ref +2, Will +1; Str 26, Dex 9, Con 19, Int 11, Wis 7, Cha 12.

Skills: Intimidate +5, Listen +9, Search +8, Spot +9. *Feats:* Alertness, Awesome Blow, Exotic Weapon Proficiency (dire flail), Improved Bull Rush, Improved Critical (dire flail), Power Attack.

Languages: Gnoll, Common

Possessions: Hide armor, +2 *dire flail*, +1 *ring of protection*, 1,208 gp, andar 63 gp, bloodstone 57 gp, mauve spinel 455 gp, olivine 113 gp, zoiste 115 gp, *potion of ghoul touch*.

GF 11. GNOLL COMMON CHAMBERS

The corridor winds to the east from the natural staircase, and this short passage emits an overwhelming stink of smoke, animal musk and wet fur. Inside are dozens of male and female gnolls, both adults and pups, sitting on filthy animal skins, roasting beasts and humanoids over small fires. A number of hulking hyenas lounge about the chamber, sleeping, scratching or chewing on bones. If the alarm was raised, there are 50 adult gnolls in this chamber; if it was not, there are 100. Both the male and female gnolls fight; there are about 50 pups, which are considered non-combatants. The gnolls will fight ferociously, defending their pups to the last, and the hyenas will attempt to circle around behind the party and attack from the rear.

Gnolls (100): CR 1; hp 10. *Possessions:* Scale mail, heavy wooden shield, flail, composite shortbow, 20 arrows.

Hyenas (15): CR 1; hp 13; See MM.

Dire Hyenas (5): CR 4; hp 52; see GF 4.

Treasure: Darkwood masterwork lute inlaid with jet and rubies, crafted by Fathilir (1,097 gp); ceremonial silver dagger with a star sapphire in the pommel (885 gp); choker made of wrought gold of infernal origin (1,359 gp); gold medallion with black opal gemstone (2,383 gp); gold ring with flame motif (362 gp); seashell fingerpick (54 gp), 2,202 gp.

GF 12. SHRINE OF CROCUTUS

This rough chamber is lit by guttering torches and a fire that burns in a pit near the center of the room. On one wall stands a great stone idol with the face of a hyena, its eyes glowing a pallid yellow, and a pile of skulls from various humanoids sits at the statue's feet. Nearby are six gnolls, shaven of all their fur save for tufts atop their heads, their naked bodies crudely tattooed with infernal symbols. They are chanting in their growling, snarling language, holding a bound human captive above the firepit.

Six ghosts lurk in the shadows (DC 25 Spot check). If the party attacks, the priests cast *bull's strength* on the ghosts and command them to attack, and then *divine favor* on themselves before charging into battle. This chamber is under the effects of *desecrate* and *unhallow*.

The captive is **Tylus** (male human Com3) the sole survivor of a human caravan. If rescued, he will offer to serve the party as a henchman.

Gnoll Priest Clr3 (6): CR 4; Size M Humanoid (gnoll); HD 2d8+2 plus 3d8+3; hp 40; Init +0; Spd 30 ft.; AC 17 (+4 scale mail, +2 heavy steel shield, +1 natural), touch 11, flat-footed 16; BAB/Grp +3/+6; Atk +7 melee (1d8+3, flail); Full Atk +7 melee (1d8+3, flail); SA spells; SQ darkvision 60 ft., rebuke undead (8/day); SV Fort +7, Ref +1, Will +7; AL CE; Str 17, Dex 11, Con 13, Int 7, Wis 14, Cha 12.

Skills: Bluff +1, Disguise +1, Listen +6, Spot +6. **Feats:** Extra Turning, Iron Will, Weapon Focus (flail).

Divine Spells Prepared (Cast per day 4/3/2; save DC 12 + spell level): 0—*guidance*, *inflict minor wounds*, *light*, *resistance*; 1st—*bane*, *doom*, *shield of faith*; 2nd—*death knell*, *hold person*.

Domains: Destruction, Trickery

Domain spells: 1st—*inflict light wounds*; 2nd—*invisibility*.

Possessions: Scale mail, heavy steel shield, flail.

Ghast (5): CR 3, hp 30, see the MM.

Treasure: 1,114 gp, *potion of endurance*, *potion of jumping*, *scroll of resist energy* (caster level 5), *scroll of freedom of movement* (caster level 7), *scroll of invisibility purge* (caster level 5), *scroll of searing light* (caster level 5).

GF 13. HALL OF KING GA'AWOOTARR

A. THE THRONE ROOM DOOR

The hallway beyond the Shrine of Crocutus ends in a stone portal guarded by four large muscular gnolls. These are Ga'awootarr's elite gnoll guardians, and have been ordered to keep any but Ga'awootarr or his guests from entering the throne room. The guards will let anyone pass who knows the password, but otherwise will attack without hesitation.

Elite Guard, gnoll Brb4 (4): CR 5; Size M Humanoid (gnoll); HD 2d8+8 plus 4d12+16; hp 60; Init +4 (+4 Dex); Spd 30 ft.; AC 19 (+5 breastplate, +1 natural, +3 Dex), touch 13, flat-footed 16; BAB/Grp +5/+9; Atk +10 melee (2d6+6, masterwork greatsword, 19-20 x2) or +9 melee (1d10+6, glaive, x 3); Full Atk +10 melee (2d6+6, masterwork greatsword, 19-20 x2) or +9 melee (1d10+6, glaive, x 3); SA rage; SQ darkvision 60 ft., fast movement, uncanny dodge (Dex bonus to AC), illiteracy, trap sense (+1); AL CE; SV Fort +11, Ref +5, Will +2; Str 19, Dex 18, Con 19, Int 10, Wis 12, Cha 10.

Skills: Intimidate +4, Jump +8*, Listen +10, Spot +10. **Feats:** Blind-fight, Cleave, Power Attack.

*-4 armor check penalty when wearing breastplate.

Possessions: Breastplate, masterwork greatsword, glaive.

B. THE THRONE ROOM

The light of many torches illuminates this room with yellow-orange flickering light. Seated upon a throne of bones and gold is a huge gnoll wearing a crude spiked crown of boar tusks, encrusted with gems. His arms are covered with bracelets and other golden adornments and he wears a spiked, ugly breastplate. Grasped in one hand is a great three headed flail with horned metal skull heads sitting across his lap.

A pair of large, mangy, hyenas roll about at the king's feet. Standing behind him are a hideous female troll, and a huge female gnoll, her eyes glowing an ominous amber color. The king speaks in broken common to a number of cloaked humanoid figures. When the PCs enter the room, all of the creatures turn to stare in surprise.

Ga'awootarr, male gnoll Bbn6/Rgr3: CR 10; Size M Humanoid (gnoll); HD 2d8+6 plus 6d12+18 plus 3d10+9; hp 118; Init +2 (+2 Dex); Spd 30 ft.; AC 20 (+7 breastplate, +1 natural, +2 Dex); BAB/Grp +10/+15; Atk +18 melee (1d10+10, Skulls of Woe, 19-20 x3); Full Atk +18/+13 melee (1d10+10, Skulls of Woe, 19-20 x3); SA rage (2/day), favored enemy; SQ darkvision 60 ft., fast movement, uncanny dodge (Dex bonus to AC, cannot be flanked), trap sense (+2), combat style, wild empathy; AL CE; SV Fort



+14, Ref +7, Will +5; Str 20, Dex 15, Con 17, Int 10, Wis 14, Cha 11.

Skills: Climb +8*, Concentration +7, Diplomacy +3, Hide +5*, Intimidate +8, Jump +8*, Listen +7, Move Silently +5*, Sense Motive +3, Speak Language +4, Spot +7, Survival +5. **Feats:** Cleave, Endurance, Great Cleave, Improved Two-Weapon Fighting, Lightning Reflexes, Power Attack, Run, Track.

*-2 armor check penalty when wearing +2 *spiked breastplate*.

Languages: Gnoll, Giant, Common

Possessions: +2 *spiked breastplate*, *amulet of protection from good* (casts protection from good 1/day, CL 10th), *The Skulls of Woe*, gold armbands (500 gp value).

Ga'awootarr rose to power simply by being the biggest and meanest troll in his tribe. He normally allows his companions to cast enhancement spells such as *bull's strength* on him, then begin raging and attack. He focuses his attacks on the most powerful-looking fighter, allowing his spellcasters to engage enemy wizards and sorcerers.

Dire Hyenas (2): CR 4; hp 52; See GF 4.

These specially-trained dire hyenas will attack along with Ga'awootarr, attempting to flank opponents.

Ha' Arrash, female gnoll Sor6: CR 7; Size M Humanoid (gnoll); HD 2d8+6 plus 6d4+18; hp 47; Init +1 (+1 Dex); Spd 30 ft.; AC 13 (*amulet of natural armor* +2, +1 Dex), touch 11, flat-footed 12; BAB/Grp +4/+4; Atk +4 melee or +5 ranged; SA spells; SQ darkvision 60 ft., summon familiar; AL CE; SV Fort

+8, Ref +3, Will +6; Str 10, Dex 13, Con 17, Int 15, Wis 13, Cha 13.

Languages: Abyssal, Giant, Gnoll, Goblin, Infernal, Orc, Undercommon.

Skills: Bluff +7, Concentration +13, Craft (weaponsmith) +6, Listen +7, Speak Language (Goblin, Infernal, Orc, Undercommon), Spellcraft +12, Spot +7. **Feats:** Brew Potion, Combat Casting, Craft Wand, Scribe Scroll.

Sorcerer Spells Known (Cast per day 6/7/5/3; save DC 11+ spell level): 0—*detect magic*, *ghost sound*, *light*, *mage hand*, *open/close*, *prestidigitation*, *ray of frost*; 1st—*mage armor*, *magic missile*, *reduce*, *shield*; 2nd—*mel's acid arrow*, *summon swarm*; 3rd—*fireball*.

Possessions: *Amulet of natural armor* +2, *potion of cure moderate wounds* (CL 4th).

Ga'awootarr's mate is highly intelligent and uses whatever means at her disposal to protect herself and Ga'awootarr in battle. She prefers to strike weaker party members and spellcasters first, casting *summon swarm* to distract enemy wizards and sorcerers. If her spells don't work against spellcasters, she instead focuses on rogues, rangers and missile troops in the rear ranks.

Tee Haa, male gnoll Clr6: CR 7; Size M Humanoid (gnoll); HD 2d8+2 + 6d8+6; hp 52; Init +1 (+1 Dex); Spd 30 ft.; AC 20 (+6 *scale mail*, +2 *light steel shield*, +1 natural, +1 Dex), touch 11, flat-footed 19; BAB/Grp +5/+7; Atk +8 melee (1d8+3, +1 *flail*); Full Atk +8 melee (1d8+3, +1 *flail*); SA spells; SQ darkvision 60 ft., rebuke undead (4/day, +2); AL CE; SV Fort +9,

THE SKULLS OF WOE

This deadly weapon is a +3 *chaotic, icy burst, stunning heavy flail*. If the wielder scores a successful hit, determine damage normally, then roll 1d3 to determine how many heads actually struck the victim, and apply the appropriate effect for each (*chaotic, icy burst*, or *stunning*). If all three strike the opponent, the weapon inflicts an additional 3d6 points of damage. The *Skulls of Woe* require a minimum Strength of 18 and minimum Dexterity of 13 to wield.

Ref +3, Will +8; Str 15, Dex 12, Con 12, Int 13, Wis 16, Cha 12.

Skills: Concentration +5, Heal +7, Knowledge (religion) +11, Listen +6, Spellcraft +5, Spot +7. **Feats:** Alertness, Cleave, Power Attack.

Cleric Spells Prepared (Cast per day 5/4/4/3; save DC 13 + spell level): 0—*guidance, inflict minor wounds x2, resistance x2*; 1st—*command, divine favor, entropic shield, shield of faith*; 2nd—*align weapon, enthrall, resist energy, spiritual weapon*; 3rd—*bestow curse, dispel magic, prayer*.

Domains: Chaos, Destruction

Domain spells: 1st—*protection from law*; 2nd—*shatter*; 3rd—*magic circle against law*.

Possessions: +2 scale mail, +1 light steel shield, +1 flail.

Tee Haa, a priest of Crocutus is cruel and wicked beyond measure. Commonly he casts *bleed*, *bull's strength* and *divine favor* on himself and Ga'awootarr, then sticks close to the king in the event he needs aid or healing. He is not above bestowing curses on his enemies to reduce their constitution and hit points, and casting *shatter* at opponents to destroy their potions, armor, weapons, and other breakables.

Elite Guard gnoll Bbn4 (2): CR 5; Size M Humanoid (gnoll); HD 2d8+8 plus 4d12+16; hp 60; Init +4 (+4 Dex); Spd 30 ft.; AC 19 (+5 breastplate, +1 natural, +3 Dex), touch 13, flat-footed 16; BAB/Grp +5/+9; Atk +10 melee (2d6+6, masterwork greatsword, 19-20 x2) or +9 melee (1d10+6, glaive, x3); Full Atk +10 melee (2d6+6, masterwork greatsword, 19-20 x2) or +9 melee (1d10+6, glaive, x3); SA rage; SQ darkvision 60ft., fast movement, uncanny dodge (Dex bonus to AC), illiteracy, trap sense (+1); AL CE; SV Fort +11, Ref +5, Will +2; Str 19, Dex 18, Con 19, Int 10, Wis 12, Cha 10.

Skills: Intimidate +4, Jump +8*, Listen +10, Spot +10. **Feats:** Blind-fight, Cleave, Power Attack.

*-4 armor check penalty when wearing breastplate.

Possessions: Breastplate, masterwork greatsword, glaive.

Drexliir Lakoshk, male human Wiz6: CR 6; Size M; HD 6d4+6; hp 26; Init +1 (+1 Dex); Spd 30 ft.; AC 13 (+2 bracers of armor, +1 Dex), touch 11, flat-footed 12; BAB/Grp +3/+4; Atk +4 melee or +4 ranged; SA spells: SQ summon familiar; AL CE; SV Fort +3, Ref +3, Will +4; Str 12, Dex 12, Con 13, Int 17, Wis 9, Cha 10.

Skills: Concentration +10, Disguise +4, Hide +1, Knowledge (arcana) +12, Listen -1, Search +6, Speak Language (Giant, Infernal, Undercommon), Spellcraft +12, Spot -1. **Feats:** Craft Wand, Enlarge Spell, Extend Spell, Scribe Scroll, Silent Spell, Spell Focus (Abjuration).

Languages: Abyssal, Common, Dwarven, Gnoll, Giant, Infernal, Undercommon.

Wizard Spells Known (Cast per day 4/4/4/3; save DC 13 + spell level, 14 + spell level vs. abjurations): 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*charm person, disguise self, feather fall, magic missile, sleep, spider climb, true strike*; 2nd—*alter self, invisibility, knock, web*; 3rd—*fireball, fly, haste, hold person, lightning bolt, slow*.

Possessions: Bracers of armor +2, wand of hold person (caster level 4, 30 charges).

A nearly mad follower of Tsathogga and member of the Violet Brotherhood, Drexliir has come to Ga'awootarr with gifts of gold and slaves, seeking to maintain good relations between the gnolls and his masters in the Tomb of Absythor. In exchange for his gifts, he is asking Ga'awootarr to increase gnoll raids on caravans and travelers near Bard's Gate. At the onset of any battle, he charges himself with protection magic, before casting *haste* and unleashing *fireball* upon enemies, avoiding damage to the gnolls if possible. If threatened he turns invisible and flees the Fortress, carrying descriptions of the party back to his masters.

Lord Rogr Thainkiller, male human Ftr5/Clr3/Blk3: CR 11; Size M; HD 5d10+15 plus 3d8+9 plus 3d10+9; hp 99; Init +4 (+4 Improved Initiative); Spd 20 ft.; AC 24 (+10 full plate, +4 heavy steel shield), touch 10, flat-footed 24; BAB/Grp +10/+13; Atk +17 melee (1d8+5, +2 longsword, 17-20 x 2); Full Atk +17/+12 melee (1d8+5, +2 longsword, 17-20 x 2); SA spells, poison use, smite good; SQ rebuke undead (5/day, +2), aura of evil, *detect good*, dark blessing, aura of despair; AL CE; SV Fort +13, Ref +3, Will +7; Str 16, Dex 11, Con 17, Int 11, Wis 15, Cha 14.

Skills: Concentration +7, Diplomacy +7, Hide +5*, Knowledge (religion) +8, Listen +4, Ride +8, Speak Language (Abyssal, Gnoll), Spot +4. **Feats:** Alertness, Cleave, Endurance, Improved Initiative, Improved

Sunder, Mounted Combat, Power Attack, Weapon Focus (longsword).

*-6 armor check penalty when wearing +2 *full plate* and +2 *heavy steel shield*.

Languages: Abyssal, Common, Gnoll

Divine Spells Prepared (Cast per day 4/3/2; save DC 12 + spell level) 0—*guidance* x2, *resistance* x2; 1st—*bless*, *bane*, *shield of faith*; 2nd—*bull's strength*, *eagle's splendor*.

Domains: Death, Evil

Domain spells: 1st—protection from good; 2nd—death knell.

Blackguard Spells Prepared (Cast per day 2/1; save DC 12 + spell level) 1st—*corrupt weapon*, *cure light wounds*; 2nd—*cure moderate wounds*.

Possessions: +2 *full plate*, +2 *heavy steel shield*, +2 *longsword*, 3 doses giant scorpion poison, 2 *potions of cure moderate wounds*. Writ of authority and passage from the Temple of Orcus

A blackguard and servant of Orcus, Lord Rogr is here to assess Ga'awootarr's forces and to see if they can serve as a true army for an assault on Bard's Gate. Sent as an ambassador of the Temple of Orcus in Rappan Athuk, Rogr was once a paladin of Muir, and sworn defender of good. He was captured and twisted to near madness by the High Priests at Rappan Athuk, and slew his own commander at the bidding of the Master. He has studied the teachings of the Master fully, and in the process has become a blackguard.

Rogr will fight to the best of his abilities on behalf of the gnoll king, but if it looks as if his side is losing, he will attempt to flee the room and report that Ga'awootarr's gnolls are not worthy allies for the Temple of Orcus.

Sister Slayer, female doppelganger Rog5: CR 8; Size M Monstrous Humanoid (shapechanger); HD 4d8+20 plus 5d6+25; hp 91; Init +8 (+4 Dex, +4 Improved initiative); Spd 30 ft.; AC 20 (+2 bracers, +4 natural, +4 Dex), touch 14, flat-footed 16; BAB/Grp +7/+8; Atk +9 melee (1d6+2, *sword of subtlety*, 19-20 x2) or +12 ranged (1d8, masterwork light crossbow, range 80 ft., 19-20 x2); Full Atk +9/+4 melee (1d6+2, *sword of subtlety*, 19-20 x2) or +12 ranged (1d8, masterwork light crossbow, range 80 ft., 19-20 x2); SA detect thoughts, sneak attack (+3d6); SQ darkvision 60 ft., change shape, immunity to *sleep* and charm, trapfinding, evasion, trap sense (+1), uncanny dodge; AL CE; SV Fort +7, Ref +12, Will +9; Str 13, Dex 18, Con 20, Int 16, Wis 19, Cha 15.

Skills: Bluff +11, Climb +9, Disable Device +10, Disguise +14, Hide +13, Intimidate +8, Listen +10, Move Silently +10, Open Lock +10, Search +9, Sense Motive +10, Sleight of Hand +12, Spot +10, Use Magic Device +9, Use Rope +10. *Feats:* Alertness, Dodge,

Improved Initiative, Skill Focus (Hide).

Languages: Abyssal, Common, Giant, Infernal.

Possessions: +2 *bracers of armor*, *sword of subtlety*, masterwork light crossbow, 20 bolts, *wand of major image* (CL 5th; 25 charges).

A representative of the Black Brotherhood, Sister Slayer has come to Ga'awootarr to ask that his gnolls not raid caravans that are under the Shadow Masks' protection. The gnolls' raids are bad for business, reducing profits and making many of the Masks' operations even more risky. She has brought a list with information about the Citadel of the Griffons, its garrison, watch schedules, supplies, and so on, to help persuade Ga'awootarr to agree to the brotherhood's proposition.

In combat she uses the *wand of major image* to create the appearance of gnolls pouring from the shadows. She then moves to hide in shadows, and change form into the likeness of one of the party's rogues, then attacks the party's spellcaster with her crossbow, hoping that in the confusion she will not be noticed. Like the other emissaries, she will attempt to flee the chamber if the battle goes against her.

Oogie, female troll Bbn 1: CR 6; Size L Giant; HD 6d8+48 plus 1d12+8; hp 90; Init +9 (+4 Improved Initiative, +5 Dex); Spd 40 ft.; AC 23 (+7 natural, +2 *ring of protection*, +5 Dex, -1 Size), touch 16, flat-footed 18; BAB/Grp +4/+16; Atk +12 melee (1d6+8, claw) or +12 melee (1d6+4, bite); Full Atk +10/+10 melee (1d6+8, claw) and +10 melee (1d6+4, bite); Space/Reach 10 ft./10 ft.; SA Rend, rage; SQ regeneration (5 hp per round), darkvision 90 ft., low-light vision, scent, fast movement; AL CE; SV Fort +15, Ref +7, Will +4; Str 26, Dex 20, Con 27, Int 9, Wis 11, Cha 8.

Skills: Intimidate +3, Listen +7, Spot +6. *Feats:* Alertness, Combat Reflexes, Iron Will, Multiattack.

SA—*Rend (Ex):* If Oogie hits with both claw attacks, she latches onto her foe's body and tears the flesh, automatically dealing an additional 2d6 +12 points of damage.

Possessions: 900 gp in jewelry.

Oogie is stupid and ignorant but hugely strong and apt to rage on a whim. She charges the party, closing with the biggest hardest to kill individual in the group and mauling them as best she can.

Treasure: Four locked chests (Open Lock DC 25), [[chest stats]] sit on either side of Ga'awootarr's throne. The gnoll king has the keys. Each chest contains 1,000 gp, 200 gp in gems, 50 pp, 2,500 cp and 2,500 sp. Ga'awootarr's crown is worth 1,500 gp.

GF 14. THE SLAVE PENS

The sounds of pickaxe on stone and the crack of whips echo. The tunnel leads down a long flight of

rough-hewn stone steps until it enters a large cavern complex. A group of whip-wielding gnolls stands guard over dozens of slaves of various races and ages. They are chained together in groups of six to ten, and are laboring to enlarge the chamber.

30 gnoll warriors and **5 elite guards** keep order over 120 prisoners in this area. The prisoners are malnourished and poorly treated. Those that become too weak to work on are sacrificed to in the shrine above.

Gnolls (30): CR 1; hp 12. *Possessions:* Scale mail, heavy wooden shield, flail, 3d6 sp.

Elite Guard, male gnoll Bbn4 (5): CR 5; hp 55; See **Area GF 13 (A)**.

Most of the slaves are too weak to fight. They are kidnapped commoners, caravan guards, merchants and unlucky adventurers. Freeing the slaves and bringing them back to Bard's Gate will earn each party member a 1,200 XP bonus.

APPENDIX A

GODS OF BARD'S GATE

Found here are the deities commonly worshipped in the Stoneheart River Valley, The City of Bards Gate, and beyond.

MAJOR GODS OF BARD'S GATE

Detailed here are the Major Deities of a Bard's Gate/Necromancer Games campaign, these being the most commonly worshipped by the majority of the population, villains, NPCs, and player characters.

DAME TORREN, GODDESS OF THE FOUR WINDS

Alignment: Neutral

Domains: Air, Animal

Symbol: A wavy line symbolizing the blowing wind

Garb: A feathered cape.

Favored Weapons: Scimitar

Form of Worship and Holidays: Holidays celebrated by followers of Oghma are also sacred to Dame Torren.

Typical Worshippers: Sailors, bards who play wind instruments, millers and those whose livelihood depends on the winds.

This goddess is credited with carrying the music to the ears of the faithful. She is considered Oghma's handmaiden and is always worshipped in association with him.

HEL, GODDESS OF DEATH, LADY OF PESTILENCE

Alignment: Neutral Evil

Domains: Evil, Death, Plant, Animal

Symbol: A face, black on one side and white on the other

Garb: Druidic garb of midnight black and snow white.

Favored Weapons: Poisoned Dagger or Sword

Form of Worship and Holidays: Rites to Hel are practiced by her worshippers during blights and plagues, likewise sacrifices are made to her by fearful non worshippers to stave off plagues and illness.

Typical Worshippers: Diseased and disease-causing creatures, evil humanoids, evil druids, women, bards

Hel is known to spread disease, pestilence and plague with the wave of her hand. Any living thing in her presence withers and dies. She appears as a strange gaunt woman of both jet black and blankest white.

Diseased creatures worship her. It is said a strange cult of druidic ghouls and mummies worship her in a secret temple hidden from the knowledge of mortals, spreading their foul diseases in secrecy. Several sects of evil druids dedicated to Hel plague the land, summoning swarms of vermin and causing disease in living things. She cares for nothing other than the spread of death. Oddly, some evil bards worship her. She resides on a plague ridden plane in Hades.

MOCCAVALLO, GOD OF DISGUISE AND TREACHERY

Alignment: Chaotic Neutral

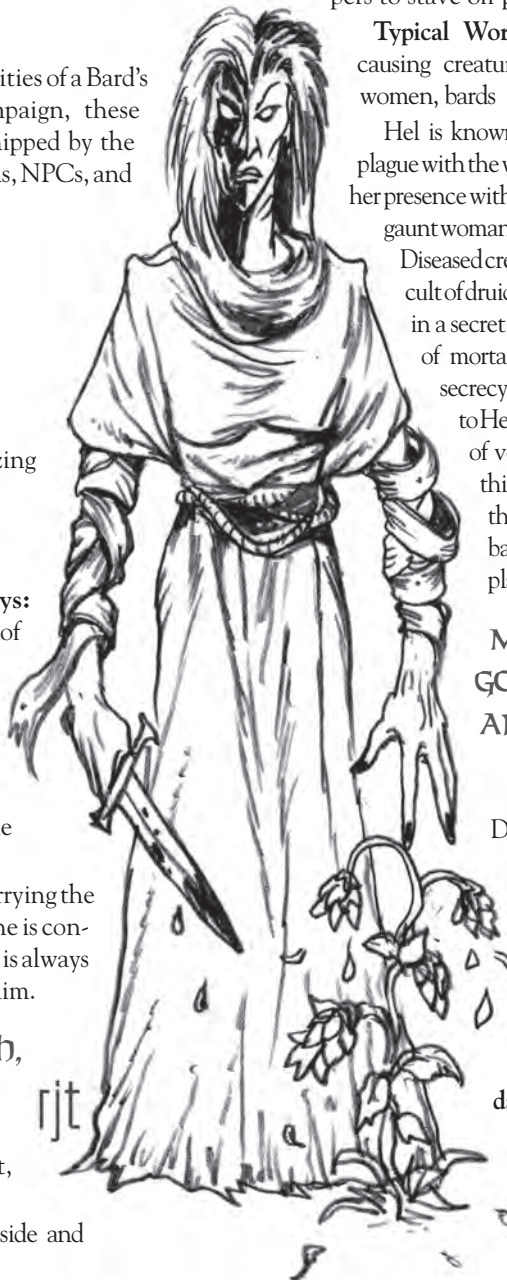
Domains: Chaos, Trickery, Diplomacy

Symbol: Mask of a blank face.

Garb: Complex masks and disguises

Favored Weapons: Short-sword

Form of Worship and Holidays: Actors and performers pray to Mocalvallo before shows. Worshippers give her offerings when they have successfully disguised themselves or avoided detection.



Typical Worshipers: Doppelgangers, shapechangers, bards, actors, thieves and spies.

Moccalvallo is the god of actors and spies, and those who seek to keep their identities hidden. Moccalvallo's true face is unknown even to the gods themselves. A capricious deity, Moccalvallo is arrogant and untrustworthy, known to play gods against one another as it serves his needs. Moccalvallo has been known on one hand to steal the treasures of evil deities and the hearts of good ones, leaving both with nothing. Although not specifically evil, Moccalvallo's cult has a penchant for cruel jokes, yet actors who venerate him are known for their fantastic performances and ability to completely "become" their characters.

YENOMESH, GOD OF GLYPHS AND WRITING

Alignment: Neutral

Domains: Protection, Knowledge, Magic

Symbol: A gleaming silver scroll

Garb: Grey scribes' robes

Favored Weapons: Quarterstaff

Form of Worship and Holidays: Yenomesh is worshipped through study, teaching and learning. The last day of the week is given over to quiet contemplation, and his holy ceremonies often take place in total silence.

Typical Worshipers: Loremasters, wizards, scribes, and sages, authors and historians.

Yenomesh is the aged sage of the gods. He is said to have been the first to gain knowledge of the sacred runes which brought the light of knowledge to the world. He is likewise credited with being the inventor of language, and his priests are often fluent in many different tongues. Libraries and archives are often dedicated to this god, and many have at least one small shrine to Yenomesh.

BACCHUS-DIONYSUS, GOD OF WINE AND MADNESS

Alignment: Chaotic Neutral

Domains: Chaos, Animal, Plant

Symbol: A stylized wine cup

Garb: Robes of maroon and gold denoting red and white wines

Favored Weapons: Greatclub

Form of Worship and Holidays: Indulgence and excess are sacred activities to the worshippers of Bacchus-Dionysus. The wildest celebration of the year takes place during grape harvest, in both the early spring and late fall. These affairs last up to three full days, and are usually followed by long periods of inactivity, in which worshippers lie about and moan pathetically.

Typical Worshipers: Drunkards, alcoholics, libertines, nobles, young people, satyrs, some fey

creatures and the Baccae, the chosen race of Bacchus-Dionysus.

Bacchus-Dionysus appears as a youthful well built man with curly brown hair. Rams horns spring from his brow and he is frequently dressed in a wine- (or blood-) stained toga. Bacchus-Dionysus is the god of revels and debauchery and the overindulgence in alcoholic beverages. The god's priestesses, the Baccae, epitomize the rage and mindless violence that often comes of overindulgence. These priestesses, once believed to have been mortal women, take on beastlike visages and tear their lovers limb from limb in orgiastic frenzies of wine and death.

BOWBE

Alignment: Chaotic Neutral

Domains: War, Chaos, Strength, Vengeance

Symbol: Crossed Sword and Hammer of Bowbe

Garb: Furs, skins and pelts over battle armor

Favored Weapons: Greatsword, warhammer

Form of Worship and Holidays: Great feasts and blood sacrifice precede battles. After battle, the treasures, arms and armor of defeated foes are offered to the god. Those that he doesn't keep belong to the victors. His priests specialize in wild cursing and imaginative insults.

Typical Worshipers: Barbarians, raiders, reavers and plunderers.

Bowbe is the embodiment of barbarian wrath and frenzy. He appears as a mighty barbarian dressed in the pelt of Urson the Great Bear, whom he can summon to his side by tossing the pelt to the ground and calling its name. Bowbe carries the greatsword *Bm'fob* in one hand and warhammer *Wytch-Killer* in the other.

Bowbe revels in war and the slaughter of his foes. His battles against giants are legendary, as is his hatred for the undead, arcanists, lawyers, guardsmen, and most other civilized authority figures.

Unlike other gods, Bowbe aids only those who take his name in vain. Thus it is not uncommon to hear berserkers cursing their god for his indifference as readily as they curse their foes. Bowbe only grants the raising of one of his followers if that follower immediately seeks blood vengeance against his killers. Bowbe grants no healing spells higher than 4th level.

ORE'UAIN THE LAME, GOD OF CRAFT AND SMITHS

Alignment: Neutral

Domains: Earth, Creation, Fire, Knowledge



Symbol: Three interlocking cog wheels which can be separated or connected by those worshippers who know the trick of the blessing

Garb: Crafters outfit

Favored Weapons: Warhammer

Form of Worship and Holidays: Worshipers sacrifice one masterwork per year. Late summer crafts festivals, earth-quakes and volcanic eruptions also spur additional sacrifices to Dre'uain

Typical Worshippers: Humans, dwarves, gnomes, halflings

Dre'uain appears as a clubfooted gnome with strong but fine-fingered hands. His flame-red hair and beard always appear singed. He has a long nose and piercingly curious eyes, and wears a black soot covered apron. Considered by many to be one of the first deities, Dre'uain embodies the creative mind and its ability to fashion unique objects and devices. Dre'uain is honored by creators, inventors, smiths, architects and other craftsmen of all races.

FREYA, GODDESS OF LOVE AND FERTILITY

Alignment: Neutral Good

Domains: Animal, Good, Healing, War

Symbol: Falcon

Garb: Robes and cloaks of white, trimmed with white fur

Favored Weapons: Longsword, longbow

Form of Worship and Holidays: Harvest moon feast and before large hunts

Typical Worshippers: Human females

Freya is a lesser goddess of love and fertility. She is also the leader of a great band of women warriors known on some planes of existence as Valkyries. Freya represents fertility in all its forms. On this plane, Freya represents the cycle of death and rebirth. She is a goddess of the coming harvest as well as a goddess of sexuality and procreation. Her beast is the falcon, though she is fond of the winter wolf and the stag. She appears most frequently to her worshippers as a beautiful human woman dressed in robes and a cloak of winter wolf fur, though she occasionally appears as a huntress in leather armor with sword and

bow, or as a warrior in shining mail and glowing sword. She can take the form of a falcon — or any other bird — at will, as well as the form of a huge winter wolf.

GROMM THE THUNDERER

Alignment: Chaotic Good

Domains: War, Air, Water, Destruction

Symbol: Lightning Bolt

Garb: Metal armor

Favored Weapons: Mace, maul or warhammer

Form of Worship and Holidays: Violent thunderstorms herald holy days for this wild deity. Worshippers pound drums and make violent noises in imitation of their god's thunderbolts.

Typical Worshippers: Barbarians, bards, cloud and storm giants, those who live in regions with harsh or unpredictable weather.

Gromm is a barbarian god, worshipped by those who both fear and respect the fury of nature. He also counts mercenaries and adventurers among his followers, for these are also often at the mercy of the weather.

Gromm is powerfully guilt, his eyes crackle with electricity and his golden beard and hair glow and spark. He bears a great two-handed mace called Thunderstroke. His traditional enemies are the fire and frost giants, with whom his most fanatical worshippers — the cloud and storm giants — war incessantly. Gromm's fortress is guarded by a band of 50 celestial storm giants, and it is said that he actually created the storm giant race.

HECATE, GODDESS OF EVIL MAGIC

Alignment: Lawful Evil

Domains: Law, Evil, Magic, Knowledge

Symbol: A half silver disk representing the setting full moon

Garb: Fashionable togas of the most expensive cut and material, generally in black.

Favored Weapons: None



Form of Worship and Holidays: Priests and Wizards who venerate Hecate do so beneath the full moon with sacrifices of blood and magical items as the moon sets.

Typical Worshippers: Wizards, Women, Wali Hecate Assassins, Lawful evil hags, witches, and crones.

Hecate is the goddess of evil magic. She appears as a beautiful woman flanked by numerous hell hounds, her favored creature. The setting moon is her symbol. She requires sacrifices on the full moon. Her priests are normally accompanied by hell hounds sent by their goddess to guard her temples. Clerics of Hecate have a special rapport with the beasts, allowing a chance to control them as they would undead. Hecate is a jealous goddess, capricious and quick to anger. One of her greatest priestesses, Akbeth, is imprisoned in the **Necromancer Games** dungeon module **Rappan Athuk Reloaded**. She resides in a floating castle in the Nine Hells.

KAMIEN, GODDESS OF RIVERS STREAMS AND SPRINGS

Alignment: Neutral

Domains: Water, Travel

Symbol: A fish riding upon three wavy lines upon a green copper amulet.

Garb: Clerics of Kamien dress in robes of turquoise, brown and azure with bracelets and anklets of blue.

Favored Weapons: Javelin or Shortspear

Form of Worship and Holidays: Spring and fall floods bring sacrifices to Kamien to ensure that rivers to not rise too high. At midsummer, Kamien's followers gather at rivers to appeal to her to keep them flowing.

Typical Worshippers: Women, nymphs, sprites and other water creatures, boatmen, bargemen and fishermen.

Kamien is the embodiment of springs, streams and rivers, appearing as a woman with skin like silvery rippling water, or as a great silvery scaled fish. Bargemen and fishermen who ply her waterways toss coins into streams, fountains and brooks to ensure safe



passage and plentiful catches. She is considered to be the mother of nymphs and sprites and is a member of the Court of Fey.

MIRKEER, GODDESS OF SHADOWS AND THE NIGHT

Alignment: Neutral Evil

Domains: Evil, Shadow, Magic

Symbol: A black glove

Garb: Anything black

Favored Weapons: Dagger

Form of Worship and Holidays: Mirkeer's worshippers pray to her in dark rooms while masked and blindfolded. Her altars are carved of black stone, and nights with a new moon are considered her sacred time.

Typical Worshippers: Thieves, assassins, evil wizards and sorcerers, those who make their living in darkness.

Mirkeer is the daughter of Hecate and serves as her mother's messenger and personal assassin. As beautiful as her mother and equally cruel, Mirkeer is the mistress of shadows and can control shadows with a thought. Venerated by assassins, evil rogues, and dark magicians, her cults are always secretive and well-hidden.

MUIR, GODDESS OF VIRTUE AND PALADINS

Alignment: Lawful Good

Domains: Law, Good, Protection, War

Symbol: Blood-red upraised sword on a white background

Garb: White wool robes with a upraised sword and hand in red

Favored Weapons: Longsword or Bastard sword

Form of Worship and Holidays: Regular worship and fasting on the eve before known battle or before confirmation or promotion of the ranks of the faithful.

Typical Worshippers: Humans and paladins

Muir is the sister of Thyr. While he represents law and peace, she represents the martial valor necessary to make that peace a reality. As such, she is the goddess of paladins. She is often depicted as a dark-tressed maiden warrior in shining mail with an upraised (often bloodstained) sword. She is noble and single-minded of purpose. The tenets of her worship include honor, truth and courage. A great order of paladins known as the Justicars are sworn to her service. Muir expects self-sacrifice, humility and charity as well as unswerving loyalty. Her standards are extreme and she quickly turns her back on any who fail to live up to them. Those who maintain her standards,

however, may become Justicars, a prestige class of paladins imbued with even greater holiness. Her symbol is a blood red uplifted sword on a white background, symbolizing her endless fight against evil. Her worshipers must be lawful good, and only clerics of Muir may ordain Justicars. The falcon is her sacred animal. She is the tireless foe of all evil creatures and undead, demons and devils in particular are her sworn enemy.

NOTE, GOD OF THE HARP

Alignment: Neutral Good

Domains: Good, Travel, Luck, Protection

Symbol: A tiny amulet carved in the shape of a harp

Garb: Travelers Clothes

Favored Weapons: Dart

Form of Worship and Holidays: Note is worshipped in association with his companion, Oghma.

Typical Worshipers: Halfling, gnome and dwarven bards.

Note, God of the Harp, is a diminutive deity who serves as the bodyguard and herald of Oghma. Frequently he appears in the guise of a magical talking harp, while at other times he appears as a handsome halfling or gnome clad in traveling clothes. Note frequently serves as a comedic foil in Saga's but also has a serious side, especially when it comes to defending Oghma or the world's halflings, gnomes and dwarves.

OGHMA, GOD OF SONG AND BARDS

Alignment:
Neutral Good

Domains:
Creation, Good,
Travel, Knowl-
edge

Symbol: Harp

Garb: Priests of
Oghma dress in per-
former's garb.

Favored Weapons:
Longsword, Sling

**Form of Worship and
Holidays:** Musical concerts
and public performances
before audiences. New Year's
Eve, Midsummer, Midwinter.

Typical Worshipers: Musicians, composers, dancers
and poets, humans, elves, halflings.

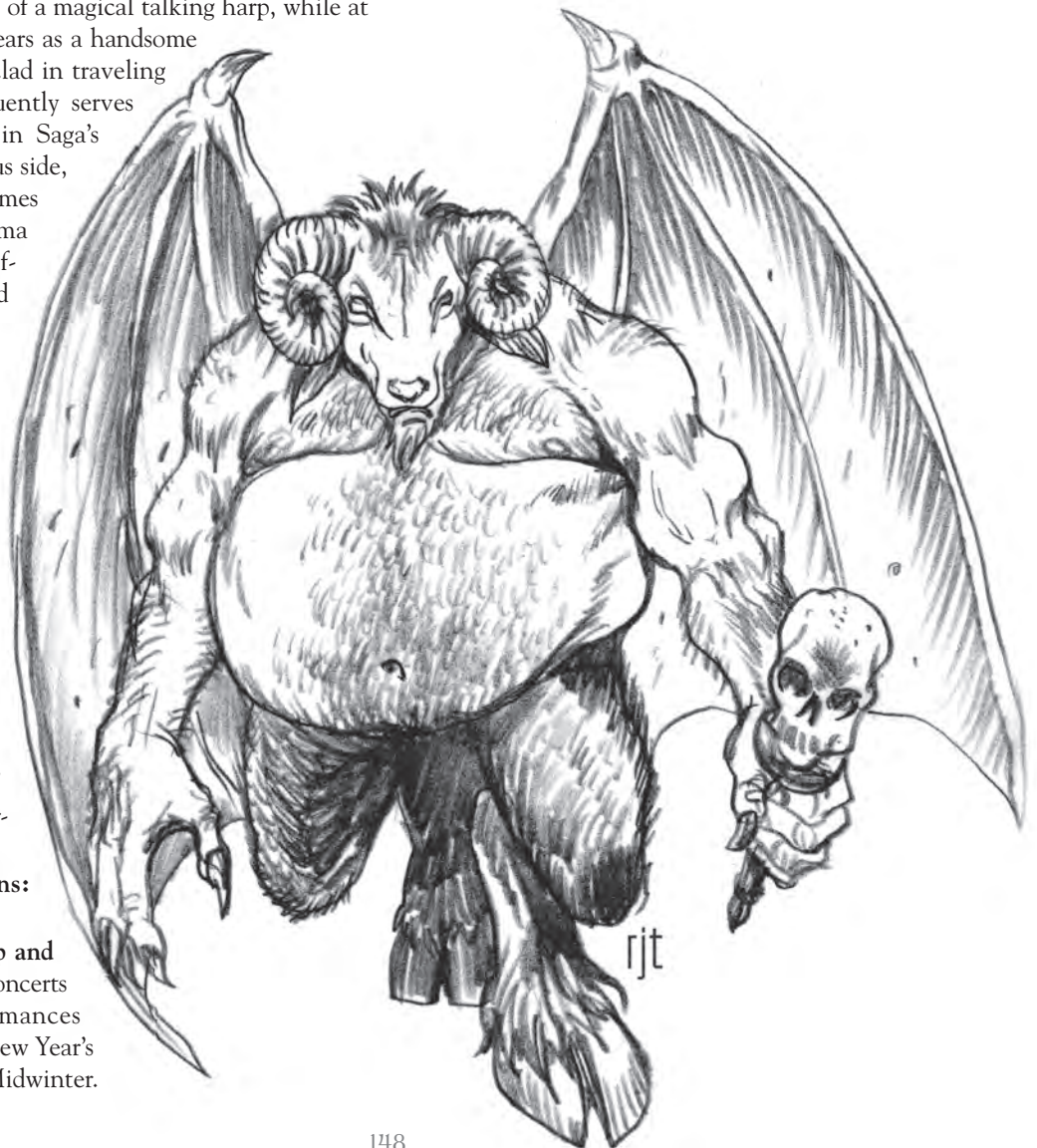
Oghma, the God of Song and Bards is an ancient deity, credited with shaping the first sounds into song, recording of the earliest sagas of gods and mortals, and giving dance and music to mortals. Oghma appears to his followers in the guise of a handsome traveling minstrel, bearing a finely-crafted harp (a demigod in its own right known as Note) and attended by a beautiful flute player, his handmaiden, Dame Torren of the Four Winds. Oghma frequently finds himself at odds with Moccavallo and Sefagreth, both of whom compete with him for followers. Oghma seldom enters battle, except to defend himself with his mighty singing and dancing longsword *Tune*, preferring to pelt foes with thathlen balls hurled from the sling *Harmony*.

ORCUS, DEMON LORD OF THE UNDEAD

Alignment: Chaotic Evil

Domains: Chaos, Evil, Death, Destruction

Symbol: Wand of Orcus



Garb: Black cowl and robe ensemble

Favored Weapons: Ornamental Heavy Mace (spiked or skull-tipped)

Form of Worship and Holidays: Day of the Dead (Late Fall), Nights of blood red and horned moons. Worship usually involves grave robbery and the animation and conscription of the newly dead to the forces of evil.

Typical Worshipers: Monsters, Undead and Evil Humanoids

Orcus is a demon prince with — surprisingly enough — many human worshipers. He has a strange fascination with humans and their desire for power, possibly because it is this very flaw that causes them so frequently to seek that which he controls: power over death. Orcus is the lord of all undead and he resides in the Abyss in his Palace of Bones surrounded by a legion of vampires and liches. Evil, ruination and wanton destruction are his only goals. He is most often depicted as a bloated ram-headed, bat-winged monstrosity with cloven-hoofed goat legs. He wields the “Wand of Orcus,” a legendary skull-tipped obsidian rod that is rumored to slay any living thing it touches.

Though mostly worshiped by the monstrous races, the ranks of Orcus' human worshipers are swelling, as Orcus grants his followers power in large, liberal doses. It is not uncommon for Orcus to give relatively low-level priests command of vast numbers of undead to do his bidding. His symbol is either a demonic ram-headed skull (the most common), a representation of himself seated on his throne, or a depiction of his skull-tipped wand. His priests favor heavy, dark hooded robes and ornamental maces stylized to represent his skull-tipped wand.

SEFAGRETH, GOD OF COMMERCE, TRADE, CITIES

Alignment: Neutral

Domains: Luck, Travel, Diplomacy, Trickery

Symbol: Compass rose

Garb: Elaborate robes of blue, a color often associated with diplomats.

Favored Weapons: Rapier

Form of Worship and Holidays: The founding days of cities are considered holy days to Sefagreth, regardless of when they occur.

Typical Worshipers: Aristocrats, merchants, seafarers and caravan masters.

Sefagreth is a handsome deity popular among aristocrats, diplomats, tradesmen and courtiers. The father of cities and founder of trade, Sefagreth is a deity whose primary concern is the creation and maintenance of wealth and good relations between cities. Sefagreth is therefore considered a neutral party who aids in disputes among the gods, and counts diplomats among his followers. He disdains combat, preferring to use argument and rhetoric, and allowing others to do the fighting.

SET, GOD OF EVIL AND THE NIGHT

Alignment: Lawful Evil

Domains: Law, Evil, Knowledge, Death

Symbol: Black Ankh of Set

Garb: Kilt, sandals and ceremonial head-dress (beast mask), Black Ankh of Set.

Favored Weapons: Cobra staff, Spear of Darkness, poisoned weapons

Typical Worshipers: Evil power-seeking humanoids, evil monks, assassins

Set is a greater god, worshipped on many planes in many forms. He most often appears as a scaled humanoid with the head of a jackal. He is utterly dedicated to the orderly spread of evil and oppression. His symbol is the coiled cobra, though any snake can be used to represent his power. His temples are filled with enormous serpents, always poisonous. His skin is poisonous to the touch. Organized groups of assassins are known to be dedicated to his worship. His priests carry staves worked on one end into the head of a cobra. The cobra head is normally tipped with steel fangs coated with poison. His clerics also often carry a stylized black spear, representing the *Spear of Darkness* he carries. Many of his worshipers tattoo themselves with serpents or cobras. An evil sect of monks dedicated to Set and led by a vampire is detailed in the **Necromancer Games** module **Vampires and Liches**. He, too, makes his home in the Nine Hells.

THURSI, GOD OF BATTLE

Alignment: Neutral Evil

Domains: War, Death, Destruction, Evil, Magic

Symbol: Four envenomed arrows arranged in an “X”

Garb: Armor anointed in the blood of enemies.

Favored Weapons: Composite Longbow, Battleaxe

Form of Worship and Holidays: Beheading of prisoners upon the eve of battle and the ceremonial cremation of the fallen afterwards. Thursis' most holy day falls in early June, the traditional start of the military campaign season.

Typical Worshipers: Warriors, mercenaries and warlords.

Thursis as a powerfully-built red haired man driving an iron chariot drawn by a team of four fiendish warhorses. His chariot glows with hellfire and is adorned with the animated heads of his fallen enemies which moan incessantly. Thursis wear spiked plate armor of archaic design which glows a sickly green. His cursed arrows are said to afflict his enemies with a variety of infections and demonic fevers which render them unable to defend themselves. Thursis is not so much worshipped as respected and feared, for he has been known to abandon faithless followers in the midst of battle, even going so far as to aid their enemies.

THYR, GOD OF LAW AND JUSTICE**Alignment:** Lawful Good**Domains:** Good, Healing, Law, Knowledge, Protection**Symbol:** Silver cross on a white field**Garb:** White robes trimmed with silver, purple or gold — the colors of kingship**Favored Weapons:** Light or Heavy Mace**Form of Worship and Holidays:** Last day of every month, on the last holy day of every year is set-aside for non-royalty to have their grievances heard.**Typical Worshippers:** Humans, Royalty

Thyr is the god of wise and just rule. He is normally depicted as a wizened king seated on a great throne holding a rod of kingship in one hand and a chalice of peace in the other. His principles are justice, order and peace. He represents proper and traditional rule and as such was once worshiped (at least in name) by all human royalty. He is the embodiment of the enlightened human caste system where each person has a fairly-determined role in a lawful society intended to create the greatest good for the greatest number. His symbol is a silver cross on a white field, symbolizing the upturned cross-haft of his sister's sword, which he thrust into the earth to end the gods' war. Upon seeing the blood of so many gods shed, Thyr foreswore the use of swords and his priests, for this reason, may not use bladed weapons. Many favor reinforced rods, similar to light maces, modeled after Thyr's own rod of kingship. The noble eagle and lion are his sacred creatures.

TSATHOGGA, DEMON FROG GOD**Alignment:** Chaotic Evil**Domains:** Chaos, Evil, Water, Destruction**Symbol:** Likeness of the Frog God, Carved in Soapstone**Garb:** Green and violet robes, if any.**Favored Weapons:** Any that slash, cut and are wickedly curved, as well as ropes or nets**Form of Worship and Holidays:** Too gruesome and perverse to describe even by Necromancer Games Standards**Typical Worshippers:** Aberrations, Tsathar, Sentient Frogs, Evil Water Monsters, The Violet Brotherhood

This foul frog-demon cares less about the machinations of men and power than he does about obliterating light and life with slow, oozing sickness and decay. He is the viscous dark evil bubbling up from beneath the surface; the foul corruption at the heart of the earth. Making his home on the plane of Tarterus at the mouth of the vast swamp of filth deposited by the river Styx as it flows out of the Abyss, Tsathogga's main form is of a colossally-bloated humanoid frog with spindly, elongated limbs and fingers. His corpulent body exudes all manner of foul humors and fluids, which leak into the vile swamp in which he lies. He has positioned himself so that all of the slime and filth from the river Styx feeds into his gaping, toothy maw. He never moves and rarely speaks other than to emit an unintelligible shrieking.

Tsathogga commands a host of evil creatures—notably evil aberrations and his own vile frog race, the tsathar (detailed in the **Necromancer Games** module **The Tomb of Abysthor**). Thousands of fawning tsathar servants continuously bathe his body in fetid slime from the evil swamp, awaiting the divine bliss of being randomly devoured by him. His hatred of light and lack of human



worshippers (though there are a few notable exceptions) mean that he is little known to surface races. He has few organized centers of worship and no standardized holy symbol — each worshiper choosing its own way to best depict his deific vileness. Occasionally, tsathar priests of Tsathogga on this plane sculpt a small likeness of him out of foul chunks of solid waste from Styx that harden into a vile green substance similar to soapstone when taken from that plane. Such items are prized as holy relics.

TYKEE, GODDESS OF LUCK AND GOOD FORTUNE

Alignment: Chaotic Good

Domains: Good, Luck

Symbol: A Wheel of Fortune

Garb: Golden robes and courtiers attire, symbolizing good fortune and success.

Favored Weapons: Whip

Form of Worship and Holidays: Gamblers call upon Tykee constantly, and any day when someone wins big is considered a holy day for this goddess. Her worshippers make sure to donate a portion of all winnings to the Church of Tykee.

Typical Worshippers: Gamblers, rogues, bards, and all those who live risky lives revere this deity.

Lady Luck wears many guises. She embodies good fortune, and is praised during winning streaks and big wagers. She is also appealed to by losing gamblers, in the hope that she will eventually favor them. Other strokes of good fortune such as good harvests, unexpected pregnancies, financial windfalls and similar events are also sacred events to Tykee and her followers. Her temples are usually quite prosperous, as especially lucky gamblers often give part of their winnings to the goddess.

VANITTHU, GOD OF THE STEADFAST GUARD

Alignment: Lawful Neutral

Domains: Law, Protection, War, Healing

Symbol: A gray shield emblazoned with a stylized black fortress tower

Garb: A gray tabard with a black tower sigil

Favored Weapons: Spear

Form of Worship and Holidays: Prayers are often said to Vanitthu at the start of sieges or by guardsmen prior to heading out on the beat.

Typical Worshippers: Barristers, judges, guards, professional soldiers, military officers and nobles.

Some claim that Vanitthu is the son of the great god Anumon; others go so far as to say that Vanitthu is yet another aspect of the great god (this schism has caused considerable conflict within the faith). In either case, Vanitthu is the embodiment of martial perfection, law, the strength of the state, and the punishment of the guilty. A grim and resolute deity, Vanitthu is always shown bearing a spear made of

lightning, and a polished mithril shield. He often appears to his followers on the field of battle, especially to those engaged in or defending against sieges.

ZADASTHA, GODDESS OF LOVE

Alignment: Neutral Good

Domains: Good, Diplomacy, Healing

Symbol: A wreath of pink and red roses

Garb: Gowns and courtiers' outfits

Favored Weapons: Longbow

Form of Worship and Holidays: The expression of love in all its forms is considered one of the most faithful things that worshippers can do; many of Zadastra's followers tend to be overly exuberant in their declarations, often to the embarrassment of their would-be lovers. The faith's most holy time is Lovers' Day, the first bloom of early spring.

Typical Worshippers: Poets, romantic authors, chivalrous knights, bards who perform songs of love and hopeless romantics of all stripes. This faith is particularly popular among lovelorn students and teenagers.

Zadastra the Beautiful is the goddess of true love. Her gaze is said to bring forth love even in the cruelest of hearts and her perfume to cause lustful thoughts to fill the mind of any being.

LESSER GODS AND "DEAD" GODS

These deities are lesser known or worshipped by the very few.

ARDEN, GOD OF THE SUN

Alignment: Neutral Good

Domains: Air, Good, Sun, War

Symbol: Sun staff (staff with a bronze sphere containing an ankh)

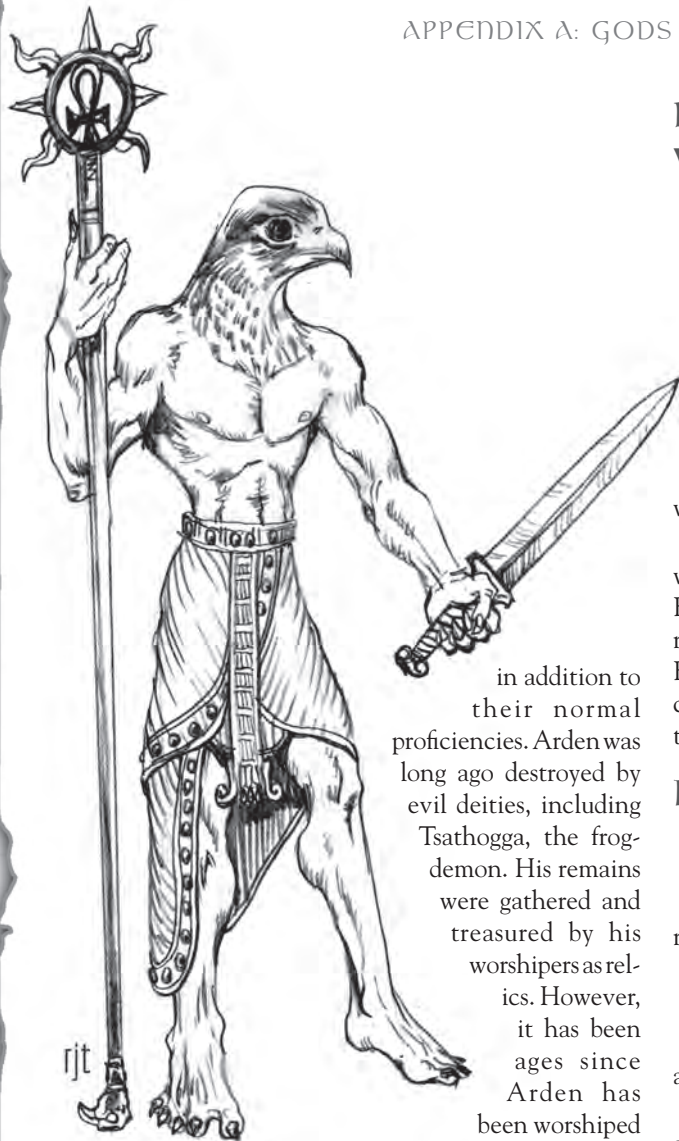
Garb: Ivory tunics and tabards, emblazoned with sun shaped embroidered gold

Favored Weapons: Sun staff, short sword

Form of Worship and Holidays: The holiest of celebrations occur during lunar eclipses, followed by high noon on the summer solstice. High noon marks a regular prayer time for most followers

Typical Worshippers: Of old he was worshiped by humans, though Arden is not currently worshipped on this plane

Arden is a lesser avatar of the sun god Ra. He is depicted as a hawk-headed, muscular man wearing a short kilt of precious metals and jewels. His eyes have the power to shoot searing beams of sunlight. He carries a staff tipped on one end with a bronze sphere representing the sun containing an ankh and on the other end with a bronze hawk head. This staff is known as a sun staff and is carried by his worshippers. They are treated as quarterstaves. He also wields a bronze short sword. His worshippers who select the War domain are proficient with the short sword



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in addition to their normal proficiencies. Arden was long ago destroyed by evil deities, including Tsathogga, the frog-demon. His remains were gathered and treasured by his worshipers as relics. However, it has been ages since Arden has been worshiped on this plane by

any save beggars and the slightly mad who still speak prophecies of his rebirth.

ARN, LESSER GOD OF THE SUN

Alignment: Neutral Good

Domains: Sun, Healing, Good

Symbol: Radiant half circle of bronze, representing the sun

Garb: Yellow and white robes

Favored Weapons: Bronze tipped staff (Quarterstaff)

Form of Worship and Holidays: Disrobing at sunrise before the rising sun. The summer solstice.

Typical Worshipers: Good-aligned arcanists and celestials.

Known to be the son of Vionir and commonly believed to be the son of Arden, Vionir is referred to as the herald of light. He serves as Vionir's messenger and has had many cults throughout the ages who worship him as their chief deity. His followers constantly seek to recover the remains of Arden, hoping to fully restore his godhood and re-establish the triumvirate of light and cast down the shadows of evil forever.

BELON THE WISE, GOD OF TRAVEL, WANDERER IN WHITE

Alignment: Neutral Good

Domains: Travel, Magic, Knowledge

Symbol: Clear quartz crystal or flawless diamond

Garb: Travelers clothes and long white traveling cloaks

Favored Weapons: Quarterstaff

Form of Worship and Holidays: Offerings of silver given at the beginning and end of long journeys.

Typical Worshipers: Rangers, bards, wandering wizards those who make their living traveling.

Belon appears to his worshipers as an elderly man wearing flowing white robes and carrying a walking staff. Belon is the embodiment of things learned upon the road be they magical or mundane knowledge. Priests of Belon often serve as guides, educating themselves in local customs in order to afford better traveling conditions for those in their care.

HORGRIM

Alignment: Lawful Evil

Domains: War, Evil, Law, Magic

Symbol: A black spearhead covering a golden disk representing an eclipse

Garb: Black robes

Favored Weapons: Shortspear

Form of Worship and Holidays: Casting of spells and the sacrifice of enemies on the field of battle.

Typical Worshipers: Evil monks, warriors, wizards and nobles.

Horgrim is commonly depicted as a handsome male figure in black robes wielding a shortspear. A nearly forgotten god, Horgrim was popular thousands of years ago. Infighting between sects of his monks and priests led to the decline of his worship, however some monks and seekers of lost arcana still venerate him. There are no known temples to Horgrim, but a few monasteries of monks still hold scraps of his treatises on the art of war as their holiest of holies. War wizards who have learned to master some of Horgrim's most devastating spells hold closely the secrets of their eldritch powers.

PEKKO, GOD OF ALE AND SPIRITS

Alignment: Chaotic Good

Domains: Plants, Chaos, Good

Symbol: Beer barrel suspended from a pole

Garb: Brewer's apron

Favored Weapons: Quarterstaff

Form of Worship and Holidays: Harvest Festival, Feast of Fools, Brewers' Fest.

Typical Worshipers: Most often revered by gnomes, halflings, dwarves and humans.

Pekko takes many guises among his worshippers often appearing as a gnome, human or dwarf of portly girth, wearing a leather apron and carrying a beaker for measuring and sampling ale. In all guises he carries a staff in one hand and a barrel of ale over his shoulder. Pekko may be boisterous and emotional, laughing one minute, or brooding and tearful the next but always quick to recover and share his good mood once again.

TELOPHUS, LORD OF CROPS

AND THE SEASONS

Alignment: Lawful Neutral

Domains: Animal, Air, Earth, Plant

Symbol: Raining cloud partially obscuring a radiant sun

Garb: Green and Earth tones woolen robes and vestments.

Favored Weapons: Sickle

Form of Worship and Holidays: Telophus is worshiped by harvest and planting celebrations as well as the first frost and first thaw.

Typical Worshippers: Farmers and Halflings.

This god is the embodiment of the uncaring changing seasons. He is prayed to not so much to bring good crops, but to be convinced to hold off the early frost or bring the spring thaw. He requires appeasement and devote following, being known to test his followers faithfulness and resolve when it suits him. Telophus and Fileet are natural antagonists to each other, translating to occasional confrontation and difficulties between their followers.

VIONIR, GODDESS OF LIGHT

Alignment: Lawful Good

Domains: Good, Healing, Sun

Symbol: Stylized solar disk with wavy arms.

Garb: White satin robes

Favored Weapons: Spear

Form of Worship and Holidays: Worshippers fast during every new moon and offer gifts to the temple on both solstices.

Typical Worshippers: Good-aligned arcanists and celestials

Mother of Arn the Sun Lord, Vionir is popular among commoners and farmers. As with her son she is considered the successor to Arden, whom some believe was her husband before his destruction by Tsothogga. Vionir's priesthood is vehemently opposed to the Violet Brotherhood whom they seek to expose at every opportunity. Worshippers also loathe the undead and destroy them whenever possible.



ZORS, THE FORTUNES FOOL, DEMIGOD OF LUCK, THE HANGED MAN

Alignment: Chaotic Neutral

Domains: Chaos, Luck, Trickery

Symbol: The figure of a man tied upside down to a gallows or tree, or a noose.

Garb: Peasants clothes

Favored Weapons: Dagger

Form of Worship and Holidays: Worshippers celebrate after winning or losing great fortunes gambling, upon great lottery payouts, and actively protest at public executions

Typical Worshippers: Gamblers, beggars, slaves, travelers, the poor, and prisoners awaiting execution.

Zorz is the demigod of last chances and is commonly depicted hanging upside down from the tree of life, where he waits to be devoured by Nidhogg the eternal dragon. Those who pray to Zors do so when no other god will answer them or when all other hope is lost. By the same token he is also the deity of great luck, as he escaped the bonds of the tree of life so too have his followers found themselves escaping fates worse than death. In reverence to his luck aspect the Zorsans hold a great weekly

lottery collecting huge sums of money which are always paid to the lucky number holder lest the demigod exact some vengeance of unluckiness upon those who would corrupt the purpose of the game.

Prophets of Zors openly oppose ritual executions in ordered societies as cruel and unusual punishment. They frequently are found performing the ceremony of the hanged man near gallows or other places of public execution. In this ritual one of their number is paraded before the jeering throngs by a noose, only to have the noose slip free, and the “prisoner” escape, symbolizing a second chance to do better in this life, lest one pay the ultimate price in the next.

NON-HUMAN AND HUMANOID GODS

CROCUTUS, DEMON LORD OF GNOLLS

Alignment: Chaotic Evil

Domains: Animal, Chaos, Destruction, Trickery

Symbol: Painted gnoll or hyena skull

Garb: Spotted or striped hyena skins. Clerics of Crocutus sometimes shave their own pelts into wild hair tattoos.

Favored Weapons: Flail, glaive

Form of Worship and Holidays: Blood sacrifices and flaying of living foes, especially on nights with a full or new moon.

Typical Worshippers: Gnolls and gnoll-kin.

Crocutus is a powerfully-built creature resembling a large ogre with a gnoll's head. His fur has been shaved into chaotic patterns and runes of death and destruction. A wily demon-lord, Crocutus carved his way to rulership of the gnoll pantheon through murder and treachery, deposing his predecessor and taking up his dreaded flail. Crocutus favors the most bloodthirsty, ruthless and treacherous of his worshippers, and ignores the prayers of the weak and helpless.

DARACH-ALBITH, HIGH GOD OF ELVES

Alignment: Chaotic Good

Domains: Plant, Animal, Magic, War

Symbol: A bow and sword hanging from the eternal oak

Garb: Shades of grey, green, hazel, chestnut and sable

Favored Weapons: Longbow, longsword

Form of Worship and Holidays: Eve of every mid-month during the summer

Typical Worshippers: High and wood elves, warriors, wizards and rangers of the elven race.

The father of all elves and firstborn of the race, Darach-Albith is portrayed as a handsome elven man draped in a cloak of forest leaves. His skin may appear as gleaming white as birch bark, or any of the varying shades of brown and green found in primeval woodlands. Darach has keen golden eyes like those of an owl. His sword *Tian Tu Lan* and his bow *Fayar Nocht* are said to never miss a target and slay those of evil intent instantly.

DWERFATER

Alignment: Lawful Good

Domains: Earth, Good, Strength, Creation

Symbol: Hammer and anvil

Garb: Armor of mithril or steel

Favored Weapons: Warhammer

Form of Worship and Holidays: Priests worship at the forge, crafting items of steel and mithril. The most sacred steel is tempered in virgin snow on Orenday, the first full moon after midwinter.

Typical Worshippers: Dwarves

Dwerfater appears as an ancient dwarf, whose beard is the color of mithril and touches the ground at his feet. He always wears a blackened leather apron over a coat of mithril mail and always carries his mighty warhammer *Noolhamr*.

GROTAAG, GOD OF ORCS

Alignment: Chaotic Evil

Domains: Death, Destruction, War, Evil

Symbol: Rotting severed head

Garb: Usually skins, hides and crude metal armor

Favored Weapons: Greataxe

Form of Worship and Holidays: Blood sacrifice of captured foes or ceremonial victims from the priest's own tribes, performed under the waxing and waning crescent moon.

Typical Worshippers: Orcs, half-orcs, some goblins



Grotaag is the personification of orcish might and brutality. Appearing as a huge, powerful orc, Grotaag towers over battlefields, crushing friend and foe alike beneath his black hobnailed boots. He often responds to blood sacrifice by sending evil creatures, or even personally manifesting himself. His howls of barbaric rage rumble like thunder across the battlefield causing the earth to shake. In battle, Grotaag disdains the use of missile weapons, calling them the weapons of weaklings or — worse — elves.

JUBILEX, THE FACELESS LORD, DEMON PRINCE OF SLIMES AND OOZES

Alignment: Chaotic Evil

Domains: Chaos, Evil, Slime

Symbol: An amulet portraying an amorphous mass covered in eyes.

Garb: Filthy rags

Favored Weapons: Morningstar

Form of Worship and Holidays: Outbreaks of disease are considered to be signs of the Faceless Lord's favor; otherwise, the god has no real holy days or organized worship.

Typical Worshipers: Insane humans, intelligent slimes and oozes

The faceless lord is a powerful demon prince, sometimes worshipped as a deity. He is considered by his worshippers to be chaos personified, and thoroughly evil. Jubilex is said to have sown chaos and discord throughout the planes. Disliked even by other demon princes, he is most often depicted as an enormous amorphous blob that spews forth foul and sickly slimes of many colors.

KAKOBOVIA, HOBGOBLIN DEMIGOD OF WAR

Alignment: Lawful Evil

Domains: War, Death, Evil, Law

Symbol: A longsword driven through a boars skull

Garb: Finely crafted blood red armor

Favored Weapons: Longsword, composite longbow

Form of Worship and Holidays: Kakobovia's priests ritually dip hobgoblin weapons in the blood of humanoid sacrifices on the even of battle. Sacrifices and rituals also accompany the first signs of spring migrations.

Typical Worshipers: Hobgoblins, some goblins, some humans.

Kakobovia, the offspring of Snurge and a demoness, is a crafty and wicked war-god, said to be the progenitor of the hobgoblin race. Kakobovia appears as a mighty hobgoblin clad in blood red banded mail, bearing a massive longsword and a composite longbow made from the horns of demons. Kakobovia rides an infernal iron tusker named Ahnuuld in battle.

Once, Kakobovia lived among mortals, where he commanded a great hobgoblin kingdom near the Dragonbone Mountains. After years of slaughter and conquest,

Kakobovia was defeated at the hands of Duke Borell I, after which he was banished from mortal realms. Today, hobgoblins pray for their lord's return. His priests cannot access spells above 6th level.

KUNULO

Alignment: Neutral Evil

Domains: Evil, Water, Destruction, Death

Symbol: Tentacles wrapped around a gaping maw in the midst of a whirlpool.

Garb: Sea-foam green and black vestments

Favored Weapons: Trident

Form of Worship and Holidays: Sacrificial victims are flung into the waves or fed to ravenous sea beasts. Midsummer and midwinter are Kunulo's most holy days.

Typical Worshipers: Pirates, evil sea creatures

An evil sea deity, Kunulo is largely unknown to surface-dwellers. Usually depicted as a combination of sea serpent, shark and squid, Kunulo is the embodiment of pure, alien evil, combining the ruthless law of nature and the cruel chaos of the seas. As such is revered by evil pirates whom feed his minions with victims who are bound and thrown, still alive, into the sea.

RHIAAN, GODDESS OF THE AIR AND BIRDS

Alignment: Chaotic Neutral

Domains: Air, Animal, Chaos, Travel

Symbol: A soaring bird

Garb: A blue cape trimmed with feathers. Feathered bird masks are used in ceremonial activities.

Favored Weapons: Quarterstaff

Form of Worship and Holidays: Rhiann's worshippers feast on the vernal equinox, and engage in solemn prayer during autumnal equinox.

Typical Worshipers: Intelligent avians, swanmays, chaotic dragons, other intelligent flying creatures.

Usually appearing as a bright, forest-green, winged serpent, Rhiann might be mistaken for a couatl were it not for her feathered arms, legs and human face. A chaotic deity, she rarely favors her worshippers with blessings for long; her anger lasts longer, however, and those who incur her wrath find themselves plagued by evil birds for long periods until they make appropriate penance. Devoted followers keep aviaries of many different species of exotic birds. When visiting the mortal realms, Rhiann's companion and favored pet, an intelligent Roc named Soarrat, is often nearby.

RIALAE-AIBARU, LOST GODDESS OF THE ELVES

Alignment: Lawful Good

Domains: Law, Good, Travel, Magic

Symbol: Sapphire blue star

Garb: Blue tunics or robes

Favored Weapons: Heavy mace, morningstar

Form of Worship and Holidays: Morning feast of each day of the new month and the beginning of new quests.

Typical Worshippers: Elves, half-elves

The beautiful queen of the elven cosmos was so distraught at the kidnapping of her half-mortal daughter that she has all but withdrawn from the pantheon of gods. Showing herself once in every thousand years as a brilliant sapphire blue comet, Rialae continues her endless search for her daughter. In the centuries since Rialae's departure, many elves have joined her in her quest, searching throughout the material planes. These Karelians, or "wandering elves" have an intuitive knack for planar travel, frequently acting as planar guides. They are possessed with an overwhelming wanderlust and desire to aid in the search, however, and never linger in any place for very long.

S'SURIMISS THE RAT QUEEN

Alignment: Neutral Evil

Domains: Animal, Evil, Vermin, Destruction

Symbol: A bloated rat

Garb: Filthy rags or nothing

Favored Weapons: Shortsword

Form of Worship and Holidays: Sacrifices are made to S'Surimiss during plagues of rats and other vermin.

Typical Worshippers: Ratmen, wererats and intelligent rats as well as some humans, debased gnomes and halflings.

S'Surimiss the great rat is a greatly feared deity, known for spreading plagues and disease as well as the great swarms of rats that terrorize entire cities. S'Surimiss dwells in a huge nest in Styx guarded by fiendish wererats and other fell progeny. S'Surimiss appears as a huge humanoid rat with tombstone-sized chisel-edged yellow fangs. Her fur is matted with filth and covered with swarms of fleas. Always pregnant, S'surmiss gives birth to innumerable fiendish dire rats. Any mortal who feeds from her foul milk is instantly transformed into a ratman or wererat.

SNUURGE, FATHER OF GOBLINS

Alignment: Neutral Evil

Domains: Evil, Magic, Trickery, Earth

Symbol: A crooked-hafted war pick

Garb: Greasy leather clothing with golden necklaces.

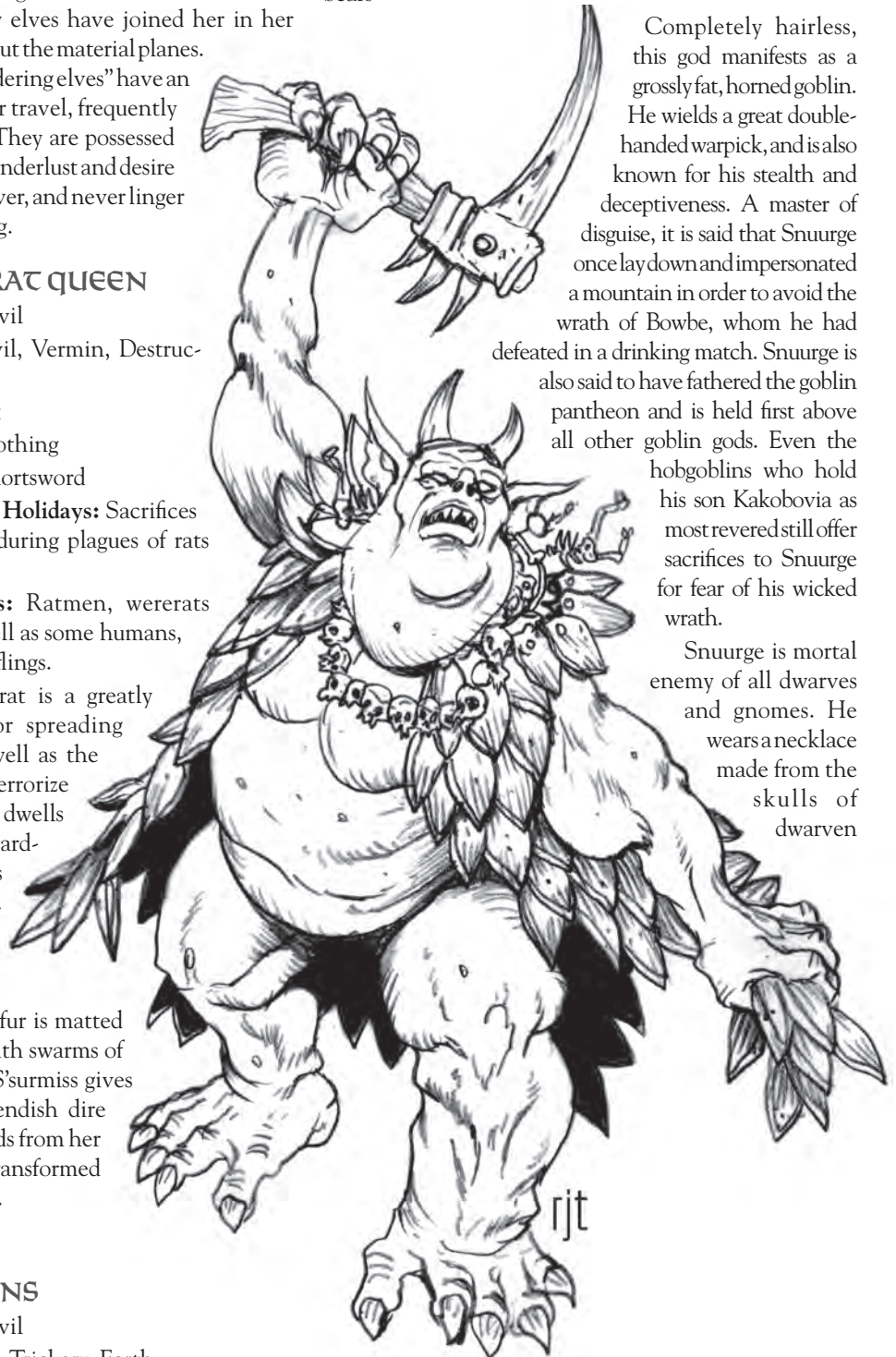
Favored Weapons: Pick

Form of Worship and Holidays: Snuurge's followers revel in blood sacrifice, and also fling gold into forge fires as a tribute to their god. His rites are held on the Night of Goblins (Midsummer), and on moonless nights. Feasts and overeating are also common forms of worship.

Typical Worshippers: Goblins, hobgoblins, bugbears

Completely hairless, this god manifests as a grossly fat, horned goblin. He wields a great double-handed warpick, and is also known for his stealth and deceptiveness. A master of disguise, it is said that Snuurge once lay down and impersonated a mountain in order to avoid the wrath of Bowbe, whom he had defeated in a drinking match. Snuurge is also said to have fathered the goblin pantheon and is held first above all other goblin gods. Even the hobgoblins who hold his son Kakobovia as most revered still offer sacrifices to Snuurge for fear of his wicked wrath.

Snuurge is mortal enemy of all dwarves and gnomes. He wears a necklace made from the skulls of dwarven



kings, and earrings crafted from the skeletons of gnomes. In battle, Snuurge dresses in a filthy coat of scale mail in battle which barely covers his immense gut.

SURTER, GOD OF THE FIRE GIANTS

Alignment: Lawful Evil

Domains: Fire, Evil, Destruction, War

Symbol: Flickering Flame

Garb: Half Plate

Favored Weapons: Greatsword

Form of Worship and Holidays: Taking slaves, burnt offerings of prisoners, enemies, and treasure are the common forms of worship of Surter.

Typical Worshippers: Fire Giants, some fire based beings and other giants.

The great war god of the Fire Giants, Surtur appears as a colossal fire giant wreathed in a cloak of pure flame. Surter is said to rule a vast kingdom in the Plane of Fire, where he keeps a watchful eye on the machinations of the Sultan of Efreut. Surter has a militant and organized mind, and often wages war against other deities, specifically Bowbe and Gromm, who have wrought the end of many of his children.

THRYM, GOD OF THE FROST GIANTS

Alignment: Chaotic Evil

Domains: Chaos, Evil, Cold, Trickery

Symbol: Double edged greataxe

Garb: Chainshirt and animal pelts

Favored Weapons: Greataxe

Form of Worship and Holidays: Worshippers pay homage to Thrym by capturing slaves and defeating foes, especially those who are stronger or more numerous.

Typical Worshippers: Frost giants, jotuns, frost dwarves, some evil humans living in glacial or frozen areas.

Thrym appears as an armored frost giant with dark, cunning eyes and a devious character. He rules a kingdom in the icy cold of Jotunheim, where his great hall is built upon the bones of slain deities and mortal heroes who have tried to play the wily god's games of chance.

Thrym has been known to personally come to the aid of his most devoted followers, manifesting himself as a colossal frost giant bearing a double bladed greataxe of permafrost. The jotuns are considered to be the true sons of Thrym, and the frost giants their lesser children. Thrym is the sworn enemy of Bowbe and Gromm, his followers seeking always to destroy the mortal worshippers of these gods wherever they are found.

NEW DOMAINS

DIPLOMACY DOMAIN

Granted Powers: Priests with the Diplomacy Domain gain +2 to Diplomacy checks.

Diplomacy Domain Spells

1. Charm Person
2. Calm Emotions

3. Tongues
4. Charm Monster
5. Dominate Person
6. Symbol of Persuasion
7. Veil
8. Charm Monster, Mass
9. Dominate Monster

VENGEANCE DOMAIN

Granted Powers: Once per four levels starting at level 1, clerics with the Vengeance domain may select a foe or group of foes (be it by race, nationality, character class or monster type) which are forevermore their sworn enemies. When encountering these sworn enemies the Cleric of the Vengeance Domain may enter a rage similar to that of a Barbarian and gaining all of the same bonuses and penalties when combating this foe. The cleric may enter this rage once per day but only when faced with a sworn enemy.

Vengeance Domain Spells

1. True Strike
2. Rage
3. Locate Object
4. Shout
5. Finger of Death
6. Disintegrate
7. Destruction
8. Discern Location
9. Soul Bind

CREATION DOMAIN

Granted Powers: Clerics with the Creation Domain gain a +2 to all checks related to the Craft Skill. Clerics of the creation domain pay half of any XP costs when casting *fabricate* or *permanency*.

Creation Domain Spells

1. Bless/Curse Water
2. Make Whole
3. Stone Shape
4. Polymorph
5. Fabricate
6. Permanency
7. Control Weather
8. Polymorph Any Object
9. Time Stop

SHADOW DOMAIN

Granted Powers: Clerics with the Shadow Domain gain a +2 to all checks related to the Hide Skill and gain the Hide Skill as a Class Skill.

Shadow Domain Spells

1. Pass Without Trace
2. Darkness
3. Deeper Darkness
4. Shadow Conjuration

5. Shadow Evocation
6. Shadow Walk
7. Shadow Conjuration, Greater
8. Shadow Evocation, Greater
9. Shades

VERMIN DOMAIN

Granted Powers: Clerics with the Vermin Domain gain a +4 to saves vs poisons and diseases. They may detect poison or diseases twice per day.

Vermin Domain Spells

1. Spider Climb, Speak with Animals (Vermin only)
2. Summon Swarm
3. Poison, Contagion
4. Giant Vermin
5. Animal Growth/Insect Plague
6. Web (as per wizard spell)
7. Creeping Doom

8. Summon Monster VIII (monstrous abyssal or fiendish vermin demon/devil only)
9. Summon Monster IX (monstrous abyssal or fiendish vermin or demon/devil only)

* Originally appeared in **Tomb of Absythor** by Necromancer Games, converted here to 3.5 edition.

COLD DOMAIN

Granted Powers: Clerics of the Cold Domain cast Cold based spells at +1 caster level.

Cold Domain Spells

1. Obscuring Mist
2. Chill Metal
3. Sleet Storm
4. Ice Storm
5. Cone of Cold (As wizard spell)
6. Freezing Sphere (As wizard spell)
7. Control Weather
8. Whirlwind
9. Storm of Vengeance

APPENDIX 6

NEW MAGIC

GLIMMER GEM

The glimmer gem is the cursed magical jewel that caused the entire Grey Deacons Guild to vanish from Bards Gate. This rare jacinth was first crafted by a wizard for use in his *magic jar* spell, yet when the fatal crack appeared, it caused the spell to go awry. The stone now draws the body and soul into it, projecting the soul to the astral plane. The body appears as a small sparkling speck within the gem and is reflected as an Afya or shadow creature of its former self. Prior to its theft by Rowling Jenks, the Glimmer Gem was in the possession of the Grand Vizier of Efreet, who used its powers to manipulate shadow, teaching him the method to enslave other spellcasters and steal their magical energies. The glimmer gem has 40 facets, each facet is capable of capturing the spirit of another victim and turning them into an Afya shade or shadow.

Any living being that comes within 10 feet of the Glimmer Gem must make a successful Fortitude save DC 20 or be drawn into the gem. Victims of level 4 and below are instantly transformed into a shadow. Victims of level 4 and above must make a second Will save DC 20 if this save succeeds they are instead transformed into an afya. Beings transformed into shadows or shades are trapped within a 500 ft. spherical proximity to the glimmer gem. Destroyed shadows or afya reform in 24 hours.

The glimmer-gem may only be destroyed by a magic item of +3 or greater power, or by means of magic spells such as *disintegrate* and *shatter*.

If destroyed, any beings trapped within the glimmer gem cease to exist, their spirit simply twinkles out. Beings turned to shade or shadow by the glimmer gem, or destroyed

when the gem is destroyed may only be raised by means of *true resurrection* or *wish*.

The Glimmer Gem: Hardness 10; Hp 25.

Strong illusion, moderate necromantic; CL 17; Create Wondrous Item, *animate dead*, *astral projection*, *bestow curse*, *magic jar*, *shades*; Price 93,000 gp.

NON-DECEIVER

A weapon forged in the blood of a doppelganger, and said to be a mimic forever doomed to exist in the shape of the dagger. It is intelligent, and can cause any shape changers to show their true self, and any wound will show in any form the shape changer takes. Feared by some within the Black Brotherhood, many search for a way to destroy it, to no avail as of yet.

Non-Deceiver: +2 intelligent wounding shapechanger bane dagger: AL N; Int 17, Wis 17, Cha 10; Speech, telepathy, 120 ft. darkvision and hearing; Ego score 18.

Lesser powers: Knowledge (arcana) +13, Spot +13, *zone of truth* 3/day

Greater powers: *True seeing* (in the presence of shapechangers only)

Strong divination; CL 11th; Craft Magic Arms and Armor, *true seeing*, *zone of truth*; Price 115,802 gp

PIOUS

Mithral +4 intelligent holy avenger: AL LG; Int 12, Wis 18, Char 16; Speech (Celestial, Common), telepathy, 120 ft. darkvision, blindsense, hearing; Ego score 29.

Lesser powers: Sense Motive +13, *bless* 3/day, *cure moderate wounds* (wielder only) 3/day.

Greater powers: *Invisibility purge* (30 ft. range) 3/day



Special Purpose: Slay evil outsiders

Dedicated power: +2 luck bonus on attacks, saves and checks

Strong abjuration [good]; CL 18th; Craft Magic Arms and Armor, *holy aura*, *bless*, *cure moderate wounds*, *invisibility purge*, creator must be good; Price 229,130 gp; Cost 114,500

TUSKS OF WILE

These two *intelligent*, *keen* +2 *daggers* are known for their notorious hatred for one another. Ondrad's Edge is made from mithril and is Chaotic Good. Venri's Fang is Chaotic Evil and made of hardest adamantine. The blades seek one another out, each attempting to destroy the other, by dominating their host. Ondrad and Venri were two bitter enemies, sworn to slay one another. Each sought the aid of the same wizard in the enchanting of these weapons, and in making a weapon to kill its rival the wizard bound a portion of each of their souls into their prospective dagger. When either dagger is gained, its partner magically appears in the hands of its new owner, and the struggle for domination begins.

Ondrad's Edge: +2 *mithril*, *keen*, *rogues bane dagger*; AL CG; Int 12, Wis 10, Cha 12; empathy, 30 ft. vision and hearing; Ego score 7.

Lesser powers: *Hold person* 3/day.

Moderate enchantment; CL 5th; Craft Magic Arms and Armor, *hold person*; Price 40,802 gp.

VENRI'S FANG:

+2 *adamantine*, *vicious*, *wounding dagger*; AL CE; Int 12, Wis 12, Cha 10; empathy, 30 ft. vision and hearing; Ego score 10.

Lesser powers: *Cure moderate wounds* (2d8+5), 3/day.

Moderate enchantment; CL 5th; Craft Magic Arms and Armor, *cure moderate wounds*; Price 59,802 gp.

ASLEIF'S TRAVELERS TOME

A book similar to a *Blessed Book*, though it is larger size, and able to hold non-magical text along with the spells, reverting from a wizard's spell book to any written text placed within it, on command.

Moderate transmutation; CL 10th; Craft Wondrous Item, *secret page*; Price 13,500 gp; Weight 1 lb.

CLOAK OF THE HOUND

This reddish-brown cloak fashioned from the hide of a hell hound, bestows protection from fire as the *minor resist elements-fire* spell. It also grants the wearer the ability to take on the form of a hell hound during the three days of the full moon if they worship Hecate. Those who don the cloak that do not revere the Arcane Mother, are *polymorphed* into a hell hound with no save.

Moderate transmutation; CL 15th; Craft Wondrous Item, *resist elements*, *polymorph any object*; Price 36,000 gp; Weight 1 lb.

CUBE OF ILLUSION

A small ornately carved silver cube, comprised of many smaller cubes, allows the user to summon forth *ghost sound* 6 times a day, and six levels of illusion spells per day (one 6th level illusion or 3 2nd level illusions or one 5th level and one 1st level, etc).

Moderate illusion; CL 13th; Craft Wondrous Item, *greater shadow conjuration*; Price: 13,550 gp; Weight ½ lb.

DEATH WAND MACE

This black +1 *cold iron heavy mace* is tipped with an ivory skull, which looks similar to Orcus's wand, and is shrouded in black vapors. The mace bestows a negative level when it deals a critical hit, while its wielder gains 1d6 temporary hit points each time a negative level is bestowed on another. These temporary hit points last 24 hours.

Moderate necromancy; CL 7; Craft Magic Arms and Armor, *enervation*; Price: 10,200gp.

HEADBAND OF COMPREHENDING LANGUAGE

This small silver cord holds a scarlet and blue ioun stone to the wearer's forehead, granting her a +2 enhancement bonus to intelligence. The headband also allows the user to *comprehend languages* and *read magic* 75% of the time, though it does not imply spell use.

Moderate divination; CL 5; Craft Wondrous Item, *comprehend languages*, *read magic*; Price: 8,500 gp; Weight 1 lb.

QUYNELL

This intelligent +1 *quarterstaff*, is named after Asleif's late husband, and she has learned through speech that it actually houses his spirit. It allows only Asleif to *know alignment* at will, along with allowing her to go without sleep. Should it ever fall into someone else's hands, its ego tries to take it back to Asleif.

+1/+1 *intelligent quarterstaff*; AL LN; Int 18, Wis 10, Cha 18; Speech, telepathy, 120 ft. darkvision, blindsense and hearing; Ego score 20.

Lesser powers: Knowledge (arcana) +14, Knowledge (religion) +14, Knowledge (the planes) +14.

Greater powers: *Know alignment* (at will)

Special purpose: Protect Asleif

Dedicated power: Can cast *true resurrection* on wielder, 1/month.

Strong conjuration; CL 17th; Craft Magic Arms and Armor, *fox's cunning*, *know alignment*, *true resurrection*; Price 320,800.

LESSER ARTIFACT

RING OF MASTER THIEVERY

This enchanted ring has been in the possession of the true guildmaster of Bards Gate for nearly 1000 years. Originally conceived by a master thief named Aldo in legendary times, the ring was crafted to augment his skills in the arts of cove trade. The ring is truly splendid, having a finely cast gold band tipped with a single stone of black onyx that seems to absorb light. The ring is known to have special powers in the hands of an accomplished rogue. It is rumored to have an equally special curse upon it.

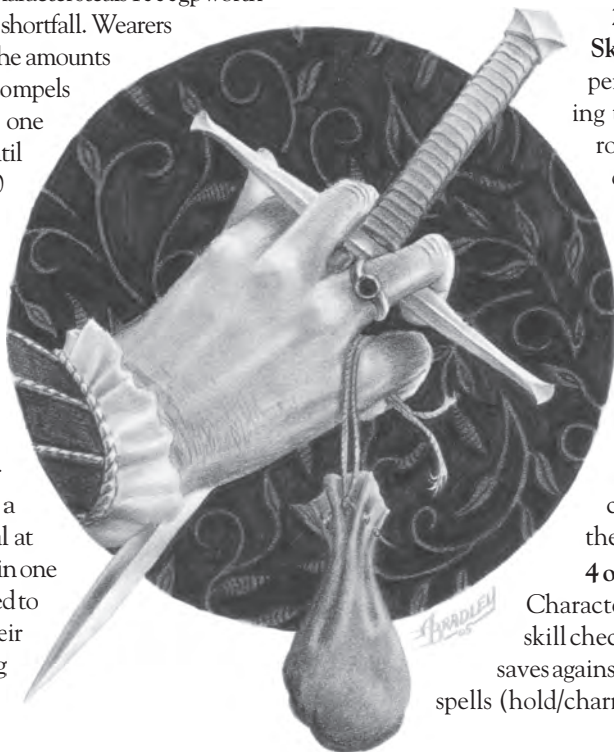
The ring grants the user the following benefits:

- +2 enhancement bonus to Dexterity
- +5 competence bonus to Sleight of Hand, Open Locks, Disable Device, Bluff
- +1 Effective Class Level
- +4 natural armor class
- Sneak Attack +1d6, stacks with normal Sneak Attack

BALEFUL EFFECTS:

• Non-Rogues must make a Will save DC 20 or suffer 2 permanent negative levels. Success indicates the wearer gains one virtual level of rogue, and must take all subsequent levels as a rogue in order to retain the effects of the ring.

• Wearers must steal at least 500 gp per character level worth of treasure per month in order to retain the powers of the ring. Failure to do so means the ring loses all of its magical effects and bonuses until the character steals 1000gp worth of treasure to make up for the shortfall. Wearers who continually fail to gain the amounts of treasure that the ring compels them to steal begin to gain one negative level per month until they have stolen at least 1000 gp worth of treasure. Additionally, hoarded treasure owned by the wearer begins to turn to foul smelling dung in amounts equal to the amount of shortfall x 1000gp per month. Excess treasure stolen during one month does not carry over to the next. For example, a 9th level rogue failing to steal at least 500 gp worth of treasure in one month finds their level reduced to 8th, and 1000 gp worth of their wealth turned to foul smelling offal. Should a second month pass the rogue slips to 7th level



and finds an additional 2000 gp worth of their valuables and equipment turned to putrid excrement. Materials lost in this manner are lost forever.

• Wearers of the ring begin to make an alignment shift towards neutral evil, unless they are neutral evil already. Wearers must make a Charisma save DC 20 each month or make one shift towards neutral evil. For example, a neutral good rogue failing their check shifts to true neutral on the first month and to neutral evil on the subsequent month as the powerful greed caused by the ring consumes them.

Strong abjuration; CL 20th.

DECK OF PROPHECY

The deck of prophecy is a powerful magic item that offers one who uses the deck great rewards or baneful curses. Using a standard deck of playing cards remove all but the following cards: all 2s, the 4s, the face cards, and the aces, and the jokers. Allow the player to shuffle the cards in order to put their power within the card. The player then hands the cards back to the GM who asks if the player would like to have one to three cards read to them.

The GM deals out one to three cards for the person seeking the oracle. The player must have a specific question or request to be made of the oracle dealing the deck before the cards are played. All cards read will then have a direct impact on anything and everything that pertains to the specific questioned asked of the GM.

THE CARDS

2 of clubs (The Lesser Trap): Character receives a -2 penalty on all skill checks and attack rolls and Reflex saves relating to Dexterity as they pertain to the question.

2 of spades (the Lesser Skull): Character receives -2 penalty on any rolls pertaining to strength skills and attack rolls as they pertain to the question.

2 of Diamonds (the Keen Blade): Characters receive a +2 competence bonus on attack rolls and damage rolls as they relate to the quest.

2 of Hearts (The Rose Petal): Characters receive +2 to Charisma-related skill checks as they are related to the question.

4 of Clubs (The Greater Trap): Characters receive a -4 penalty on skill checks and Reflex saves, and Will saves against traps and enchantment type spells (hold/charm person).

4 of Spades (The Horned skull): Characters receive -4 penalty on skills relating to Fortitude saves, and Strength checks as they pertain to the question.

4 of Diamonds (Keen Sword): Characters get a +4 to Skill checks that are Wisdom based, +4 to Will Saves as they pertain to the question.

4 of Hearts (The Rose): Characters get +4 competence bonus on Intelligence checks, +4 to Fortitude saves as they relate to the question asked.

Jack of Clubs (The Prince of Traps): Enemies Get a free re-roll on any attack or saving throw with ranged weapons, or as pertain to Reflex saves.

Jack of Spades (Jack of Skulls): Enemies get a free re-roll of any one attack that would have missed or any Will save that would have succeeded.

Jack of Diamonds (Prince of Blades): Player gets a free re-roll of any one attack that would have missed as pertains to the question.

Jack of Hearts (Prince of Roses): Player gets to re-roll any Fortitude save that would have failed as it pertains to the question.

Queen of Clubs (Queen of Traps): Player automatically fails their next Reflex save as it pertains to the question.

Queen of Spades (Queen of Skulls): Player automatically fails the next Fortitude save as it pertains to the question.

Queen of Diamonds (Queen of Blades): Player automatically succeeds next Reflex save.

Queen of Hearts (Queen of Roses): Player automatically makes next Will save as it pertains to the quest.

King of Clubs (King of Traps): Enemy's next spell automatically does maximum damage, as pertains to the question, or next trap automatically does maximum damage (no save, but effects only individual that had cards read).

King of Spades (King of Skulls): Enemy's next attack automatically does full damage as pertains to the question.

King of Diamonds (King of Blades): Next attack automatically does full damage, as it pertains to the question.

King of Hearts (King of Roses): Next spell cast, or next skill check taken is either maximum damage, or an extraordinary success. (+20 to die roll + skill modifiers)

Ace of Clubs (Knight of Traps) Enemy's next missile attack is an automatic critical. If critical rolled then critical damage is doubled.

Ace of Spades (Knight of Skulls) Enemy's next melee attack is an automatic critical, if critical is rolled then crit damage is doubled.

Ace of Hearts (Knight of Roses) Next critical hit against player automatically fails (the character may still be hit and take damage, but the threat of a critical automatically fails).

Ace of Diamonds (Knight of Blades): Players next attack is an automatic critical, if critical is rolled, crit is then doubled.

Joker, Trademarked (The Fortune's Fool): Player finds 25% more treasure as pertains to the question.

Joker, Not Trademarked (The Crook): Player is charged 50% markup over cost on the next thing they need to purchase as pertains to question, nobody else will have the item and the merchant will refuse to sell it for less than the marked up price.

DM should read the cards as follows. The character asks a question pertaining to the quest they are currently on. Player Draws a Two of Clubs (Lesser Trap), a Jack of Hearts (Prince of Roses), and the trademarked joker (Fortune's Fool).

The prophecy should sound something like this. The lesser trap will seek to steal your strength, however the Prince of roses offers you a second chance. The fortune's fool is with you and you will find great wealth along the path.

The Deck Requires a wizard able to cast divination spells of at least third level in order to use. Its true origins are shrouded in mystery, and many feel that it was crafted by Loki himself as a trick upon the races of the world. Others claim that a follower of Hecate was indeed the craftsman, but all agree upon this one fact... A good deal of luck can be had from hearing its oracle. Many are the hero's that have taken its oracle for good or ill, however few other than the infamous Drel Darkblade have been willing to attempt its fates more than once. Truly it is said that Drel got much of his fortune and fame from his first several draws at the deck, but these people too admit that it was his last draws at the deck that cost him the Star of Chaos, and his life.

APPENDIX C

NPCS OF

GARO'S GATE

BEGGAR (NPC CLASS)

The diseased wretch begging for a few coins or a crust of bread, the rambling visionary in tattered rags, the blind seer with a small cup for donations, the twisted hunchback grabbing at a sleeve cursing passersby for their cruelty, beggars are a common sight in any large city. Because of their lowly status, they are ignored and paid as much attention as a pile of refuse. As a result of this anonymity, beggars often hear overhear private information that would not otherwise be revealed publicly. Their poverty, low station and miserable condition also often gives them visions. Thus, beggars are a rich source of local information and predictions.

The beggar (abbreviated “Beg”) is an NPC class similar in many ways to the commoner NPC class. In fact, except for the differences detailed below, a beggar is treated as a commoner. Some beggars take levels in other classes, such as fighter, rogue, cleric, sorcerer, witch or adept. Often, a beggar’s true nature is belied by his or her external appearance—some may be the miserable wretches they appear to be while others are master guildsmen or devout priests.

In the City State, at least one level of beggar is required to gain admittance into the Beggar’s Guild. A person who selects his or her first beggar level immediately has his or her Social Level reduced to 1, though he or she is now considered part of the Guildsman Hierarchy.

Hit die: d4.

Attacks and Saves: As per the commoner chart in the DMG.

Class Skills: A beggar’s class skills (and the key abilities for each) are Gather Information (Cha), Knowledge [Local] (Int), Listen (Wis) and Profession [beggar] (Wis).

Skill Points at 1st Level: (2 + Int modifier) x 4.

Skill Points at Each Additional Level: 2 + Int modifier.

Class Features: A beggar has the following special class abilities:

Local Knowledge (Ex): At 1st level, a beggar gains a +2 to all Knowledge (local) checks.

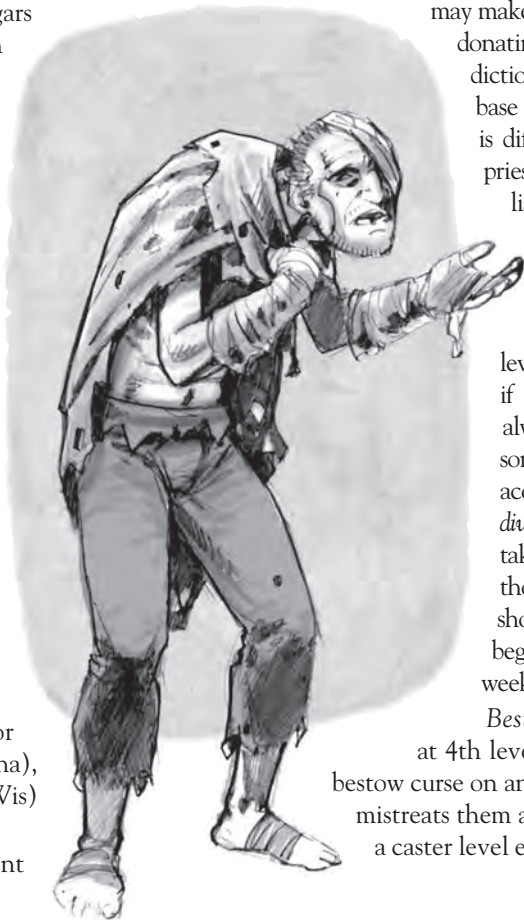
Eavesdrop (Ex): Beggars gain a +2 bonus to Listen and Gather Information checks, since persons tend to forget to lower their voices when speaking around a beggar.

Despised (Ex): Because beggars are despised, which is both their blessing and their curse, most NPCs have a default attitude of “Unfriendly” towards them.

Deformity (Ex): Nearly all beggars have some deformity or unique quality. All beggars must roll on the accompanying table.

Foresight (Ex): Beginning at 3rd level, a beggar may make a prediction about any person donating sufficient money. The prediction acts as a *divination* spell. The base chance for a correct *divination* is different for a beggar than for a priest and thus is different from that listed in the spell description in the *Player’s Handbook*. The chance a beggar’s *divination* is correct is equal to 2x the total of the beggar’s beggar level plus his Intelligence bonus, if any. Correct or not, a beggar always gives a prediction to a person donating sufficient money (see accompanying table). A beggar’s *divination* power is not a spell and takes only a round to pronounce, though beggars normally make a show out of their predictions. A beggar may use this power once per week per beggar level.

Bestow Curse (Su): Beginning at 4th level, a beggar has the ability to bestow curse on any person who cheats them or mistreats them as per the spell *bestow curse* at a caster level equal to the beggar’s character



DONATIONS, KNOWLEDGE AND PREDICTIONS

Beggars are a rich source of local information and predictions. Players may donate money to a beggar and ask for information or a prediction. After they hand over their coin, the Judge rolls the beggar's minimum price secretly. If the price was met, make a Knowledge (local) check to determine if the information given is correct or, if a prediction was requested, roll to determine the chance of the prediction being correct as detailed above. Regardless, the beggar always answers the question asked (though with false information if the donation was insufficient) or provides a prediction of some sort. Only information about the city and only predictions about the giver of the donation are answered. It is important that players have only sketchy knowledge about prices and chances.

Level	Minimum Donation	Knowledge (Local)*	Divination Accuracy**
1	1d6 cp	+7	—
2	2d6 cp	+8	—
3	1d6 sp	+9	8%
4	2d6 sp	+10	10%
5	1d6 gp	+11	12%
6	2d6 gp	+14	14%
7	3d10 gp	+15	36%
8	3d20 gp	+17	40%
9	4d20 gp	+18	44%
10	5d20 gp	+21	48%

Add 1d20 gp for each additional beggar level.

*Presuming the beggar selects Skill Focus [Knowledge (local)] at 1st level, maximizes his ranks in Knowledge (local) every level, has a beginning Intelligence of 12 and increases his Intelligence by 1 point every 4 levels, thus gaining an additional +1 bonus at 8th level.

**Presumes the beggar has an Intelligence of 12 and increases his Intelligence by 1 point every 4 levels, thus gaining an additional +1 bonus at 8th level.

level. A beggar may use this ability once per week for every beggar level.

Increased Local Knowledge (Ex): At 6th level, a beggar gains an additional +2 to his Knowledge (local) skill checks.

Enhanced Vision (Ex): Beginning at 7th level, a beggar's *divination* power becomes more accurate. The chance a prediction is correct is equal to 4x the total of the beggar's beggar level plus his Intelligence bonus, if any.

Local Knowledge Mastery (Ex): At 10th level, a beggar gains another +2 cumulative bonus to all Knowledge (local) checks.

Weapon and Armor Proficiency: Like a commoner, a beggar is proficient with one simple weapon. He is not proficient with any other weapon, nor is he proficient with any type of armor or shield.

Starting Gear: Tattered rags, stained bandages, a small cup or bowl and 1d4 cp.

BEGGAR DEFORMITY TABLE

First, roll 1d6 to determine the table to consult. Then roll 1d6 for the relevant feature.

1d6	1. Handicap	2. Scar	3. Religious	4. Ailment	5. Special	6. Roll twice
1	L. leg lame	eye missing	chants	leprosy	grossly fat	
2	R. leg lame	ear missing	babbles nonsense	retardation	deathly thin	
3	L. arm lame	fingers/toes missing	condemns	filth fever	exceptionally tall	
4	R. arm lame	nose disfigured	end of world	serious illness	midget	
5	hunchback	body scars	coming of god	the shakes	stutters	
6	blind	burns	blesses randomly	cursed	magic item	

Magic item: The single positive result, the Judge should roll one random magic item. The beggar possesses that item.

SHADOWMASK

The Shadomasks are the de-facto thugs for hire in Bards Gate, so much so that even the powerful Wheelwrights Guild employ them as lookouts and occasional enforcers. This unorthodox gang of cut-throats, thugs, and hooligans has in recent years risen above the ranks of common street gang to become a dark force in the heart of Bards Gate. Although very mercenary in their allegiances, it is understood that the Shadowmasks and their masters the Black Brotherhood have their own secret agenda.

Donning black leather masks fashioned to the tastes and style of its owner, yet easy enough to hide in the event that the watch comes to call, Shadowmasks are most active after nightfall. It is during these dark hours that the disguised gangsters make their bid to capture the mantle as the official Thieves Guild of Bards Gate.

As the Shadowmasks learn more of the dark secrets taught them by their masters, startling changes have begun to take place amongst the gang's ranks. It is whispered that some of the most elite of the Shadowmasks have gained the ability to vanish in a crowd. It is said that others have manifested the ability to shroud their true visage in shadows and literally wear a mask of shadows when they are about their larcenous business.

BECOMING A SHADOWMASK

Potential Shadowmask recruits are watched for many months to determine their compatibility with the gang. Likely they have had a previous run in with a set of Shadowmasks and survived the encounter. A Shadowmask's first instinct is to exact revenge for any slight against them or their gang, no matter how small. However if a potential recruit shows the sort of skills admired by the Black Brotherhood, orders are given to observe the target as a possible new member to the gang.

During this information gathering phase it is quite possible that the recruit may be contacted by one of the Black Brotherhood. The contact takes on the roll of contractor for heists, low level criminal enterprises, and treasure hunts. Gradually the recruit is introduced to one of the gang's many sub-sets and offered opportunities to "do jobs"

to prove their loyalty to the gang. The degree of loyalty proven to the set depends on the campaign setting and the DM. Typically it involves silencing a potential witness, or grand theft equal to 100 gp x the level of the recruit. Recruits deemed adequate are kidnapped and led blindfolded to a secret hideout for a complex initiation ritual. Inadequate recruits are found floating in the river.

Upon arrival to the safe-house one of the Black Brotherhood recites a series of oaths and challenges to the recruit. If the recruit answers correctly they move on to the second phase of the initiation where they are assaulted by the gathered gang members bearing saps as they defend themselves bare handed. Failure to answer correctly, or any sign of fear on the part of the recruit results in their instant execution.

At the close of the ritual the gathered members attack the potential with truncheons and saps, while the recruit defends himself bare-handed. Once the beating is completed, the recruit is accepted into the organization.

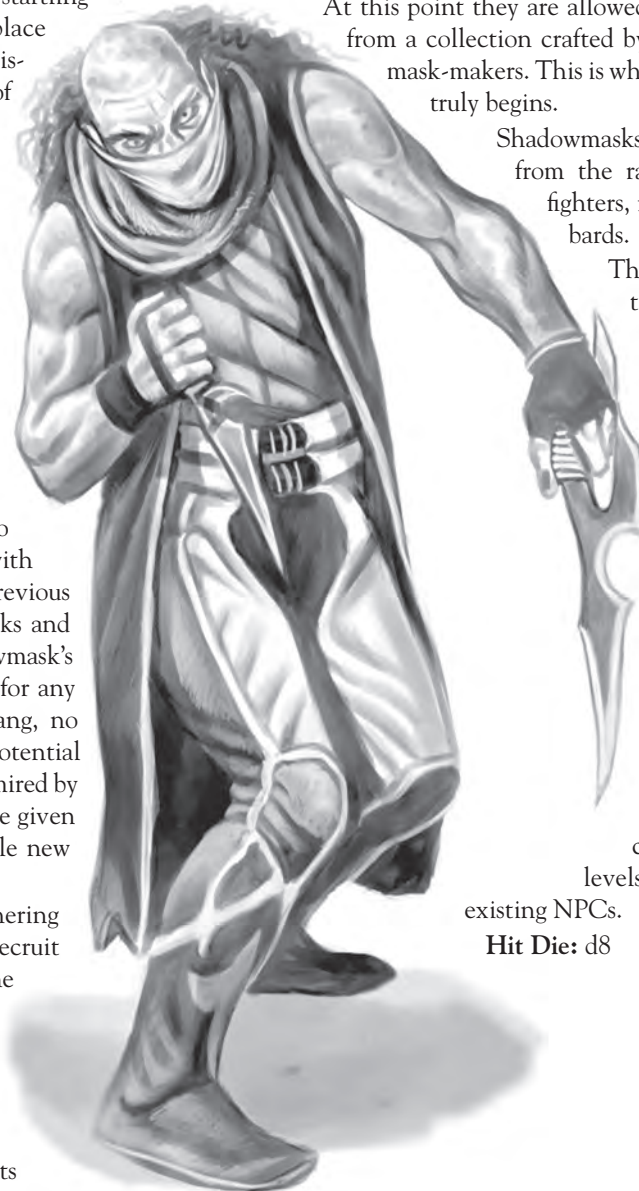
At this point they are allowed to choose a mask from a collection crafted by one of the gang's mask-makers. This is when the real training truly begins.

Shadowmasks are typically drawn from the ranks of mercenary fighters, rogues, and corrupt bards.

The Shadowmask prestige class offers an optional way for the DM to incorporate some of the local flavor of Bards Gate into their campaign by offering PCs the opportunity to join the ranks of the fastest growing guild in town. Likewise the Prestige class offers a way to potentially toughen their Bards Gate campaign by adding levels of Shadowmask to

existing NPCs.

Hit Die: d8



SHADOWMASK

Base Level	Fort Attack	Ref Save	Will Save	Will Save	Special Abilities
1st	+1	+0	+2	+0	Sneak attack +1d6, Street Lore
2nd	+2	+0	+3	+0	Uncanny Dodge, Bonus Feat
3rd	+3	+1	+3	+1	Face in the Crowd
4th	+3	+1	+4	+1	Mask of Shadows, Sneak attack +2d6
5th	+4	+1	+4	+1	Bonus Feat
6th	+5	+2	+5	+2	Face in the Crowd 2/day
7th	+6	+2	+5	+2	Sneak attack +3d6
8th	+6	+2	+6	+2	Bonus Feat
9th	+7	+3	+6	+3	Face in the Crowd 3/day
10th	+8	+3	+7	+3	Mask of Shadows 3/day, Sneak attack +4d6

REQUIREMENTS

To qualify for the Shadowmask prestige class, a character must fulfill the following requirements.

Alignment: Any Non-Good (Typically Neutral Evil)

Base Attack Bonus: +4

Skills: Disguise 5 ranks, Bluff 5 ranks, Intimidate 8 ranks

Feats: Martial Weapon Proficiency

Ability: Evasion

Special: Must have been contacted and indoctrinated by the Shadowmask gang. See the description above for becoming a Shadowmask.

CLASS SKILLS

Bluff (Cha), Climb (Str), Craft (Int), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Profession (Wis), Search (Int), Knowledge (Local History), Sense Motive (Wis), Sleight of Hand (Dex), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha), Use Rope (Dex). See PHB for detailed description of skills and their uses.

Skill Points at Each Level: 4 + Int modifier.

CLASS FEATURES

All of the following are Class Features of the Shadowmask prestige class.

Weapon and Armor Proficiency: Shadowmasks must be proficient with martial weapons in order to even be considered for admittance into the gang. Shadowmasks wear little armor due to the aggressive enforcement of weapons and armor laws in the city of Bards Gate, thus they are typically proficient only with light armor and use no shields larger than a buckler. Many of their special abilities are armor restricted.

Sneak Attack: This is exactly like the rogue ability of the same name. The extra damage dealt increases by +1d6 every three levels beyond first (4th, 7th, and 10th). If a Shadowmask gets a sneak attack bonus from another source the bonuses on damage stack.

Street Lore: This ability is similar to Bardic Knowledge in that it allows the Shadowmask to pick up rumors and insider information pertaining to urban environments and underworld figures. When posed with a question pertaining to mobsters, criminals, or the history and location of urban environments the shadowmask may

DC	Type of Street Lore	Examples
10	Common, known by at least a substantial minority of locals	Names of tavern keeps who water down their drinks or steal from sleeping travelers.
20	Uncommon but available to a few people in the area.	Location of secret sewer entrances, Gate passwords.
25	Obscure, Known by few, hard to come by.	Identity and affiliation of low ranking Assassins or cultists.
30.	Extremely Obscure, known by very few, possibly forgotten by most who once knew, possibly knowledge who don't understand the significance of the knowledge.	Name of the mayors pet cat, secret ingredient of a brewers ale or master chef's famous dish.

take a Street Lore check. To make a check the shadowmask rolls 1d20 adding their shadowmask level and Intelligence bonus if any. Special: Shadowmasks who started their career as bards may also add their Bardic Knowledge score to this roll.

Uncanny Dodge (Ex): Starting at 2nd level, a shadowmask gains the ability to react to danger before his senses would normally allow him to even be aware of it. He retains his Dexterity bonus to AC (if any) regardless of being caught flat-footed or struck by an invisible attacker. (He still loses any Dexterity bonus to AC if immobilized.)

If a character gains uncanny dodge from a second class (such as a barbarian/rogue), the character automatically gains improved uncanny dodge.

Face in the Crowd (Su): Due to their knowledge of urban environments and societies, shadowmasks gain the ability to elude pursuit even in broad daylight by blending in with large groups and becoming lost in the crowd. This special ability does not require the use of a Bluff check in order to create a diversion. By making a successful Hide check, a shadowmask may quickly blend in with a group of twenty or more (such as a tavern or crowded bazaar), allowing the shadowmask to make a hasty escape. This ability may only be used when the

shadowmask wears light or no armor. Beginning at 3rd level this ability may be used once per day, twice per day at 6th, and 3 times per day at 9th level.

Mask of Shadows (Su): The Shadowmask gains the ability to transform their face into a featureless mask of shadow. This unnerving ability serves to terrify their foes and conceal their identity from witnesses. In order to strike fear into their foes (as the mummy *despair* special ability), the Shadowmask must make a successful Intimidate check while wearing the mask of shadows. If the Shadowmask succeeds, their opponent is paralyzed with fright for 1d4 rounds and may take no actions other than to defend themselves. Beginning at 4th level this ability may be used once per day, twice per day at 7th level, three times per day at 10th level. This ability may only be used when the Shadowmask is wearing light or no armor.

Bonus Feats: Due to the combative nature of Shadowmasks and the intensity of the training offered them by the Black Brotherhood, Shadowmasks may choose from a list of bonus feats at 2nd, 5th and 8th level. Bonus Feats may be selected from the following list.

Shadowmask Bonus Feats: Blind-Fight, Investigator, Improved Unarmed Strike, Iron Will, Leadership, Negotiator, Persuasive, Track, Weapon Focus.

MAJOR NPCs

Andrigror, male human Wiz12: CR 12; SZ M; HD 12d4+24; hp 51; Init +0; Spd 30 ft.; AC 16 (*amulet of natural armor* +3, *bracers of armor* +3), touch 10, flat-footed 16; BAB/Grp +6/+8; Atk +9 melee (1d6+3, *staff of storms*, see below) or +6 ranged; Full +9/+4 melee (1d6+3, *staff of storms*, see below) or +6/+1 ranged; SA spells; SQ summon familiar; AL NG; SV Fort +6, Ref +4, Will +11; Str 14, Dex 10, Con 15, Int 18, Wis 13, Cha 12.

Skills: Concentration +17, Craft (alchemy) +16, Craft (embroidery) +9, Decipher Script +7, Diplomacy +7, Escape Artist +1, Knowledge (ancient history) +19, Knowledge (arcana) +19, Listen +1, Profession (scribe) +12, Spellcraft +21, Spot +1. **Feats:** Craft Wand, Empower Spell, Extend Spell, Craft Wondrous Item, Forge Ring, Iron Will, Scribe Scroll, Silent Spell, Spell Penetration.

Languages: Common, Draconic, Dwarven, Elven.

Arcane Spells Prepared (Cast per day 4/5/5/5/4/3/2; save DC 14 + spell level): 0—*arcane mark, dancing lights, detect magic, detect poison, read magic*; 1st—*change self, charm person, identify, mage armor, magic missile*; 2nd—*blur, detect thoughts, locate object, mirror image, misdirection*; 3rd—*clairaudience/clairvoyance, dispel magic, fly, haste, slow*; 4th—*charm monster, dimension door, improved invisibility, scrying*; 5th—*cloudkill, contact other plane, telekinesis*; 6th—*analyze dweomer, legend lore*.

Note: The spells listed are just a sample of the spells that Andrigror has access to.

Possessions: *Amulet of natural armor* +3 (good only), *bracers of armor* +3 (good only), *cloak of resistance* +3 (good only), *winged boots*, *staff of storm* (+1 *shocking burst, thundering quarterstaff*). The staff can also cast *lightning bolt* [1 charge] and a *shocking grasp* [1 charge] that is discharged on a successful melee hit), *wand of fireballs* (CL 6th, 40 charges), *major ring of spell storing* (*expeditious retreat, shield, blur, tensors' transformation*). Andrigror often has 4-6 scrolls and 4-6 potions with him at all times.

Andrigror is a strong supporter of Cylyria, and quite possibly the most powerful living wizard in all of Bard's Gate. Prematurely gray hair and with dark eyes, he wears a close cropped

beard and robes of white and silver. Andrigror believes strongly that magic should only be taught to those with the willingness to use it for good purposes. He will take on apprentices if they are of good alignment and show proper respect and restraint in their magical studies. Andrigror often acts as an arcane advisor to Cylyria, and knows much of what goes on within the city via his crystal ball. It is quite possible that Andrigror may be encountered within the city on some sort of business, though often he takes the guise of another to avoid unwanted attention to his tasks. He has crafted many of the magical items that he bears himself, and others he has found while traveling the world and the planes of existence.

Barahil The Faithful, male human Clr6/Pal2 [Muir]: CR 8; SZ M; HD 6d8+12 plus 2d10+4; hp 40; Init +0; Spd 30 ft.; AC 21 (+8 *half plate*, +3 *heavy steel shield*), touch 10, flat-footed 21; BAB/Grp +6/+9; Atk +12 melee (1d8+5, +2 *holy longsword*, 19-20 x2); Full Atk +12/+7 melee (1d8+5, +2 *holy longsword*, 19-20 x2); SA turn undead (4/day, +2), spells, smite evil (1/day, +1 attack, +2 damage); SQ aura of good, detect evil, divine grace (+1 on saves), lay on hands (6hp/day); AL LG; SV Fort +13, Ref +5, Will +11; Str 16, Dex 10, Con 14, Int 10, Wis 16, Cha 17.

Skills: Concentration +7, Diplomacy +8, Heal +8, Knowledge (nobility and royalty) +5, Knowledge (religion) +5, Ride +5, Sense Motive +8. **Feats:** Leadership, Mounted Combat, Power Attack, Ride-By Attack, Weapon Focus (longsword).

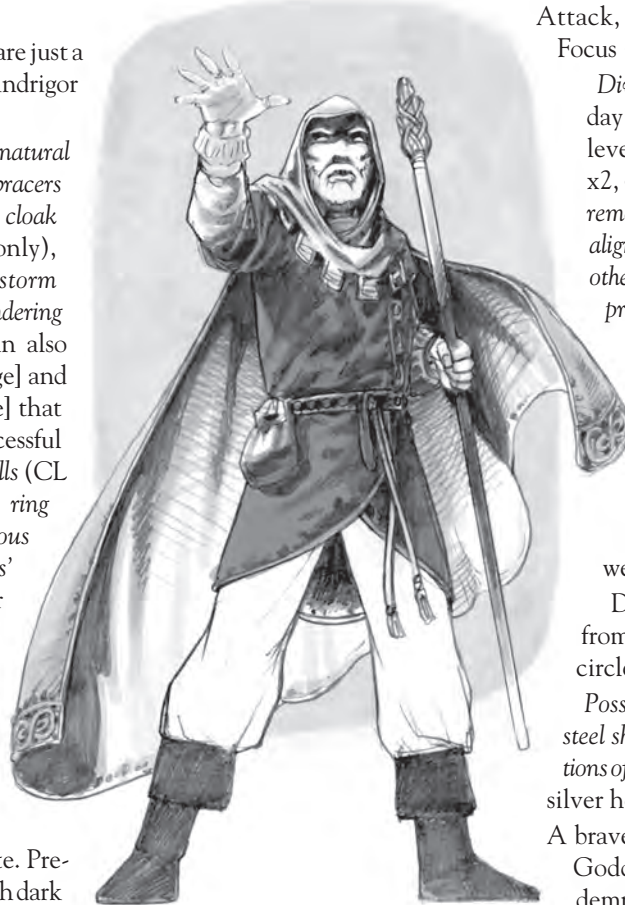
Divine Spells Prepared (Cast per day 5/4/4/3; save DC 13 + spell level): 0—*guidance* x2, *resistance* x2, *virtue*; 1st—*bles, divine favor, remove fear, shield of faith*; 2nd—*align weapon, bull's strength, shield other, status*; 3rd—*locate object, prayer, remove curse*.

Domains: Good, War (You cast good spells at +1 caster level. Free Martial Weapon Proficiency with deity's favored weapon [if necessary] and Weapon Focus with the deity's favored weapon)

Domain Spells: 1st—*protection from evil*; 2nd—*aid*; 3rd—*magic circle against evil*.

Possessions: +1 *half plate*, +1 *heavy steel shield*, +2 *holy longsword*, 3 *potions of cure critical wounds* (CL 10th), silver holy symbol of Muir.

A brave and honorable priest of the Goddess Muir, Barahil seek redemption for the loss of the Great Shrine of Muir in the north. Defeat



has left Barahil and the paladins of the order of Muir homeless, and anxious to return and reclaim the holy seat from the hoards of evil humanoids and dark priests that have desecrated the shrine. To this end he has formed the Order of the Sword of Retribution and has made the call for those of justice and virtue to prepare for an ultimate battle against evil. Admittance to the Order of the Sword of Retribution calls for great sacrifice to the cause, and those brave enough to join, must be prepared to die for their beliefs.

Bofred the Just, male human Clr9 [Thyr]: CR 9; SZ M; HD 9d8+27; hp 80; Init -1; Spd 30 ft.; AC 15 (+3 bracers of armor, +2 amulet of natural armor), touch 10, flat-footed 15; BAB/Grp +6/+8; Atk +9 melee (1d6+3, +1 axiomatic light mace of disruption); Full Atk +9/+4 melee (1d6+3, +1 axiomatic light mace of disruption); SA turn/rebuke undead (6/day, +2), spells; AL LG; SV Fort +8, Ref +2, Will +9; Str 14, Dex 11, Con 16, Int 10, Wis 16, Cha 16.

Skills: Concentration +10, Diplomacy +12, Heal +7, Knowledge (nobility and royalty) +7, Knowledge (religion) +8; **Feats:** Extra Turning, Greater Spell Penetration, Leadership, Skill Focus (diplomacy), Spell Penetration.

Divine Spells Prepared (Cast per day 6/5/5/4/2/1; save DC 13 + spell level): 0—*detect magic, guidance x2, light, mending, resistance*; 1st—*bless, command, detect evil, protection from chaos, sanctuary*; 2nd—*aid, align weapon, consecrate, owl's wisdom, shield other*; 3rd—*dispel magic, helping hand, prayer, searing light*; 4th—*dimensional anchor, lesser planar ally*; 5th—*break enchantment*.

Domains: Good, Law (You cast good spells at +1 caster level. You cast law spells at +1 caster level)

Domain Spells: 1st—*protection from evil*; 2nd—*calm emotions*; 3rd—*magic circle against evil*; 4th—*holy smite*; 5th—*dispel chaos*.

Possessions: *Bracers of armor +3, amulet of natural armor +2, +1 axiomatic light mace of disruption, phylactery of faithfulness*

Deep blue eyes and short cropped blond hair, Bofred seems to radiate a peace and power from within. He is outspoken in his denouncement of evil and his wish that brave and just defenders of faith would step forward and join in the quest to return the High Temple of Thyr and the Great Shrine of Muir to the hands of good once again. Bofred has had few takers in his mission at this time. He demands complete submission to the will of Thyr of any that would follow upon the quests that he devises for would be heroes. Many cannot meet his standards and of that he is sad.

Brelliar, male human Wiz9: CR 9; SZ M; HD 9d4+27; hp 42; Init +0; Spd 30 ft.; AC 11 (+1 ring of protection), touch 11, flat-footed 11; BAB/Grp +4/+5; Atk +6 melee (1d4, masterwork silver dagger, 19-20 x2) or +5 ranged (1d4, masterwork silver dagger, range 10 ft., 19-20 x2); SA spells; SQ summon familiar; AL CG; SV Fort +6, Ref +3, Will +6* (+9); Str 13, Dex 10, Con 16, Int 16, Wis 7*(13), Cha 13.

Skills: Concentration +15, Craft (carpenter) +15, Decipher Script +15, Knowledge (arcana) +15, Knowledge (local) +15, Spellcraft +17. **Feats:** Craft Wand, Improved Counterspell, Iron Will, Scribe Scroll, Spell Mastery (*dispel magic, invisibility, mage armor*), Spell Penetration.

Languages: Common, Undercommon.

Arcane spells known (Cast per day 4/5/4/3/1; save DC 13 + spell level): 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*charm person, feather fall, hold portal, identify, mage armor, protection from evil, ray of enfeeblement, sleep, chill touch, shield, spider climb*; 2nd—*blur, bull's strength, cat's grace, continual flame, invisibility, levitate, mel's acid arrow, mirror image, resist elements, rope trick, enlarge, reduce, jump, summon monster II, web*; 3rd—*blink, dispel magic, flame arrow, hold person, illusory script, invisibility sphere, secret page, summon monster III*; 4th—*polymorph, evar's black tentacles, summon monster IV*.

Possessions: *Ring of protection +1, masterwork silver dagger, boots of striding and springing, minor cloak of displacement, amulet of shielding (30 charges), wand of ray of enfeeblement (CL 9th; 40 charges), 4 potions of cure moderate wounds (CL 5th), 1 potion of invisibility, 1 vial of antidote*. Brelliar has a few thousand in gold and gems stashed around his house in various hiding places that he has long since forgotten. He also owns a scroll of *break enchantment* (CL 12th), hidden between some books on his desk.

Brelliar comes across as a somewhat befuddled old wizard. The truth about Brelliar is that he was once a very wise man. Unfortunately in his studies of magical forces, he happened upon a scroll that was cursed and it reduced his wisdom significantly, making him horribly forgetful. Brelliar is so forgetful in fact that he does not realize that he is cursed and believes he has always been this way. The cure for this malady lies somewhere within his own home.

Brother Knights, male human Cl2/Pal1 (12): CR 3; SZ M; HD 2d8+4 plus 1d10+2; hp 16; Init +0; Spd 30 ft.; AC 19 (+7 masterwork half plate, +2 heavy steel shield), touch 10, flat-footed 19; BAB/Grp +2/+3; Atk +5 melee (1D8+2, +1 longsword, 19-20 x2) or +4 melee (1d10+2, masterwork halberd, x3); Full Atk +5 melee (1D8+2, +1 longsword, 19-20 x2) or +5 melee (1d10+2, masterwork halberd, x3); SA turn undead (4/day, +2), spells, smite evil (1/day, +2 attack, +1 damage); SQ aura of good, detect evil; SV Fort +5, Ref -1, Will +5; Str 13, Dex 10, Con 14, Int 10, Wis 15, Cha 15.

Skills: Concentration +8, Heal +8, Knowledge (religion) +6. **Feats:** Mounted Combat, Power Attack, Ride-By Attack, Weapon Focus (longsword).

Divine Spells Prepared (Cast per day 4/3/1; save DC 12 + spell level): 0—*guidance x2, virtue x2*; 1st—*bless, divine favor, shield of faith*; 2nd—*align weapon*.

Domains: Good, War (You cast good spells at +1 caster level. Free Martial Weapon Proficiency with deity's favored weapon [if necessary] and Weapon Focus with the deity's favored weapon)

Domain Spells: 1st—protection from evil.

Possessions: Masterwork half plate, heavy steel shield, +1 *longsword*, masterwork halberd.

Brother Priests, male human Clr4 (8): CR 4; SZ M; HD 4d8+8; hp 32; Init +0; Spd 30 ft.; AC 17 (+5 chainmail, +2 heavy steel shield), touch 10, flat-footed 17; BAB/Grp +3/+6; Atk +6 melee (1d8+3, morningstar) or +3 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); Full Atk +6 melee (1d8+3, morningstar) or +3 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); SA spells, turn undead (5/day, +2); AL LG; SV Fort +6, Ref +1, Will +7; Str 16, Dex 11, Con 14, Int 14, Wis 16, Cha 14.

Skills: Concentration +9, Diplomacy +9, Heal +10, Knowledge (religion) +9. *Feats:* Empower Spell, Scribe Scroll, Greater Turning.

Languages: Common, Elven, Celestial.

Divine Spells Prepared (Cast per day 5/4/3; save DC 13 + spell level) 0—*guidance* x2, *light*, *resistance* x2; 1st—*bless*, *doom*, *sanctuary*, *shield of faith*; 2nd—*aid*, *align weapon*, *shield other*.

Domains: Good, Law (You cast good spells at +1 caster level. You cast law spells at +1 caster level)

Domain spells: 1st—protection from chaos; 2nd—calm emotions.

Possessions: Chainmail, heavy steel shield, morningstar, light crossbow, 20 bolts, 3 *potions cure light wounds*, 3 vials of holy water.

Cylyria, High Burgess of Bard's Gate

Cylyria, the mayor and high burgesses of Bards Gate is a lovely and intelligent half elf. Her skills at diplomacy and her ability to manage the city in a fair and even-tempered manner have made her ever popular amongst the citizens of Bards Gate. A former agent and founding member of the "fellowship of note," she uses the information that her friends within the group bring her to maintain her power against those that would have her deposed and a different, more traditional leader put in her place.

Cylyria rules justly and with tolerance, but deals harshly with the forces of evil from the north that she recognizes as a true threat to the freedom and sovereignty of Bards Gate. It was Cylyria that masterminded the new increased fortifications around the city, and has asked for, and received an increased military commitment from the Grand Duke of Waymarch. Her relationship with Imril is one of speculation and debate amongst the citizenry of Bards Gate, who often have nothing better to do than wonder about her affair with the handsome leader of the Knights of the Keep of Griffons, and commander of the Lyre guard.

Cylyria sometimes takes on the secret identity of Merinath, using a magical ring to change her appearance to move freely about the city and occasionally go out adventuring. This guise allows Cylyria to gather information regarding the many goings on within the city and the Lyre Valley without despoiling her true identity.

Cylyria, High Burgess of Bard's Gate, female half elf Brd13: CR 13; SZ M; HD 13d6+39; hp 90; Init +2 (+2 Dex); Spd 30 ft.; AC 23 (+2 *mithril chain shirt*, +2 *buckler*, *ring of protection* +2, +2 Dex), touch 14, flat-footed 21; BAB/Grp +9/+10; Atk +13 melee (1d8+4, +3 *longsword*, 19-20 x2) or +11 ranged; Full Atk +13/+8 melee (1d8+4, +3 *longsword*, 19-20 x2) or +11 ranged; SA spells; SQ low-light vision, bardic music, bardic knowledge, countersong, *fascinate*, inspire courage +2, inspire competence, *suggestion*, inspire greatness, *song of freedom*; AL CG; SV Fort +7, Ref +10, Will +9; Str 12, Dex 14, Con 16, Int 14, Wis 13, Cha 20.

Skills: Bluff +8, Decipher Script +12, Diplomacy +20, Disguise +14, Gather Information +17, Hide +2, Jump +13, Knowledge (arcana) +18, Listen +4, Move Silently +2, Perform +22, Search +3, Sense Motive +15, Spellcraft +14/+16, Spot +4, Swim +10, Tumble +10, Use Magic Device +15/+17. *Feats:* Alertness, Dodge, Skill Focus (Perform), Craft Wondrous Item, Leadership.

Languages: Common, Draconic, Elven.

Bard Spells Known (Cast per day 3/5/4/4/3/1, save DC 15 + spell level): 0—*daze*, *detect magic*, *ghost sound*,



mending, open/close, prestidigitation; 1st—cure light wounds, protection from evil, silent image, sleep; 2nd—bull's strength, hold person, invisibility, whispering wind; 3rd—charm monster, cure serious wounds, displacement, slow; 4th—cure critical wounds, hold monster, improved invisibility, legend lore; 5th—false vision, healing circle.

Possessions: +2 mithril chain shirt, +2 buckler, +3 longsword, robe of blending, ring of protection +2, boots of striding and springing, lute of suggestion (as spell, 3/day, CL 9th), major ring of spell storing (usually holds shapechange [CL 17th] and cure light wounds [CL 10th]).

Duloth, male human Ftr5/Rog5: CR 10; SZ M; HD 5d10+5 plus 5d6+5; hp 60; Init +6 (+2 Dex, +4 Improved initiative); Spd 30 ft.; AC 19 (+5 shadow studded leather armor, ring of protection +2, +2 Dex), touch 14, flat-footed 17; BAB/Grp +8/+10; Atk +13 melee (1d8+6, +2 wounding longsword, 19-20) or +11 melee (1d4+3, dagger of venom, 19-20) or +11 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); Full Atk +13/+8 melee (1d8+6, +2 wounding longsword, 19-20) or +11/+6 melee (1d4+3, dagger of venom, 19-20) or +11/+6 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); SA sneak attack (+3d6); SQ trapfinding, evasion, trap sense (+1), uncanny dodge; AL NE; SV Fort +6, Ref +7, Will +4; Str 15, Dex 15, Con 13, Int 17, Wis 14, Cha 11.

Skills: Bluff +8, Decipher Script +8, Diplomacy +9, Disable Device +7, Escape Artist +10, Forgery +8, Gather Information +7, Hide +7, Intimidate +7, Jump +10, Knowledge (local) +8, Listen +7, Move Silently +2, Open Lock +7, Profession (wheelwright) +10, Ride +10, Search +8, Sense Motive +7, Speak Language +2 (draconic), Spot +7, Swim +10, Tumble +9, Use Magical Device +8. *Feats:* Blind-fight, Improved Initiative, Improved Unarmed Strike, Point Blank Shot, Power Attack, Rapid Reload, Weapon Focus (longsword), Weapon Specialization (longsword).

Languages: Common, Dwarf, Gnome, Halfling, Draconic.

Possessions: +2 shadow studded leather armor, ring of protection +2, dagger of venom, +2 wounding longsword, ring of hidden alignment (detects as NG), large bag of Holding, masterwork light crossbow, 20 large spider envenomed bolts, 3 vials of black lotus extract. Duloth usually carries several hundred gp in coin and gems.

Duloth is a grossly obese man with a pointed black goatee, and curly black hair surrounding his head. His great girth is quite deceiving in that he is actually quite light and nimble on his feet. Duloth fancies himself a great kingpin of underworld activity in Bards Gate. Duloth has his fingers into several different criminal activities, but centers his work on smuggling and selling items through the black market at a considerable profit to himself.

Duloth is quick to anger, and even quicker to move to exterminate anyone he sees as a threat to his plans. He has been moving steadily over the past few years to get support amongst the burgesses and burgers of the various different guilds to get himself elected mayor and replace Cylyria as the popular leader of Bards Gate.

Duloth is extremely aggressive and quite greedy when it comes to the collection and gathering of magical items that will influence his status within the city. Characters possessing such items may be well to guard them dearly lest one of Duloth's many henchmen make off with their cloak of leadership or cache of commanding presence potions.

Duloth's Henchmen

Duloth tends to surround himself with weaker, yet like minded versions of himself. Listed Below are some of his more well known apprentices.

Zalatha, female human Rog3: CR 3; SZ M; HD 3d6+6; hp 16; Init +4 (+4 Dex); Spd 30 ft.; Ac 17 (+3 studded leather armor, +4 Dex), touch 14, flat-footed 13; BAB/Grp +2/+0; Atk +6 melee (1d6-2, shortsword, 19-20 x2) or +6 melee (1d4-2, daggers, 19-20 x2) or +6 ranged (1d8+poison, light crossbow, range 80 ft., 19-20 x2); Full Atk +4 melee (1d6-2, shortsword, 19-20 x2) and +4 melee (1d4-2, daggers, 19-20 x2) or +6 ranged (1d8+poison, light crossbow, range 80 ft., 19-20 x2); SA sneak attack (+2d6); SQ trapfinding, evasion, trap sense (+1); AL LN; SV Fort +2, Ref +7, Will +3; Str 7, Dex 18, Con 15, Int 11, Wis 16, Cha 11.

Skills: Appraise +4, Bluff +4, Climb +2, Forgery +4, Hide +8, Intimidate +6, Knowledge (local) +4, Listen +7, Move Silently +8, Search +5, Sleight of Hand +8, Spot +7, Swim +2. *Feats:* Dodge, Two Weapon Fighting, Weapon Finesse.

Possessions: Studded leather armor, shortsword, 2 daggers, light crossbow, 20 bolts plus 5 bolts coated with medium-sized spider poison, 138 gp, *potions of blur, potions of cure moderate wounds.*

Zalatha goes about procuring items for Duloth. She also keeps certain contacts for him that he cannot go and take care of personally.

Tranda, male half orc War2/Ftr1: CR 2; SZ M; HD 2d8+2 plus 1d10+2; hp 27; Init +2 (+2 Dex); Spd 30 ft.; AC 16 (+4 scale mail, +2 Dex), touch 12, flat-footed 14; BAB/Grp +3/+7; Atk +8 melee (1d8+6, longsword, x3) or +5 ranged (1d6+4, throwing axe, range 10 ft.); Full Atk +8 melee (1d8+6, longsword, x3) or +5 ranged (1d6+4, throwing axe, range 10 ft.); AL NE; SV Fort +5, Ref +2, Will +2; Str 19, Dex 15, Con 12, Int 10, Wis 15, Cha 13.

Skills: Craft +1, Hide +2*, Intimidate +4, Knowledge (nature) +1, Listen +2, Move Silently*, +2, Ride +7, Spot +2. *Feats:* Mounted Combat, Power Attack, Weapon Focus (longsword).

*- 4 armor check penalty while wearing scale mail.

Languages: Common, Orc

Possessions: Scale mail, longsword, 3 throwing axes, Potions of cure light wounds, 50 gp.

Gorar, male dwarf War2/Ftr2: CR 3; SZ M; HD 2d8+6 plus 2d10+6; hp 48; Init +1 (+1 Dex); Spd 20 ft.; AC 17 (+4 scale mail, +2 heavy steel shield, +1 Dex), touch 11, flat-footed 16; BAB/Grp +4/+7; Atk +9 melee (1d8+3,

masterwork warhammer, x3) or +5 ranged (1d4+3, light hammer, x3); Full Atk +9 melee (1d8+3, masterwork warhammer, x3) or +5 ranged (1d4+3, light hammer, x3); AL CN; SV Fort +9, Ref +1, Will +1; Str 16, Dex 13, Con 16, Int 12, Wis 9, Cha 11.

Languages: Common, Dwarven.

Skills: Appraise +5, Craft (weaponsmith) +7, Intimidate +7, Listen +1, Spot +1. *Feats:* Alertness, Power Attack, Weapon Focus (warhammer).

Possessions: Scale mail, heavy steel shield, masterwork warhammer, 3 light hammers, 60 gp.

Gorar works as a small time enforcer, and collector for Duloth. He does things that make others uncomfortable such as breaking kneecaps with his hammer if a person happens to owe the boss any coin or items.

Party members may have encountered this trio before when in the wilderness surrounding Fairhill. If Zalatha recognizes the party, she immediately informs Duloth, and starts keeping tabs on the party for the duration of their visit. Bruubah, another member of Duloth's group of henchmen, has somehow recently met a foul end, and is no longer with the troupe. If they have somehow impeded in one of Duloth's many schemes he hires Noria Verilath to make them disappear.

Exalted Guardians of Bofred, male human Pal3 (10): CR 3; SZ M; HD 3d10+3; hp 27; Init +1; Spd 30 ft.; AC 18 (+5 chainmail, +2 heavy steel shield, +1 Dex), touch 11, flat-footed 17; BAB/Grp +3/+5; Atk +6 melee (1d8+2, masterwork longsword, 19-20 x2); Full Atk +6 melee (1d8+2, masterwork longsword, 19-20 x2); SA smite evil (1/day, +1 attack, +3 damage); SQ aura of courage, aura of good, detect evil, divine health, divine grace (+1 on saves), lay on hands (3 hp/day); AL LG; SV Fort +5, Ref +2, Will +2; Str 15, Dex 10, Con 12, Int 10, Wis 11, Cha 13.

Skills: Diplomacy +6, Knowledge (religion) +6, Ride +6. *Feats:* Power Attack, Mounted Combat, Weapon Focus (longsword).

Possessions: Chainmail, heavy steel shield, masterwork longsword.

These bodyguards zealously protect their charge.

F'arin Du'n, male elf (Dark) Rog5/Wiz4/Assassin2: CR 12; SZ M; HD 5d6+6 plus 4d4+3 plus 2d6+2; hp 52; Init +5 (+5 Dex); Spd 30 ft.; AC 22 (+5 shadow studded leather armor, ring of protection +2, +5 Dex), touch 17, flat-footed 17; BAB/Grp +6/+6; Atk +14 melee (1d6+3, +3 keen rapier, 15-20 x2) or +12 melee (1d4+1, dagger of venom, 19-20 x2) or +12 ranged (1d8, masterwork light crossbow, range 80 ft., 19-20 x2); Full Atk +14/+9 melee (1d6+3, +3 keen rapier, 15-20 x2) or +12/+7 melee (1d4+1, dagger of venom, 19-20 x2) or +12 ranged (1d8, masterwork light crossbow, range 80 ft., 19-20 x2); SA sneak attack (+4d6), spells, death attack; SQ darkvision 120 ft., SR 22, spell-like abilities, light blindness, trapfinding, evasion, trap sense (+1), improved uncanny dodge, poison use, poison save +1; AL CE; SV Fort +3,

Ref +13, Will +8; Str 11, Dex 20, Con 12, Int 16, Wis 17, Cha 12.

Languages: Common, Elven, Gnome, Orc, Undercommon.

Skills: Balance +10, Bluff +6, Concentration +5, Craft (alchemy) +7, Decipher Script +7, Disguise +11, Disable Device +10, Diplomacy +4, Escape Artist +10, Gather Information +6, Hide +15, Intimidate +6, Knowledge (arcana) +7, Knowledge (religion) +7, Listen +8, Move Silently +15, Search +8, Sense Motive +8, Sleight of Hand +10, Spot +8, Tumble +15, Use Magic Device +6, Use Rope +10. *Feats:* Dodge, Precise Shot, Point Blank Shot, Scribe Scroll, Weapon Finesse.

Arcane Spells Known (Cast per day 4/4/3; save DC 13 + spell level): 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*chill touch, feather fall, magic missile, magic weapon, shocking grasp, shield, silent image, spider climb*; 2nd—*cat's grace, invisibility, levitate, mirror image, summon monster II, web*.

Assassin Spells Known (Cast per day 2; save DC 13 + spell level) 1st—*disguise self, obscuring mist, true strike*.

Spell-Like Abilities: F'arin can use the following spell-like abilities once per day: *dancing lights, darkness, faerie fire, CL 11*.

Light Blindness: Abrupt exposure to bright light (such as sunlight or a daylight spell) blinds drow for 1 round. On subsequent rounds, they are dazzled as long as they remain in the affected area.

Possessions: +2 shadow studded leather armor, ring of protection +2, +3 keen rapier, dagger of venom, masterwork light crossbow, 20 +1 bolts, 5 doses black lotus poison, amulet of non-detection, wand of hold person (CL 10; 25 charges, save DC 17), hat of disguise.

F'arin D'un is a predator. A trained and skilled killer from the dark elven city of Thoth Kathalis his methods were gleefully deemed obscene by even its fell inhabitants. F'arin works special assignments for the Violet Brotherhood, preferring to observe them for days at a time, then come to his victims wearing the face of a beloved friend with his *hat of disguise* and then slay them at unawares with his death attack ability and a generous dose of black lotus poison for good measure.

F'arin has an especially despicable fetish when it comes to women of pure elven descent. He cannot resist them, and the more powerful and alluring they are the more desirous of them he becomes until he maddeningly stalks them as if they were his targets for assassination and finally murders them in a hideous fashion that is very pleasing to his god. In a fit of jealous rage and lust filled passion he murdered Myrean Dyrin the famous elven actress, and hid her body quite maliciously within a costume trunk at the Masque and Lute. Her ghost haunts the theater still, looking for a vessel to possess that is strong enough to withstand F'arin D'un and bring peace to her angry spirit.

Dungeon masters should play Farin with the intelligence and viciousness. Farin will not be easily caught or killed, and will use all the means at his disposal to break away from an engagement that goes against him, only to return when healed and slay the offenders individually and when they least expect it.

Imril, male human Pal9: CR 9; SZ M; HD 9d10+27; hp 77; Init +3 (+3 Dex); Spd 20 ft.; AC 27 (+10 full plate, +4 heavy steel shield, +3 Dex), touch 13, flat-footed 24; BAB/Grp +9/+12; Atk +16 melee (1d8+6, +3 holy longsword, 19-20) or +13 ranged (1d8+4, +1 composite [Str +3] longbow, range 110 ft., x3); Full Atk +16/+11 melee (1d8+6, +3 holy longsword, 19-20) or +13/+8 ranged (1d8+4, +1 composite [Str +3] longbow, range 110 ft., x3); SA smite evil (2/day, +2 attack, +9 damage), turn undead (5/day); SQ aura of courage, aura of good, detect evil, divine health, divine grace (+2), lay on hands (18 hp/day), remove disease (2/week); AL LG; SV Fort +9, Ref +6, Will +7; Str 16, Dex 16, Con 17, Int 15, Wis 14, Cha 14.

Languages: Common, Sylvan, Terran.

Skills: Handle Animal +13, Heal +6, Hide +3*, Jump +13*, Listen +6, Move Silently +3*, Ride +14, Spot +2, Swim +15**. *Feats:* Iron Will, Leadership, Power Attack, Mounted Combat, Weapon Focus (longsword).

*-5 armor check penalty while wearing +2 full plate.

** -10 armor check penalty while wearing +2 full plate.

Paladin Spells Prepared (cast per day 2/1; save DC 12 + spell level) 1st—*bless water, divine favor*; 2nd—*eagle's splendor*.

Possessions: +2 full plate, +2 heavy steel shield, +3 holy longsword, lance, +1 composite (Str +3) longbow, 20 +2 arrows, brooch of shielding.

A brave and courageous knight, Imril has the affection of Cylyria and is her champion and defender. Leader of the Knights of the Griffon, he and his brother knights have sworn protection to the Lyre Valley, and carry the writ of the Duke of Waymarch as their badge of authority. Imril often investigates disturbances within and without the city walls personally and spends equal time searching the bluffs to the north for signs of humanoid hordes as he does patrolling the streets with the Lyreguard and interviewing suspects for strange crimes and unusual circumstances.

Jared Strahn, male human Clr9 [Oghma]: CR 9; SZ M; HD 9d8+27; hp 80; Init +5 (+1 Dex, +4 Improved Initiative); Spd 30 ft.; AC 20 (+6 chain shirt, +3 heavy steel shield, +1 Dex), touch 11, flat-footed 19; BAB/Grp +6/+8; Atk +10 melee (1d6+4, +2 club) or +10 ranged (1d8+2, +2 light crossbow, range 80 ft., 19-20 x2); Full Atk +10/+5 melee (1d6+4, +2 club) or +10 ranged (1d8+2, +2 light crossbow, range 80 ft., 19-20 x2); SA turn undead (4/day, +2); AL NG; SV Fort +9, Ref +4, Will +9; Str 14, Dex 13, Con 16, Int 12, Wis 17, Cha 15.

Languages: Sylvan, Common.

Skills: Concentration +12, Diplomacy +11, Heal +15, Knowledge (religion) +10, Listen +3, Perform +8, Spot +3. *Feats:* Brew Potion, Heighten Spell, Improved Initiative, Skill Focus (heal), Weapon Focus (light crossbow).

Divine Spells Prepared (Cast per day 6/5/5/4/2/1, save DC 13 + spell level) 0—*detect magic, guidance, light, mending, read magic, virtue*; 1st—*bless, command, protection from evil, sanctuary, shield of faith*; 2nd—*augury, delay poison, lesser restoration, owl's wisdom, zone of truth*; 3rd—*dispel magic, locate object, remove curse, water walk*; 4th—*air walk, divination*; 5th—*scrying*.

Domains: Luck, Travel (You gain the power of good fortune, which is usable once per day. This extraordinary ability allows you to reroll one roll that you have just made before the DM declares whether the roll results in success or failure. You must take the result of the reroll, even if it's worse than the original roll. For a total time per day of 1 round per cleric level you possess, you can act normally regardless of magical effects that impede movement as if you were affected by the spell freedom of movement. This effect occurs automatically as soon as it applies, lasts until it runs out or is no longer needed, and can operate multiple times per day [up to the total daily limit of rounds]. This granted power is a supernatural ability. Add Survival to your list of cleric class skills.)

Domain spells: 1st—*longstrider*; 2nd—*aid*; 3rd—*fly*; 4th—*dimension door*; 5th—*break enchantment*.

Possessions: +2 chain shirt, +1 heavy steel shield, +2 club, +2 light crossbow, 20 +1 bolts, silver harp of peace (casts consecrate, calm emotions, and enthrall 1/day, CL 9th). Jared usually carries 2-6 potions of cure moderate wounds (CL 5th) and vials of holy water with him at all times. His silver holy symbol of Oghma is worn about his neck.

Jared is Handsome and youthful in appearance with long sandy blond hair, a clean shaven face, and broad shoulders. A loyal and trustworthy supporter of Cylyria, Jared is the High Priest of Oghma, and administers to the needs of his followers in a kindly and benevolent manner. Jared is also a member of the Notes, and as such keeps his ears and eyes open to any trouble brewing within the walls of Bards Gate. A wonderful performer, he leads the choir and services within the Auditorium of the Silver Harp during the holy holidays of Oghma, and may be able to raise followers from the dead in the event that they meet some fell tragedy while out doing service in the name of their god. Jared seeks to do the most good in every action he takes, and wishes the same of his fellow priests, who go about the city spreading cheer and supporting the arts, and blessing their worshippers to do greater and more fantastic things.

Knave, Street Urchin, female half elf Rog3/Sor 2: CR 5; SZ M; HD 3d6 plus 2d4; hp 14; Init +1 (Dex); Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +3/+3; Atk +3 melee or +4 ranged; SA sneak attack (+1d6), spells; SQ half elf traits, low-light vision, trapfinding, evasion, trap sense (+1), summon familiar; AL CG; SV Fort +3, Ref +4, Will +5; Str 10, Dex 13, Con 10, Int 12, Wis 12, Cha 16.

Skills: Bluff +8, Disable Device +4, Escape Artist +4, Gather Information +8, Hide +4, Knowledge (local) +4, Listen +4, Move Silently +4, Open Locks +4, Search +4,

Sleight of Hand +5, Spellcraft +5, Spot +4, Swim +2; *Feats*: Alertness, Great Fortitude.

Arcane Spells Known (Cast per Day 6/5; save DC 13 + spell level): 0—*daze, detect poison, mage hand, open/close, prestidigitation, resistance*; 1st—*mage armor, obscuring mist*.

Possessions: Ring of blinking, sewer rat familiar called Sniffles (due to its chronic sneezing all the time).

Knave was a scavenger, wandering back alleys, sewers and the roofs above the city to gather anything that would keep her alive. Having slept in attics, broken into houses for food, and found the occasional body in the sewer with some coin, she has basically survived her entire life within the city. Her skills have also been supplemented by the sorcerer spells she can cast. She turned down the rogues guild just days before the guild vanished, and is reported to have broken into the old guild house and may know the secret behind their disappearance. She found her ring their, and in fact it helped to save her life as she blinked out before staring to long at the *Glimmer Gem*. Description: Dirty blonde hair hangs loosely along her back, while two thin braided strands drape down in front of her ears. Small bluish green eyes look upon the world from an angelic face, usually covered in grime. She wears anything she has acquired, mostly loose fitting, so as to be able to cast spells and run while wearing it. Recent History: Knave has lived free, to her content at least, and while approached by the Wheelwrights guild and Shadow Masks, she stays away from their 'restricted' ways.

Liserion, male human Clr7: CR 7; SZ M; HD 7d8; hp 38; Init +0; Spd 20 ft.; AC 20 (+2 chainmail, +1 heavy steel shield), touch 10, flat-footed 20; BAB/Grp +5/+6; Atk +7 melee (1d8+2, +1 warhammer, x 3); Full Atk +7 melee (1d8+2, +1 warhammer, x 3); SA spells; SQ turn/rebuke undead (+2); AL N; SV Fort +5, Ref +2, Will +8; Str 13, Dex 11, Con 10, Int 16, Wis 17, Cha 15.

Skills: Bluff +4, Craft (carpenter) +9, Craft (stonemasonry) +9, Craft (weaponsmith) +9, Concentration +7, Diplomacy +7, Heal +11, Knowledge (architecture and engineering) +9, Knowledge (religion) +6, Listen +3, Spellcraft +11, Spot +3, Survival +6. *Feats*: Craft Wondrous Items, Leadership, Skill Focus (Craft), Silent Spell.

Languages: Common, dwarven, halfling, uncommon

Divine Spells (Cast per day 6/5/4/3/1 save DC 13 + spell level) 0—*create water, detect magic, guidance x2, mending x2*; 1st—*bless, divine favor, remove fear, sanctuary x2*; 2nd—*bull's strength, consecrate, make whole, resist energy*; 3rd—*dispel magic, stone shape x2*; 4th—*divination*.

Domains: Earth, Fire (Turn or destroy air creatures as a good cleric turns undead. Rebuke, command, or bolster earth creatures as an evil cleric rebukes undead. Use these abilities a total number of times per day equal to 3 + your Charisma modifier. This granted power is a supernatural ability. Turn or destroy water creatures as a good cleric turns undead. Rebuke, command, or bolster fire creatures as an evil cleric rebukes undead.

Use these abilities a total number of times per day equal to 3 + your Charisma modifier. This granted power is a supernatural ability.)

Domains spells (Earth, Fire): 1st—*burning hands*; 2nd—*soften earth and stone*; 3rd—*stone shape*; 4th—*wall of fire*.

Possessions: +2 chainmail, +1 heavy steel shield, +1 warhammer, masterwork craft tools, pipes of building .

Liserion is a kindly man with a serious expression and hands that are well worn, and look as if they are used to hard work. Although he is High priest of the Artificer in the city of Bards Gate, he can often be seen directing public works and building projects throughout the city. A supporter of Cylyria, Liserion was very pleased when she took the initiative to have a new curtain wall, and reinforcing the earthen rampart. Liserion often lends a hand in the construction and maintenance of many of the cities engineered projects, and will use his divine granted powers to speed up the works.

Manisool, male human Wiz9/Clr3 [Orcus]: CR 12; SZ M; HD 9d4+9 plus 3d8+3; hp 45; Init +1 (+1 Dex); Spd 30 ft.; AC 15 (*bracers of armor* +2, *ring of protection* +2, +1 Dex), touch 13, flat-footed 14; BAB/Grp +6/+8; Atk +10 melee (1d4+3, *dagger of venom*, 19-20 x2) or +7 ranged; Full +10/+5 melee (1d4+3, *dagger of venom*, 19-20 x2) or +7 ranged; SA spells, rebuke undead (+2); AL CE; SV Fort +7, Ref +5, Will +11; Str 15, Dex 13, Con 13, Int 18, Wis 14, Cha 11.

Skills: Bluff +7, Concentration +17, Decipher Script +14, Diplomacy +8, Knowledge (arcana) +16, Knowledge (religion) +16, Knowledge (the planes) +16, Profession (secret agent) +17, Spellcraft +18. *Feats*: Brew Potion, Combat Casting, Empower Spell, Heighten Spell, Scribe Scroll, Spell Focus (enchantment), Spell Penetration, Weapon Focus (dagger).

Languages: Celestial, Common, Draconic, Infernal, Elven

Arcane Spells Prepared (Cast per day 4/5/4/4/3; save DC 14 + spell level, 15 + spell level vs. enchantments): 0—*arcane mark, detect magic, detect poison, mage hand*; 1st—*charm person x2, comprehend languages, feather fall, mage armor*; 2nd—*alter self, invisibility, leo's trap, web*; 3rd—*dispel magic, hold person, slow, suggestion*; 4th—*bestow curse, dimension door, improved invisibility*.

Divine Spells Prepared (Cast per day 4/3/2; save DC 12 + spell level, 13 + spell level vs. enchantments): 0—*guidance, read magic, resistance x2*; 1st—*command, obscuring mist, sanctuary*; 2nd—*cure moderate wounds, enthrall*.

Domains: Death, Destruction (You may use a death touch once per day. Your death touch is a supernatural ability that produces a death effect. You must succeed on a melee touch attack against a living creature (using the rules for touch spells). When you touch, roll 1d6 per cleric level you possess. If the total at least equals the creature's current hit points, it dies (no save). You gain the smite power, the supernatural ability to make a single melee attack with a +4 bonus on attack rolls and a bonus on damage rolls equal to your cleric level (if you hit). You must declare the smite before making the attack. This ability is usable once per day.)

Domain spells: 1st—*inflict light wounds*; 2nd—*death knell*.

Possessions: *Bracers of armor +2*, *ring of protection +2*, *cloak of lesser displacement*, *aura amulet* (allows Manisool to appear as NG), *wand of hold person* (CL 10th; 40 charges), *dagger of venom*, *dust of disappearance* (4 uses), 3 *potions of cure light wounds*, 4-6 scrolls with spells from his book.

Though to the world at large he is an important, if somewhat secretive, member of the city's ruling elite, Manisool harbors a dread secret — in reality, he is an agent of the cult of Orcus, sent here to spy on the city and aid cult activities. So far he has done so with utmost discretion, to the point that no one suspects that Manisool might be more than he appears.

From time to time, Manisool takes on the secret identity of the wizard Thrush, a worshipper of the dead god Arden, which allows him to go about much of his business in relative anonymity. In both personae, he is a frequent guest at the Rising Dragon, where the dishes appeal to his increasingly-twisted tastes. He avoids contact with other wizards, a trait that most put down to shyness or reluctance to reveal his secrets, both common enough quirks among arcanists. Though he will occasionally work with Duloth and the Wheelwrights, he considers them fools and sees them as nothing more than pawns in his scheme to bring his master greater power.

Lord Barend Roy, male human Ari3/Ftr5: CR 7; SZ M; HD 5d10+5 plus 3d8+3; hp 53; Init +0; Spd 30 ft.; AC 20 (+8 *half plate*, +2 *light steel shield*), touch 10, flat-footed 20; BAB/Grp +7/+10; Atk +13 *melee* (1d8+7, +2 *longsword*, 19-20 x2) or +13 *melee* (1d10+6, +2 *halberd*, x3); Full Atk +13/+8 *melee* (1d8+7, +2 *longsword*, 19-20 x2) or +13/+8 *melee* (1d10+6, +2 *halberd*, x3); AL LN; SV Fort +6, Ref +2, Will +7; Str 16, Dex 10, Con 12, Int 14, Wis 17, Cha 17.

Skills: Bluff +9, Diplomacy +15, Gather Information +9, Intimidate +19, Knowledge (nobility and royalty) +8, Listen +9, Ride +8, Sense Motive +9, Survival +9. *Feats:* Leadership, Power Attack, Skill Focus (intimidate), Weapon Focus (halberd), Weapon Focus (longsword), Weapon Specialization (halberd), Weapon Specialization (longsword).

Possessions: +1 *half plate*, +1 *light steel shield*, +2 *longsword*, +2 *halberd*.

Lord Barend Roy is man of advancing years who wields steel and commands men with the strength and character that only age and experience can endow. Barend's shield arm is somewhat crippled due to a combination of bursitis and an arm which healed without the benefit of divine curatives many years ago.

Barend's nobility is an old hereditary title dating back to his great grandfather's service as a knight in the forces of Duke Borell I of Waymarch. And affords Barend a small family keep to the southwest of Bards Gate. Barend is seldom there as he and Imril see to the training and fortifications of Bards Gate's standing military force, whom he serves as commander of the Free Defenders.

COMPANY OF THE SILVER SPEAR

The company of the Silver Spear is comprised of five fighters, and their leader Strathian, and are so called because of the enchanted longspear that Strathian carries with him into battle. Strathian is somewhat of a braggart and an idiot, thinking himself a great hero and champion. He and his group have outfitted themselves with some of the finest adventuring gear that the city has to offer. Chain shirts from the rings of steel, breastplates and bucklers from the Steel Skin, and weapons from the Bolt and Sword deck these fighters out in lavish style.

Truthfully the group could very well be great warriors, yet their constant arrogance and bragging leaves many wondering if they could survive an encounter that did not involve chasing goblins and an occasional ogre into a somewhat canned hunt.

They boast of having made expeditions to Rappan Athuk, and the Ruins of Nestril.

The company makes their home in the soft beds and refined atmosphere of the Inn of Six Candles, where they hold court over younger groups of adventurers, and those not wise enough to see through their load of Baloney.

STRATHIAN SILVER SPEAR

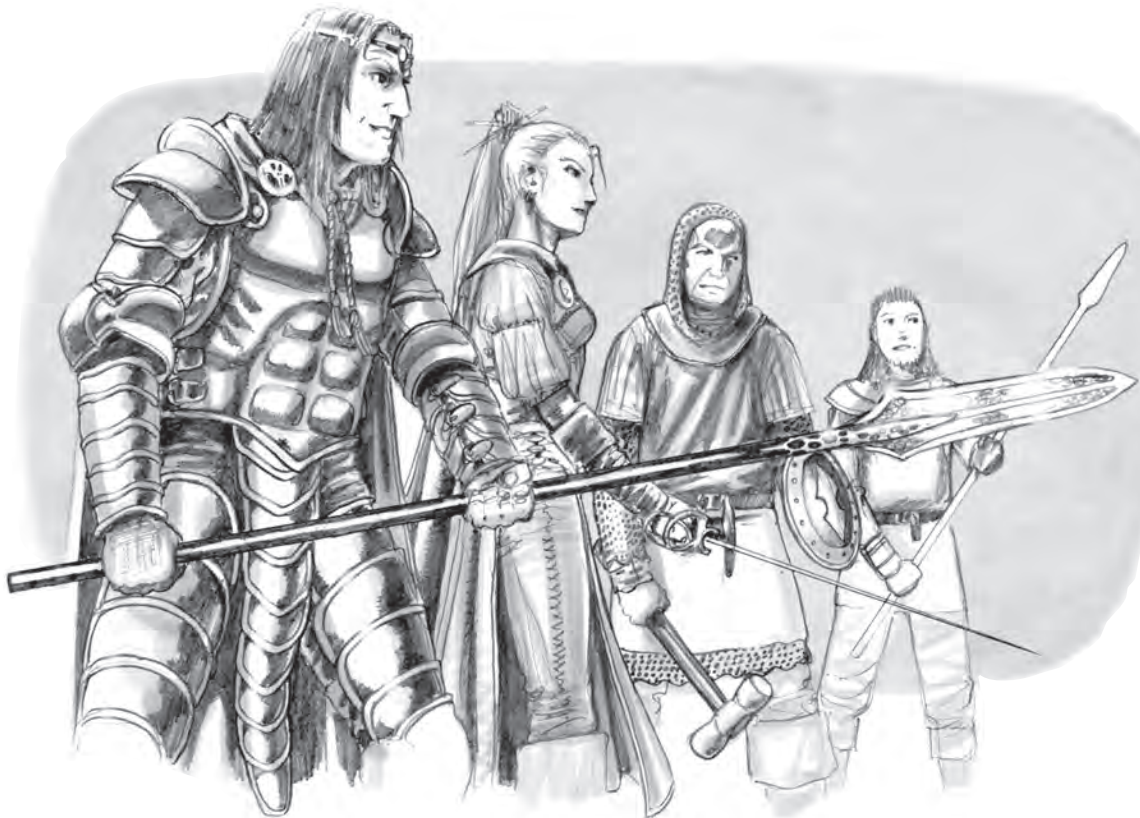
Arrogant and somewhat slow-witted leader of the Company of the Silver Spear, Strathian loves telling stories of his exploits to anyone that will listen and often to those that wont. He is decked out in fine adventuring gear, all well maintained to the point that it looks almost like a costume rather than something actually used to do battle in.

Strathian, male human Ftr5: CR 5; SZ M; HD 5d10+5; hp 33; Init +5 (+1 Dex, +4 Improved initiative); Spd 20 ft.; AC 17 (+5 masterwork chainmail, +1 masterwork buckler, +1 Dex), touch 11, flat-footed 16; BAB/Grp +5/+8; Atk +11 *melee* (1d8+8, +2 *longspear*, x3) or +9 *melee* (1d8+3, masterwork *longsword*, 19-20 x2) or +7 *ranged* (1d8, masterwork *light crossbow*, range 80 ft., 19-20 x2); Full Atk +11 *melee* (1d8+8, +2 *longspear*, x3) or +9 *melee* (1d8+3, masterwork *longsword*, 19-20 x2) or +7 *ranged* (1d8, masterwork *light crossbow*, range 80 ft., 19-20 x2); AL N; SV Fort +5, Ref +2, Will +2; Str 16, Dex 13, Con 13, Int 9, Wis 13, Cha 10.

Skills: Climb +8 *, Intimidate +6, Jump +8*, Listen +1, Spot +1. *Feats:* Cleave, Dodge, Improved Initiative, Power Attack, Weapon focus (longspear), Weapon Specialization (longspear).

*-4 armor check penalty while wearing masterwork chainmail

Possessions: Masterwork chainmail, masterwork buckler, +2 *longspear*, masterwork *longsword*, masterwork *light crossbow*, 20 silver bolts.



GAULIN

Young and brave, yet quite a bit on the obnoxious side, Gaulin follows Strathian because Strathian somehow comes up with the money to get the Company new equipment whenever they need it. The pickings are good and the gear fine, Gaulin is happy as long as he gets nice things, a room to stay in, and girls from one of the cities brothels if he is in the mood.

Gaulin, male human Ftr4: CR 4; SZ M; HD 4d10+4; hp 29; Init +4 (+4 Improved initiative); Spd 30 ft.; AC 17 (+5 masterwork breastplate, +2 masterwork light steel shield), touch 10, flat-footed 17; BAB/Grp +4/+5; Atk +6 melee (1d8+3, masterwork battleaxe, x3) or +4 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); Full Atk +6 melee (1d8+3, masterwork battleaxe, x3) or +4 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); AL CN; SV Fort +5, Ref +0, Will +4; Str 12, Dex 10, Con 12, Int 14, Wis 16, Cha 9.

Skills: Appraise +5, Intimidate +0, Listen +6, Move Silently +3*, Search +5, Sense Motive +6, Spot +5; *Feats:* Alertness, Combat Reflexes, Improved Initiative, Quick Draw, Weapon Focus (battleaxe), Weapon Specialization (battleaxe).

*-3 armor check penalty while wearing masterwork breastplate

Languages: Common, Goblin, Orc.

Possessions: Masterwork breastplate, masterwork light steel shield, masterwork battleaxe, light crossbow, 20 bolts.

Henry Pig Sticker, male human Ftr4: CR 4; SZ M; HD 4d10+8; hp 39; Init +4 (+4 improved initiative); Spd 30 ft.; AC 16 (+5 masterwork breastplate, +1 masterwork

buckler), touch 10, flat-footed 16; BAB/Grp +4/+6; Atk +8 melee (1d8+4, masterwork shortspear) or +5 ranged (1d10, masterwork heavy crossbow, range 120 ft., 19-20 x2); Full Atk +8 melee (1d8+4, masterwork shortspear) or +5 ranged (1d10, masterwork heavy crossbow, range 120 ft., 19-20 x2); AL N; SV Fort +6, Ref +1, Will +0; Str 14, Dex 11, Con 14, Int 14, Wis 8, Cha 8.

Skills: Climb +9*, Jump +9*, Knowledge (history) +5, Listen +3, Ride +7, Spot +3. *Feats:* Cleave, Expertise, Improved Initiative, Power Attack, Weapon Focus (shortspear), Weapon Specialization (shortspear).

*-4 armor check penalty while wearing masterwork breastplate

Languages: Common, Giant, Halfling.

Possessions: Masterwork breastplate, masterwork buckler, masterwork shortspear, masterwork heavy crossbow, 20 masterwork bolts.

Henry is the youngest member of the Company of the silver Spear. He is so enamored with Strathian and his "fighting abilities" that he has begun to dress, talk, and act like him. Henry carries a shortspear, that Strathian sneeringly referred to as the Pig Sticker, and ever since then the other members of the Company have started calling him Henry Pig Sticker. Henry is oblivious to their jibes, and although quite intelligent, he is easily intimidated by the others and is most likely to be the one sent in to check doors and floors for traps.

Mallus, male human Ftr4: CR 4; SZ M; HD 4d10+11; hp 34; Init +1 (+1 Dex); Spd 30 ft.; AC 16 (+4 masterwork chain shirt, +1 masterwork buckler, +1 Dex), touch 11, flat-footed 15; BAB/Grp +4/+7; Atk +9

melee (1d8+3, masterwork warhammer, x3) or +6 ranged (1d8, masterwork longbow, range 100 ft., x3); Full Atk +9 melee (1d8+3, masterwork warhammer, x3) or +6 ranged (1d8, masterwork longbow, range 100 ft., x3); AL LN; SV Fort +6, Ref +2, Will +2; Str 16, Dex 13, Con 14, Int 15, Wis 12, Cha 12.

Languages: Common, Dwarven, Gnoll.

Skills: Climb +9*, Handle Animal +8, Hide +4*, Jump +7*, Listen +1, Profession (locksmith) +3, Spot +1, Use Rope +4. *Feats:* Blind-fight, Dodge, Point Blank Shot, Power Attack, Toughness, Weapon Focus (warhammer).

*-1 armor check penalty while wearing masterwork chain shirt

Possessions: Masterwork chain shirt, masterwork buckler, masterwork warhammer, masterwork longbow, 20 masterwork arrows.

A stout hammer wielding warrior with a bent for being a little on the stuffy side. Mallus, whose real name is Ted likes to go about with his chest puffed big and pretty much act like a big shot. He lets Strathian do all the talking for the group as he knows he is smarter and stronger than Strathian, and that one day Strathian's big mouth will get him into trouble, and then possibly he will bear the silver spear and be the leader. Mallus recognizes a pecking order however, and knows his place in this one.

Torthas The Mighty, male human Ftr4: CR 4; SZ ; HD 4d10+8; hp 24; Init +7 (+3 Dex, +4 Improved initiative); Spd 30 ft.; AC 19 (+5 masterwork breastplate, +1 masterwork buckler, +3 Dex), touch 13, flat-footed 16; BAB/Grp +4/+8; Atk +10 melee (2d6+6, greatsword, 19-20 x2); Full Atk +10 melee (2d6+6, greatsword, 19-20 x2); AL N; SV Fort +6, Ref +4, Will +4; Str 18, Dex 17, Con 14, Int 16, Wis 16, Cha 6.

Languages: Common, Giant, Sylvan, Undercommon.

Skills: Appraise +6, Hide +6*, Listen +7, Move Silently +6*, Profession (drover) +6, Search +4, Sense Motive +4, Spot +7, Tumble +6*. *Feats:* Alertness, Combat Reflexes, Dodge, Improved Initiative, Power Attack, Weapon focus (Greatsword).

*-4 armor check penalty while wearing masterwork breastplate

Possessions: Masterwork breastplate, masterwork buckler, masterwork greatsword.

The real brains behind the Company of the Silver Spear, Torthas is merely too lazy to be the leader. Preferring to hassle barmaids than to actually commit to any work other than when the money runs low. Torthas makes suggestions to Strathian, who immediately begins to believe that the idea was his and soon the Company of the Silver Spear is off and running again on some other fool's errand. Torthas likes this position within the group as he knows that being behind the scenes pays just as much as being the one that takes all the damage from enemy blows.

Trudy Rilling, female human Ftr4: CR 4; SZ M; HD 4d10+4; hp 35; Init +4 (+4 Improved initiative); Spd 30 ft.; AC 13 (+3 masterwork studded leather), touch 10, flat-footed 13; BAB/Grp +4/+7; Atk +8 melee (1d6+3, masterwork rapier, 18-20x2) or +8 melee (1d6+3, masterwork shortsword, 19-20 x2) or +4 ranged (1d6, shortbow, range 70 ft., 19-20 x2); Full Atk +6 melee (1d6+3, masterwork rapier, 18-20 x2) and +6 melee (1d6+3, masterwork shortsword, 19-20 x2) or +4 ranged (1d6, shortbow, range 70 ft., 19-20 x2); AL N; SV Fort +5, Ref +1, Will +0; Str 16, Dex 11, Con 13, Int 14, Wis 8, Cha 11.

Languages: Common, Gnoll, Undercommon.

Skills: Climb +6, Hide +3, Listen +1, Move Silently +3, Search +5, Spot +1, Tumble +3. *Feats:* Blind-fight, Cleave, Improved Initiative, Lightning Reflexes, Power Attack, Two-Weapon Fighting.

Possessions: Masterwork studded leather, masterwork rapier, masterwork shortsword, masterwork shortbow, 20 arrows.

Impetuous and somewhat naïve, Trudy is in the group because Strathian likes her. She is a somewhat slightly better than average fighter with the rapier. Because she is in the group she somewhat insures that Strathian remains the leader, as she is his eyes and ears amongst the company when he is not around. The fellows know of their relationship and keep tight lipped when she is about.

RED BLADES

Johann The Bastard, Red Blades Bounty Hunter, male bugbear Ftr4/Rgr4: CR 9; SZ M; HD 3d8+6 plus 4d10+8 plus 4d10+8; hp 90; Init +2 (+2 Dex); Spd 30 ft.; AC 20 (+5 studded leather, +3 natural, +2 Dex), touch 12, flat-footed 18; BAB/Grp +10/+14; Atk +16 melee (1d8+7, +1 *thundering longsword*, 19-20 x2) or +16 melee (1d6+5, +1 *sickle*) or +12 ranged (1d10, heavy crossbow, range 120 ft., 19-20 x2); Full Atk +14/+9 melee (1d8+7, +1 *thundering longsword*, 19-20 x2) and +14 melee (1d6+5, +1 *sickle*) or +12 ranged (1d10, heavy crossbow, range 120 ft., 19-20 x2); SA favored enemy (humans); SQ darkvision 60 ft., scent, animal companion, combat style, wild empathy (+2); AL NE; SV Fort +11, Ref +10, Will +4; Str 18, Dex 15, Con 15, Int 15, Wis 12, Cha 9.

Skills: Climb +9, Gather Information +2, Handle Animal +5, Hide +6, Intimidate +6, Knowledge (local) +5, Knowledge (nature)+9, Listen +7, Move Silently +11, Profession (bounty hunter) +5, Search +6, Sense Motive +4, Spot +11, Survival +13 (+15 when tracking); *Feats:* Alertness, Dodge, Endurance, Mobility, Run, Skill Focus (survival), Spring Attack, Track, Two-Weapon Fighting, Weapon Focus (sickle), Weapon Focus (longsword), Weapon Specialization (longsword).

Languages: Abyssal, Common, Goblin, Infernal.

Ranger Spells Prepared (Cast per day 1; save DC 11 + spell level): 1st—*longstrider*.

Possessions: +2 studded leather, +1 sickle, +1 thundering longsword, heavy crossbow, 20 bolts.

Johann has a knack for getting his prey. Because he will work for anyone without question and is so effective at tracking down and bringing in those he is set to pursue, many of the good folk of Bards Gate, look the other way to the fact that he is a Bugbear. Whether this is out of fear for him, or out of respect for his skills is not clear. Johann may be contracted for bounties at the Demon's Arms tavern where he is a regular. He charges an average of 100 gp per hit die of his quarry, and uses a portion of this money to hire members of his old clan, that have a lair in an abandoned grain mill a few hours outside of Bards Gate. Woe is it to any party that may have Johan on their tail for he will pursue them relentlessly, seeking various well-planned ambushes to take them when they are least prepared for a fight.

Noria Verilath, female human Rog5/Asn4: CR 9; SZ M; HD 5d6 plus 4d6; hp 49; Init +4 (Dex); Spd 30 ft.; AC 17 (+3 masterwork studded leather armor, +4 Dex), touch 14, flat-footed 13; BAB/Grp +6/+6; Atk +12 melee (1d4+2 plus poison, +2 keen dagger, 17-20 x2) or +11 ranged (1d4 plus poison, masterwork dagger, 19-20 x2); Full Atk +12/+7 melee (1d4+2 plus poison, +2 keen dagger, 17-20 x2) or +11/+6 ranged (1d4 plus poison, masterwork dagger, 19-20 x2); SA sneak attack (+5d6), death attack, spells; SQ trapfinding, evasion, trap sense (+1), improved uncanny dodge, poison use, +2 save vs. poison; AL LE; SV Fort +2, Ref +12, Will +2; Str 10, Dex 18, Con 11, Int 15, Wis 11, Cha 17.

Skills: Bluff +10, Disguise +17, Escape Artist +11, Gather Information +10, Hide +21, Intimidate +12, Listen +9, Move Silently +21, Open Lock +11, Search +16, Sleight of Hand +13, Spot +9, Use Rope +11. *Feats:* Alertness, Point Blank Shot, Quick Draw, Stealthy, Weapon Finesse.

Assassin Spells Known (Cast per day 4/2; save DC 12 + spell level): 1st—*disguise self, feather fall, obscuring mist, true strike*; 2nd—*cat's grace, invisibility, undetectable alignment*.

Possessions: Masterwork studded leather armor, +2 keen dagger, boots of speed, 3 poisoned masterwork daggers, 8 doses giant wasp poison.

Description: Noria is a tall agile woman, her pale green eyes, perceive everyone as a threat, yet have a charm to them disguising the woman beneath. Underneath her short strawberry blonde hair, and tanned angelic face, is a cold hearted assassin. She dresses in coal black clothing when on the hunt, otherwise she plays up her beauty with fancy travelers clothes, while she always wears her silver laced boots.

Her origins are vague some believe she originated in Reme, from the shadier dock side districts and guilds. Others think she grew up in a small outpost, disguised as a boy and often times hiding away from the guards. Noria knows her past, but she'll let everyone think what they wish as worrying about others feelings isn't her job. However she came to Bard's Gate, her presence has

been felt and widely known, though it is only her name that they know, her description changes from witness to witness.

Often times staying at the Black Viper, Noria hires out to those with the coin, and isn't above traveling to a nearby city or town. She is the only one upon the council that Duloth hires for jobs, thus she is often times the head of the meetings, and able to win support for many of the jobs.

Syrele Saythet, female elf Wiz6: CR 6; SZ M; HD 6d4+6; hp 26; Init +4 (+4 Dex); Spd 30 ft.; AC 15 (+1 ring of protection, +4 Dex); BAB/Grp +3/+5; Atk +5 melee or +7 ranged; SA spells; SQ elf traits, low-light vision; AL N; SV Fort +3, Ref +6, Will +7; Str 14, Dex 18, Con 12, Int 17, Wis 14, Cha 13.

Languages: Common, Elven, Goblin, Orc, Sylvan.

Skills: Craft (alchemy) +12, Hide +7, Knowledge (arcana) +12, Listen +9, Move Silently +7, Search +10, Spellcraft +12, Spot +6; *Feats:* Craft Wand, Maximize Spell, Quicken Spell, Scribe Scroll, Spell Penetration.

Arcane Spells Known (Cast per day 4/4/4/3; save DC 13 + spell level): 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*burning hands, enlarge, identify, mage armor, shield, shocking grasp, tensor's floating disk*; 2nd—*arcane lock, invisibility, knock, mel's acid arrow*; 3rd—*dispel magic, flame arrow, fly, keen edge, lightning bolt, slow*.

Possessions: +1 ring of protection, wand of magic missile (CL 5th), amulet of resist elements (wizard only; casts resist elements, 3/day, user's choice)

Tork, male dwarf Rgr6: CR 6; SZ M; HD 6d10+18; hp 46; Init +2 (Dex); Spd 20 ft.; AC 16 (+4 masterwork chain shirt, +2 Dex), touch 12, flat-footed 14; BAB/Grp +6/+7; Atk +8 melee (1d4+1, spiked gauntlet) or +7 melee (1d6+1, light mace); Full Atk +6/+1 melee (1d4+1, spiked gauntlet) and +6/+1 melee (1d4+1, spiked gauntlet) or +7/+1 melee (1d6+1, light mace); SA favored enemy (humans +4, dwarves +2); SQ animal companion, combat style, wild empathy, improved combat style; AL NE; SV Fort +8, Ref +7, Will +4; Str 12, Dex 14, Con 17, Int 14, Wis 14, Cha 7.

Skills: Climb +10*, Hide +11*, Knowledge (dungeoneering) +11, Listen +13, Move Silently +11*, Search +11, Spot +13, Survival +11; *Feats:* Alertness, Combat Reflexes, Dodge, Endurance, Improved Two-Weapon Fighting, Track, Two-Weapon Fighting.

*-1 armor check penalty while wearing masterwork chain shirt.

Ranger Spells Prepared (Cast per day 2; save DC 12 + spell level): 1st—*entangle, resist energy*.

Possessions: Masterwork chain shirt, masterwork spiked gauntlets, light mace, ring of mind shielding.

Description: Tork is short for his race, and his beard is only a small goatee. This has left him bitter to others, many of which joke that he has human blood. Doing so causes his

dark copper eyes, to flare with anger as his fist then usually following. For this reason he is not above beating down a dwarf or human, even to the point of death.

Otherwise Tork is cool and calm, following in his job, warming up to his target, offering to buy drinks, joking along with them. This serves him on two fronts, drinking to forget the jokes that have been laid upon him, and causing his target to lower their defenses perhaps even becoming drunk. His clan mined the mountain side north of Bard's Gate, and he cares nothing if they want to reclaim it, it was never his home, the city was.

Velior, male elf Wiz12: CR 12; SZ M; HD 12d4; hp 39; Init +3 (+3 Dex); Spd 30 ft.; AC 15 (+2 ring of protection, +3 Dex), touch 15, flat-footed 12; BAB/Grp +6/+6; Atk +6 melee or +9 ranged; SA spells; SQ elf traits, low-light vision; AL N; SV Fort +4, Ref +7, Will +10; Str 10, Dex 17, Con 10, Int 17, Wis 14, Cha 10.

Languages: Common, Draconic, Elven, Gnome, Goblin, Infernal, Orc, Sylvan

Skills: Concentration +7, Craft (alchemy) +11, Craft (woodworking) +11, Diplomacy +5, Knowledge (arcana) +12, Knowledge (religion) +11, Listen +4, Search +10, Speak Language (Goblin, Infernal, Orc, Sylvan), Spellcraft +12, Spot +4; *Feats:* Craft Staff, Craft Wand, Craft Wondrous Items, Enlarge spell, Forge Ring, Quicken Spell, Scribe Scroll, Still Spell.

Arcane Spells Known (Cast per day 4/5/5/3/3/2; save DC 13 + spell level): 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*burning hands, charm person, color spray, identify, mage armor, magic missile, shield, shocking grasp, spider climb, tensor's floating disk*; 2nd—*arcane lock, blur, darkvision, invisibility, mel's acid arrow, mirror image, shatter, web*; 3rd—*blink, dispel magic, displacement, fireball, haste, hold person, lightning bolt, summon monster III*; 4th—*arcane eye, charm monster, dimension door, minor globe of invulnerability, polymorph, stonewall, wall of ice*; 5th—*cone of cold, hold monster, permanency, teleport, wall of iron, wall of stone*; 6th—*circle of death, contingency, disintegrate, eyebite, flesh to stone, mass suggestion*.

Possessions: Staff of Velior (1 charge, *burning hands* or *hold person*, 2 charges *dimension door*; 44 charges), +2 ring of protection, boots of speed, 4 scrolls of any of Velior's spells (lvl 1-4), 3 potions of cure moderate wounds (CL 5th).

If things were to ever go bad for Syrele, the contingency that Velior has on her will teleport her to his side instantly, where he will charge up with all of his protection spells before going in to face the fools that dare insult his hospitality. He will of course shield himself, mirror image, blur, displace, blink, stonewall, haste, and finally cover himself in a minor globe of invulnerability before using dimension door to enter the fray. Velior will use all of the most deadly spells at his disposal, including his potions, wands and staff. If pressed or reduced to 25% of his original hit points, a contingency will teleport him back to his private chambers where he will restock his health with healing potions, and begin summoning monsters

to defend his tower. Of course one hopes that any meeting with either Syrele or Velior will go well and these things never need happen. Velior feels that it is always best to be on the safe side when dealing with visitors, and woe and pain to anyone who should brook his full wrath.

Vol 'Twilight Man', male human Sor7: CR 7; SZ M; HD 7d4+10; hp 31; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +3/+3; Atk +3 melee (1d6, sap) or +3 ranged; Full Atk +3 melee (1d6, sap) or +3 ranged; SA spells; SQ summon familiar; AL NE; SV Fort +3, Ref +2, Will +9; Str 10, Dex 11, Con 12, Int 14, Wis 15, Cha 16.

Skills: Craft (alchemy) +10, Concentration +9, Gather Information +7, Hide +2, Listen +4, Profession (herbalist) +10, Spellcraft +10, Spot +3; *Feats:* Iron Will, Martial Weapon Proficiency (sap), Skill Focus (craft), Spell Focus (enchantment).

Sorcerer Spells Known (6/7/7/5; save DC 13 + spell level, 14 + spell level vs. enchantments): 0—*dancing lights, daze, detect magic, ghost sound, light, prestidigitation, read magic*; 1st—*disguise self, identify, magic missile, obscuring mist, sleep*; 2nd—*detect thoughts, invisibility, scare*; 3rd—*hold person, suggestion*.

Possessions: Robe of blending, medallion of thoughts, sap, 3 vials of oil of taggit, 2 vials of drow poison, 3 potions of feblemind.

Vol is anyone that his victim wants him to be, and trusts. His normal appearance is of a dark skinned gentleman, in a decorative robe and sash. With his short black hair, tan brown eyes and broad nose, he fancies himself with the appearance of a noble.

Vol came from a city to the north, traveling with a merchant caravan, then latter finding a boat that took him as far as Bard's Gate. From here, he's enjoyed a life of tormenting others, never killing them out right, he lets fate decide that. For this belief, his presence on the council is actually of someone else, a former assassin that Vol portrays to know of the comings and goings. When out on his tasks, he often times hides in the shadows with the use of his robe, before striking out at the victim from behind. Spells further keep the victim unconscious, making it much easier to learn what he can, before leaving the victim with only an image of some great shadow and an animal intelligence. Should the Dark Mask's ever learn of his true identity, they would seek to bring him in to their guild.

MASTER OF THE LONGHUNTERS

Rankir, male human Rgr8 CR 8; SZ M; HD 8d10+16; hp 68; Init +3 (+3 Dex); Spd 30 ft.; AC 20 (+5 studded leather armor, +2 buckler, +3 Dex), touch 13, flat-footed; BAB/Grp +8/+11; Atk +13 melee (2d6+5, +2 greatsword, 19-20 x2) or +12 ranged (1d8+4, +1 composite (Str +3) longbow, range 110 ft., x3); Full Atk +13/+8 melee (2d6+5, +2 greatsword, 19-20 x2) or +12/+7 ranged

(1d8+4, +1 composite (Str +3) longbow, range 110 ft., x3); SA favored enemy (gnoll +4, goblinoid +2); SQ animal companion, combat style, wild empathy, improved combat style, woodland stride, swift tracker; AL NG; SV Fort +8, Ref +9, Will +3; Str 16, Dex 17, Con 14, Int 14, Wis 12, Cha 11.

Languages: Common, Draconic, and Undercommon.

Skills: Climb +12, Heal +10, Hide +14, Knowledge (nature) +13, Listen +10, Move Silently +14, Search +11, Spot +10, Survival +15 (+17 when following tracks). *Feats:* Endurance, Manyshot, Precise Shot, Point Blank Shot, Rapid Shot, Skill Focus (survival), Stealthy, Track.

Ranger Spells Prepared (Cast per day 2; save DC 11 + spell level): 1st—*animal messenger, speak with animals*.

Possessions: +2 studded leather armor, +1 buckler, +2 greatsword, +1 composite (Str +3) longbow, 20 +1 arrows, horn of warning (magical war horn that when sounded will alert all rangers of similar alignment within 50 miles to the location of the horn's possessor)

MASTER OF THE FARSEEKERS

Oberon Thanlaus, male elf, Rgr5/Wiz5: CR 10; SZ M; HD 5d10 + 5d4; hp 46; Init +9 (+5 Dex, +4 Improved initiative); Spd 30 ft.; AC 23 (+6 elven chain, +2 ring of protection, +5 Dex), touch 17, flat-footed 18; BAB/Grp +7/+9; Atk +11 melee (1d8+4, +2 longsword, 19-20 x2) or +14 ranged (1d8+2, +2 longbow, range 100 ft., x3); Full Atk +11/+6 melee (1d8+4, +2 longsword, 19-20 x2) or +14/+9 ranged (1d8+2, +2 longbow, range 100 ft., x3); SA spells, favored enemy (dwarf +4, goblinoids +2); SQ elf traits, low-light vision, animal companion, combat style, wild empathy (+2), summon familiar; AL CN; SV Fort +5, Ref +10, Will +7; Str 15, Dex 20, Con 11, Int 16, Wis 14, Cha 14.

Skills: Concentration +10, Craft (alchemy) +10, Handle Animal +10, Hide +15*, Knowledge (arcana) +11, Knowledge (nature) +15, Listen +12, Move Silently +15*, Search +13, Spellcraft +13, Spot +13, Survival +12 (+14 when following tracks). *Feats:* Endurance, Improved Initiative, Point Blank Shot, Precise Shot, Rapid Shot, Scribe Scroll, Spell Mastery (*expeditious retreat, invisibility, fly*), Stealthy, Track.

*- 1 armor check penalty while wearing +1 elven chain.

Languages: Common, Elven, Goblin, Gnoll, and Sylvan.

Arcane Spells Known (Cast per day 4/4/3/2; save DC 13 + spell level): 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*disguise self, enlarge, expeditious retreat, magic missile, shocking grasp, silent image, sleep, summon monster I*; 2nd—*alter self, glitterdust, mirror image, invisibility, summon monster II*; 3rd—*fly, slow*.

Ranger Spells Prepared (Cast per day 2; save DC 11 + spell level): 1st—*entangle, speak with animals*.

Possessions: +1 elven chain, +2 ring of protection, +2 longbow, 40 masterwork arrows, +2 longsword, wand of lightning (CL 6th; 20 charges), small bag of holding.

TENT CITY NPCS

Ash, male human Rog4/Ftr1: CR 5; SZ M; HD 4d6 plus 1d10; hp 20; Init +3 (+3 Dex); Spd 30 ft.; AC 16 (+3 shadow leather armor, +3 Dex), touch 13, flat-footed 13; BAB/Grp +4/+6; Atk +7 melee (1d6+3, +1 rapier, 18-20) or +7 ranged (1d8, light crossbow, range 80 ft., 19-20); Full Atk +7 melee (1d6+3, +1 rapier, 18-20) or +7 ranged (1d8, light crossbow, range 80 ft., 19-20); SA sneak attack (+2d6); SQ trapfinding, evasion, trap sense (+1), uncanny dodge; AL NG; SV Fort +3, Ref +7, Will +2; Str 14, Dex 17, Con 10, Int 11, Wis 12, Cha 9.

Skills: Appraise +4, Climb +6, Decipher Script +4, Diplomacy +3, Disguise +3, Escape Artist +6, Gather Information +3, Hide +8, Intimidate +3, Knowledge (nature) +4, Listen +5, Move Silently +8, Open Lock +7, Ride +8, Search +4, Spot +5, Use Magic Device +3. *Feats:* Combat Reflexes, Dodge, Skill Focus (Search), Stealthy.

Possessions: +1 shadow leather armor, +1 rapier, light crossbow, 3 potions of invisibility, masterwork thieves tools.

Colonel Portland, male human Ftr5: CR 5; SZ M; HD 5d10+10; hp 46; Init +5; Spd 30 ft.; AC 18 (+6 chain shirt, +1 ring of protection, +1 Dex), touch 12, flat-footed 17; BAB/Grp +5/+9; Atk +12 melee (2d6+8, +2 greatsword, 19-20 x2), or +10 melee (1d4+5, +1 keen dagger, 17-20 x2), or +9 melee (1d6+4, handaxe, x3), or +6 ranged (1d10, heavy crossbow, 19-20/x2), or +6 ranged (1d6+4, handaxe, x3); AL NG; SV Fort +6, Ref +2, Will +3; Str 18, Dex 13, Con 14, Int 11, Wis 14, Cha 12.

Skills: Climb +9*, Profession (merchant) +3, Hide +2*, Listen +4, Move Silently +2*, Ride +4, Spot +4, Survival +5, Swim +8**. *Feats:* Alertness, Cleave, Improved Initiative, Power Attack, Track, Weapon Focus (greatsword).

*- 1 armor check penalty while wearing +2 chain shirt.

**- 2 armor check penalty while wearing +2 chain shirt.

Possessions: +2 greatsword, +1 keen dagger, heavy crossbow, 20 +1 bolts, +2 chain shirt, ring of protection +1, 2d20 gp.

Colonel "Many Ropes" York, male human Rgr6: CR 6; SZ M; HD 6d8+6; hp 40; Init +2; Spd 30 ft.; AC 17 (+5 studded leather armor, +2 Dex), touch 12, flat-footed 15; BAB/Grp +6/+8; Atk +9 melee (1d8+3, +1 longsword, 19-20 x2), or +11 ranged (1d8+4, +2 composite (Str+2) longbow, range 110 ft., x3); Full Atk +9/+4 melee (1d8+3, +1 longsword, 19-20 x2), or +11/+6 ranged (1d8+4, +2 composite (Str+2) longbow, range 110 ft., x3); SA combat

style (ranged), favored enemy (giants +4, aberrations +2); SQ animal companion, wild empathy, AL NG; SV Fort +6, Ref +7, Will +4; Str 15, Dex 14, Con 12, Int 13, Wis 15, Cha 12.

Languages: Common, Giant.

Skills: Handle Animal +6, Hide +8, Knowledge (geography) +6, Knowledge (nature) +8, Listen +3, Move Silently +8, Profession (merchant) +4, Ride +6, Search +7, Spot +11, Survival +11, Swim +9, Use Rope +11. *Feats:* Combat Reflexes, Endurance, Point Blank Shot, Rapid Shot, Manyshot, Track, Weapon Focus (longbow).

Ranger Spells Prepared (2; save DC 12 + spell level): 1st — *endure elements, entangle.*

Possessions: +1 longsword, +2 returning handaxe, composite longbow, 40 arrows, masterwork short sword, +2 studded leather armor, robe of blending, 300gp in private strongbox.

Dante The Baleful, male human Clr5: CR 5; SZ M; HD 5d8+10; hp 38; Init +0; Spd 30 ft.; AC 21 (+8 Full plate, +3 heavy steel shield), touch 10, flat-footed 21; BAB/Grp +3/+5; Atk +5 melee (1d8+3, +1 warhammer, x3); Full Atk +5 melee (1d8+3, +1 warhammer, x3); SA spells, turn undead (4/day, +2); SV Fort +6, Ref +1, Will +7; AL N; Str 14, Dex 10, Con 14, Int 10, Wis 16, Cha 12.

Skills: Concentration +5, Heal +6, Knowledge (religion) +5, Listen +6, Spellcraft +2, Spot +6, Survival +6. *Feats:* Brew Potion, Scribe Scroll, Track, Weapon Focus (warhammer).

Divine Spells Prepared (Cast per day 5/4/3/2; save DC 13 + spell level): 0—*guidance* x2, *light, read magic, resistance*; 1st—*bles, magic weapon, obscuring mist, sanctuary*; 2nd—*aid, bull's strength, status*; 3rd—*create food and water, magic circle against evil.*

Domains: Sun, War (Once per day, you can perform a greater turning against undead in place of a regular turning. The greater turning is like a normal turning except that the undead creatures that would be turned are destroyed instead. Free Martial Weapon Proficiency with deity's favored weapon (if necessary) and Weapon Focus with the deity's favored weapon).

Domain Spells: 1st—*endure elements*; 2nd—*heat metal*; 3rd—*magic vestment.*

Possessions: Full plate, +1 heavy steel shield, +1 warhammer, strand of prayer beads, wand of cure light wounds (CL 5th; 30 charges).

Dennin Blackfinger, male half-elf Wiz5/Ftr2: CR 7; SZ M; HD 5d4+10 plus 2d10+4; hp 43; Init +3 (+3 Dex); Spd 30 ft.; AC 18 (+4 mithril shirt, +1 ring of protection, +3 Dex), touch 14, flat-footed 15; BAB/Grp +4/+6; Atk +8 melee (1d8+3, +2 longsword, 19-20x2) or +8 melee (1d6+2, handaxe, x3) or +8 ranged (1d8+1, longbow and +1 arrows, range 100 ft., x3); Full Atk +6 melee (1d8+3, +2 longsword, 19-20 x2) and +6 melee (1d6+2, handaxe, x3) or +8 ranged (1d8+1, longbow and +1 arrows, range 100 ft., x3); SA spells; SQ half elf traits, low-light vision; AL N; SV Fort +6, Ref +4, Will +5; Str 15, Dex 17, Con 14, Int 14, Wis 12, Cha 11.

Languages: Aquan, Auran, Common, Dwarven, Elven, Infernal, Sylvan.

Skills: Bluff +3, Concentration +5, Knowledge (history) +5, Listen +6, Move Silently +7, Search +6, Speak Language (Aquan, Dwarven, Infernal), Spot +5, Tumble +6, Survival +5. *Feats:* Craft Magic Arms and Armor, Combat Reflexes, Leadership, Scribe Scroll, Silent Spell, Two-Weapon Fighting, Weapon Focus (longsword).

Arcane Spells Known (Cast per day 4/4/3/1; save DC 12 + spell level): 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*charm person, comprehend languages, enlarge, feather fall, magic missile, shield, shocking grasp, spider climb, summon monster I*; 2nd—*blur, darkness, locate object, mel's acid arrow, mirror image, web*; 3rd—*fireball.*

Possessions: Mithril shirt, +1 ring of protection, +1 longsword, hand axe, longbow, 20 +1 arrows, wand of hold person (CL 5th; 27 charges).

Filini, male aranea Sor6 (human form): CR 10; SZ M magical beast (shapechanger); HD 3d10+9 plus 6d4+18; hp 56; Init +10; Spd 30 ft.; AC 16 (+6 Dex), touch 16, flat-footed 10; BAB/Grp +6/+5; Atk +12 melee or ranged (1d4-1, dagger, range 10 ft., 19-20 x2); Full Atk +12/+7 melee or ranged (1d4-1, dagger, range 10 ft., 19-20 x2); SA spells; SQ change shape, darkvision 60 ft., low-light vision; AL N; SV Fort +8, Ref +11, Will +8; Str 8, Dex 22, Con 17, Int 17, Wis 11, Cha 16.

Filini (hybrid form): CR 10; SZ M magical beast (shapechanger); HD 3d10+6d4+27; hp 56; Init +10; Spd 30 ft.; AC 17 (+6 Dex, +1 natural), touch 16, flat-footed 11; BAB/Grp +6/+5; Atk +12 melee or ranged (1d4-1, dagger, range 10 ft., 19-20 x2), or +12 melee (1d6-1 plus poison, bite); Full Atk +12/+7 melee or ranged (1d4-1, dagger, range 10 ft., 19-20 x2) and +12 melee (1d6-1 plus poison, bite); SA poison, spells, web; SQ change shape, darkvision 60 ft., low-light vision; AL N; SV Fort +8, Ref +11, Will +8; Str 8, Dex 22, Con 17, Int 17, Wis 11, Cha 16.

Filini (spider form): CR 10; SZ M magical beast (shapechanger); HD 3d10+6d4+27; hp 56; Init +10; Spd 50 ft., climb 25 ft.; AC 17 (+6 Dex, +1 natural), touch 16, flat-footed 11; BAB/Grp +6/+5; Atk +12 melee (1d6-1 plus poison, bite); Full Atk +12 melee (1d6-1 plus poison, bite); SA poison, spells, web; SQ change shape, darkvision (60 ft.), low-light vision; AL N; SV Fort +8, Ref +11, Will +8; Str 8, Dex 22, Con 17, Int 17, Wis 11, Cha 16.

Skills: Climb +5 (human/hybrid form) or +13 (spider form), Concentration +15, Craft (alchemy) +5, Craft (weaving) +10, Escape Artist +8, Heal +2, Hide +7, Jump +5 (human/hybrid) or +13 (spider), Listen +8, Move Silently +7, Spellcraft +10, Spot +8. *Feats:* Craft Wand, Empower Spell, Improved Initiative, Iron Will (bonus), Weapon Finesse.

Languages: Common, Draconic, Elven, Sylvan, Undercommon.

Arcane Spells Known (Cast per day as Sor9 6/7/7/7/4; save DC 13 + spell level): 0 — *dancing lights, detect magic, ghost sound, light, mage hand, prestidigitation, read magic, resistance*; 1st — *mage armor, magic missile, shield, sleep, ventriloquism*; 2nd — *levitate, Mel's acid arrow, spider climb, web*; 3rd — *fly, slow, stinking cloud*; 4th — *confusion, greater invisibility*.

Poison: Injury, Fortitude DC 14, initial damage 1d6 Str, secondary damage 2d6 Str. The save DC is Constitution-based.

Spells: Filini's innate ability to cast spells as a 3rd-level sorcerer stacks with his class levels, effectively granting him the spellcasting abilities of a 9th-level sorcerer.

Web: In spider or hybrid form, an aranea can throw a web up to six times per day. This is similar to an attack with a net but has a range of 50 ft, with a range increment of 10 ft. and is effective against targets of up to Large SZ. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a DC 13 Escape Artist check or burst the web with a DC 17 Strength check. The web has 6 hit points, hardness 0, and takes double damage from fire.

Alternate Form: An aranea's natural form is that of a Medium monstrous spider. It can assume two other forms. The first is that of a human male (the form he normally uses in public). In human form, Filini cannot use his bite attack, webs, or poison, and does not have a climb speed.

The second form is a Medium spider-human hybrid. In hybrid form, Filini looks like a Medium human at first glance, but a DC 18 Spot check reveals the creature's fangs and spinnerets. He retains his bite attack, webs, and poison in this form, and can also wield weapons. When in hybrid form, his speed is 30 feet, and he does not have a climb speed.

Possessions: *Dagger, cloak of displacement, wand of web* (CL 6th; 30 charges).

Mama Bobo, female half-orc Wiz6 [divination]: CR 6; SZ M; HD 6d4-6; hp 21; Init -1 (-1 Dex); Spd 30 ft.; AC 13 (*bracers of armor* +3, *amulet of natural armor* +1, -1 Dex), touch 9, flat-footed 14; BAB/Grp +3/+5; Atk +5 melee or +2 ranged; SA spells; SQ half orc traits, darkvision 60 ft.; AL NE; SV Fort +1, Ref +1, Will +4; Str 14, Dex 9, Con 10, Int 13, Wis 9, Cha 12.

Skills: Concentration +7, Knowledge (arcane) +7, Profession (card reader) +6, Spellcraft +8. **Feats:** Brew Potion, Scribe Scroll, Spell Focus (divination), Still Spell, Toughness.

Arcane Spells Known (Cast per day 4/4+1*/3+1*/2+1*; save DC 11 + spell level, 12 + spell level vs. divinations; *divination specialty; evocation barred schools) 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*charm person, comprehend languages, detect undead, disguise self, expeditious retreat, feather fall, identify, mage armor,*

shield, shocking grasp, true strike; 2nd—*blindness/deafness, detect thoughts, locate object, mel's acid arrow, mirror image, see invisibility, summon monster II*; 3rd—*clairaudience/clairvoyance, dispel magic, fireball, flame arrow, fly, slow*.

Possessions: *Bracers of armor* +3, *amulet of natural armor* +1, *deck of prophecy* (see New Magic Items Appendix), *wand of paralysis* (CL 6th; 30 charges), *ring of charming* (acts as *staff of charming*; 25 charges).

Watenga, male human Clr5 [Moccavallo]/Rog2: CR 7; SZ M; HD 5d8+5 plus 2d6+2; hp 44; Init +2 (+2 Dex); Spd 30 ft.; AC 19 (+5 *studded leather*, +2 shield, +2 Dex), touch 12, flat-footed 17; BAB/Grp +4/+7; Atk +9 melee (1d8+4, +1 *morningstar*) or +7 ranged (1d8+1, light crossbow with +1 bolts, range 80 ft., 19-20 x2); Full Atk +9 melee (1d8+4, +1 *morningstar*) or +7 ranged (1d8+1, light crossbow with +1 bolts, range 80 ft., 19-20 x2); SA sneak attack (+1d6), spells, turn undead (4/day, +2); SQ trapfinding, evasion; AL CN; SV Fort +7, Ref +6, Will +8; Str 16, Dex 15, Con 12, Int 12, Wis 15, Cha 13.

Languages: Common, Draconic.

Skills: Concentration +6, Craft (alchemy) +4, Diplomacy +6, Disable Device +5, Disguise +4, Escape Artist +5, Gather Information +4, Handle Animal +4, Hide +6, Knowledge (religion) +6, Listen +5, Move Silently +5, Open Lock +5, Perform +4, Profession (cook) +7, Profession (herbalist) +5, Sleight of Hand +7, Spellcraft +6, Spot +5, Tumble +5. **Feats:** Extra Turning, Great Fortitude, Iron Will, Weapon Focus (morningstar).

Divine Spells Prepared (Cast per day 5/4/3/1; save DC 12 + spell level) 0—*create water, detect poison, guidance, light, purify food and drink*; 1st—*bless water, command, hide from undead, remove fear*; 2nd—*augury, enthrall, silence*; 3rd—*speak with dead*.

Domains: Travel, Trickery (For a total time per day of 1 round per cleric level you possess, you can act normally regardless of magical effects that impede movement as if you were affected by the spell freedom of movement. This effect occurs automatically as soon as it applies, lasts until it runs out or is no longer needed, and can operate multiple times per day [up to the total daily limit of rounds]. This granted power is a supernatural ability. Add Survival to your list of cleric class skills. Add Bluff, Disguise, and Hide to your list of cleric class skills).

Domain spells: 1st—*longstrider*; 2nd—*invisibility*; 3rd—*nondetection*.

Possessions: +2 *studded leather*, heavy wooden shield, +1 *morningstar*, light crossbow, 20 +1 bolts, 4 doses Black Lotus Poison (Fort save DC 24), 20 doses Blue Lotus Blossom (Fort save DC 18).

MARKET DISTRICT

Commandant Rahonse, male human Ftr7: CR 7; SZ M; HD 7d10+14; hp 66; Init +2 (+2 Dex); Spd 20 ft.; AC 24 (+1 Dex, +10 armor, +3 shield), touch 11, flat-footed 23; BAB/Grp +7/+10; Atk +12 melee (1d8+5 plus 1d6 fire, +1 *flaming longsword*, 19-20/x2), or +10

ranged (1d6+3, masterwork composite shortbow, x3); Full Atk +12/+7 melee (1d8+5 plus 1d6 fire, +1 *flaming longsword*, 19–20/x2), or +10/+5 ranged (1d6+3, masterwork composite shortbow, x3); AL LN; SV Fort +9, Ref +4, Will +5; Str 16, Dex 15, Con 15, Int 12, Wis 17, Cha 16.

Languages: Common, Aquan.

Skills: Climb +7*, Jump +7*, Listen +4, Ride +12, Sense Motive +5, Spot +4, Swim +7**. *Feats:* Great Fortitude, Leadership, Mounted Archery, Mounted Combat, Point Blank Shot, Power Attack, Ride-By Attack, Trample.

*- 6 armor check penalty while wearing +1 *full plate* and +1 *heavy steel shield*.

** - 12 armor check penalty while wearing +1 *full plate* and +1 *heavy steel shield*.

Possessions: +2 *flaming longsword*, masterwork composite shortbow, 20 +1 *arrows*, +1 *heavy steel shield*, +1 *full plate*, heavy warhorse, heavy lance.

Helman, male halfling Rog9: CR 9; SZ S; HD 9d6+9; hp 45; Init +5, Spd 20 ft.; AC 19 (+5 Dex, +3 *ring of protection*, +1 size), touch 19, flat-footed 14; BAB/Grp +6/+6; Atk +14 melee (1d4+2, small-sized +2 *short sword*, 19–20 x2) or +13 ranged (1d3, dagger, range 10 ft., 19–20 x2); Full Atk +14 melee (1d4+2, small-sized +2 *short sword*, 19–20 x2) or +13 ranged (1d3, dagger, range 10 ft., 19–20 x2); SA sneak attack (+5d6); SQ halfling traits, evasion, trapfinding, trap sense +3, uncanny dodge, improved uncanny dodge; AL N; SV Fort +6, Ref +13, Will +5. Str 10, Dex 20, Con 12, Int 16, Wis 10, Cha 18 (22).

Languages: Common, Dwarven, Elven, Gnome, Halfling.

Skills: Appraise +8, Balance +12, Bluff +16, Climb +5, Diplomacy +15, Disable Device +13, Escape Artist +13, Hide +21, Jump +3, Knowledge (local) +8, Listen +7, Move Silently +17, Open Lock +15, Profession (tavern owner) +5, Search +15, Sense Motive +6, Spot +5, Tumble +17. *Feats:* Combat Expertise, Improved Feint, Quick-Draw, Weapon Finesse.

Possessions: Jeweled small-sized +2 *short sword* (*luck blade*, no wishes left), 4 small-sized daggers, *ring of protection* +3, *bracelet of charisma* +4, *dust of disappearance* (6 doses), 5,000 gp in a trapped lockbox in his private quarters.

Silfus Sharphoof, male centaur Rgr5: CR 8; SZ L monstrous humanoid; HD 9d8+18; hp 66; Init +6; Spd 50 ft.; AC 18 (+6 Dex, +3 natural, –1 size), touch 15, flat-footed 18; BAB/Grp +9/+19; Atk +14 melee (2d8+9, large-sized greatclub), or +15 melee (2d6+10, large-sized +1 *lance*, x3), or +15 ranged (net, range 10 ft.), or +16 ranged (2d6+6, large-sized masterwork composite [+6] longbow, range 110 ft., x3); Full Atk +14/+9 melee (2d8+9, large-sized greatclub), or +15/+10 melee (2d6+10, large-sized +1 *lance*, x3), or +15 ranged (net, range 10 ft.), or +16 ranged (2d6+6, large-sized masterwork composite [+6] longbow, range 110 ft., x3); Space/Reach 10 ft./5 ft.; SA favored enemy

(magical beast +4, animal +2); SQ animal companion, darkvision 60 ft., wild empathy; AL NG; SV Fort +7, Ref +14, Will +8; Str 22, Dex 22, Con 14, Int 13, Wis 16, Cha 13.

Languages: Common, Elven, Sylvan.

Skills: Handle Animal +13, Hide +5, Jump +16, Knowledge (nature) +10, Listen +8, Move Silently +13, Profession (zookeeper) +8, Spot +8, Survival +11, Swim +9. *Feats:* Endurance, Exotic Weapon Proficiency (net), Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (longbow).

Ranger Spells Prepared (1; save DC 13 + spell level) 1st — *calm animals*.

Possessions: Large-sized greatclub, large-sized +1 *lance*, +1 *net*, large-sized masterwork composite (+6) longbow, *ring of animal friendship*.

GUILD DISTRICT

Barik, male dwarf Exp9: CR 8; SZ M; HD 9d6+18; hp 53; Init +3; Spd 20 ft.; AC 16 (+3 Dex, +3 armor), touch 13, flat-footed 13; BAB/Grp +6/+7; Atk +7 melee (1d6+1, masterwork heavy pickaxe, x4); Full Atk +7/+2 melee (1d6+1, masterwork heavy pickaxe, x4); SA +1 to hit orcs/goblinoids; SQ darkvision (60 ft.), stability, stonemasonry, +4 AC vs. giants, +2 saves vs. poison/spells/spell-like effects; AL N; SV Fort +5, Ref +6, Will +7; Str 12, Dex 16, Con 15, Int 18, Wis 13, Cha 11.

Languages: Common, Auran, Dwarven, Giant, Gnome, Gnome, Gnome, Goblin, Halfling, Orc, Terran.

Skills: Appraise +16 (+18 stone/metal items, +20 stonemasonry), Bluff +6, Climb +7, Concentration +8, Craft (stonemason) +21, Intimidate +6, Knowledge (geology) +16, Listen +7, Profession (engineer) +13, Profession (miner) +17, Search +16, Speak Language (Auran, Giant, Gnome, Terran), Spot +9. *Feats:* Alertness, Leadership, Skill Focus (Craft [stonemason]), Skill Focus (Profession [miner]).

Possessions: Masterwork heavy pickaxe, masterwork studded leather armor, masterwork artisan's tools (chisels), stash of gems and metal ore from the mines.

Description: Barik is an elderly-appearing dwarf. His beard has gone silver, and his face has deep wrinkles upon his coppery red face. He is said to have an entire map of the mines, though only in his head. He does not know what has changed since the black dragon moved in, though he might offer some information and coin to the Adventures Guild to find out.

Booginz, male half-orc Bbn3: CR 3; SZ M; HD 3d12+6; hp 32; Init +3; Spd 40 ft.; AC 15 (+3 Dex, +2 armor), touch 13, flat-footed 12; BAB/Grp +3/+7; Atk +7 melee (1d10+6, greatclub), or +5 melee (1d6+4, short sword, 19–20/x2), or +5 melee (1d3+4, fist); Full Atk +7 melee (1d10+6, greatclub), or +3/+3 melee (1d6+4 [primary], 1d6+2 [off-hand], 2 short swords, 19–20/x2), or +3/+3 melee (1d3+4 [primary], 1d3+2 [off-hand] fist);

SA rage (1/day); SQ darkvision (60 ft.), fast movement, illiterate, trap sense (+1), uncanny dodge; AL CN; SV Fort +5, Ref +4, Will +1; Str 18, Dex 16, Con 14, Int 10, Wis 11, Cha 8.

Languages: Common, Orc.

Skills: Bluff +1, Climb +8, Hide +4, Listen +6, Jump +14, Survival +2. *Feats:* Two-Weapon Fighting, Improved Unarmed Strike.

Rage: Duration 7 rounds; Str 22, Con 18, AC -2, +2 morale bonus to Will saves.

Possessions: Greatclub, two short swords, leather armor.

Erlend, male half-elf Com2/Rog2: CR 3; SZ M; HD 2d4 plus 2d6; hp 14; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +2/+4; Atk +4 melee (1d6+3, shovel); SA sneak attack (+1d6); SQ evasion, immune sleep, low-light vision, trapfinding, +2 on saves vs. enchantment; AL CN; SV Fort +0, Ref +4, Will +3; Str 14, Dex 14, Con 11, Int 10, Wis 16, Cha 12.

Skills: Climb +6, Decipher Script +1, Hide +4, Knowledge (archeology) +1, Knowledge (dead) +3, Move Silently +4, Search +3, Spot +7, Use Rope +6. *Feats:* Alertness, Point Blank Shot.

Languages: Common.

Possessions: Axe-bladed shovel, dirty smeared clothes.

Description: Erlend has long black hair, which he ties in a pony-tail behind his back, and a rough stubble beard, make him look older and more human. Only his dark brown eyes are full of some life, if it is looking upon death.

Erlend never amounted to be much in the eyes of his parents, nor his elven grandparents when his mother and father passed away. He enjoyed the outdoors, often digging in the yard with his pet dog, until he found a dead squirrel, one of his pets' kills. He was awed at such beauty of stillness, if not a bit sick in his love for it later on. His grandparents sent him to the orphanage and the school there in hopes he could learn something else, and be around others his age. When he grew up, he became an archeologist, and pursued his love of death, and its mysteries. His fascination could not support his hobby, and with no funding, he was forced to take a job at the Bard's gate cemetery as a gravedigger. He has fallen farther with the corporation of others like him, and the undead that he works for.

He has refused all cults, and gods, even Orcus himself, all due to his odd philosophy he has created and grown up following. Those who hear it find many holes and contradictions, but can not convince him otherwise.

Thayco Manslayer, male dwarf Ftr4: CR 4; SZ M; HD 4d10+12; hp 41; Init +6; Spd 20 ft.; AC 17 (+2 Dex, +5 armor), touch 12, flat-footed 15; BAB/Grp +4/+7; Atk +9 melee, (1d12+7, +1 greataxe, x3), or +6 ranged (1d8, light crossbow, 19–20/x2, range 80 ft.); SA +1 to hit orcs/goblinoids; SQ darkvision (60 ft.), stability, stonecunning, +4 AC vs. giants, +2 saves vs.

poison/spells/spell-like effects; AL CN; SV Fort +7, Ref +3, Will +1; Str 17, Dex 14, Con 16, Int 10, Wis 11, Cha 6.

Languages: Common, Dwarven.

Skills: Appraise +2, Craft (weaponsmith) +7, Disable Device +2, Forgery +1, Hide +0, Sense Motive +2, Profession (gambler)+3. *Feats:* Cleave, Power Attack, Improved Initiative, Weapon Focus (greataxe), Weapon Specialization (greataxe).

Possessions: +1 greataxe, light crossbow, chainmail.

OLD TEMPLE DISTRICT

Acolytes of Dwurfater, dwarf Clr2 (Dwurfater): CR 2; SZ M; HD 2d8+6; hp 18; Init +0; Spd 20 ft.; AC 14 (+0 Dex, +4 armor), touch 14, flat-footed 10; BAB/Grp +1/+2; Atk +3 melee (1d8+1, warhammer, x3); SA turn air creatures/rebuke earth creatures (4/day; turn check 1d20+0; 2d6+2 turning damage), turn undead (4/day; turn check 1d20+2; 2d6+2 turning damage), +1 to hit orcs/goblinoids; SQ darkvision (60 ft.), feat of strength (1/day), stability, stonecunning, +4 AC vs. giants, +2 saves vs. poison/spells/spell-like effects; AL LG; SV Fort +6, Ref +0, Will +6; Str 13, Dex 11, Con 17, Int 11, Wis 16, Cha 11.

Skills: Concentration +5, Diplomacy +1, Heal +5, Knowledge (religion) +5. *Feats:* Weapon Focus (warhammer).

Languages: Common, Dwarven.

Holy Spells Prepared (4/3; base DC 13 + spell level): 0 — guidance (x2), mending, resistance; 1st — command (x2), divine favor. *Domain spells* (Earth, Strength): 1st — enlarge person.

Possessions: Warhammer, chain shirt armor, steel holy symbol, holy water x2.

Danya Darkfeather, female half-elf Drd8 (Bird Goddess): CR 8; SZ M; HD 8d8; hp 42; Init +3; Spd 30 ft.; AC 16 (+3 Dex, +3 armor), touch 13, flat-footed 13; BAB/Grp +6/+6; Atk +8 melee (1d6+2, +2 sickle or staff of the woodlands); Full Atk +8/+3 melee (1d6+2, +2 sickle or staff of the woodlands); SQ animal companion, immune sleep, low-light vision, nature sense, resist nature's lure, spells, trackless step, wild empathy, wild shape (3/day; Small through Large; prefers avian forms), woodland stride, +2 on saves vs. enchantment; AL N; SV Fort +6, Ref +5, Will +11; Str 10, Dex 17, Con 10, Int 14, Wis 20, Cha 10.

Languages: Common, Abyssal, Druidic, Elven.

Skills: Concentration +6, Diplomacy +7, Handle Animal +11, Knowledge (nature) +10, Listen +11, Spellcraft +8, Spot +22, Survival +16 (+18 aboveground in natural environments), Swim +5. *Feats:* Brew Potion, Craft Wand, Dodge.

Druid Spells Prepared (6/6/4/4/3; base DC 15 + spell level): 0 — create water, cure minor wounds (x2), flare, light, resistance; 1st — calm animals, cure light wounds, endure elements, longstrider, produce flame, speak with animals; 2nd — barkskin,

heat metal, hold animal, wood shape; 3rd — call lightning, cure moderate wounds, remove disease, wind wall; 4th — air walk, freedom of movement, spike stones.

Possessions: Claw of the Goddess (a +2 sickle that does +1d6 damage against lawful or chaotic foes), staff of the woodlands (36 charges), bracers of armor +3, eyes of the eagle.

Ginivarin Krandolve, male elf Clr9 (Darach-Albith): CR 9; SZ M; HD 9d8+9; hp 58; Init +3; Spd 30 ft.; AC 23 (+3 Dex, +6 armor, +2 deflection, +2 natural), touch 15, flat-footed 20; BAB/Grp +6/+7; Atk +8 melee (1d8+2, +1 orc bane longsword, 19–20/x2), or +10 ranged (1d8+1, +1 holy longbow, x3, range 100 ft.); Full Atk +8/+3 melee (1d8+2, +1 orc bane longsword, 19–20/x2), or +10/+5 ranged (1d8+1, +1 holy longbow, x3, range 100 ft.); SA rebuke/command plants (6/day; turn check 1d20+3; 2d6+12 turning damage), turn undead (6/day; turn check 1d20+5; 2d6+12 turning damage); SQ immune sleep, low-light vision, secret door detection, use arcane items as Wiz4, +2 on saves vs. enchantment; AL CG; SV Fort +7, Ref +6, Will +10; Str 13, Dex 17, Con 13, Int 14, Wis 19, Cha 17.

Languages: Common, Elven, Auran, Celestial.

Skills: Concentration +7, Craft (woodcarving) +8, Diplomacy +7, Heal +16, Hide +6, Knowledge (arcana) +6, Knowledge (history) +6, Knowledge (religion) +10, Knowledge (the planes) +4, Listen +6, Move Silently +6, Search +4, Spellcraft +4, Spot +6. *Feats:* Point Blank Shot, Precise Shot, Scribe Scroll, Silent Spell.

Holy Spells Prepared (6/5/5/4/3/1; base DC 14 + spell level): 0 — create water (x2), detect poison, guidance, light, virtue; 1st — bless, command, detect evil, endure elements, obscuring mist; 2nd — augury, calm emotions, enthrall, hold person, lesser restoration; 3rd — daylight, hold person (silenced), meld into stone, prayer; 4th — air walk, control water, restoration; 5th — greater command. *Domain spells* (Magic, Plant): 1st — entangle; 2nd — identify; 3rd — plant growth; 4th — command plants; 5th — wall of thorns.

Possessions: +1 orc bane longsword, +1 holy longbow, +1 elven chain, amulet of natural armor +2, ring of protection +2, two vials holy water, silver holy symbol, cloak of elvenkind, boots of elvenkind, wand of sleep (CL 9, 23 charges), 2 scrolls of cure critical wounds, scroll of commune, scroll of planar ally.

Gruden Greybeard, male dwarf Clr9 (Dwurfater): CR 9; SZ M; HD 9d8+63; hp 125; Init +0; Spd 20 ft.; AC 19 (+0 Dex, +9 armor), touch 19, flat-footed 10; BAB/Grp +6/+9; Atk +13 melee (1d8+6, +3 warhammer, x3); Full Atk +13/+8 melee (1d8+6, +3 warhammer, x3); SA turn air creatures/rebuke earth creatures (5/day; turn check 1d20+2; 2d6+11 turning damage), turn undead (9/day; turn check 1d20+4; 2d6+11 turning damage), +1 to hit orcs/goblinoids; SQ damage reduction (3/[armor]), darkvision (60 ft.), feat of strength (1/day), stability, stonecunning, +4 AC vs. giants, +2 saves vs. poison/spells/spell-like effects; AL LG; SV Fort +13, Ref +3, Will +9; Str 17, Dex 11, Con 21 (25), Int 13, Wis 17, Cha 14.

Languages: Common, Dwarven, Terran.

Skills: Concentration +13, Craft (armorer) +9, Craft (weaponsmith) +9, Diplomacy +6, Heal +7, Knowledge (religion) +7. *Feats:* Craft Magic Arms & Armor, Extra Turning, Scribe Scroll, Weapon Focus (warhammer).

Holy Spells Prepared (6/5/5/4/2/1; base DC 13 + spell level): 0 — detect magic, guidance (x2), mending, read magic, resistance; 1st — bless, command, detect evil, divine favor, shield of faith; 2nd — bear's endurance, consecrate, hold person, owl's wisdom, spiritual weapon; 3rd — dispel magic, locate object, magic circle against evil, searing light; 4th — discern lies, divine power; 5th — commune. *Domain spells* (Earth, Strength): 1st — enlarge person; 2nd — bull's strength; 3rd — stone shape; 4th — spike stones; 5th — righteous might.

Possessions: +3 warhammer, +1 dwarven plate, adamantite holy symbol (500 gp value), 4 vials holy water, scroll of heal, scroll of resurrection.

High Guardian Elissa Perinor, female human Clr7 (Vanitthu): CR 7; SZ M; HD 7d8+14; hp 37; Init +4; Spd 30 ft.; AC 21 (+4 Dex, +5 armor, +2 shield), touch 14, flat-footed 17; BAB/Grp +5/+6; Atk +9 melee (1d8+3, +2 heavy mace); SA spells, turn undead (9/day; turn check 1d20+4; 2d6+9 turning damage); SQ cast good spells at +1 CL, protective aura (1/day); AL LN; SV Fort +7, Ref +6, Will +8; Str 13, Dex 19, Con 15, Int 14, Wis 16, Cha 14.

Languages: Common, Celestial, Dwarven, Elven.

Skills: Concentration +12, Diplomacy +7, Heal +13, Knowledge (arcana) +7, Knowledge (history) +7, Knowledge (religion) +12, Spellcraft +9. *Feats:* Combat Casting, Craft Wand, Extra Turning, Weapon Focus (heavy mace).

Holy Spells Prepared (6/5/4/3/1; base DC 13 + spell level): 0 — detect magic, detect poison, guidance (x2), light, purify food and drink; 1st — bless, bless water, protection from evil, remove fear, shield of faith; 2nd — bear's endurance, consecrate, hold person, lesser restoration; 3rd — prayer, remove disease, searing light; 4th — restoration. *Domain spells* (Good, Protection): 1st — sanctuary; 2nd — aid; 3rd — magic circle against good; 4th — holy smite.

Possessions: +3 defending heavy mace, +1 chain shirt, +1 light steel shield, strand of prayer beads (blessing, healing), solid gold holy symbol (50 gp value).

Lesser Priests, elf Clr3 (Darach-Albith, Rialae) (4): CR 3; SZ M; HD 3d8; hp 18; Init +3; Spd 30 ft.; AC 17 (+3 Dex, +4 armor), touch 13, flat-footed 14; BAB/Grp +2/+2; Atk +4 melee (1d8, masterwork longsword, 19–20/x2), or +7 ranged (1d8, masterwork longbow, x3, range 100 ft.); SA turn undead (5/day; turn check 1d20+4; SQ immune sleep, low-light vision, secret door detection, speak with animals (1/day), +2 on saves vs. enchantment; AL CG; SV Fort +3, Ref +4, Will +6; Str 11, Dex 16, Con 10, Int 13, Wis 16, Cha 15.

Languages: Common, Elven, Celestial.

Skills: Heal +5, Knowledge (arcana) +2, Knowledge (history) +5, Knowledge (nature) +5, Knowledge (religion) +6, Knowledge (the planes) +2, Listen +5, Search +3, Spellcraft +2, Spot +5. **Feats:** Brew Potion, Extend Spell, Weapon Focus (longbow) (bonus), Weapon Focus (longsword) (bonus).

Holy Spells Prepared (4/3/2; base DC 13 + spell level): 0—*create water, guidance, mending, resistance*; 1st—*bless water, endure elements, entropic shield*; 2nd—*divine favor* (extended), *silence*. **Domain spells** (Animal, War): 1st—*calm animals*; 2nd—*spiritual weapon*.

Possessions: Masterwork longsword, masterwork longbow, masterwork chain shirt armor, 30 masterwork arrows, 3 vials holy water, wooden holy symbol, 2 *potions cure moderate wounds*.

Protectors of Vanitthu, human Clr4 (Vanitthu) (4): CR 4; SZ M; HD 4d8; hp 28; Init +0; Spd 20 ft. (base 30 ft.); AC 17 (+5 armor, +2 shield), touch 10, flat-footed 17; BAB/Grp +3/+5; Atk +5 melee (1d8+2, warhammer, x3), or +3 ranged (1d8–1, light crossbow w. silver-tipped bolt, 19–20/x2); SA spells, turn undead (4/day; turn check 1d20+3; 2d6+5 turning damage); SQ cast good spells at +1 CL, protective aura (1/day); AL LN; SV Fort +4, Ref +1, Will +7; Str 14, Dex 10, Con 11, Int 12, Wis 17, Cha 12.

Languages: Common, Celestial.

Skills: Concentration +7, Craft (alchemy) +8, Heal +7, Knowledge (religion) +10, Spellcraft +4. **Feats:** Brew Potion, Combat Casting, Scribe Scroll.

Holy Spells Prepared (5/4/3; base DC 13 + spell level): 0—*detect magic, guidance* (x2), *light, purify food and drink*; 1st—*bless, bless water, protection from evil, remove fear*; 2nd—*bull's strength, hold person, lesser restoration*. **Domain spells** (Good, Protection): 1st—*sanctuary*; 2nd—*aid*.

Possessions: Warhammer, light crossbow, 20 silver-tipped bolts, chainmail, heavy wooden shield, clerical vestments, *potion of cure light wounds* (x2), silver holy symbol.

The Docks

Langer Traeme, male human Ftr5: CR 5; SZ M; HD 5d10+15; hp 55; Init +1; Spd 30 ft.; AC 17 (+1 Dex, +4 armor, +2 shield), touch 11, flat-footed 16; BAB/Grp +5/+8; Atk +9 melee (1d8+4, +1 longsword, 19–20/x2), or +6 ranged (1d8, longbow, x3, range 100 ft.); AL N; SV Fort +7, Ref +2, Will +1; Str 16, Dex 12, Con 16, Int 13, Wis 10, Cha 14.

Skills: Climb +4, Handle Animal +5, Intimidate +7, Spot +2, Move Silently –2, Sense Motive +6, Swim +6. **Feats:** Blind-Fight, Point Blank Shot, Power Attack, Precise Shot, Quick-Draw, Skill Focus (Sense Motive).

Languages: Common, Dwarven.

Possessions: +1 longsword, longbow, 20 arrows, chain shirt, heavy steel shield, *potion of heroism*.

Canal District

Brin Zwiesher, male human Bbn6: CR 6; SZ M; HD 6d12+6; hp 53; Init +2; Spd 40 ft.; AC 16 (+2 Dex, +4 armor), touch 12, flat-footed 14; BAB/Grp +6/+9; Atk +10 melee (1d12+5, +1 greataxe, x3), or +9 melee (1d4+3, dagger, 19–20/x2), or +9 melee (1d3+3, unarmed strike), or +8 ranged (1d4+3, dagger, 19–20/x2, range 10 ft.); Full Atk +10/+5 melee (1d12+5, +1 greataxe, x3), or +9/+4 melee (1d4+3, dagger, 19–20/x2), or +9/+4 melee (1d3+3, unarmed strike), or +8/+3 ranged (1d4+3, dagger, 19–20/x2, range 10 ft.); SA rage (2/day); SQ trap sense+2, uncanny dodge, improved uncanny dodge; AL CN; SV Fort +6, Ref +4, Will +3; Str 16, Dex 14, Con 12, Int 12, Wis 12, Cha 12.

Languages: Common, Dwarven.

Skills: Craft (brewer) +9, Diplomacy +3, Intimidate +10, Jump +10, Knowledge (history) +2, Knowledge (local) +2, Listen +9, Literacy, Move Silently +3, Profession (merchant) +4, Search +2, Spot +4, Survival +10. **Feats:** Alertness, Improved Unarmed Strike, Power Attack, Skill Focus (Craft [brewer]).

Rage (Ex): Duration 6 rounds; Str 20, Con 16, AC –2, +2 morale bonus to Will saves.

Possessions: +1 greataxe, 3 daggers, +1 studded leather armor.

Description: Brin is a tall, gruff-looking barbarian with a reddish beard and balding head. He is quick to shove his fist in the face of an innkeeper or adventurer he observes not drinking his trademarked beverage, which is of course named after him.

Guildmaster Lucius Gromp, male human Rog8: CR 8; SZ M; HD 8d6+8; hp 39; Init +6; Spd 30 ft.; AC 15 (+2 Dex, +3 natural armor), touch 12, flat-footed 13; BAB/Grp +6/+6; Atk +6 melee (1d4, prosthetic hook), or +6 melee or +8 ranged (1d4, dagger, 19–20/x2, range 10 ft.); Full Atk +6/+1 melee (1d4, prosthetic hook), or +6/+1 melee or +8/+3 ranged (1d4, dagger, 19–20/x2, range 10 ft.); SA sneak attack (+4d6); SQ evasion, one-handed, trapfinding, trap sense (+2), uncanny dodge, improved uncanny dodge; AL LE; SV Fort +5, Ref +8, Will +6; Str 11, Dex 15, Con 13, Int 17, Wis 15, Cha 16.

Skills: Appraise +8, Bluff +13, Diplomacy +7, Disguise +10 (+12 acting), Escape Artist +10, Gather Information +13, Hide +13, Intimidate +10, Knowledge (local) +17, Listen +9, Move Silently +13, Open Lock +6, Profession (beggar) +12, Search +8, Sense Motive +12, Sleight of Hand +10, Spot +8, Swim +4, Tumble +7. **Feats:** Great Fortitude, Improved Initiative, Iron Will, Skill Focus (Knowledge [local]).

Languages: Common, Draconic, Celestial, Elven.

One-handed (Ex): Lucius is missing his right forearm, which has been replaced with a rusty but wicked-looking iron hook. He has grown adept at using it in combat and in everyday life, but the DM may wish to impose a –2 or –4 circumstance penalty to certain skill checks if the situation warrants, such as attempting to disguise the prosthesis with a Disguise check.

Possessions: Six daggers, prosthetic hook (treat as dagger), beggar's rags, *amulet of natural armor* +3 (looks like a tarnished brass medallion depicting an elephant's head; it has been enchanted with an aura-suppressing effect so detect magic spells do not detect it as magical), 3d8 sp in loose coin.

Description: The head of the Beggars Guild, Lucius is quick witted and knowledgeable of many facets of life in Bards Gate. He rules the Beggars Guild with an Iron Hook or Stump, as it were. Being a survivalist at heart Lucius does much to avoid entangling himself in situations that might lead to his untimely demise.

Lanny, female human Rog4: CR 4; SZ M; HD 4d6+4; hp 23; Init +6 ; Spd 30 ft.; AC 16 (+2 Dex, +3 armor, +1 natural armor), touch 12, flat-footed 14; BAB/Grp +3/+3; Atk +6 melee (1d6+1, +1 rapier, 18–20/x2), or +6 melee (1d4+1, +1 keen dagger, 17–20/x2); Full Atk +4 melee (1d6+1, +1 rapier, 18–20/x2) and +4 melee (1d4+1, +1 keen dagger, 17–20/x2); SA sneak attack (+2d6); SQ evasion, trapfinding, trap sense (+1), uncanny dodge; AL NG; SV Fort +2, Ref +5, Will +3; Str 11, Dex 15, Con 12, Int 14, Wis 14, Cha 10.

Languages: Common, Elven, Orc.

Skills: Appraise +7 (+9 for locks or traps), Bluff +5, Craft (locks) +9, Craft (traps) +11, Decipher Script +4, Diplomacy +5, Disable Device +11, Escape Artist +3, Gather Information +1, Hide +3, Intimidate +3, Knowledge (local) +5, Listen +5, Move Silently +3, Open Lock +11, Profession (merchant) +9 (+13 haggling), Search +7, Sense Motive +7, Spot +3, Swim +0, Tumble +3, Use Rope +4. *Feats:* Improved Initiative, Two-Weapon Fighting, Weapon Finesse.

Possessions: +1 rapier, +1 keen dagger, studded leather armor, *amulet of natural armor* +1, masterwork thieves' tools, masterwork locksmithing tools, masterwork trap-making tools.

Oswold, male human Rog6/Asn1: CR 7; SZ M; HD 6d6+18 plus 1d6+3; hp 49; Init +2 ; Spd 30 ft.; AC 14 (+2 Dex, +2 armor), touch 12, flat-footed 12; BAB/Grp +4/+8; Atk +8 melee (1d6+4, club), or +8 melee (1d4+4, dagger, 19–20/x2), or +6 ranged (1d4+4, dagger, 19–20/x2, range 10 ft.); SA death attack (save DC 12 Fortitude), sneak attack (+4d6); SQ evasion, poison use, trapfinding, trap sense (+2), uncanny dodge; AL



LE; SV Fort +5, Ref +9, Will +3 ; Str 18, Dex 15, Con 16, Int 11, Wis 13, Cha 7.

Languages: Common.

Skills: Bluff +3, Diplomacy +2, Disguise +5 (+7 acting), Escape Artist +7, Gather Information +4, Hide +9, Intimidate +5 (+11 using Strength), Jump +6, Knowledge (local) +6, Listen +7, Move Silently +9, Open Lock +4, Profession (barkeep) +6, Search +6, Sense Motive +8, Sleight of Hand +9, Spot +6, Swim +5. *Feats:* Combat Reflexes, Dodge, Point Blank Shot, Precise Shot.

Possessions: Club, 4 daggers, leather armor, 4 doses arsenic, 2 doses medium spider venom, 2 doses deathblade poison, two 50 gp pearls concealed in the heels of his boots.

Description: Oswald is a thin everyman with ordinary looks and an ordinary disposition. He once slew a northeaster king at 200 yards with an enchanted heavy crossbow bolt, and has been hiding in

Bards Gate ever since.

Norton McKaigh, male gnome Rog2/Ftr3: CR 5; SZ S; HD 2d6+8 plus 3d10+12; hp 58; Init +5 ; Spd 20 ft.; AC 18 (+1 SZ, +1 Dex, +3 armor, +3 shield), touch 12, flat-footed 17; BAB/Grp +4/+1; Atk +7 melee (1d3+2, small-SZd +1 punching dagger, x3), or +6 ranged (1d6, small-SZd light crossbow, 19–20/x2, range 80 ft.); SA sneak attack (+1d6), +1 to hit kobolds/goblinoids; SQ evasion, low-light vision, spell-like abilities, trapfinding, +1 to DC of illusion spells cast, +2 on saves vs. illusions, +4 AC vs. giants; AL NG; SV Fort +7, Ref +5, Will +2 ; Str 12, Dex 13, Con 19, Int 14, Wis 13, Cha 9.

Languages: Common, Dwarven, Elven, Gnome, Goblin, Orc.

Skills: Balance +7, Bluff +0*, Climb +2, Diplomacy +0, Gather Information –4, Hide +6, Jump +1, Knowledge (local [Bard's Gate]) +4, Knowledge (local [Bard's Gate sewers]) +7, Listen +4, Move Silently +1, Profession (sewerman) +6, Search +5, Sense Motive +4, Speak Language (Elven, Goblin, Orc), Spot +2, Swim +2, Tumble +7. *Feats:* Improved Initiative, Run, Dodge, Weapon Finesse.

*These skills include the –4 circumstance penalty Norton faces due to his ever-present aroma of the sewers.

Spell-like Abilities: 1/day — *Speak with animals* (burrowing mammal only, duration 1 minute).

Possessions: Small-SZd +1 *punching dagger*, small-SZd light crossbow, 20 bolts, small-SZd studded leather armor, small-SZd +2 *buckler*, helmet with built in shuttered lantern, mining and sewer-cleaning tools.

Tuvio, male human Rog5: CR 5; SZ M; HD 5d6; hp 27; Init +3; Spd 30 ft.; AC 16 (+3 Dex, +2 armor, +1 deflection), touch 14, flat-footed 13; BAB/Grp +3/+3; Atk +7 melee (1d6+1, +1 *rapier*, 18–20/x2); SA sneak attack (+3d6); SQ evasion, trapfinding, trap sense (+1), uncanny dodge; AL NE; SV Fort +3, Ref +7, Will +1; Str 11, Dex 17, Con 14, Int 16, Wis 11, Cha 9.

Languages: Common, Dwarven, Halfling, Orc.

Skills: Appraise +11, Balance +11, Bluff +7, Disguise +4 (+6 acting), Escape Artist +11, Gather Information +6, Hide +11, Knowledge (local) +11, Move Silently +11, Profession (bookie) +11, Sense Motive +8, Sleight of Hand +13, Spot +3, Tumble +6. *Feats:* Combat Expertise, Skill Focus (Profession [bookie]), Weapon Finesse.

Possessions: +1 *rapier*, +1 *leather armor*, *ring of protection* +1, standard dice and cards, loaded dice and marked cards, 3d20 gp, 100 gp peridot.

Scolich, male human Bbn3: CR 3; SZ M; HD 3d12+3; hp 25; Init +0; Spd 40 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +3/+5; Atk +6 melee (1d6+2, club), or +5 melee (1d3+2 subdual, unarmed strike); SA rage (1/day); SQ fast movement, illiteracy, trap sense (+1), uncanny dodge; AL N; SV Fort +6, Ref +1, Will +1; Str 15, Dex 10, Con 12, Int 12, Wis 10, Cha 14.

Languages: Common, Gnome.

Skills: Craft (tattoos) +7, Listen +6, Perform (chant) +5, Perform (whistle) +5, Profession (barber) +5, Survival +6. *Feats:* Great Fortitude, Power Attack, Weapon Focus (club).

Rage (Ex): Duration 6 rounds; Str 19, Con 16, AC –2, +2 morale bonus to Will saves.

Possessions: Club, masterwork barber's tools, 2–20 sp.

Description: Bluish green eyes gaze from the broad coppers face that is accented by a large smile. Shedding his old garb, for that of the city, Scolich wears dark leather boots and breeches, while he wears no shirt, to reveal his muscular, dark tattooed chest.

BRIDGE DISTRICT

Jellithey, male leprechaun Wiz5: CR 9; SZ S fey; HD 1d6+3 plus 5d4+12; hp 33; Init +7; Spd 50 ft. (base 40 ft.); AC 20 (+1 SZ, +3 Dex, +4 armor, +2 deflection), touch 16, flat-footed 17; BAB/Grp +2/–4; Atk +6 melee (1d3–1, small-SZd +1 *dagger*, 19–20/x2); SA spells, spell-like abilities; SQ damage reduction (10/cold iron), low-light vision, spell resistance (27); AL N; SV Fort +4, Ref +5, Will +4; Str 7, Dex 16, Con 16, Int 17, Wis 15, Cha 16.

Languages: Common, Elven, Gnome, Goblin, Sylvan.

Skills: Bluff +8, Concentration +6, Craft (cobbler) +15, Escape Artist +8, Hide +10, Jump +17, Knowledge (arcana) +9, Listen +14, Move Silently +8, Perform (comedy) +6, Perform (dance) +6, Perform (limericks) +6, Search +6, Sense Motive +5, Sleight of Hand +12, Spellcraft +10, Spot +6.

Feats: Extend Spell, Improved Initiative, Scribe Scroll, Skill Focus (Craft [cobbler]), Craft Wondrous Item.

Spell-like Abilities: At will — *dancing lights*, *invisibility* (self only), *permanent image* (visual and auditory elements only, DC 19), *polymorph any object* (affects objects only, DC 21), *ventriloquism* (DC 14). Caster level 7th. The save DCs are Charisma-based.

Arcane Spells Prepared (4/3/3/2; base DC 13 + spell level): 0 — *daze*, *detect magic*, *prestidigitation* (x2); 1st — *hypnotism*, *reduce person*, *sleep*; 2nd — *alarm* (extended), *blindness/deafness*, *rope trick*; 3rd — *blink*, *deep slumber*.

Possessions: Small-SZd +1 *dagger*, *bracers of armor* +4, *ring of protection* +2, *luckstone* (+1 luck bonus has been calculated into above saves and skill scores), *boots of striding and springing* (function as *cursed boots of dancing* if worn by anyone but Jellithey), *Jellithey's marvelous cobbling tools* (this set of masterwork cobbler's tools allows Jellithey to create any kind of magical footwear he wishes, even if he does not meet the caster level or needed spell requirements; the tools are small-SZd, and do not reSZ for other users; market value 20,000 gp), spellbook. A large iron pot hidden in the basement of his home holds 500 pp, 4,000 gp, and 2,000 sp; if stolen, Jellithey does not rest until this wealth is recovered.

Jellithey's spellbook contains all of the above listed spells plus the following: 0 — all; 1st — *animate rope*, *charm person*, *color spray*, *endure elements*, *grease*, *identify*, *Nystal's magic aura*, *shield*, *unseen servant*; 2nd — *arcane lock*, *blur*, *fox's cunning*, *glitterdust*, *hypnotic pattern*, *locate object*, *obscure object*; 3rd — *dispel magic*, *displacement*, *fly*, *shrink item*, *slow*, *suggestion*.

Description: Jellithey is a fine cobbler, and secretly or not so secretly a leprechaun with skills to imbue shoes and boots with magical powers. Shoes of dancing, boots of striding and springing and the like are not unavailable. Jellithey once made a fine pair of enchanted dancing slippers for the famous performer Myrean before her strange disappearance some years ago.

Note: Leprechauns are fully detailed in the *Tome of Horrors* by Necromancer Games.

Tobias Dricken, male human Clr5 (Baccus-Dionysus): CR 5; SZ M; HD 5d8; hp 30; Init +0; Spd 20 ft. (base 30 ft.); AC 15 (+5 armor), touch 10, flat-footed 15; BAB/Grp +3/+3; Atk +4 melee (1d8+1, +1 *heavy mace*); SA turn undead (6/day; turn check 1d20+5; 2d6+8 turning damage); SQ cast chaos spells at +1 CL, feat of luck (1/day); AL CN; SV Fort +4, Ref +1, Will +6; Str 11, Dex 11, Con 11, Int 11, Wis 14, Cha 16.

Skills: Concentration +3, Craft (winemaking) +5, Diplomacy +5, Knowledge (religion) +6, Spellcraft +8. *Feats:* Brew Potion, Heighten Spell, Scribe Scroll.

Languages: Common.

Holy Spells Prepared (5/4/3/1; base DC 12 + spell level): 0 — *create spirits* (as *create water*, but creates an equivalent amount of beer, wine, or ale of average quality) (x3), *guidance*, *resistance*; 1st — *bless water*, *divine favor*, *entropic shield*, *sanctuary*; 2nd — *bear's endurance*, *hold person*, *lesser restoration*; 3rd — *create food and water*. *Domain spells* (Chaos, Luck): 1st — *protection from law*; 2nd — *aid*; 3rd — *protection from energy*.

Possessions: +1 *heavy mace*, +2 *leopard hide armor*, 4 potions *cure moderate wounds*, 4 flasks of holy wine (as holy water, dedicated to Baccus-Dionysus).

Baccae (Maenae), female human Bbn3: CR 6; SZ M Fey; HD 3d6+3 plus 3d12+3; hp 35; Init +3; Spd 30 ft.; AC 15 (+3 Dex, +2 natural), touch 13, flat-footed 12; BAB/Grp +4/+6; Atk +6 melee (1d4+2, claw) or +7 melee (1d10+2, greatclub); Full Atk +6 melee (1d4+2 [x2], claws) and +2 melee (1d6+1, bite) or +7 melee (1d10+2, greatclub) and +2 melee (1d6+1, bite); SA beast form, charming gaze, rage, barbarian abilities; SQ damage reduction (5/cold iron), low-light vision; AL CN; SV Fort +5, Ref +7, Will +3; Str 14, Dex 16, Con 12, Int 10, Wis 8, Cha 16.

Skills: Bluff +7, Climb +6, Diplomacy +7, Escape Artist +8 (+10 ropes), Handle Animal +7, Knowledge (religion) +4, Listen +5, Move Silently +6, Spot +5, Swim +6, Use Rope +7. *Feats*: Power Attack, Weapon Focus (greatclub), Weapon Focus (bite).

Zoey, female halfling Clr9 (Freya): CR 9; SZ S; HD 9d8+18; hp 60; Init +2; Spd 20 ft.; AC 19 (+1 SZ, +2 Dex, +5 armor, +1 shield), touch 13, flat-footed 17; BAB/Grp +6/+3; Atk +9 melee (1d6+2, small-size +1 *heavy mace of disruption*); Full Atk +9/+4 melee (1d6+2, small-SZd +1 *heavy mace of disruption*); SA spells, turn undead (6/day; turn check 1d20+5; 2d6+12 turning damage); SQ +2 morale bonus on saves vs. fear; AL NG; SV Fort +9, Ref +6, Will +11; Str 13, Dex 15, Con 15, Int 13, Wis 18, Cha 16.

Languages: Common, Halfling, Gnome.

Skills: Climb +2, Concentration +7, Diplomacy +8, Heal +19, Hide +5, Jump -4, Knowledge (arcana) +3, Knowledge (history) +3, Knowledge (religion) +9, Listen +6, Move Silently +3, Spellcraft +3. *Feats*: Brew Potion, Craft Wand, Scribe Scroll, Skill Focus (Heal).

Holy Spells Prepared (6/5/5/4/3/1; base DC 14 + spell level): 0 — *detect magic*, *detect poison*, *guidance* (x2), *mending*, *read magic*; 1st — *bless*, *entropic shield*, *remove fear*, *sanctuary*, *shield of faith*; 2nd — *bull's strength*, *eagle's splendor*, *lesser restoration*, *hold person*, *silence*; 3rd — *bestow curse*, *magic vestment*, *prayer*, *remove disease*; 4th — *divine power*, *neutralize poison*, *restoration*; 5th — *insect plague*. *Domain spells* (Good, Healing): 1st — *protection from evil*; 2nd — *aid*; 3rd — *magic circle against evil*; 4th — *holy smite*; 5th — *dispel evil*.

Possessions: Small-SZd +1 *heavy mace of disruption*, small-SZd +1 *mithral chain shirt*, small-SZd masterwork light wooden shield, *wand of cure serious wounds* (CL

5, 16 charges), 6 vials holy water, silver holy symbol of Freya.

Description: Zoey offers healing to followers of Freya free of charge, and individuals of like alignment. She is great hater of the undead. Being an occasional adventurer, she is known to raise dead heroes of like alignment for a compensatory donation to her shrine.

NORTH WALL

Felicity, female human vampire Rog8: CR 10; SZ M undead (augmented humanoid [human]); HD 8d12; hp 60; Init +8; Spd 30 ft.; AC 20 (+4 Dex, +6 natural armor), touch 14, flat-footed 16; BAB/Grp +6/+10; Atk +13 melee (1d6+5, +1 *ghost touch rapier*, 18-20/x2), or +12 melee (1d6+4 plus energy drain, slam); Full Atk +11/+6 melee (1d6+5, +1 *ghost touch rapier*, 18-20/x2) and +10 melee (1d6+2 plus energy drain, slam); SA blood drain, children of the night, create spawn, dominate (DC 21 Will negates), energy drain, sneak attack (+4d6); SQ alternate form, damage reduction (10/silver and magic), evasion, fast healing (5), gaseous form, resist cold & electricity (10), spider climb, trapfinding, trap sense (+2), turn resistance (+4) (as 12 HD creature), uncanny dodge, improved uncanny dodge, vampire traits; AL LE; SV Fort +2, Ref +14, Will +6; Str 18, Dex 22, Con 10, Int 17, Wis 15, Cha 21.

Languages: Common, Draconic, Sylvan.

Skills: Appraise +11, Bluff +22, Diplomacy +9, Escape Artist +11, Gather Information +11, Hide +25, Intimidate +17, Listen +21, Move Silently +24, Open Lock +12, Search +21, Sense Motive +20, Sleight of Hand +10, Spot +20, Swim +8, Tumble +16. *Feats*: Ability Focus (dominate), Alertness (b), Combat Reflexes (b), Dodge (b), Improved Initiative (b), Iron Will, Lightning Reflexes (b), Two-Weapon Fighting, Weapon Finesse.

Possessions: +1 *ghost touch rapier*.

Justin Greenwood, male human Rgr9: CR 9; SZ M; HD 9d8; hp 47; Init +4; Spd 30 ft.; AC 19 (+4 Dex, +5 armor), touch 14, flat-footed 15; BAB/Grp +9/+12; Atk +14 melee (1d8+5, +2 *defending longsword*, 19-20/x2), or +14 melee (1d6+5, +2 *keen shortsword*, 17-20/x2), or +16 ranged (1d8+5, +2 *composite longbow*, x3, range 110 ft.); Full Atk +12/+7 melee (1d8+5, +2 *defending longsword*, 19-20/x2) and +12 melee (1d6+3, +2 *keen shortsword*, 17-20/x2), or +16/+11 ranged (+14/+14/+9 with Rapid Shot) (1d8+5, +2 *composite longbow*, x3, range 110 ft.); SA combat style (archery); SQ evasion, favored enemy (giants) (+2), favored enemy (undead) (+4), swift tracker, wild empathy, woodland stride; AL CN; SV Fort +6, Ref +10, Will +5; Str 17, Dex 18, Con 10, Int 12, Wis 14, Cha 13.

Languages: Common, Giant

Skills: Craft (alchemy) +4, Craft (bowyer) +7, Craft (weaponsmith) +7, Handle Animal +7, Heal +8, Hide +10, Knowledge (undead) +7, Knowledge (nature) +9, Listen +10, Move Silently +10, Profession (apothecary)

+5, Ride +10, Search +5, Spot +10, Survival +14 (+16 outdoors in natural environment), Swim +7. *Feats*: Alertness, Endurance, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Two-Weapon Fighting, Weapon Focus (longbow).

Ranger Spells Prepared (2/1; base DC 12 + spell level): 1st — *endure elements*, *longstrider*; 2nd — *barkskin*.

Possessions: +2 *defending longsword*, +2 *keen short sword*, +2 *composite* (+3 Str) *longbow*, 20 +1 *undead bane arrows*, +2 *studded leather armor*, *instant fortress*, 3 wooden stakes, 6 vials holy water, 2d10 gp in loose coins.

OUTER QUARTER

Gowan Mckean, male dwarf Ftr5: CR 5; SZ M; HD 5d10+15; hp 49; Init +0; Spd 20 ft.; AC 19 (+7 armor, +2 shield), touch 10, flat-footed 19; BAB/Grp +5/+8; Atk +10 melee (1d10+5, dwarven waraxe, x3), or +5 ranged (1d10, heavy crossbow, 19–20/x2, range 120 ft.) ranged; SA +1 to hit orcs/goblinoids; SQ darkvision (60ft.), stability, stonecunning, +4 AC vs. giants, +2 saves vs. poison/spells/spell-like effects; AL LN; SV Fort +9, Ref +1, Will +2; Str 16, Dex 10, Con 17, Int 13, Wis 12, Cha 12.

Languages: Common, Dwarven, Gnome.

Skills: Craft (brewing) +11, Craft (distilling) +8, Profession (merchant) +6. *Feats*: Great Fortitude, Skill Focus (Craft [brewing]), Power Attack, Cleave, Weapon Focus (dwarven waraxe).

Possessions: +1 *dwarven waraxe*, heavy crossbow, 20 bolts, half plate armor, heavy steel shield, *decanter of endless ale* (similar to a *decanter of endless water*).

Description: Gowan is a thick necked, gray bearded, bald dwarven veteran. He is very serious about the quality and reputation of his distillery, and likes to keep his old friend Snorri a secret from any who would try to kidnap or steal him away with offers of better money for his extraordinary skills.

Snorri, male gnome Exp5: CR 5; SZ S; HD 5d6+10; hp 23; Init +3; Spd 20 ft.; AC 15 (+1 SZ, +3 Dex, +1 deflection), touch 15, flat-footed 12; BAB/Grp +3/+3; Atk +5 melee (1d4+1, small-SZd +1 *club*); SA +1 to hit kobolds/goblinoids; SQ low-light vision, spell-like abilities, +1 to DC of illusion spells cast, +2 on saves vs. illusions, +4 AC vs. giants; AL N; SV Fort +3, Ref +4, Will +6; Str 11, Dex 17, Con 15, Int 15, Wis 15, Cha 12.

Skills: Appraise +10, Bluff +7, Craft (brewing) +15, Knowledge (nature) +10, Listen +10, Profession (brewer) +7, Sense Motive +8, Spot +4, Swim +6, Use Magic Device +12. *Feats*: Skill Focus (Craft [brewing]), Skill Focus (Use Magic Device).

Languages: Common, Gnome, Dwarven, Goblin.

Possessions: +1 *club*, *ring of protection* +1, *potion of fire breath* (x3), masterwork brewer's tools.

Description: Snorri is easily distracted and often quite overtaken by his own brews and creations. He is mostly faithful to Gowan, as Gowan and his band rescued Snorri

from a band of goblins long ago, and due to their great respect for his drinkables, they have adopted him into their clan. Snorri tends to get himself into a lot of trouble, and therefore Gowan has forbid Snorri to go out into the city alone for his own protection, often sending at least two bodyguards from the clan along with him in case things get out of hand.

THIEVES QUARTER

Choli Bonesnapper, male half-orc Bbn3: CR 3; SZ M; HD 3d12+6; hp 33; Init +3 (+3 Dex); Spd 40 ft.; AC 16 (+3 studded leather, +3 Dex), touch 13, flat-footed 13; BAB/Grp +3/+8; Atk +8 melee (1d6+5, shortsword, 19-20 x2) or +9 melee (1d3+6, +1 *spiked gauntlet*) or +6 ranged (1d6+5, javelin, range 30ft.); Full Atk +6 melee (1d6+5, shortsword, 19-20 x2) and +6 melee (1d6+5, shortsword, 19-20 x2) or +7 melee (1d3+6, +1 *spiked gauntlet*) and +7 melee (1d3+6, +1 *spiked gauntlet*) or +6 ranged (1d6+5, javelin, range 30ft.); SQ darkvision 60 ft., orc traits; AL CN(E); SV Fort +5, Ref +4, Will +3; Str 20, Dex 16, Con 15, Int 10, Wis 14, Cha 7.

Languages: Common, Orc.

Skills: Intimidate +4, Hide +5, Listen +8, Move Silently +5, Spot +3, Survival +8. *Feats*: Improved Unarmed Strike, Two Weapon Fighting.

Possessions: Studded leather, javelin, 2 shortswords, +1 *spiked gauntlets*.

By human standards Choli and his brother Colic would be considered chaotic evil, as they wish to slay their blood sworn enemies and eat them. However they are both trustworthy to those that they deem as friends to their cause and those that would help them against the evil followers of Hecate and Set who have driven them from their homes and killed their young.

Colic, male half-orc Ftr1/Barb1: CR 2; SZ M; HD 1d10+2 plus 1d12+2; hp 24; Init +2 (+2 Dex); Spd 40ft.; AC 16 (+4 chain shirt, +2 Dex), touch 12, flat-footed 14; BAB/Grp +2/+7; Atk +7 melee (1d12+7, greataxe, x3) or +4 ranged (1d6+5, javelin, range 30 ft.); Full Atk +7 melee (1d12+7, greataxe, x3) or +4 ranged (1d6+5, javelin, range 30 ft.); rage (1/day, +4 Str, +4 Con, +2 Will, -2 AC, 2 bonus hp); SQ fast movement, illiteracy; AL CN(E); SV Fort +4, Ref +2, Will +2; Str 20, Dex 14, Con 14, Int 6, Wis 10, Cha 8.

Skills: Jump +7*, Listen +2, Ride +4, Spot +1, Survival +3. *Feats*: Iron Will, Power Attack.

*-2 armor check penalty while wearing chain shirt.

Possessions: Chain shirt, greataxe, 2 javelins.

Colic likes to drink milk. He has seen smart people drink milk and feels that he will be smart if he drinks milk too.

“Fat” Juliello Broad-Toe, male halfling Rog5: CR 5; SZ S; HD 5d6+10; hp 38; Init +4; Spd 20 ft.; AC 15 (+1 *ring of protection*, +3 masterwork studded leather armor, +4 Dex, +1 Size), touch 16, flat-footed 15; BAB/Grp +3/-1;

Atk +8 melee (1d6+1, +1 *short sword*, 19-20 x2); Full Atk +8 melee (1d6+1, +1 *short sword*, 19-20 x2); SA sneak attack (+3d6); SQ halfling traits, trapfinding, evasion, trap sense (+1), uncanny dodge; AL CN; SV Fort +4, Ref +9, Will +4; Str 10, Dex 19, Con 15, Int 14, Wis 14, Cha 14.

Languages: Common, Dwarven, Elven, Orc, Halfling.

Skills: Appraise +6, Bluff +7, Decipher Script +7, Diplomacy +7, Disable Device +9, Escape Artist +9, Hide +13, Jump +6, Listen +9, Move Silently +11, Open Lock +9, Profession +7 (club owner), Search +7, Sleight of Hand +9, Speak Languages (Dwarven, Elven, Orc), Spot +7, Tumble +9. *Feats:* Skill Focus (search), Weapon Finesse.

Possessions: +1 *ring of protection*, +1 *shortsword*, masterwork studded leather armor, 2 *potions of cure light wounds* (CL 5th), 2 *potions of invisibility* (CL 5th).

Ilyashar, Book Keeper, female human Clr3: CR 3; SZ M; HD 3d8+6; hp 19; Init +1 (+1 Dex); Spd 30 ft.; AC 20 (+7 half plate, +2 shield, +1 Dex), touch 11, flat-footed 19; BAB/Grp +2/+4; Atk +4 melee (1d8, morningstar); Full Atk +4 melee (1d8, morningstar); SA rebuke undead (3/day), spells; AL CN; SV Fort +5, Ref +2, Will +5; Str 14, Dex 12, Con 14, Int 13, Wis 15, Cha 11.

Languages: Common, Undercommon.

Skills: Bluff +6, Disguise +8, Heal +8, Knowledge (religion) +7, Listen +2, Spot +2. *Feats:* Craft Wondrous Item, Extend Spell, Heighten Spell

Divine Spells Prepared (Cast per day 4/3/2; save DC 12 + spell level) 0—*detect magic, guidance, read magic, resistance*; 1st—*command, divine favor, protection from law*; 2nd—*calm emotions, silence*.

Domains: Luck, Trickery (You gain the power of good fortune, which is usable once per day. This extraordinary ability allows you to reroll one roll that you have just made before the DM declares whether the roll results in success or failure. You must take the result of the reroll, even if it's worse than the original roll. Add Bluff, Disguise, and Hide to your list of cleric class skills).

Domain spells: 1st—*disguise self*; 2nd—*invisibility*.

Possessions: Half plate, heavy wooden shield, morningstar, silver holy symbol.

Krants the Wife beater, male human Ftr3: CR 3; SZ M; HD 3d10+3; hp 18; Init +0; Spd 30 ft.; AC 13 (+3 studded leather armor), touch 10, flat-footed 13; BAB/Grp +3/+5; Atk +5 melee (1d4+2, spiked gauntlet) or +5 melee (1d6+2, +1 *keen shortsword*, 18-20x2); Full Atk +3 melee (1d4+2, spiked gauntlet) and +3 melee (1d4+1, spiked gauntlet) or +5 melee (1d6+2, +1 *keen shortsword*, 18-20x2); AL NE; SV Fort +4, Ref +1, Will +1; Str 15, Dex 10, Con 13, Int 10, Wis 10, Cha 8.

Skills: Craft (carving) +4, Intimidate +3, Ride +4, Swim +6*. *Feats:* Improved Unarmed Strike, Power Attack, Cleave, Two-Weapon Fighting, Weapon Focus (unarmed strike).

*-2 armor check penalty while wearing studded leather armor.

Possessions: Studded leather, spiked gauntlets, +1 *keen shortsword*.

Loomin The Inn Wight*: CR 2; SZ S Undead (Incorporeal); HD 4d12; hp 27; Init 1 (Dex); Spd 30 ft. (6 squares); AC 11 (1 Dex, +1 SZ, +1 deflection), touch 11, flat-footed 11; BAB/Grp +1/—; Atk +2 ranged (1d4 each, 1d6 hurled objects), or +2 ranged (3d4, single hurled object); Atk +2 ranged (1d4 each, 1d6 hurled objects), or +2 ranged (3d4, single hurled object); SA energy drain; SQ damage reduction (5/magic), incorporeal, undead traits; SR 12; SV Fort +1, Ref +0, Will +3; Str —, Dex 9, Con —, Int 8, Wis 9, Cha 9.

Skills: Hide +10, Listen +8, Spot +8; *Feats:* Alertness, Weapon Focus (hurled object).

Energy Drain: Inn-wights draw energy from sleeping mortals over the course of an entire night. To drain a victim successfully, the inn-wight must be in “contact” with a victim’s sleeping form for a minimum of 6 hours. During that time, the victim is wracked by terrible nightmares and may wake up with a successful Will save (DC 11). If the victim wakes up, the inn-wight’s drain attempt fails and it flees the room. If the energy drain is successful, the victim pays a steep price: he suffers 1d2 negative levels, and he ages 5 years, appearing older, with drawn skin and graying hair. Removing a negative level requires a successful DC 11 Fortitude save. The save DC is Charisma-based.

*See the *Creature Collection Revised* by **Sword and Sorcery Studios** for more details.

Louis, male human Sor3: CR 3; SZ M; HD 3d4+9; hp 21; Init +2 (+2 Dex); Spd 30 ft.; AC 13 (+1 *ring of protection*, +2 Dex), touch 13, flat-footed 11; BAB/Grp +1/-1; Atk -1 melee or +3 ranged; AL N; SV Fort +4, Ref +3, Will +1; Str 7, Dex 14, Con 16, Int 16, Wis 7, Cha 15.

Languages: Abyssal, Aquan, Common, Halfling

Skills: Concentration +6, Craft (alchemy) +5, Hide +2, Knowledge (arcana) +5, Knowledge (religion) +5, Listen -2, Move Silently +2, Profession +4 (gambling house banker), Search +4, Spellcraft +8, Spot +0. *Feats:* Scribe Scroll, Silent Spell, Still Spell.

Arcane Spells Known (Cast per day 6/6; save DC 12 + spell level): 0—*dancing lights, detect magic, ghost sound, light, read magic*; 1st—*magic missile, mage armor, shield*.

Possessions: +1 *ring of protection, wand of sleep* (CL 5th, 20 charges).

Rath Kata, male human Clr6 [Zors]: CR 6; SZ M; HD 6d8; hp 33; Init +2 (Dex); Spd 30 ft.; AC 15 (+3 *bracers of armor*, +2 Dex), touch 12, flat-footed 13; BAB/Grp +4/+6; Atk +8 melee (1d6+4, +2 *quarterstaff*); Full Atk +6 melee (1d6+4, +2 *quarterstaff*) and +6 melee (1d6+2, +2 *quarterstaff*); SA turn undead (5/day, +2), spells; AL CG; SV Fort +5, Ref +4, Will +9; Str 14, Dex 14, Con 11, Int 15, Wis 18, Cha 15.

Skills: Concentration +9, Diplomacy +14, Heal +13, Knowledge (religion) +11, Spellcraft +11. *Feats:* Brew Potion, Craft Wondrous Item, Scribe Scroll, Skill Focus (diplomacy).

Divine Spells Prepared (Cast per day 5/4/4/3; save DC 14 + spell level): 0—*detect magic, guidance, light, read magic, resistance*; 1st—*bles, endure elements, obscuring mist, shield of faith*; 2nd—*calm emotions, darkness, enthral, hold person*; 3rd—*locate object, magic circle against law, prayer*.

Domains: Luck, Trickery (You gain the power of good fortune, which is usable once per day. This extraordinary ability allows you to reroll one roll that you have just made before the DM declares whether the roll results in success or failure. You must take the result of the reroll, even if it's worse than the original roll. Add Bluff, Disguise, and Hide to your list of cleric class skills).

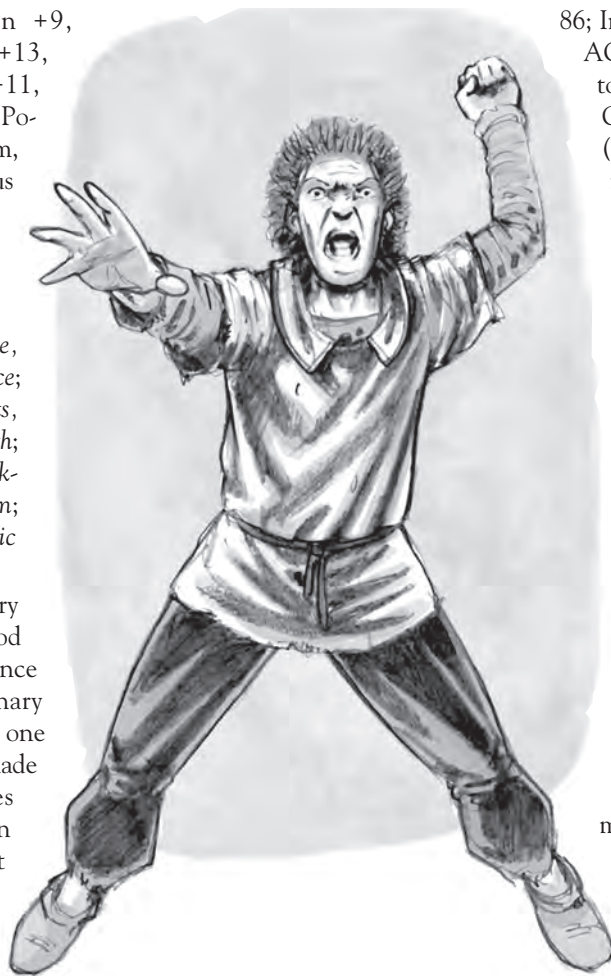
Domain Spells: 1st—*entropic shield*; 2nd—*invisibility*; 3rd—*non-detection*.

Possessions: Bracers of armor +3, +2 quarterstaff, potion of cure light wounds, 4 vials of holy water, golden holy symbol (Zors), 50gp.

Description: Rath Kata is a wild haired zealot who protests against slavery, imprisonment and execution of criminals. He is a champion of civil rights, for right or wrong and is often misunderstood by the citizens of Bard's Gate.

Vig 'One Tusk', male half orc/afflicted wereboar Bar Owner, half orc form, Ftr5: CR 8; SZ M Humanoid (Half orc, shapechanger); HD 3d8+15 plus 5d10+25 plus 3; hp 86; Init +1 (+1 Dex); Spd 30 ft.; AC 13 (+2 natural, +1 Dex), touch 11, flat-footed 12; BAB/Grp +7/+12; Atk +13 melee (1d3+5, unarmed strike); Full Atk +13/+8 melee (1d3+5, unarmed strike); SA curse of lycanthropy; SQ alternate form, boar empathy, ferocity, low-light vision, scent, lycanthropic empathy; AL NE; SV Fort +8, Ref+5, Will +2; Str 20, Dex 12, Con 14, Int 8, Wis 10, Cha 6.

Vig 'One Tusk', male half orc/afflicted wereboar, boar form, Ftr5: CR 8; SZ M Humanoid (Half orc, shapechanger); HD 3d8+15 plus 5d10+25 plus 3; hp



86; Init +1 (+1 Dex); Spd 40 ft.; AC 19 (+8 natural, +1 Dex), touch 11, flat-footed 18; BAB/Grp +7/+14; Atk +14 melee (1d8+7, gore); Full Atk +14/+9 melee (1d8+7, gore); SA curse of lycanthropy; SQ alternate form, boar empathy, DR 5/silver, ferocity, low-light vision, scent, lycanthropic empathy; AL NE; SV Fort +10, Ref+5, Will +2; Str 24, Dex 12, Con 20, Int 8, Wis 10, Cha 6.

Vig 'One Tusk', male half orc/afflicted wereboar, hybrid form, Ftr5: CR 8; SZ M Humanoid (Half orc, shapechanger); HD 3d8+15 plus 5d10+25 plus 3; hp 86; Init +1 (+1 Dex); Spd 30 ft.; AC 19 (+8 natural, +1 Dex), touch 11, flat-footed 18; BAB/Grp +7/+14; Atk +15 melee (1d3+7, unarmed strike) or +14 melee (1d8+7, gore); Full Atk +15/+10 melee (1d3+7, unarmed strike) or +14/+9 melee (1d8+7, gore); SA curse of lycanthropy; SQ alternate form,

boar empathy, DR 5/silver, ferocity, low-light vision, scent, lycanthropic empathy; AL NE; SV Fort +10, Ref+5, Will +2; Str 24, Dex 12, Con 20, Int 8, Wis 10, Cha 6.

Skills: Control Shape +8, Listen +4, Spot +4. *Feats:* Alertness, Endurance, Improved Bull Rush, Improved Unarmed Strike, Iron Will, Power Attack, Toughness, Weapon Focus (unarmed strike)

Possessions: Ivory Pipe, pouch of tobacco.

Alternate Form: A wereboar can assume the form of a boar or a boar-humanoid hybrid.

Boar Empathy: Communicate with boars and dire boars, and +4 racial bonus on Charisma-based checks against boars and dire boars.

Curse of Lycanthropy: Any humanoid or giant hit by the wereboar's gore attack in animal or hybrid form must succeed on a DC 15 Fortitude save or contract lycanthropy.

Ferocity: A wereboar is such a tenacious combatant that it continues to fight without penalty even while disabled or dying.

A large burly half orc, Vig is the proprietor of the Bloody Boar. Vig has only one tusk, the other tusk hangs about his neck, after it was torn from him in a brawl. He is often seen smoking from an ornate ivory pipe, the orc tobacco he smokes is also offered for sale, though it can hardly be stomachied by humans.

Keep

Chief of Constables, Garrid Garzag, male dwarf
Ftr9: CR 9; SZ M; HD 9d10+27; hp 81; Init +1; Spd 30
ft.; AC 24 (+9 *dwarven full plate*, +4 *heavy steel shield*,
+1 Dex), touch 11, flat-footed 23; BAB/Grp +9/+12;
Atk +16 melee (1d8+7, +2 *warhammer*, 19-20 x3); Full
Atk +16/+11 melee (1d8+7, +2 *warhammer*, 19-20 x3);
SQ dwarf traits, darkvision 60 ft.; AL NE; SV Fort +7,
Ref +4, Will +3; Str 16, Dex 13, Con 16, Int 10, Wis
11, Cha 10.

Skills: Intimidate +12, Listen +3, Spot +3. *Feats*:
Cleave, Dodge, Greater Weapon Focus (warhammer),
Improved critical (warhammer), Mobility, Power Attack,
Spring Attack, Weapon Focus (warhammer), Weapon
Specialization (warhammer).

Possessions: +1 *dwarven full plate*, +2 *heavy steel shield*,
+2 *warhammer*.

Garrid has served as Chief of Constables for over a decade. Trusted and admired by the majority of law abiding citizens, he is known to be hell on petty criminals who find themselves locked in his dungeon. This hard nosed attitude is merely a front however. In truth Garrid was once on the payroll of the Bards Gate's notorious Thieves Guild, and now takes payoff money from Duloth to insure that the un-scrupulous wheelwright's various business activities stay just below the level of direct law enforcement intervention. It is largely due to Garrid that Pthan has never received invitation to train with the Lyreguard as his "letters of recommendation" are frequently laced with negative comments about the young officer's tactics.

Constable Captain Pthan Traklos, male human Ftr6:
CR 6; SZ M; HD 6d10+6; hp 48; Init +1; Spd 30 ft.; AC 16
(+4 *masterwork chain shirt*, +1 *masterwork buckler*, +1
Dex), touch 11, flat-footed 15; BAB/Grp +6/+9; Atk
+11 melee (1d6+3, *masterwork shortsword*, 19-20
x2) or +9 melee (1d3+3, *unarmed strike*); Full Atk
+10/+5 (1d6+3, *masterwork shortsword*, 19-20 x2) or
+8/+3 (1d6+3, *masterwork shortsword*, 19-20 x2) and +7
melee (1d3+3, *unarmed strike*); AL LN; SV Fort +6, Ref +3,
Will +2; Str 16, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: Intimidate +12, Knowledge
(local) +5, Ride +9. *Feats*: Blind-Fight,

Leadership, Improved Unarmed Fighting, Power At-
tack, Skill Focus (intimidate), Two Weapon Fighting,
Weapon Focus (shortsword), Weapon Specialization
(shortsword)

Possessions: *Masterwork chain shirt*, *masterwork buck-
ler*, *masterwork shortsword*.

Pthan is a young up and energetic Captain of the constables. Pthan is very serious about his job and enjoys serving warrants and busting criminals. The irony is that Pthan speaks with a lisp and tends to spit when he talks. It is said that more than one thug has misjudged the man and found themselves lacking when he decided to let his sword speak for him instead. Pthan desperately seeks to become a member of the Lyreguard someday, has applied several times and cannot understand why he has not been selected for their elite training.

Deputy Sergeant Kotchko, male human Ftr7: CR 7; SZ
M; HD 7d10+7; hp 47; Init +5 (+1 Dex, +4 Improved Initia-
tive); Spd 30 ft.; AC 19 (+8 *banded mail*, +1 Dex), touch 11,
flat-footed 18; BAB/Grp +7/+10; Atk +13 melee (1d10+6,
+2 *bastard sword*, 19-20 x2); Full Atk +13/+8 melee (1d10+6,
+2 *bastard sword*, 19-20 x2); AL N; SV Fort +6, Ref +3, Will
+2; Str 16, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: Climb +13*, Intimidate +10, Ride +11, *Feats*:
Cleave, Dodge, Great Cleave, Improved Initiative, Mo-
bility, Power Attack, Weapon Focus (bastard sword),
Weapon Specialization (bastard sword).

*-5 armor check penalty while
wearing +2 *banded armor*.

Possessions: +2 *banded
mail*, +2 *bastard sword*.

Speaker Chu'aine, male
half elf Ari11: CR 10; SZ
M; HD 11d8; hp 61; Init +0;
Spd 30 ft.; AC 10, touch 10,
flat-footed 10; BAB/Grp
+2/+2; Atk +2 melee;
Full Atk +2 melee or +2
ranged; AL NG; SV Fort
+1, Ref +1, Will +3; Str
10, Dex 10, Con 10, Int
16, Wis 11, Cha 18.

Skills: Bluff +17, Di-
plomacy +23, Gather
Information +17, Intim-
idate +19, Knowledge
(local) +14, Knowledge
(nobility) +14, Perform
(public speaker) +17,
Profession (barrister)
+11, Sense Motive +16.
Feats: Negotiator, Persua-
sive, Skill Focus (perform),
Skill Focus (sense motive)



BARDS COLLEGE

Fathilir, male human Brd9: CR 9; SZ M; HD 9d6; hp 38; Init +2 (+2 Dex); Spd 30 ft.; AC 19 (+5 *mithril shirt*, +2 *ring of protection*, +2 Dex), touch 14, flat-footed 17; BAB/Grp +6/+6; Atk +8 melee (1d8+2, +2 longsword, 19-20 x2); Full Atk +8 melee (1d8+2, +2 longsword, 19-20 x2); SQ bardic music, bardic knowledge, inspire courage +2, inspire competence, inspire greatness, *suggestion*; AL N; SV Fort +3, Ref +8, Will +7; Str 10, Dex 14, Con 11, Int 17, Wis 12, Cha 18.

Languages: Abyssal, Aquan, Auran, Common, Draconic, Dwarven, Elven, Gnoll, Gnome, Goblin, Ignan, Infernal, Orc, Undercommon.

Skills: Craft (musical instruments) +18, Gather Information +16, Hide +14, Knowledge (arcana) +15, Knowledge (musical instruments) +15, Listen +4, Perform +16, Profession (instrument crafter) +16, Speak language (Draconic, Dwarven, Elven, Gnoll, Gnome, Goblin, Ignan, Infernal, Orc, Undercommon), Spellcraft +14, Spot +4. *Feats:* Craft Wondrous Items, Dodge, Skill Focus (craft), Skill Focus (profession), Skill Focus (spellcraft).

Bard Spells Known (Cast per day 3/4/4/3; save DC 14 + spell level) 0—*detect magic*, *flare*, *mage hand*, *mending*, *prestidigitation*, *read magic*; 1st—*charm person*, *protection from evil*, *sleep*, *ventriloquism*; 2nd—*eagle's splendor*, *locate object*, *summon monster II*, *whispering wind*; 3rd—*dispel magic*, *gaseous form*, *sculpt sound*.

Possessions: +1 *mithril chain shirt*, +2 *ring of protection*, +2 *longsword*, *lute of dispelling* (Casts *dispel magic* 2/day, CL 9th), *wand of summon monster II* (CL 7th, 20 charges), *amulet of resistance* (SR 13), masterwork craftsman's tools.

A handsome man in his late forties, Fathilir exudes charm and poise. He has a very serious look to his pale blue eyes and will sit quietly for hours listening to fine music played on his creations.

Lottobus, Bouncer male human Ftr2: CR 2; SZ M; HD 2d10+2; hp 21; Init +7 (+3 Dex, +4 Improved initiative); Spd 30 ft.; AC 16 (+3 studded leather, +3 Dex), touch 13, flat-footed 13; BAB/Grp +2/+4; Atk +5 melee (1d6+3, +1 *club*); Full Atk +5 melee (1d6+3, +1 *club*); AL CG; SV Fort +4, Ref +3, Will +0; Str 15, Dex 17, Con 13, Int 11, Wis 10, Cha 13.

Skills: Intimidate +5, Listen +4, Spot +5. *Feats:* Alertness, Combat Reflexes, Improved Initiative, Power Attack.

Possessions: Studded leather, +1 *club*.

A wild looking fellow with scraggly long hair and beard. In exchange for free ales, he makes sure that University students and other patrons of the High Note stay on their best behavior.

Maestro Lauriann Danyr, female half-elf Brd7: CR 8; SZ M; HD 7d6+7; hp 34; Init +2; Spd 30 ft.; AC 14 (+3 masterwork studded leather armor +1 Dex), touch 11, flat-footed 13; BAB/Grp +6/+7; Atk +8 melee (1d6+2, +1 *rapier*, 18-20 x2) or +7 melee (1d3+1, whip) or +8

ranged (1d8, light crossbow, range 80 ft., 19-20 x2); Full Atk +8 melee (1d6+2, +1 *rapier*, 18-20 x2) or +7 melee (1d3+1, whip) or +8 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); SQ half elf traits, low-light vision, bardic music, bardic knowledge (+2), inspire courage +2, inspire competence, *suggestion*; AL NG; SV Fort +2, Ref +8, Will +7; Str 13, Dex 14, Con 10, Int 13, Wis 13, Cha 17.

Skills: Balance +14, Bluff +13, Concentration +7, Diplomacy +9, Disguise +18, Hide +7*, Knowledge (local) +4, Listen +7, Move Silently +7*, Perform +13, Profession (dean) +11, Search +2, Sense Motive +4, Spot +2, Tumble +12. *Feats:* Combat Casting, Exotic Weapon Proficiency (whip), Skill Focus (disguise).

Bard Spells Known (Cast per Day 3/4/4/2; save DC 13 + spell level): 0—*dancing lights*, *detect magic*, *light*, *mage hand*, *message*, *read magic*; 1st—*charm person*, *cure light wounds*, *disguise self*, *obscure object*; 2nd—*eagle's splendor*, *mirror image*, *suggestion*, *whispering wind*; 3rd—*glibness*, *haste*, *screaming*.

Possessions: Masterwork studded leather, +1 *rapier*, whip, light crossbow, 20 bolts, *boots of elvenkind**, *cloak of elvenkind**, masterwork flute.

*always worn.

The beautiful and charismatic character actress Lauriann is the current dean of the Bards College. A woman of many secrets, it is often wondered if she is not always putting on an act. Despite this burning question, Lauriann's heart is in the right place and she works tirelessly behind the scenes to investigate issues that effect the sovereignty and safety of Bards Gate. To this end she serves as a leader of the Fellowship of Note, using her extensive contacts to uncover plots against the High Burgess.

Maestro Lois Pope, male human Brd6: CR 6; SZ M; HD 6d6-6; hp 25; Init +2; Spd 30 ft.; AC 15 (+4 chain shirt +1 Dex), touch 11, flat-footed 14; BAB/Grp +4/+3; Atk +4 melee (1d8-1, masterwork longsword, 19-20 x2) or +5 ranged (1d6, shortbow, range 60 ft., 19-20 x2); Full Atk +4 melee (1d8-1, masterwork longsword, 19-20 x2) or +5 ranged (1d6, shortbow, range 60 ft., 19-20 x2); SQ bardic music, bardic knowledge (+2), inspire courage +1, inspire competence, *suggestion*; AL NG; SV Fort +1, Ref +6, Will +5; Str 9, Dex 12, Con 9, Int 15, Wis 10, Cha 17.

Languages: Aquan, Common, Dwarven, Elven, Goblin, Halfling, Ignan, Infernal, Terran.

Skills: Bluff +8, Diplomacy +20, Knowledge (ancient history) +11, Knowledge (local) +11, Knowledge (nobility and royalty) +13, Listen +7, Perform +12, Profession (dean) +9, Sense Motive +11, Speak Language (Elven, Goblin, Halfling, Ignan, Infernal, Terran). *Feats:* Negotiator, Skill Focus (knowledge-nobility and royalty), Silent Spell, Still Spell.

Arcane Spells Known (Cast per Day 3/4/3/1; save DC 13 + spell level): 0—*light*, *mage hand*, *mending*, *message*, *open/close*, *summon instrument*; 1st—*charm person*, *disguise*

self, lesser confusion, unseen servant; 2nd—alter self, cure moderate wounds, detect thoughts; 3rd—glibness.

Possessions: Chain shirt, masterwork longsword, horn of blasting, shortbow, 20 arrows

Master Pope is a wealth of knowledge in all things pertaining to nobility and heraldry. This focus is considered quite charming by non-students and members of the aristocracy whom invite him over as a dinner guest, but is considered extremely boring by those enrolled in his courses.

Maestro Miseult, female human Brd6: CR 6; SZ M; HD 6d6+6; hp 30; Init +2; Spd 30 ft.; AC 13 (+2 bracers of armor, +1 Dex), touch 11, flat-footed 12; BAB/Grp +4/+4; Atk +5 melee (1d4+1, +1 dagger, 19-20 x2) or +6 ranged (1d4+1, +1 dagger, range 10 ft., 19-20 x2); Full Atk +5 melee (1d4+1, +1 dagger, 19-20 x2) or +6 ranged (1d4+1, +1 dagger, range 10 ft., 19-20 x2); SQ bardic music, bardic knowledge, inspire courage +1, inspire competence, suggestion; AL CG; SV Fort +2, Ref +6, Will +4; Str 10, Dex 13, Con 12, Int 14, Wis 11, Cha 16.

Languages: Common, Undercommon.

Skills: Appraise +9, Bluff +10, Climb +7, Diplomacy +12, Disguise +12, Hide +8, Knowledge (local) +9, Knowledge (symphony) +11, Listen +0, Move Silently +8, Perform +15, Spot +7. *Feats:* Blind-fight, Improved Initiative, Skill Focus (perform), Silent Spell.

Bard Spells Known (Cast per Day 3/4/3/1; save DC 13 + spell level): 0—light, mage hand, mending, message, open/close, summon instrument; 1st—charm person, disguise self, erase, unseen servant; 2nd—cure moderate wounds, eagle's splendor, invisibility; 3rd—major image.

Possessions: Bracers of armor +2, +1 dagger, wand of sleep (CL5th, 30 charges), potion of blur, lute of charming (casts charm person 1/day, save DC 14).

Though her hearing is nearly gone, she is still a great instructor of the strings. Miseult prefers to avoid confrontations that are not of a musical nature. She turns invisible if attacked and seek guardsmen to help her.

Maestro Octavio D'Scale, male human Brd7: CR 7; SZ M; HD 7d6+7; hp 36; Init +2; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +5/+5; Atk +4 melee or +5 ranged; SQ bardic music, bardic knowledge (+2), inspire courage +1, inspire competence, suggestion; AL N; SV Fort +3, Ref +6, Will +6; Str 10, Dex 13, Con 12, Int 14, Wis 12, Cha 16.

Skills: Bluff +13, Concentration +11, Diplomacy +17, Knowledge (local) +12, Knowledge (history) +12, Listen +11, Perform +13, Profession (dean) +11, Sense Motive +11. *Feats:* 4.

Bard Spells Known (Cast per Day 3/4/3/1; save DC 13 + spell level): 0—dancing lights, detect magic, light, mending, message, read magic; 1st—charm person, cure light wounds, disguise self, sleep; 2nd—eagle's splendor, enthrall, tongues, whispering wind; 3rd—deep slumber, scrying.

Possessions: Dean's robes, jewelry worth 350 gp.

Maestro Torluk Von Trund, male dwarf Brd6/Ftr1: CR 6; SZ M; HD 6d6+12 plus 1d10+2; hp 41; Init +2; Spd 30 ft.; AC 15 (+4 chain shirt, +1 Dex), touch 11, flat-footed 14; BAB/Grp +5/+7; Atk +9 melee (1d8+3, +1 warhammer) or +6 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); Full Atk +9 melee (1d8+3, +1 warhammer) or +6 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); SA spells; SQ dwarf traits, darkvision 60 ft., bardic music, bardic knowledge, inspire competence, suggestion; AL NG; SV Fort +8, Ref +6, Will +5; Str 15, Dex 12, Con 14, Int 15, Wis 10, Cha 13.

Languages: Common, Dwarven, Gnome, Goblin.

Skills: Craft (musical instrument) +11, Intimidate +5, Knowledge (martial music) +11, Knowledge (religion) +11, Listen +11, Perform +10 (drums), Spot +6. *Feats:* Alertness, Power Attack, Skill Focus (perform), Weapon Focus (warhammer).

Arcane Spells Known (Cast per Day 3/4/3/1; save DC 11 + spell level): 0—dancing lights, detect magic, ghost sound, mage hand, mending, summon instrument; 1st—charm person, hypnotism, magic mouth, unseen servant; 2nd—enthrall, heroism, rage; 3rd—good hope.

Possessions: Chain shirt, drums of deafening, +1 warhammer, light crossbow, 20 bolts.

Born into a long family of Dwarven Heralds. Torluk is a brave and noble Dwarf that knows his instrument well. The drums of his kinfolk have been raised to sound the alarm against invaders to the Stone Heart mountain home for centuries. He longs to return there once more and rebuild what was lost, but fears any expedition there is doomed to failure.

Maestro Wilhelm Rovellar, male half-elf Brd7: CR 7; SZ M; HD 7d6+21; hp 55; Init +2 (+2 Dex); Spd 30 ft.; AC 19 (+5 mithril shirt, +2 buckler, +2 Dex), touch 12, flat-footed 17; BAB/Grp +5/+6; Atk +7 melee (1d8+2, +1 longsword, 19-20 x2); Full Atk +7 melee (1d8+2, +1 longsword, 19-20 x2); SQ half elf traits, low-light vision, bardic music, bardic knowledge (+2), inspire courage +2, inspire competence, suggestion; AL N; SV Fort +5, Ref +7, Will +6; Str 13, Dex 15, Con 16, Int 16, Wis 12, Cha 18.

Languages: Auran, Celestial, Common, Draconic, Dwarven, Elven, Gnoll, Gnome, Goblin, Ignan, Infernal, Sylvan, Terran, Undercommon.

Skills: Balance +13, Bluff +13, Disguise +15, Hide +10, Jump +12, Listen +2, Move Silently +11, Perform +16, Profession (actor) +10, Search +13, Speak Language (Auran, Celestial, Gnoll, Gnome, Goblin, Ignan, Infernal, Sylvan, Terran, Undercommon), Spot +2, Tumble +13. *Feats:* Combat Reflexes, Scribe Scroll, Skill Focus (perform).

Bard Spells Known (Cast per day 3/4/3/1; save DC 14 + spell level): 0—dancing lights, detect magic, flare, mage hand, open/close, read magic; 1st—expeditious retreat, identify, sleep, summon monster I; 2nd—cure moderate wounds, enthrall, invisibility, silence; 3rd—charm monster, fear.

Possessions: +1 mithril chain shirt, +1 buckler, +1 longsword.

Myrean's Ghost, ghost, female elf Brd8: CR 9; SZ M Undead (incorporeal); HD 8d12; hp 70; Init +2; Spd 30 ft.; AC 16 (+1 Dex, +5 deflection), touch 16, flat-footed 16; BAB/Grp +6/+6; Atk +6 melee (1d6, incorporeal touch); Full Atk +6/+1 melee (1d6, incorporeal touch); SA corrupting gaze, malevolence, manifestation; SQ bardic music, bardic knowledge (+2), inspire courage +2, inspire competence, *suggestion*, rejuvenation, turn resistance; AL N; SV Fort +2, Ref +7, Will +9; Str 10, Dex 13, Con —, Int 14, Wis 12, Cha 20.

Skills: Bluff +16, Concentration +11, Diplomacy +20, Disguise +19, Hide +9, Knowledge (local) +12, Knowledge (history) +12, Listen +20, Perform +19, Profession (actress) +15, Search +8, Sense Motive +12, Spot +8. *Feats:* Iron Will, Skill Focus (disguise), Skill Focus (perform), Skill Focus (profession)

Bard Spells Known (Cast per Day 3/5/4/2; save DC 15 + spell level): 0—*dancing lights, detect magic, light, mending, message, read magic*; 1st—*charm person, cure light wounds, disguise self, sleep*; 2nd—*eagle's splendor, enthrall, tongues, whispering wind*; 3rd—*deep slumber, scrying*.

Corrupting Gaze: A ghost can blast living beings with a glance, at a range of up to 30 feet. Creatures that meet the ghost's gaze must succeed on a Fortitude save or take 2d10 points of damage and 1d4 points of Charisma damage.

Malevolence: Once per round, an ethereal ghost can merge its body with a creature on the Material Plane. This ability is similar to a magic jar spell (caster level 10th or the ghost's Hit Dice, whichever is higher), except that it does not require a receptacle. To use this ability, the ghost must be manifested and it must try move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 15 + ghost's Cha modifier). A creature that successfully saves is immune to that same ghost's malevolence for 24 hours, and the ghost cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

Manifestation: Every ghost has this ability. A ghost dwells on the Ethereal Plane and, as an ethereal creature, it cannot affect or be affected by anything in the material world. When a ghost manifests, it partly enters the Material Plane and becomes visible but incorporeal on the Material Plane. A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source. A manifested ghost can pass through solid objects at will, and its own attacks pass through armor. A manifested ghost always moves silently. A manifested ghost can strike with its touch attack or with a ghost touch weapon (see Ghostly Equipment, below). A manifested ghost remains partially on the Ethereal Plane, where it is not incorporeal. A manifested ghost can be attacked by opponents on either the Material Plane or the Ethereal Plane. The ghost's incorporeality

helps protect it from foes on the Material Plane, but not from foes on the Ethereal Plane.

When a spellcasting ghost is not manifested and is on the Ethereal Plane, its spells cannot affect targets on the Material Plane, but they work normally against ethereal targets. When a spellcasting ghost manifests, its spells continue to affect ethereal targets and can affect targets on the Material Plane normally unless the spells rely on touch. A manifested ghost's touch spells don't work on nonethereal targets.

A ghost has two home planes, the Material Plane and the Ethereal Plane. It is not considered extraplanar when on either of these planes.

Rejuvenation: In most cases, it's difficult to destroy a ghost through simple combat: The "destroyed" spirit will often restore itself in 2d4 days. Even the most powerful spells are usually only temporary solutions. A ghost that would otherwise be destroyed returns to its old haunts with a successful level check (1d20 + ghost's HD) against DC 16. As a rule, the only way to get rid of a ghost for sure is to determine the reason for its existence and set right whatever prevents it from resting in peace. The exact means varies with each spirit and may require a good deal of research.

Turn Resistance: A ghost has +4 turn resistance.

Osius, Bouncer, male human Ftr2: CR 2; SZ M; HD 2d10+4; hp 22; Init +3 (+3 Dex); Spd 30 ft.; AC 17 (+4 chain shirt, +3 Dex), touch 13, flat-footed 14; BAB/Grp +2/+4; Atk +5 melee (1d8+2, masterwork heavy mace); Full Atk +5 melee (1d8+2, masterwork heavy mace); AL CG; SV Fort +5, Ref +3, Will +0; Str 15, Dex 17, Con 14, Int 14, Wis 11, Cha 14.

Languages: Common, Dwarven, Sylvan.

Skills: Craft (painter) +7, Intimidate +7, Listen +4, Spot +5. *Feats:* Alertness, Blind-fight, Power Attack, Cleave.

Possessions: Masterwork chain shirt, masterwork heavy mace, masterwork painters kit.

A dark skinned man with a broad grin often draws pictures of patrons and events while watching the door. During the day he often paints sets for Maestro Rovellar at the theater. Good natured, he tends to set for subdual damage with his mace in the event a fight breaks out.

Piter Haggleshorpe the Elder, male human noble, Ari6: CR 5; SZ M; HD 6d8; hp 42; Init +5 (+1 Dex, +4 Improved initiative); Spd 30 ft.; AC 17 (+6 *glammered chainmail*, +1 Dex), touch 11, flat-footed 16; BAB/Grp +4/+4; Atk +6 melee (1d6+1, +1 *rapier*, 18-20 x2); Full Atk +6 melee (1d6+1, +1 *rapier*, 18-20 x2); AL N; SV Fort +2, Ref +3, Will +6; Str 11, Dex 13, Con 11, Int 12, Wis 13, Cha 15.

Languages: Common, Elven.

Skills: Appraise +11, Concentration +2, Hide +1*, Knowledge (religion) +10, Listen +12, Move Silently +1*, Profession (silk merchant) +10, Spot +5, Swim +9**. *Feats:* Alertness, Endurance, Improved Initiative, Weapon Focus (rapier).

*-4 armor check penalty while wearing +1 *glammered chainmail*.

** -8 armor check penalty while wearing +1 *glammered chainmail*.

Possessions: +1 *glammered chainmail armor*, +1 *rapier*, *peript of proof against poison*.

Piter Haggleshorpe the Younger, male human noble, Ari1/Rog2: CR 2; SZ M; HD 1d8+1 plus 2d6+2; hp 19; Init +0; Spd 30 ft.; AC 13 (+3 *leather armor*), touch 10, flat-footed 13; BAB/Grp +1/+1; Atk +2 melee (1d6, masterwork rapier, 18-20 x2) or +2 ranged (1d4, masterwork dagger, range 10 ft., 19-20 x2); Full Atk +2 melee (1d6, masterwork rapier, 18-20 x2) or +2 ranged (1d4, masterwork dagger, range 10 ft., 19-20 x2); SA sneak attack (+1d6); SQ trapfinding, evasion; AL NE; SV Fort +1, Ref +5, Will +5; Str 10, Dex 10, Con 12, Int 7, Wis 17, Cha 17.

Skills: Bluff +6, Climb +2, Gather Information +5, Hide +3, Listen +3, Move Silently +3, Open Lock +3, Search +4, Sense Motive +6, Spot +6. **Feats:** Lightning Reflexes, Point Blank Shot, Skill Focus (search).

Possessions: +1 *leather armor*, masterwork rapier, 2 masterwork daggers, *ring of jumping*.

Piter the Younger is a comely if not foppish young man. He enjoys gambling and strong drink and little else other than spending his family's fortune. He easily picks a fight with someone he thinks he can trick into a darkened alley and believes that he can overcome with ease.

The ACCURSED

Acestrus, male human Sor5/Brd1: CR 6; SZ M; HD 5d4 + 1d6; hp 18; Init +0; Spd 30 ft.; AC 11 (+1 *ring of protection*), touch 11, flat-footed 11; BAB/Grp +2/+2; Atk +4 melee (1d8+1, +1 *morningstar*) or +2 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); Full Atk +4 melee (1d8+1, +1 *morningstar*) or +2 ranged (1d8, light crossbow, range 80 ft., 19-20 x2); SA spells; SQ summon familiar, bardic music, bardic knowledge; AL CN; SV Fort +1, Ref +3, Will +5; Str 10, Dex 11, Con 10, Int 10, Wis 8, Cha 18.

Skills: Concentration +12, Disguise +8, Hide +2, Knowledge (arcana) +8, Listen +1, Perform +11, Spot +0. **Feats:** Combat Casting, Scribe Scroll, Skill Focus (perform), Weapon Focus (morningstar).

Arcane Spells Known (Cast per day 6/7/5; save DC 14 + spell level) 0—*arcane mark*, *ghost sound*, *light*, *mage hand*, *prestidigitation*, *read magic*; 1st—*magic missile*, *shield*, *shocking grasp*, *sleep*; 2nd—*mel's acid arrow*, *invisibility*.

Bard Spells Known (Cast per day 2; save DC 14 + spell level) 0—*dancing lights*, *daze*, *detect magic*, *open/close*.

Possessions: +1 *cloak of resistance*, +1 *ring of protection*, +1 *morningstar*, *wand of hold person* (CL 5th, 20 charges), masterwork guitarra, light crossbow, 20 bolts.

Face, arms and neck are all tattooed with arcane runes and astrological symbols, Acestrus brings forth chaos when he plays his fine guitarra. Almost a loner, he is the quietest member of the Accursed. Although this quietude belies something else, for when the party begins after the show, he has been known to go quite wild in the revelry and has been asked to leave more than one taproom after melting holes in the furniture with acid arrows.

Beast, male human Bbn3/Clr3/Brd1: CR 7; SZ M; HD 3d12+9 plus 3d8+9 plus 1d6+3; hp 61; Init +0; Spd 40 ft.; AC 17 (+7 *spiked breastplate*), touch 10, flat-footed 17; BAB/Grp +5/+8; Atk +11 melee (1d12+6, +2 *keen greataxe*, 19-20 x3); Full Atk +11 melee (1d12+6, +2 *keen greataxe*, 19-20 x3); SA rage, spells, turn undead (5/day, +2); SQ fast movement, uncanny dodge, bardic lore, bardic song; ALCN; SV Fort +9, Ref +4, Will +9; Str 17, Dex 10, Con 16, Int 12, Wis 12, Cha 14.

Languages: Draconic, Common, Elf, Ignan, Infernal, Orc.

Skills: Climb +9*, Diplomacy +3, Gather Information +3, Handle Animal +8, Heal +5, Hide +1*, Jump +9*, Knowledge (religion) +6, Listen +8, Move Silently +1*, Perform +9, Speak Language (Elf, Ignan, Infernal, Orc), Spellcraft +3, Spot +3, Survival +7, Swim +9**. **Feats:** Alertness, Iron Will, Power Attack, Skill Focus (perform), Weapon Focus (greataxe).

*-3 armor check penalty while wearing +2 *spiked breastplate*.

** -6 armor check penalty while wearing +2 *spiked breastplate*.



Divine Spells Prepared (Cast per day 4/3/1; save DC 11 + spell level) 0—*guidance* x2, *light*, *resistance*; 1st—*command*, *doom*, *shield of faith*; 2nd—*eagle's splendor*.

Domains: Chaos, War (You cast chaos spells at +1 caster level. Free Martial Weapon Proficiency with deity's favored weapon [if necessary] and Weapon Focus with the deity's favored weapon).

Domain spells: 1st—protection from law; 2nd—spiritual weapon.

Bard Spells Known (Cast per day 2; save DC 12 + spell level): 0—*dancing lights*, *daze*, *detect magic*, *mending*.

Possessions: +2 *spiked breastplate*, +2 *keen greataxe*, lute of deafness (casts *deafness* in a 5 ft. x 20 ft. cone 1/day, CL 5th).

Beast dresses in black leather, has dragon wings tattooed upon his fierce face. He wears dragon-sculpted boots and is a large imposing figure with a devious scowl upon his lips at most times. He sings some of the Accursed's more warlike songs when they perform for an audience.

Estrellya, male half-elf Brd6: CR 6; SZM; HD 6d6+18; hp 37; Init +0; Spd 30 ft.; AC 14 (+4 leather armor), touch 10, flat-footed 14; BAB/Grp +4/+4; Atk +4 melee (1d8+1, +1 *longsword*, 19-20 x2) or +5 melee (1d3+1, +1 *whip*); Full Atk +2 melee (1d8+1, +1 *longsword*, 19-20 x2) and +3 melee (1d3+1, +1 *whip*); SQ half elf traits, low-light vision, bardic music, bardic knowledge, inspire courage +1, inspire competence, *suggestion*; AL CN; SV Fort +5, Ref +5, Will +4; Str 11, Dex 11, Con 17, Int 13, Wis 9, Cha 19.

Languages: Abyssal, Aquan, Auran, Common, Draconic, Dwarven, Elven, Giant, Gnome, Orc, Undercommon.

Skills: Bluff +13, Decipher Script +5, Diplomacy +17, Knowledge (arcana) +10, Knowledge (nature) +10, Listen +2, Move Silently +9, Perform +16, Search +4, Speak Language (Abyssal, Aquan, Auran, Dwarven, Giant, Gnome, Orc, Undercommon), Spot +2, Tumble +8. *Feats:* Dodge, Skill Focus (perform), Two-Weapon Fighting.

Bard Spells Known (Cast per day 3/4/3; save DC 14 + spell level) 0—*detect magic*, *ghost sound*, *light*, *mage hand*, *prestidigitation*, *read magic*; 1st—*charm person*, *cure light wounds*, *message*, *summon monster I*; 2nd—*hold person*, *shatter*, *silence*.

Possessions: +2 *leather armor*, +1 *longsword*, +1 *whip*, *minor ring of spell storing* (blur), masterwork lute.

Wearing bright red lipstick and sporting tattoos of stars over his eyes, and hearts on his thin arms. Estrellya is perhaps the most effeminate of the band. However his voice beguiles even the most jaded of Bard's Gates young populace and he is constantly flocked with young women wherever he goes. Intelligent and well spoken he is often the mouthpiece for the band and sings most of the Accursed's more suggestive songs.

Gato, male human Rgr4/Brd1: CR 5; SZM; HD 4d10+4 plus 1d6+1; hp 45; Init +2 (+2 Dex); Spd 30 ft.;

AC 18 (+3 masterwork studded leather armor, +2 *ring of protection*, +3 Dex), touch 15, flat-footed 15; BAB/Grp +4/+4; Atk +6 melee (1d4, masterwork light pick, x4) or +6 ranged (1d8, longbow, range 100 ft., x3); Full Atk +4 melee (1d4, masterwork light pick, x4) and +4 melee (1d4, masterwork light pick, x4) or +6 ranged (1d8, longbow, range 100 ft., x3); SA favored enemy; SQ animal companion, combat style, wild empathy, bardic music, bardic knowledge; AL CN; SV Fort +7, Ref +8, Will +4; Str 10, Dex 15, Con 12, Int 17, Wis 12, Cha 14.

Languages: Aquan, Auran, Common, Elven, Giant, Sylvan, Terran, Undercommon.

Skills: Balance +8, Climb +6, Concentration +7, Hide +8, Jump +6, Listen +8, Move Silently +8, Perform +6, Search +9, Speak Language (Giant, Sylvan, Terran, Undercommon), Spot +7, Swim +6, Use Rope +8, Survival +7. *Feats:* Dodge, Endurance, Great Fortitude, Two-Weapon Fighting, Track, Weapon Focus (light pick).

Bard Spells Known (Cast per day 2; save DC 12 + spell level): 0—*dancing lights*, *detect magic*, *flare*, *ghost sound*.

Ranger Spells Prepared (Cast per day 1; save DC 13 + spell level) 1st—*resist energy*.

Possessions: Masterwork studded leather, +2 *ring of protection*, 2 masterwork light picks, longbow, 20 arrows, *drums of panic*.

Gato is quiet and mysterious, but when he strikes his drum hearts flutter in panic and an almost electrical adrenaline rush fills the air. Tattoos that are almost feline grace his features and he moves with a fluid grace.

The Hill

Borm Morgarm, male dwarf, Ftr6/Exp2: CR 7; SZM; HD 6d10+24 plus 2d6+8; hp 75; Init +2 (+2 Dex); Spd 20 ft.; AC 21 (+10 dwarven full plate, +1 Dex), touch 11, flat-footed 20; BAB/Grp +7/+11; Atk +14 melee (1d12+8, +2 *greataxe*, x3); Full Atk +14 melee (1d12+8, +2 *greataxe*, x3); SQ dwarf traits, darkvision 60 ft.; AL LN; SV Fort +9, Ref +4, Will +6; Str 18, Dex 14, Con 18, Int 13, Wis 13, Cha 8.

Languages: Common, Dwarven, Gnome.

Skills: Appraise +6, Craft +11 (gem cutting), Craft +10 (stonemasonry), Forgery +6, Intimidate +8, Listen +3. *Feats:* Cleave, Dodge, Great Cleave, Power Attack, Skill Focus (craft gem cutting) Weapon Focus (greataxe), Weapon Specialized (greataxe).

Possessions: +2 *dwarven full plate*, +2 *greataxe* 'Stunner' (Fortitude DC 10+damage or be stunned).

Estate Guards, Ftr2: CR 2; SZM; HD 2d10+2; hp 20; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +2/+4; Atk +4 melee or +3 ranged; Full Atk +4 melee or +3 ranged; SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human; 2 fighter bonus feats.

Estate Guards, Ftr3: CR 3; SZ M; HD 3d10+3; hp 20; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +3/+5; Atk +5 melee or +4 ranged; Full Atk +5 melee or +4 ranged; SV Fort +4, Ref +2, Will +1; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 12 skill points, 18 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human; 2 fighter bonus feats.

Evan Corseen, male human diplomat, retired Brd7: CR 7; SZ M; HD 7d6+21; hp 43; Init +3 (+3 Dex); Spd 30 ft.; AC 13 (+3 Dex), touch 13, flat-footed 10; BAB/Grp +5/+6; Atk +6 melee or +8 ranged; SQ bardic music, bardic knowledge, inspire competence, *suggestion*; SV Fort +5, Ref +8, Will +4; AL NG; Str 12, Dex 16, Con 16, Int 10, Wis 9, Cha 17.

Skills: Bluff +11, Concentration +10, Craft (musical instruments) +8, Diplomacy +16, Listen +8, Perform +11, Sense Motive +7, Spot +5, Use Magic Device +11. *Feats:* Alertness, Leadership, Skill Focus (diplomacy), Spell Focus (enchantment).

Bard Spells Known (Cast per day 3/4/3/1; save DC 13 + spell level, DC 14 + spell level vs. enchantment) 0—*dancing lights, detect magic, light, open/close, prestidigitation, read magic*; 1st—*cause fear, charm person, mage armor, ventriloquism*; 2nd—*hold person, levitate, silence, summon monster II*; 3rd—*charm monster, major image*.

Possessions: Walking cane, flutes and panpipes, the only things he can still play, hang from his leather belt.

Despite his charismatic flavor he can apply to anything, his face shows a bitterness to it. He seems aged despite only being 42, his hair has gone white, his face adorned in minute wrinkles, and his eyes are narrow slits of once wide open and alert, bright blue.

Hill Watchmen, Male human, Wiz3/Ftr2: CR 5; SZ M; HD 3d4+3 plus 2d10 +2; hp 30; Init +1 (Dex); Spd 30 ft.; AC 13 (+2 leather armor, +1 Dex), touch 11, flat-footed 12; BAB/Grp +3/+5; Atk +6 melee (1d6+2, shortspear) or +3 ranged (1d6+2, shortspear, range 20 ft.); Full +6 melee (1d6+2, shortspear) or +3 ranged (1d6+2, shortspear, range 20 ft.); SA spells; SQ summon familiar; AL N; SV Fort +6, Ref +2, Will +4; Str 14, Dex 13, Con 13, Int 15, Wis 12, Cha 10.

Skills: Concentration +7, Intimidate +5, Listen +7, Spellcraft +8, Spot +7. *Feats:* Alertness, Dodge, Power Attack, Scribe Scroll, Spell Penetration, Weapon Focus (shortspear).

Arcane Spells per Day (4/3/2; save DC 12 + spell level): 0—4; 1st—3; 2nd—2.

Possessions: Leather armor, short spear, *wand of hold person* (CL 5th, 10 charges)

Hill Watchmen, Male human Wiz3/Rog2: CR 3; SZ M; HD 3d4+3 plus 2d6+2; hp 25; Init +3 (Dex); Spd 30 ft.; AC 13 (+3 Dex), touch 13, flat-footed 10; BAB/Grp +2/+2; Atk +2 melee (1d4, dagger, 19-20 x2) or +5 ranged (1d4, dagger, range 10 ft., 19-20 x2); Full Atk +2 melee (1d4, dagger, 19-20 x2) or +5 ranged (1d4, dagger, range 10 ft., 19-20 x2); SA spells, sneak attack (+1d6); SQ trapfinding, evasion, summon familiar; AL N; SV Fort +2, Ref +7, Will +4; Str 10, Dex 16, Con 13, Int 15, Wis 12, Cha 10.

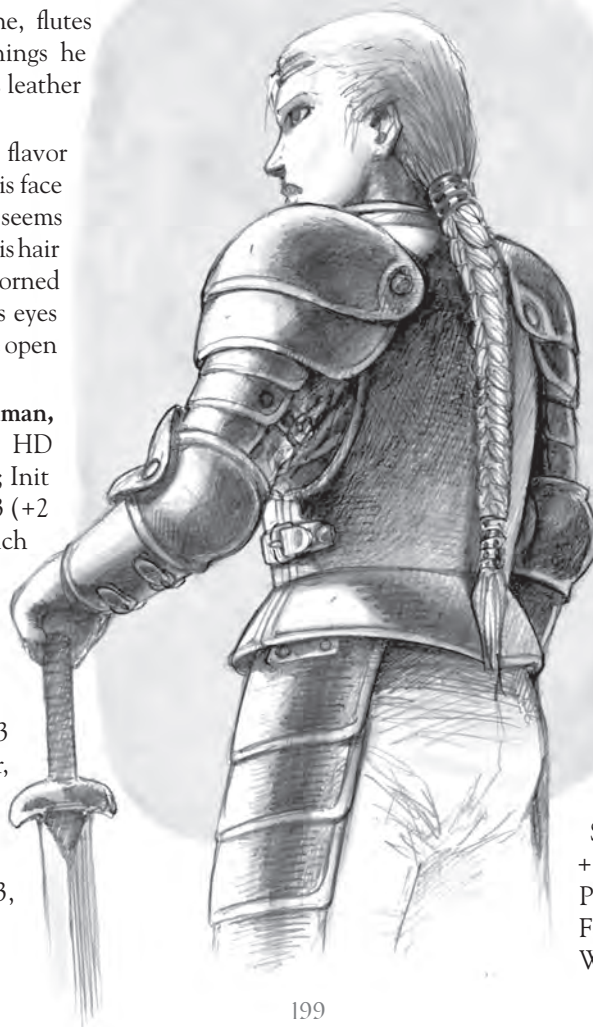
Skills: Climb +5, Concentration +7, Diplomacy +4, Hide +10, Knowledge (local) +8, Listen +3, Move Silently +10, Sense Motive +5, Spellcraft +8, Spot +6, Tumble +8. *Feats:* Alertness, Scribe Scroll, Skill Focus (spot), Stealthy.

Arcane Spells per Day (4/3/2; save DC 12 + spell level): 0—4; 1st—3; 2nd—2.

Possessions: 4 daggers, *wand of hold person* (CL 5th, 20 charges).

Lisial Elmwish, female half elf noble, Ari5/Ftr1: CR 5; SZ M; HD 5d8-5 plus 1d10-1; hp 31; Init +3 (Dex); Spd 30 ft.; AC 15 (+2 leather armor, +3 Dex), touch 13, flat-footed 12; BAB/Grp +4/+6; Atk +10 melee (1d8+5, 'Cold steel', 19-20 x2), or +7 ranged (1d8+2, composite (Str +2) longbow, range 110 ft., x3); Full Atk +10 melee (1d8+4, 'Cold steel', 19-20 x2), or +7 ranged (1d8+2, composite (Str +2) longbow, range 110 ft., x3); SQ half elf traits, low light vision; AL NE; SV Fort +2, Ref +4, Will +5; Str 15, Dex 16, Con 9, Int 11, Wis 12, Cha 12.

Skills: Handle Animal +10, Listen +9, Move Silently +5, Ride +11, Spot +7, Swim +5. *Feats:* Alertness, Point Blank Shot, Weapon Focus (composite longbow), Weapon Focus (long sword).



Possessions: Masterwork leather armor, composite (Str +2) longbow, 20 arrows, +2 long sword 'Cold Steel' (a smaller version of the *frost brand* sword).

Long reddish blonde hair lies tied in an intricate braid down her back. Dark brown eyes look upon the world that she once had been apart of, to only seek retribution upon anyone else that seeks to deny her of anything. Lisial is toned, and often not seen without her armor or ancestral sword.

Mrs. O'Neal's Phantom, female human ghost Com2: CR 3; SZ M Undead (Incorporeal); HD 2d12; hp 13; Init +0; Spd Fly 30 ft. (perfect); AC 12 (+2 deflection), touch 12, flat-footed 12; BAB/Grp +1/+1; Atk +1 melee (1d6, incorporeal touch); Full Atk +1 melee (1d6, incorporeal touch); SA horrific appearance, malevolence, telekinesis, manifestation; SQ rejuvenation, turn resistance; AL NG; SV Fort +1, Ref +1, Will +3; Str 10, Dex 10, Con —, Int 11, Wis 11, Cha 15.

Skills: Craft (cook) +6, Hide +8, Listen +12, Profession (housekeeper) +7, Search +8, Spot +12. *Feats:* Skill Focus (cook), Skill Focus (profession).

Horrific Appearance: Any living creature within 60 feet that views a ghost must succeed on a Fortitude save or immediately take 1d4 points of Strength damage, 1d4 points of Dexterity damage, and 1d4 points of Constitution damage. A creature that successfully saves against this effect cannot be affected by the same ghost's horrific appearance for 24 hours.

Malevolence: Once per round, an ethereal ghost can merge its body with a creature on the Material Plane. This ability is similar to a magic jar spell (caster level 10th or the ghost's Hit Dice, whichever is higher), except that it does not require a receptacle. To use this ability, the ghost must be manifested and it must try move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 15 + ghost's Cha modifier). A creature that successfully saves is immune to that same ghost's malevolence for 24 hours, and the ghost cannot enter the target's space. If the save fails, the ghost vanishes into the target's body.

Manifestation: Every ghost has this ability. A ghost dwells on the Ethereal Plane and, as an ethereal creature, it cannot affect or be affected by anything in the material world. When a ghost manifests, it partly enters the Material Plane and becomes visible but incorporeal on the Material Plane. A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source. A manifested ghost can pass through solid objects at will, and its own attacks pass through armor. A manifested ghost always moves silently. A manifested ghost can strike with its touch attack or with a ghost touch weapon (see Ghostly Equipment, below). A manifested ghost remains partially on the Ethereal Plane, where is it not incorporeal. A manifested ghost

can be attacked by opponents on either the Material Plane or the Ethereal Plane. The ghost's incorporeality helps protect it from foes on the Material Plane, but not from foes on the Ethereal Plane.

When a spellcasting ghost is not manifested and is on the Ethereal Plane, its spells cannot affect targets on the Material Plane, but they work normally against ethereal targets. When a spellcasting ghost manifests, its spells continue to affect ethereal targets and can affect targets on the Material Plane normally unless the spells rely on touch. A manifested ghost's touch spells don't work on nonethereal targets.

A ghost has two home planes, the Material Plane and the Ethereal Plane. It is not considered extraplanar when on either of these planes.

Telekinesis: A ghost can use telekinesis as a standard action (caster level 12th or equal to the ghost's HD, whichever is higher). When a ghost uses this power, it must wait 1d4 rounds before using it again.

Rejuvenation: In most cases, it's difficult to destroy a ghost through simple combat: The "destroyed" spirit will often restore itself in 2d4 days. Even the most powerful spells are usually only temporary solutions. A ghost that would otherwise be destroyed returns to its old haunts with a successful level check (1d20 + ghost's HD) against DC 16. As a rule, the only way to get rid of a ghost for sure is to determine the reason for its existence and set right whatever prevents it from resting in peace. The exact means varies with each spirit and may require a good deal of research.

Turn Resistance: A ghost has +4 turn resistance.

Vermund Durnian, male human noble, Ari4: CR 3; SZ M; HD 4d8+4; hp 24; Init +1 (+1 Dex); Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +3/+5; Atk +5 melee or +4 ranged; AL LN; SV Fort +2, Ref +2, Will +7; Str 14, Dex 13, Con 12, Int 12, Wis 13, Cha 14.

Languages: Common, Draconic, Dwarven, Giant, Gnome, Goblin, Elven, Halfling

Skills: Appraise +9, Bluff +10, Climb +7, Knowledge (geology) +7, Listen +6, Sense Motive +6, Speak language (Dwarven, Giant, Gnome, Goblin, Elven, Halfling), Spot +6. *Feats:* Iron Will, Skill focus (appraise), Skill focus (bluff).

Possessions: Bejeweled rings, ring of minor energy resistance (fire)

A vibrant middle-aged man, who sees nothing taken from the earth as worthless, is dressed in plaid colored clothes of blue, green, and red. He is graying along the temples, but tries to keep his black hair combed back, and oiled. His eyes are like tarnished copper, behind the magnified glasses he wears. Upon his back are scars and brands from a life long gone, and forgotten. They are a result of an unsatisfied master, when Vermund was a slave in a far off mining city, he escaped with what he could carry from there and has made it to where he is by knowing what people think.

Winstyn Gallam, male human noble, Ari6: CR 5; SZ M; HD 6d8-3; hp 22; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +4/+4; Atk +4 melee (1d4, walking stick); Full Atk +4 melee (1d4, walking stick); AL NG; SV Fort +1, Ref+2, Will +8; Str 11, Dex 11, Con 8, Int 16, Wis 13, Cha 13.

Skills: Appraise +12, Diplomacy +10, Gather Information +10, Knowledge (arcana) +12, Knowledge (geography) +12, Knowledge (history) +12, Knowledge (local) +12, Knowledge (nobility) +12. *Feats:* Endurance, Iron Will, Leadership, Toughness.

Possessions: Pipe, bag of holding, goggles of minute seeing, walking stick, countless trinkets and jewelry.

While a man that has enjoyed success, his body has not in the last decade. He has gone bald, and his eyes are starting to cloud over, which forces him to squint. His love of trophies has not died, nor the pipe smoking, that he claims is the only thing that keeps him alive. He dresses in less finery, though always looks as if he is ready for a hunt, with breeches, and leather tunic, adorned with embroidery of every creature he has personally taken down.

Zianna Illithyren (Fellowship of Note), female half-elf Wiz5/Brd1: CR 6; SZ M; HD 5d4+10 plus 1d6+2; hp 25; Init +2 (+2 Dex); Spd 30 ft.; AC 14 (+1 *amulet of natural armor*, +1 *bracers of armor*, +2 Dex), touch 12, flat-footed 12; BAB/Grp +2/+2; Atk +4 melee (1d4+2, +2 dagger, 19-20 x2); Full Atk +4 melee (1d4+2, +2 dagger, 19-20 x2); SA spells; SQ half elf traits, low-light vision, bardic music, bardic knowledge; AL NG; SV Fort +3, Ref +5, Will +5; Str 11, Dex 14, Con 14, Int 14, Wis 9, Cha 15.

Languages: Auran, Common, Elven, Goblin.

Skills: Appraise +2, Bluff +5, Concentration +8, Craft +8 (tailor), Disguise +2, Knowledge (arcana) +8, Listen +1, Move Silently +2, Perform +6, Profession +8 (seamstress), Search +3, Spellcraft +8. *Feats:* Craft Wondrous Item, Scribe Scroll, Skill Focus (profession).

Arcane Spells Known (Cast per day 4/4/3/1; save DC 12 + spell level): 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*charm person, chill touch, expeditious retreat, identify, mage armor, magic missile, shield, sleep, summon monster I*; 2nd—*blur, invisibility, minor image, misdirection*; 3rd—*flame arrow, major image*.

Bard Spells Known (Cast per Day 2; save DC 12 + spell level): 0—*ghost sound, light, message, summon instrument*.

Possessions: *Amulet of natural armor* +1, *bracers of armor* +1, +2 *dagger, cloak of resistance* +1, masterwork tailor's tools.

TURLIN'S WELL

Dour, female human Clr6 [Zadastha]: CR 6; SZ M; HD 6d8+12; hp 40; Init -1; Spd 30 ft.; AC 9 (-1 Dex), touch 9, flat-footed 9; BAB/Grp +4/+5; Atk +5 melee

or +3 ranged; SA turn/rebuke undead (4/day), spells; SV Fort +7, Ref +1, Will +8; Str 13, Dex 8, Con 14, Int 10, Wis 16, Cha 12.

Skills: 18 sp, 27 if human, max ranks 9, max ranks cross class 4.5. *Feats:* 3, 4 if human.

Divine Spells Prepared (Cast per day 5/4/4/3; save DC 13 + spell level): 0—*create water, detect poison, light, mending, purify food and drink*; 1st—*bless, bless water, remove fear, sanctuary*; 2nd—*augury, delay poison, gentle repose, lesser restoration*; 3rd—*dispel magic, remove curse, remove disease*.

Domains: Good, Healing (You cast good spells at +1 caster level. You cast healing spells at +1 caster level.)

Domain Spells: 1st—protection from evil; 2nd—cure moderate wounds; 3rd—cure serious wounds.

Hal, male human Rog3/Ftr3: CR 6; SZ M; HD 3d6+3 plus 3d10+3; hp 35; Init +2; Spd 30 ft.; AC 14 (+2 leather armor, +2 Dex), touch 12, flat-footed 12; BAB/Grp +5/+6; Atk +7 melee (1d6, club); Full Atk +7 melee (1d6, club); SA sneak attack (+2d6); SQ trapfinding, evasion, trap sense (+1); AL N; SV Fort +5, Ref +6, Will +3; Str 12, Dex 15, Con 13, Int 12, Wis 12, Cha 10.

Skills: Appraise +7, Bluff +6, Gather Information +6, Hide +8, Intimidate +6, Knowledge (local) +7, Listen +7, Profession (bartender) +7, Sense Motive +7, Sleight of Hand +8, Spot +7, Tumble +8. *Feats:* Diehard, Dodge, Endurance, Mobility, Skill focus (profession), Weapon Focus (club)

Possessions: Leather armor, club.

Jenette Holycraft, female human Pal10: CR 10; SZ M; HD 10d10+10; hp 85; Init +0; Spd 30 ft.; AC 20 (+10 *full plate*), touch 10, flat-footed 20; BAB/Grp +10/+13; Atk +16 melee (1d8+5, +2 *holy longsword*, 17-20 x2); Full Atk +16/+11 melee (1d8+5, +2 *holy longsword*, 17-20 x2); SA smite evil (3/day, +4 attack, +10 damage), turn undead (7/day, +2); SQ aura of courage, aura of good, *detect evil*, divine health, divine grace, lay on hands (40 hp/day), special mount, remove disease (2/week); ALLG; SV Fort +12, Ref +7, Will +10; Str 16, Dex 10, Con 12, Int 10, Wis 16, Cha 18.

Skills: Diplomacy +11, Heal +8, Knowledge (religion) +10, Profession (brewer) +14, Ride +5, Sense Motive +8, Spot +4. *Feats:* Cleave, Improved critical (longsword), Mounted Combat, Power Attack, Weapon Focus (longsword)

Paladin Spells Prepared (Cast per day 2/2; save DC 13 + spell level): 1st—*bless water, divine favor*; 2nd—*eagle's splendor, resist energy*.

Possessions: +2 *full plate*, +2 *holy longsword*, silver holy symbol.

Laamar, male half orc Brb4: CR 4; SZ M; HD 4d12+8; hp 40; Init +2; Spd 40 ft.; AC 16 (+4 chain shirt, +2 Dex), touch 12, flat-footed 14; BAB/Grp +4/+14; Atk +10 melee (1d3+6, unarmed strike); Full Atk +10 melee (1d3+6, unarmed strike); SA rage; SQ half orc traits, darkvision 60 ft., fast movement, uncanny dodge (Dex

bonus to AC), illiteracy, trap sense (+1); AL NE; SV Fort +5, Ref +3, Will +2; Str 22, Dex 14, Con 15, Int 10, Wis 12, Cha 8.

Skills: Intimidate +6, Jump +13*, Survival +8, Swim +13**. *Feats:* Improved Grapple, Improved Unarmed Strike.

*-1 armor check penalty while wearing masterwork chain shirt.

** -2 armor check penalty while wearing masterwork chain shirt.

Possessions: Masterwork chain shirt.

Master Scrivener Drembrar, male human Clr6 [Yenomesh]: CR 6; SZ M; HD 6d8-18; hp 20; Init -1 (-1 Dex); Spd 30 ft.; AC 12 (+3 *bracers of armor*, -1 Dex), touch 9, flat-footed 13; BAB/Grp +4/+4; Atk +4 melee (1d6, quarterstaff); Full Atk +4 melee (1d6, quarterstaff); SA spells, turn undead (4/day, +2); AL NG; SV Fort +2, Ref +1, Will +9; Str 11, Dex 9, Con 5, Int 16, Wis 18, Cha 12.

Languages: Common, Celestial, Draconic, Ignan, Undercommon.

Skills: Concentration +1, Knowledge (arcana) +11, Knowledge (history) +11, Knowledge (nature) +11, Knowledge (religion) +11, Listen +6, Profession (librarian) +12, Profession (scribe) +12, Speak Language (undercommon), Spot +6. *Feats:* Alertness, Heighten Spell, Skill Focus (profession [scribe]).

Divine Spells Prepared (Cast per day 5/4/4/3; save DC 14 + spell level) 0—*detect magic, detect poison, guidance, light, read magic*; 1st—*comprehend languages, detect evil, sanctuary, shield of faith*; 2nd—*augury, owl's wisdom, status, zone of truth*; 3rd—*locate object, remove curse, speak with dead*.

Domains: Knowledge, Magic (Add all Knowledge skills to your list of cleric class skills. You cast divination spells at +1 caster level. Use scrolls, wands, and other devices with spell completion or spell trigger activation as a wizard of one-half your cleric level [at least 1st level]. For the purpose of using a scroll or other magic device, if you are also a wizard, actual wizard levels and these effective wizard levels stack.)

Domain Spells: 1st—*detect secret doors*; 2nd—*identify*; 3rd—*dispel magic*.

Possessions: *Bracers of armor* +3, quarterstaff.

Orbitus the Thirdhand, male gnome Astrologer, Seer, Exp10: CR 6; SZ S; HD 10d6; hp 30; Init +3 (+3 Dex); Spd 20 ft.; AC 13 (+3 Dex), touch 13, flat-footed 10; BAB/Grp +7/+3; Atk +7 melee or +10 ranged; Full Atk +10 melee (1d8+6, +1 *warhammer*, x3); SQ gnome traits, low-light vision, spell like abilities; AL NG; SV Fort +3, Ref +6, Will +10; Str 10, Dex 16, Con 10, Int 17, Wis 16, Cha 13.

Skills: Climb +13, Craft (clockworks) +19, Disable Device +19, Knowledge (architecture and engineering) +16, Knowledge (nature) +19, Knowledge (the Planes) +16, Listen +2 (deafness), Profession (astrologer) +19,

Search +15, Spot +16. *Feats:* Skill Focus (Craft), Skill focus (disable device), Skill Focus (knowledge-nature), Skill Focus (profession).

Possessions: Masterwork tools.

Thitus Thell, male human Ftr6: CR 6; SZ M; HD 6d10+12; hp 47; Init +1 (+1 Dex, +4 Improved initiative, -4 deaf); Spd 30 ft.; AC 18 (+5 masterwork breastplate, +2 heavy steel shield, +1 Dex), touch 11, flat-footed 17; BAB/Grp +6/+9; Atk +11 melee (1d8+6, +1 *warhammer*, x3); Full Atk +10 melee (1d8+6, +1 *warhammer*, x3); AL LG; SV Fort +7, Ref +3, Will +3; Str 17, Dex 13, Con 14, Int 11, Wis 12, Cha 13.

Languages: Common (understands but cannot speak), Sign Language.

Skills: Craft (armorer) +12, Handle Animal +8, Knowledge (smithing) +4, Speak Languages (sign language), Swim +4*. *Feats:* Cleave, Improved Initiative, Power Attack, Quick Draw, Skill Focus (Craft), Weapon Focus (warhammer), Weapon Specialization (warhammer).

*-6 armor check penalty while wearing masterwork breastplate.

Possessions: Masterwork breastplate, heavy steel shield, +1 *warhammer*, masterwork lute.

Virthalia, female half-elf, Wiz7: CR 7; SZ M; HD 7d4+6; hp 24; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +3/+3; Atk +3 melee or +4 ranged; Full Atk +3 melee or +4 ranged; SA spells; SQ half-elf traits, summon familiar; AL NG; SV Fort +3, Ref +3, Will +6; Str 10, Dex 13, Con 13, Int 15, Wis 12, Cha 10.

Skills: Concentration +12, Decipher Script +13, Knowledge (arcana) +13, Spellcraft +16. *Feats:* Craft Wand, Greater Spell Penetration, Scribe Scroll, Skill Focus (spellcraft), Spell Penetration.

Arcane Spells Prepared (Cast per day 4/5/4/2/1; save DC 12 + spell level): 0—*detect magic, mage hand, message, read magic*; 1st—*comprehend languages, erase, mage armor, mount, unseen servant*; 2nd—*detect thoughts, fox's cunning, locate object, whispering wind*; 3rd—*arcane sight, tongues*.

Possessions: Various spell scrolls as appropriate.

EAST DOCKS

Jokando, male human Ftr9: CR 9; SZ M; HD 9d10+9; hp 57; Init +1 (Dex); Spd 20 ft.; AC 22 (+11 *full plate*, +1 Dex), touch 11, flat-footed 21; BAB/Grp +9/+12; Atk +16 melee (2d6+7, +3 *greatsword*, 19-20 x2) or +13 ranged (1d8+4, +2 *light crossbow of distance*, range 160 ft., 17-20 x2); Full Atk +12/+7 melee (2d6+7, +3 *greatsword*, 19-20 x2) or +13/+8 ranged (1d8+4, +2 *light crossbow of distance*, range 160 ft., 17-20 x2); AL LE; SV Fort +7, Ref +4, Will +3; Str 16, Dex 13, Con 13, Int 10, Wis 11, Cha 10.

Skills: Intimidate +12, Listen +3, Ride +12, Spot +3; *Feats:* Cleave, Far Shot, Improved Critical (light crossbow), Point

Blank Shot, Power Attack, Precise Shot, Rapid Reload, Weapon Focus (greatsword), Weapon Focus (light crossbow), Weapon Specialization (light crossbow).

Possessions: +3 full plate, +3 greatsword, +2 light crossbow of distance.

Makeesh, male half elf Wiz 7: CR 7; SZ M; HD 7d4+7; hp 21; Init +5 (+1 Dex +4 Improved Initiative); Spd 30 ft.; AC 13 (+2 ring of protection, +1 Dex), touch 13, flat-footed 12; BAB/Grp +3/+3; Atk +3 melee or +4 ranged; Full Atk +3 melee or +4 ranged; SA spells; SQ half elf traits, low-light vision, summon familiar; AL NE; SV Fort +3, Ref +3, Will +6; Str 10, Dex 13, Con 13, Int 15, Wis 12, Cha 10.

Skills: Concentration +11, Gather Information +8, Profession [brothel keeper] +11, Profession [herbalist] +11. *Feats:* Brew Potion, Improved Initiative, Scribe Scroll, skill focus (gather information), Spell Penetration.

Arcane Spells Prepared (Cast per day 4/5/4/2/1; save DC 12 + spell level): 0—acid splash, daze, detect poison, message; 1st—cause fear, mage armor, magic missile, ray of enfeeblement, reduce person; 2nd—Invisibility, mirror image, pyrotechnics, rope trick, whispering wind; 3rd—fly, haste; 4th—stoneskin.

Possessions: +2 ring of protection, wand of charm person (CL 6th, 25 charges), cloak of charisma +2.

OUTER QUARTER NPCs

Deng Lo Do, male human Mnk6: CR 6; SZ M; HD 6d8+18; hp 44; Init +1 (+1 Dex); Spd 50 ft.; AC 20 (+2 ring of protection, +3 Dex, +4 Wis, +1 Mnk), touch 20, flat-footed 17; BAB/Grp +4/+4; Atk +5 melee (1d8+2, unarmed strike) or +6 melee (1d6+2, +2 kama) or +7 ranged (1d2, shuriken, range 10 ft.); Full Atk +5 melee (1d8+2, unarmed strike) or +4/+4 melee (1d8+2, unarmed strike, flurry of blows) or +5/+5 melee (1d6+2, +2 kama, flurry of blows) or +7 ranged (1d2, shuriken, range 10 ft.); SA flurry of blows, improved trip, unarmed strike, ki strike (magic); SQ evasion, purity of body (immune to disease), slow fall (30 ft.), still mind (+2 vs. enchantment); AL LE; SV Fort +8, Ref +8, Will +9; Str 11, Dex 17, Con 17, Int 14, Wis 18, Cha 10.

Languages: Common, Draconic, Halfling, Ignan, Sylvan.

Skills: Diplomacy +7, Hide +8, Intimidate +5, Knowledge (local) +6, Listen +9, Move Silently +8, Profession +16 (master chef), Sense Motive +10, Speak Language (Draconic, Sylvan), Spot +9, Tumble +8, Use Rope +9. *Feats:* Blind-fight, Deflect Arrows, Dodge, Improved Trip, Improved Unarmed Strike, Skill Focus (profession), Stunning Fist, Weapon Focus (unarmed)

Possessions: +2 ring protection, +2 kama, 5 shuriken, amulet of non detection.

STABLES ROW

Jadeyn 'Captain' Roan, male human Head of Stables Guild, and Street Thugs Ftr6: CR 6; SZ M; HD 6d10+6; hp 50; Init +1 (Dex); Spd 30 ft.; AC 15 (+3 studded leather

armor, +1 light steel shield, +1 Dex), touch 11, flat-footed 14; BAB/Grp +6/+9; Atk +12 melee (1d8+7, 'Mare', 19-20 x2) or +7 ranged (1d8+3, composite longbow, range 110 ft., x3); Full Atk +12/+7 melee (1d8+7, 'Mare', 19-20 x2) or +7/+2 ranged (1d8+3, composite longbow, range 110 ft., x3); AL CN; SV Fort +6, Ref +3, Will +4; Str 16, Dex 13, Con 12, Int 12, Wis 12, Cha 8.

Skills: Handle Animal +9, Intimidate +9, Listen +3, Ride +11, Spot +3, Swim +13*. *Feats:* Alertness, Improved Sunder, Iron Will, Power Attack, Quick Draw, Mounted Combat, Weapon Focus (long sword), Weapon Specialization (long sword).

*-2 armor check penalty while wearing studded leather armor and shield.

Possessions: Studded leather armor, light steel shield, +2 longsword 'Mare', composite longbow (Str +3), 20 arrows.

He has a rough weather beaten face, with three long scars that cross his face from nose down to chin, the attack of a bear he states, when it was only the gnolls, hyenas, when his troupe was over come by the war band.

An ex-mercenary Captain runs his gang of street thugs, and bandits from a stable and small adventuring office. The captain knows that coin buys anything, and men will be loyal mostly to the coin, and to success.

Knotaloke, female human Rgr4 (Fellowship of Note): CR 4; SZ M; HD 4d10+8; hp 32; Init +4 (+4 Dex); Spd 30 ft.; AC 19 (+5 chain shirt, +4 Dex), touch 14, flat-footed 15; BAB/Grp +4/+7; Atk +7 melee (1d8+3, longsword, 19-20 x2) or +9 ranged (1d6+4, +1 composite (Str +2) shortbow, range 70 ft., x3); Full Atk +5 melee (1d8+3, longsword, 19-20 x2) and +5 melee (1d6+3, shortsword, 19-20 x2) or +9 ranged (1d6+4, +1 composite (Str +2) shortbow, range 70 ft., x3); SA favored enemy; SQ animal companion, combat style, wild empathy; AL CG; SV Fort +6, Ref +5, Will +2; Str 16, Dex 18, Con 15, Int 12, Wis 12, Cha 17.

Languages: Common, Goblin.

Skills: Handle Animal +9, Hide +10*, Listen +7, Move Silently +10*, Ride +12, Spot +7, Survival +7, Swim +9**, Use Rope +10. *Feats:* endurance, Improved Two-Weapon Fighting, Mounted Combat, Point Blank Shot, Precise Shot, Track.

*-1 armor check penalty while wearing +1 chain shirt.

** -2 armor check penalty while wearing +1 chain shirt.

Ranger Spells Prepared (Cast per day 1; save DC 11 + spell level) 1st—speak with animals.

Possessions: +1 chain shirt, +1 composite (Str +2) shortbow, 20 arrows, longsword, shortsword.

SEWERS

Egile 'The Piper', male human afflicted wererat, human form, Brd4/Clr3 [S'Surimiss the Rat Queen]: CR

9; SZ M Human (Shapechanger); HD 4d6+7 plus 3d8+7 plus 1d8+1; hp 47; Init +1; Spd 30 ft.; AC 13 (+1 Dex, +2 natural), touch 11, flat-footed 12; BAB/Grp +5/+5; Atk +6 melee (1d6, masterwork short sword, 19-20 x2); Full Atk +6 melee (1d6, masterwork short sword, 19-20 x2); SQ bardic music, bardic knowledge, countersong, *fascinate*, inspire courage (+1), inspire competence, low-light vision, scent, rebuke undead (6/day); AL CE; SV Fort +7, Ref +8, Will +11; Str 10, Dex 13, Con 12, Int 14, Wis 14, Cha 16.

Egile 'The Piper', male human afflicted wererat, dire rat form, Brd4/Clr3 [S'Surimiss the Rat Queen]: CR 9; SZ M Human (Shapechanger); HD 4d6+14 plus 3d8+14 plus 1d8+1; hp 61; Init +4; Spd 30 ft., climb 20 ft.; AC 17 (+4 Dex, +3 natural), touch 14, flat-footed 13; BAB/Grp +5/+5; Atk +9 melee (1d4 plus disease, bite); Full +9 melee (1d4 plus disease, bite); SA disease; SQ bardic music, bardic knowledge, countersong, damage reduction (5/silver), *fascinate*, inspire courage (+1), inspire competence, low-light vision, scent, rebuke undead (6/day, +2); SV Fort +7, Ref +8, Will +11; AL CE; Str 10, Dex 19, Con 14, Int 14, Wis 14, Cha 16.

Egile 'The Piper', male human afflicted wererat, hybrid form, Brd4/Clr3 [S'Surimiss the Rat Queen]: CR 9; SZ M Human (Shapechanger); HD 4d6+14 plus 3d8+14 plus 1d8+1; hp 61; Init +4; Spd 30 ft.; AC 17 (+4 Dex, +3 natural), touch 14, flat-footed 13; BAB/Grp +5/+5; Atk +9 melee (1d6, masterwork short sword, 19-20 x2) or +9 melee (1d4 plus disease, bite); Full Atk +9 melee (1d6, masterwork short sword, 19-20 x2) or +9 melee (1d4 plus disease, bite); SA disease; SQ bardic music, bardic knowledge, countersong, damage reduction (5/silver), *fascinate*, inspire courage (+1), inspire competence, low-light vision, scent, rebuke undead (6/day, +2); AL CE; SV Fort +7, Ref +8, Will +11; Str 10, Dex 19, Con 14, Int 14, Wis 14, Cha 16.

Skills: Bluff +9, Concentration +6, Diplomacy +5, Escape Artist +7, Gather Information +10, Hide +8, Intimidate +5, Knowledge (arcana) +6, Knowledge (local) +8, Knowledge (religion) +6, Listen +11, Move Silently +8, Perform (wind instruments) +10, Sleight of Hand +3, Spellcraft +9, Spot +5, Use Magic Device +8, Use Rope +1 (+3 with bindings); **Feats:** Alertness, Combat Casting, Dodge, Improved Dodge, Mobility, Weapon Finesse.

Bard Spells Known (Cast per day 3/3/1; save DC 13 + spell level) 0—*daze, flare, light, mage hand, open/close, prestidigitation*; 1st—*cause fear, expeditious retreat, sleep*; 2nd—*daze monster, cure moderate wounds*.

Divine Spells Prepared (Cast per day 4/3/2; save DC 12 + spell level) 0—*create water, guidance x2, purify food and drink*; 1st—*command, endure elements, sanctuary*; 2nd—*darkness, hold person*.

Domains: Animal, Destruction (You can use speak with animals once per day as a spell-like ability. Add Knowledge [nature] to your list of cleric class skills. You gain the smite power, the supernatural ability to make a

single melee attack with a +4 bonus on attack rolls and a bonus on damage rolls equal to your cleric level [if you hit]. You must declare the smite before making the attack. This ability is usable once per day.)

Domain Spells: 1st—inflict light wounds; 2nd—hold animal.

Disease: Filth fever—bite, Fortitude DC 15, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

Alternate Form: Egile can shift into animal form as though using the *polymorph* spell on himself, though his gear is not affected, he does not regain hit points for changing form, and he can only assume the form of a dire rat. He does not assume the ability scores of the rat, but instead adds the rat's physical ability score modifiers to his own ability scores. Egile also can assume a bipedal hybrid form with prehensile hands and animalistic features.

Changing to or from animal or hybrid form is a standard action.

If slain Egile reverts to his humanoid form, although he remains dead. Separated body parts retain their rat form, however.

Lycanthropic Empathy: In any form, Egile can communicate and empathize with normal or dire rats. This gives him a +4 racial bonus on checks when influencing the dire rat's attitude and allows the communication of simple concepts and (if the rat is friendly) commands, such as "friend," "foe," "flee," and "attack."

Possessions: Masterwork shortsword, 4 daggers, masterwork pan pipes, brass flute.

Nyark, female diseased ratman, Rog6: CR 6; SZ M Monstrous Humanoid; HD 6d6+24; hp 54; Init +8; Spd 30 ft.; AC 17 (+2 armor, +4 Dex, +1 natural), touch 14, flat-footed 13; BAB/Grp +4/+4; Atk +10 melee (1d6, shortsword), or +8 ranged (1d6, short bow), or +8 melee (1d4, claw); Full Atk +10 melee (1d6, shortsword), or +8 ranged (1d6, short bow), or +8 melee (1d4, claw); SA poisoned weapons, sneak attack (+3d6); SQ darkvision 60 ft., evasion, immunities, trap sense +2, trapfinding, uncanny dodge; AL LE; SV Fort +6, Ref +9, Will +5; Str 11, Dex 18, Con 19, Int 14, Wis 16, Cha 10.

Languages: Aquan, Common, Goblin, Ratman.

Skills: Appraise +10, Climb +8, Disguise +5, Escape Artist +13, Hide +13, Knowledge (local) +7, Listen +10, Move Silently +13, Sleight of Hand +13, Spot +10, Swim +9, Use Magic Device +9, Use Rope +4 (+6 with bindings), Survival +6; **Feats:** Dodge, Improved Initiative, Weapon Finesse, Weapon Focus (short sword).

Poisoned Weapons: Nyark poisons her weapons with a variety of deadly funguses and mosses that thrive within the sewer canals; injury, DC 13 Fortitude save resists, 1d4 Dex/1d4 Dex.

Immunities: Nyark is immune to all diseases.

Possessions: Master work silvered shortsword, black leather armor, short bow, with quiver and 15 silver arrows, countless dark cloaks.

Description: Nyark is like any other ratman, though has dyed her fur pitch black. Her red beady eyes and whiskered nose are the only things that are seen protruding from the dark cloak she constantly wears. She has become adapted to her home, and with her training in roguish pursuits, has helped to ensure the warren's success so far. Nyark has yet to take a mate, as her first priority is to protect the clan before worrying about prospering its numbers.

Ratmen warriors: CR 1/2; SZ M Monstrous Humanoid; HD 1d8+3; hp 7; Init +2; Spd 30 ft., climb 15 ft.; AC 16 (+1 natural, +2 leather, +1 light wooden shield, +2 Dex), touch 12, flat-footed 14; BAB/Grp +1/+1; Atk +1 melee (1d6, scimitar, 18-20 x2) or +3 melee (1d4, claw) or +3 ranged (1d6, shortbow, range 60 ft., x3); Full Atk +1 melee (1d6, scimitar, 18-20 x2) or +3 melee (1d4, claw) or +3 ranged (1d6, shortbow, range 60 ft., x3); SQ darkvision (60 ft.); AL LE; SV Fort +3, Ref +4, Will +2; Str 10, Dex 15, Con 16, Int 10, Wis 10, Cha 8.

Languages: Common, Ratman.

Skills: Climb +10, Hide +2, Intimidate +1, Jump +2, Move Silently +2, Swim +2; *Feats:* Weapon Finesse.

Possessions: Scimitar, leather armor, light wooden shield.

*See the *Creature Collection Revised* by **Sword and Sorcery Studios** for more details.

CITY OF Ashes

Fuad, male half-elf Clr4
[Orcus]: CR 4; SZ M; HD 4d8+12; hp 34; Init +2 (Dex); Spd 30 ft.; AC 17 (+4 scale mail, +1 buckler, +2 Dex), touch 12, flat-footed 15; BAB/Grp +3/+4; Atk +5 melee (1d8+1, heavy mace); Full Atk +5 melee (1d8+1, heavy mace); SA spells, rebuke undead (4/day, +2); SQ half elf traits, low-light vision; AL CE; SV Fort +7, Ref +3, Will +7; Str 13, Dex 14, Con 16, Int 12, Wis 17, Cha 13.

Skills: Concentration +7, Gather Information +3, Knowledge (religion) +6, Listen +5, Profession (grounds keeper) +4, Spellcraft +6, Spot +5.
Feats: Alertness, Combat Casting

Divine Spells Prepared (Cast per day 5/4/3; save DC 13 + spell level) 0—*guidance* x2, *read magic*, *resistance* x2; 1st—*bane*, *com-*

mand, *obscuring mist*, *shield of faith*; 2nd—*align weapon*, *owl's wisdom*, *silence*.

Domains: Destruction, Evil (You gain the smite power, the supernatural ability to make a single melee attack with a +4 bonus on attack rolls and a bonus on damage rolls equal to your cleric level (if you hit). You must declare the smite before making the attack. This ability is usable once per day. You cast evil spells at +1 caster level.)

Domain spells: 1st—*protection from evil*; 2nd—*desecrate*.

Possessions: Scale mail, buckler, masterwork heavy mace, brimmed hat, gloves.

Description: One who is trying to raise in the ranks of his cult, Fuad is a well rounded gut for any job, and appears so. While portly, it only masks the strength and stamina from those that judge him. Pale auburn eyes, and receding black hair are covered from the sun by a large brimmed hat, worn mostly when he works caring for the grounds.

Genevieve, female human Brd7: CR 7; SZ M; HD 7d6; hp 30; Init +3 (Dex); Spd 30 ft.; AC 15 (+2 leather armor, +3 Dex), touch 12, flat-footed 13; BAB/Grp +5/+4; Atk +4 melee (1d4-1, knife) or +8 ranged (1d4-1, knife, range 10 ft.); SQ bardic music, bardic knowledge, inspire competence, *suggestion*; SV Fort +2, Ref +8, Will +5; AL CG; Str 9, Dex 16, Con 10, Int 13, Wis 10, Cha 17.

Skills: Bluff +13, Disguise +13, Gather Information +16, Hide +11, Listen +10, Move Silently +11, Perform +13, Sense Motive +8, Spot +10; *Feats:* Alertness, Dodge, Mobility, Skill Focus (gather information).

Bard Spells Known (Cast per day 3/4/3/1; save DC 13 + spell level) 0th—*dancing lights*, *detect magic*, *flare*, *light*, *read magic*, *resistance*; 1st—*cure light wounds*, *mage armor*, *silent image*, *sleep*; 2nd—*blindness/deafness*, *hold person*, *locate object*, *scare*; 3rd—*haste*, *summon monster III*.

Possessions: Masterwork harp, small knife, dirt soiled leather armor

Description: This charming young bard, Genevieve claims to be here only to learn the names off many spoken in tales. In truth she spies for the Dark masks, and with Erlend in love with her, has an easy time of it. She is a raven-haired woman, bright blue eyes, watching all inattentively, they sparkle with knowledge and joy when she plays her harp.



T'saalix, male half-orc Ftr5: CR 5; SZM; HD 5d10+5; hp 33; Init +1; Spd 30 ft.; AC 14 (+3 hide armor, +1 Dex), touch 11, flat-footed 13; BAB/Grp +5/+9; Atk +8 melee (1d4, shovel); Full Atk +8 melee (1d4, shovel); SQ half orc traits, darkvision 60 ft.; AL NE; SV Fort +4, Ref +2, Will -1; Str 19, Dex 13, Con 10, Int 8, Wis 6, Cha 11.

Skills: Intimidate +6, Profession (grave digger) +2, Spot +0; *Feats:* Cleave, Great Cleave, Improved Initiative, Improved Sunder, Power Attack.

Possessions: Hide armor, shovel, dirt caked gloves

THE CLAWS OF ORCUS

High Lord of Death, male human mummy Clr9 [Orcus]: CR 14; SZ M Undead; HD 8d12 plus 9d8; hp 76; Init +0; Spd 20 ft.; AC 18 (+10 natural), touch 10, flat-footed 20; BAB/Grp +10/+17; Atk +17 melee (1d6+4, slam and mummy rot); Full Atk +17/+12 melee (1d6+4, slam and mummy rot); SA despair, rebuke undead (5/day, +2), spells; SQ DR 5/–, darkvision 60 ft., undead traits, vulnerability to fire; SV Fort +8, Ref +4, Will +16; AL CE; Str 24, Dex 10, Con –, Int 13, Wis 18, Cha 15.

Skills: Concentration +14, Heal +10, Hide +7, Listen +7, Move Silently +6, Spot +8. *Feats:* Empower Spell, Iron Will, Maximize Spell, Power Attack, Spell Focus (necromancy).

Divine Spells Prepared (Cast per day 6/5/5/4/3/1; save DC 14 + spell level) 0—*detect magic, guidance, light, read magic, resistance x2*; 1st—*cause fear, command, death-watch, sanctuary, shield of faith*; 2nd—*death knell, hold person, owl's wisdom, resist energy, silence*; 3rd—*animate dead, bestow curse, magic circle against good, protection from energy*; 4th—*divine power, poison, spell immunity*; 5th—*command*.

Domains: Destruction, Evil (You gain the smite power, the supernatural ability to make a single melee attack with a +4 bonus on attack rolls and a bonus on damage rolls equal to your cleric level [if you hit]. You must declare the smite before making the attack. This ability is usable once per day. You cast evil spells at +1 caster level).

Domain spells: 1st—*protection from good*; 2nd—*desecrate*; 3rd—*contagion*; 4th—*unholy blight*; 5th—*dispel good*.

Possessions: The High Lord is the only one beside the Servant, to have access to the cult's *Canoptic Urn of the Undead* (see *Relics & Rituals* by Sword and Sorcery Studios for powers).

Description: Appearing as a dried corpse, with its dark brown skin pulled tight across its bones, the High Lord appears nothing more than a zombie. It follows up with this ruse by walking with a limp, and moaning its spells so they appear as mundane noise. In life the High Lord never had children, thinking it sacrilege to the demon prince, though with the urn, it has given birth to many 'children' of Orcus.

Myseri, female human Sor7: CR 7; SZM; HD 7d4+14; hp 31; Init +1 (Dex); Spd 30 ft.; AC 13 (+2 *ring of force shield*, +1 Dex), touch 11, flat-footed 12; BAB/Grp +3/+4; Atk +5 melee (1d8+1, morningstar) or +4 ranged (1d4, sling); Full Atk +5 melee (1d8+1, morningstar) or +4 ranged (1d4, sling); SA spells; SQ summon familiar; AL CE; SV Fort +4, Ref +3, Will +6; Str 12, Dex 13, Con 14, Int 14, Wis 12, Cha 15.

Skills: Concentration +11, Craft (alchemy) +11, Craft (bone carver) +11, Knowledge (arcane) +14, Listen +2, Spellcraft +10, Spot +3; *Feats:* Extend Spell, Skill Focus (knowledge), Spell Focus (Evocation), Still Spell.

Sorcerer Spells Known (6/7/7/4; save DC 12 + spell level; DC 13 + spell level vs. evocation): 0—*dancing lights, daze, detect magic, ghost sound, light, mage hand, read magic*; 1st—*burning hands, chill touch, endure elements, grease, shield*; 2nd—*mel's acid arrow, misdirection, summon monster II*; 3rd—*haste, suggestion*.

Possessions: Masterwork morningstar, *bone ring of force shield*, sling, 10 stones.

Description: Myseri is an attractive young woman, with her dirty blond hair pulled back in thin dreadlocks, and cascading down her back. Her grayish brown eyes and smirk of a smile are cast toward men, for what they perceive as attraction, is only her gauging their power to be used at a latter juncture. She appears to be 24, when in truth her actual age is 46; magic has its advantages.

Servant of Orcus, Salvager of Death, male human lich Clr16 [Orcus]: CR 18; SZ M Undead; HD 16d12; hp 146; Init +4 (+4 Improved Initiative); Spd 30 ft.; AC 22 (+2 *ring of protection*, +5 *bracers of armor*, +5 natural), touch 12, flat-footed 20; BAB/Grp +12/+15; Atk +17 melee (1d6+5, +2 *death wand mace*) or +15 melee (1d8+8 plus paralysis, touch); Full Atk +17/+12/+7 melee (1d6+5, +2 *death wand mace*) or +15/+10/+5 melee (1d8+8 plus paralysis, touch); SA damaging touch, fear aura, paralyzing touch, spells; SQ undead traits, +4 turn resistance, damage reduction 15/bludgeoning and magic, immunity to cold, electricity, and mind-affecting attacks; SV Fort +10, Ref +5, Will +17; AL CE; Str 17, Dex 10, Con –, Int 16, Wis 24, Cha 14.

Languages: Abyssal, Common, Dwarven, Gnome, Halfling, Infernal, Orc.

Skills: Concentration +19, Knowledge (arcana) +22, Knowledge (religion) +22, Listen +19, Move Silently +14, Search +15, Speak Language (halfling, gnome, gnoll), Spellcraft +22, Spot +19; *Feats:* Combat Casting, Craft Staff, Craft Wondrous Item, Forge Ring, Improved Initiative, Maximize Spell, Scribe Scroll.

Divine Spells Prepared (Cast per day 6/7/7/6/5/5/4/3/2; save DC 17 + spell level) 0—*detect magic, guidance x3, read magic, resistance*; 1st—*bane, command, death-watch, divine favor, doom, entropic shield, obscuring mist*; 2nd—*bull's strength, desecrate, hold person, owl's wisdom, resist energy, silence, spiritual wisdom*; 3rd—*bestow curse x2, blindness/deafness, dispel magic, magic circle against good, protection from energy*; 4th—*divine power, freedom of*

movement, greater magic weapon, poison, spell immunity; 5th—break enchantment, commune, maximized inflict moderate wounds x2, unhallow; 6th—antilife shell, blade barrier, harm, word of recall; 7th—blasphemy, greater scrying, maximized inflict critical wounds; 8th—mass inflict critical wounds, unholy aura.

Domains: Death, Destruction (You may use a death touch once per day. Your death touch is a supernatural ability that produces a death effect. You must succeed on a melee touch attack against a living creature [using the rules for touch spells]. When you touch, roll 1d6 per cleric level you possess. If the total at least equals the creature's current hit points, it dies [no save]. You gain the smite power, the supernatural ability to make a single melee attack with a +4 bonus on attack rolls and a bonus on damage rolls equal to your cleric level [if you hit]. You must declare the smite before making the attack. This ability is usable once per day).

Domain spells: 1st—cause fear; 2nd—death knell; 3rd—animate dead; 4th—inflict critical wounds; 5th—slay living; 6th—harm; 7th—disintegrate; 8th—create greater undead.

Possessions: +2 ring of protection, +5 bracers of armor, various potions, +2 death wand mace, Tome of the Black Monolith.

Description: The Servant is dressed in a thick, hooded, ebony robe, small white runes spiral their way around the shroud. Only his skeletal hands and the crimson pinpoint that are his eyes can be seen. The skull tipped mace hangs from his side, trailing a black wispy cloud as he moves.

Tovan, male human Rog5/Clr1/Asn2: CR 8; SZ M; HD 5d6+5 plus 1d8+1 plus 2d6+2; hp 48; Init +3 (Dex); Spd 30 ft.; AC 16 (+3 masterwork black studded leather armor, +3 Dex), touch 13, flat-footed 13; BAB/Grp +4/+7; Atk +9 melee (1d4+4, dagger of venom, 19-20 x2) or +7 ranged (1d4+ poison, hand crossbow, range 30 ft., 19-20 x2); Full Atk +9 melee (1d4+4, dagger of venom, 19-20 x2) or +7 ranged (1d4+ poison, hand crossbow, range 30 ft., 19-20 x2); SA sneak attack (+3d6), spells, death attack, poison use; SQ trapfinding, evasion, trap sense (+1), improved uncanny dodge, rebuke undead (2/day), +1 save vs. poison; AL CE; SV Fort +4, Ref +10, Will +6; Str 16, Dex 16, Con 12, Int 13, Wis 17, Cha 8.

Skills: Disguise +9, Hide +15, Knowledge (religion) +4, Listen +11, Move Silently +18, Sense Motive +11, Sleight of Hand +13, Spellcraft +2, Spot +13, Tumble +13, Use Magic Device +9, Use Rope +13. **Feats:** Quick Draw, Skill Focus (move silently), Stealthy, Weapon Focus (dagger).

Divine Spells Prepared (Cast per day 3/2; save DC 13 + spell level) 0—guidance, light, resistance; 1st—doom, shield of faith.

Domains: Chaos, Death (You cast chaos spells at +1 caster level. You may use a death touch once per day. Your death touch is a supernatural ability that

produces a death effect. You must succeed on a melee touch attack against a living creature [using the rules for touch spells]. When you touch, roll 1d6 per cleric level you possess. If the total at least equals the creature's current hit points, it dies [no save]).

Domain spells: 1st—cause fear.

Assassin Spells Known (Cast per day 2; save DC 11+ spell level): 1st—disguise self, obscuring mist, true strike.

Possessions: Masterwork black studded leather, cloak of shadow, dagger of venom, hand crossbow, 10 poisoned bolts (large scorpion venom).

Description: Tovan is a thin muscular man, with pot marked skin and a long burn scar upon his left cheek. His blue eyes scan the world about him with clarity, which has seen everything he needs. He accepts only that which holds power, thus he is a distant man from society, accepting the cult to provide all the needs in this world. Tovan's dark red hair has been dyed black, and cut nearly down to the scalp.

LYRE VALLEY WILDERNESS LOCATIONS

Garon the Ensorcelled Fighter, male human Ftr6: CR 6; SZ M; HD 6d10+6; hp 60; Init +1; Spd 30 ft.; AC 21 (+8 full plate armor, +2 heavy steel shield, +1 Dex), touch 11, flat-footed 20; BAB/Grp +6/+9; Atk +11 melee (1d8+4, +1 longsword, 19-20 x2); Full Atk +11 melee (1d8+4, +1 longsword, 19-20 x2); AL LG; SV Fort +6, Ref +3, Will +2; Str 16, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: Climb +12*, Intimidate +9, Jump +12*. **Feats:** Cleave, Dodge, Improved Bull Rush, Improved Sunder, Mobility, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

*-8 armor check penalty while wearing full plate and shield.

Possessions: Full plate armor, heavy steel shield, +1 longsword.

Ayn Vinewood, male human Ari6: CR 5; SZ M; HD 6d8; hp 42; Init +3 (Dex); Spd 30 ft.; AC 18 (+5 chain shirt, +3 Dex), touch 13, flat-footed 15; BAB/Grp +4/+4; Atk +10 melee (1d6+2, +2 rapier, 18-20 x2); Full Atk +10 melee (1d6+2, +2 rapier, 18-20 x2); AL N; SV Fort +2, Ref +2, Will +6; AL N; Str 10, Dex 17, Con 10, Int 11, Wis 12, Cha 14.

Skills: Appraise +7, Bluff +11, Craft (wine maker) +11, Knowledge (wine making) +8, Listen +1, Ride +6, Spot +1, Survival +6. **Feats:** Leadership, Mounted Combat, Weapon Finesse, Weapon Focus (rapier).

Possessions: +1 chain shirt, +2 rapier, 500 gp in coins and gems.

Bandits, male human Ftr2, (10) CR 2; SZ M; HD 2d10+2; hp 17; Init +1; Spd 30 ft.; AC 17 (+5 chainmail, +1 light steel shield, +1 Dex), touch 11, flat-footed 16; BAB/Grp +2/+4; Atk +4 melee (1d8+2, longsword, 19-20 x2) or +4 melee (1d8+2, lance, x3); Full Atk +4 melee (1d8+2, longsword, 19-20 x2) or +4 melee (1d8+2, lance, x3); AL CN; SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human; 2 fighter bonus feats.

Possessions: Chainmail armor, light steel shield, longsword, lance, light warhorse (22 hp, see the MM).

Treasure, 1500 gp stolen from merchants. 1000 gp worth silks, 3 furs 200 gp each, 8 urns precious oils, 50 gp each. Signet Ring, (House of Durnian).

Bil Nockt Nog, Unique undead Brb8: CR 8; SZ M Undead; HD 8d12; HP 62; Init +0; Spd 40 ft.; AC 17 (+4 chain shirt, +2 natural, +1 Dex), touch 11, flat-footed 16; BAB/Grp +8/+14; Atk +15 melee (2d6+9, rusted greatsword, 17-20 x2) or +14 slam (1d6+6); Full Atk +15/+10 melee (2d6+9, rusted greatsword, 17-20 x2) or +14 slam (1d6+6); SA rage (3/day); SQ darkvision 60 ft., turn resistance (cannot be turned), undead traits, fast movement, improved uncanny dodge, trap sense +2, DR 1/—; AL CE; SV Fort +6, Ref +3, Will +3; Str 22, Dex 13, Con —, Int —, Wis 12, Cha 10.

Skills: Climb +17*, Intimidate +11, Jump +17*, Listen +12, Spot +12. *Feats:* Cleave, Improved Critical (greatsword), Power Attack, Weapon Focus (greatsword).

*-2 armor check penalty while wearing chain shirt.

Possessions: Rusted chain shirt, rusted greatsword, battered gold helm (150 gp value).

Bolg Silverhelm, male dwarf Ftr12: CR 12; SZ M; HD 12d10+36; hp 106; Init +1 (Dex); Spd 20 ft.; AC 24 (+11 mithril plate armor, +2 the Silverhelm, +1 Dex), touch 11, flat-footed 23; BAB/Grp +12/+15; Atk +19 melee (1d10+8, +1 keen dwarven waraxe, 19-20 x3); Full Atk +19/+14/+9 melee (1d10+8, +1 keen dwarven waraxe, 19-20 x3); AL NG; SV Fort +11, Ref +5, Will +7; Str 16, Dex 13, Con 17, Int 10, Wis 16, Cha 10.

Skills: Intimidate +10, Jump +13*, Spot +8. *Feats:* Cleave, Diehard, Dodge, Endurance, Greater Weapon Focus (dwarven waraxe), Greater Weapon Specialization (dwarven waraxe), Improved Sunder, Leadership, Mobility, Power Attack, Weapon Focus (dwarven waraxe), Weapon Specialization (dwarven waraxe).

*-2 armor check penalty while wearing +3 mithril plate armor.

Possessions: +3 mithril plate armor, the Silverhelm, +1 adamantite keen dwarven waraxe.

Brundle the One-Eyed Troll: CR 5; SZ L Giant; HD 6d8+24; HP 56; Init +5 (+1 Dex, Improved Initiative); Spd 30 ft.; AC 15 (+5 natural, +1 Dex, -1 SZ), touch 10, flat-footed 14; BAB/Grp +4/+14; Atk +9 melee (1d6+6, claw); Full Atk +9/+9 melee (1d6+6, claw) or +7 melee

(1d6+3); Space/Reach 10 ft./10 ft.; SA rend (2d6+9); SQ darkvision 60 ft., low-light vision, regeneration 5, scent; AL CE; SV Fort +10, Ref +3, Will +2; Str 23, Dex 12, Con 20, Int 6, Wis 10, Cha 6.

Skills: Jump +9, Listen +5, Spot +5. *Feats:* Alertness, Improved Initiative, Multiattack.

Edin, male human Blk5/Pal3: CR 8; SZ M; HD 5d10-5 plus 3d10-3; hp 40; Init -2 (Dex); Spd 30 ft.; AC 19 (+7 full plate, armor, +4 shield, -2 Dex), touch 8, flat-footed 21; BAB/Grp +8/+10; Atk +12 melee (2d6+2, masterwork greatsword, 19-20 x2); Full Atk +12/+7 melee (2d6+2, masterwork greatsword, 19-20 x2); SA sneak attack (+1d6), smite good (3/day, +5 damage), spells; SQ aura of evil, detect good, dark blessing, command undead, aura of despair, fiendish servant, lay on hands (5 hp); AL LE; SV Fort +6, Ref +0, Will +4; Str 14, Dex 7, Con 8, Int 14, Wis 15, Cha 6.

Languages: Celestial, Common, Infernal, Orc.

Skills: Concentration +9, Heal +4, Hide +3*, Knowledge (religion) +12, Listen +5, Ride +6, Spot +4. *Feats:* Cleave, Improved Sunder, Power Attack, Weapon focus (greatsword).

*-7 armor check penalty while wearing full plate and heavy steel shield.

Blackguard Spells Prepared (Cast per day 2/2/1; save DC 12 + spell level) 1st—*corrupt weapon, magic weapon*; 2nd—*bull's strength, inflict moderate wounds*; 3rd—*cure serious wounds*.

Possessions: Rusted full plate, +2 blinding, heavy steel shield, masterwork greatsword.

Edin is the remains of what can happen to a paladin that is tempted by the evil of Hel. His rusted suit of armor hides the thin, sore ridden body that is wracked with pain and a colony of diseases. He is the true term of the walking dead, which is the one thing that he fears now since his fall from grace.

Once a man of valor and honor, a terrible disease that was afflicted onto his village forced him to decide who he would save and who would have to die. Edin did not want that choice, angrily after days of tending to the sick, he questioned his goddess Muir, vowing that is she did nothing he would abandon the faith. His mistake was made, though he could face the consequences of losing his paladin-hood and all powers it initialed, he was still in a village facing a plague, and without his ability to cure disease, he himself come under its grip.

He asked for forgiveness, pleaded to spare his life, Muir did not listen. In fear, he asked for any god to aid him, Hel answered that call. She offered a choice, his life as her slave, or a slow agonizing death, which she would keep going until he had seen the last of the villagers die. With his vow to her, he came to Hel's Forest under her guidance, and has been the ever watchful guardian, and tortured soul.

Granette'rout: CR 9; SZ L Undead; HD 7d12; hp 72; Init +0; Spd 20 ft.; AC 23 (1 SZ, +14 natural), touch

9, flat-footed 23; BAB/Grap +3/+14; Atk +10 melee (1d6+7, root), or +9 melee (2d6+7, bite); Full Atk +10 melee (1d6+7 [x6], roots), or +9 melee (2d6+7, bite); SA animate trees, constrict (1d6+7), improved grab, trample; SQ DR 10/magic and piercing, electricity immunity, cold resistance 30, undead traits, vulnerable to fire; SR 28; SV Fort +2, Ref +2, Will +7; AL NE; Str 24, Dex 10, Con —, Int 16, Wis 15, Cha 12.

Languages: Common, Druidic, Treants, Sylvan.

Skills: Hide +6, Intimidate +11, Knowledge (nature) +15, Listen +12, Sense Motive +12, Spot +12, Survival +14. *Feats:* Alertness, Iron Will, Power Attack, Weapon Focus (root).

Animate Trees: Granette'rout can animate trees within 180 feet at will, controlling up to two trees at a time. It takes 1 full round for a normal tree to uproot itself. Thereafter it moves at a speed of 10 feet and fights as a treants in all respects. Animated trees lose their ability to move if Granette'rout is incapacitated or moves out of range. The ability is otherwise similar to *live oak* (caster level 12th). Animated trees have the same vulnerability to fire that a treant has.

Constrict: On a successful grapple check, Granette'rout deals 1d6+7 points of damage.

Improved Grab: To use this ability, Granette'rout must hit an opponent up to one size smaller with its root attack. It can then start a grapple check as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can try to constrict the foe following round.

Trample: As a full-round action, Granette'rout can move up to twice its speed and literally run over any opponents at least one size category smaller than itself. Granette'rout merely has to move over opponents in its path; any creature whose space is completely covered by Granette'rout is subject to the trample attack. Trampled opponents can attempt attacks of opportunity, but these take a 4 penalty. If they do not make attacks of opportunity, trampled opponents can attempt a Reflex save (DC 20) to take half damage. Granette'rout can only deal trampling damage to each target once per round, no matter how many times its movement takes it over a target creature.

Fire Vulnerability: Granette'rout or animated tree takes double damage from fire attacks unless the attack allows a save, in which case it takes double damage on a failure and no damage on a success.

Lisetha Vinewood, female human Ari1: CR 1/2; SZ M; HD 1d8+1; hp 9; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grap +0/-2; Atk -1 melee (1d4-2, masterwork dagger, 19-20 x2); Full Atk -1 melee (1d4-2, masterwork dagger, 19-20 x2); AL

NG; SV Fort +1, Ref +0, Will +2; Str 6, Dex 11, Con 12, Int 16, Wis 10, Cha 14.

Languages: Auran, Common, Draconic, Sylvan.

Skills: Bluff +6, Diplomacy +8, Gather Information +9, Knowledge (local) +7, Knowledge (wine making) +7, Listen +6, Sense Motive +8, Spot +6. *Feats:* Negotiator, Skill Focus (gather information).

Possessions: Masterwork dagger, Vinewood signet ring, 400 gp in jewelry.

Myrrdyn, male half-elf Drd14: CR 14; SZ M; HD 14d8+14; hp 78; Init +4 (+4 Dex); Spd 30 ft.; AC 20 (+2 ring of protection, +4 amulet of natural armor, +4 Dex), touch 16, flat-footed 16; BAB/Grap +10/+10; Atk +13 melee (1d8+3, +3 scimitar of speed, 18-20 x2) or +14 ranged; Full Atk +13/+8 melee (1d8+3, +3 scimitar of speed, 18-20 x2) or +14 ranged; SA spells; SQ half elf traits, low-light vision, animal companion, nature sense, resist nature's lure, trackless step, *wildshape* (5/day, plant), woodland stride, wild empathy (+2), venom immunity, a thousand faces; AL CN; SV Fort +10, Ref +8, Will +13; Str 11, Dex 18, Con 13, Int 16, Wis 18, Cha 9.



Languages: Common, Druidic, Elven, Giant, Gnome, Sylvan

Skills: Concentration +13, Diplomacy +5, Handle Animal +14, Hide +11, Knowledge (nature) +22, Listen +14, Move Silently +14*, Speak Language (gnoll), Spot +20, Survival +23. *Feats:* Alertness, Craft Staff, Maximize Spell, Still Spell, Track

Druid Spells Prepared (Cast per day 6/6/6/5/4/3/3/2; save DC 14 + spell level) 0—*detect poison, flare, guidance x2, light, resistance*; 1st—*charm animal, endure elements, entangle, obscuring mist, speak with animals x2*; 2nd—*animal messenger, barkskin, bull's strength, fire trap, owl's wisdom, summon swarm*; 3rd—*call lightning, dominate animal, neutralize poison, quench, speak with plants*; 4th—*command plants, dispel magic, scrying, spike stones*; 5th—*animal growth, awaken, stoneskin*; 6th—*find the path, liveoak, transport via plants*; 7th—*heal, true seeing*.

Possessions: +4 amulet of natural armor, +2 ring of protection, +3 scimitar of speed, robe of displacement, staff of the woodlands, * boots of rabbits feet (+6 move silently).

Myrrdyn is a gray haired half elf with a long beard. He is of in-determinant years, though something about him seems rather wild or beast like. His love and care for animals and beasts have led him to teachings slightly different from that of the normal druid. Those who look closely at him notice that indeed his eyes glow like that of an owl. He is at odds with hunters, and those that would ensnare and enslave any member of the animal kingdom and he gathers much information regarding the goings on within the Lyre Valley from his many animal allies.

Spirit Bear, Advanced Shadow: CR 6, SZ L Undead (Incorporeal); HD 8d12; HP 62; Init +1; Spd 60 ft. fly (good) (12 squares); AC 11 (1 SZ, +1 Dex, +1 deflection); BAB/Grp +4/—; Atk +4 melee (1d8 Str, incorporeal touch); Full Atk +4 melee (1d8 Str, incorporeal touch); SA create spawn, strength damage (1d8); SQ darkvision (60 ft.), incorporeal traits, turn resistance (+2), undead traits; AL CE; SV Fort +2, Ref +3, Will +9; Str —, Dex 13, Con —, Int 2, Wis 12, Cha 6.

Skills: Hide +0, Listen +7, Spot +7; *Feats:* Alertness, Dodge, Iron Will.

Strength Damage: The touch of the spirit bear deals 1d8 points of Strength damage to a living foe. A creature reduced to Strength 0 by the spirit bear dies. This is a negative energy effect.

Sir Ladon, male human Ftr2: CR 2; SZ M; HD 2d10+2; hp 20; Init +1; Spd 30 ft.; AC 17 (+6 splint mail, +1 light steel shield), touch 10, flat-footed 17; BAB/Grp +2/+4; Atk +5 melee (1d8+2, longsword, 19-20 x2) or +5 melee (1d8+2, lance, x3); Full Atk +5 melee (1d8+2, longsword, 19-20 x2) or +5 melee (1d8+2, lance, x3); AL NE; SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 14, Wis 11, Cha 10.

Languages: Infernal, Celestial, Common, Giant, Undercommon.

Skills: Listen +1, Ride +6, Sense Motive +2, Speak

Language (Giant, Undercommon), Spot +2, Swim +7*. *Feats:* Mounted Combat, Power Attack, Ride by Attack, Weapon Focus (longsword).

*-14 armor check penalty while wearing splint mail.

Possessions: Splint mail, light steel shield, longsword, lance, light warhorse, 100 gp.

Sir Vayne, male human Ftr5: CR 5; SZ M; HD 5d10+5; hp 40; Init +5 (+1 Dex, +4 Improved initiative); Spd 30 ft.; AC 19 (+7 half-plate, +2 heavy steel shield), touch 10, flat-footed 19; BAB/Grp +5/+8; Atk +10 melee (1d8+5, +2 longsword, 19-20 x2) or +8 melee (1d8+3, lance, x3); Full Atk +10 melee (1d8+5, +2 longsword, 19-20 x2) or +8 melee (1d8+3, lance, x3); AL LE; SV Fort +5, Ref +2, Will +4; AL LE; Str 17, Dex 13, Con 13, Int 11, Wis 16, Cha 15.

Skills: Listen +5, Knowledge (religion) +8, Ride +9, Spot +5. *Feats:* Dodge, Improved Initiative, Power Attack, Mounted Combat, Ride-By Attack, Spirited Charge.

Possessions: Half-plate, heavy steel shield, +2 longsword, lance, heavy warhorse, +2 cloak of charisma.

COMMON NPCS

City Watch, War2: CR 2; SZ M; HD 2d8+2; hp 14; Init +1; Spd 30 ft.; AC 15 (+3 studded leather, +1 shield, +1 Dex), touch 11, flat-footed 14; BAB/Grp +2/+4; Atk +4 melee (1d6+2, shortsword, 19-20 x2) or +3 ranged (1d6+2, javelin); Full Atk +4 melee (1d6+2, shortsword, 19-20 x2) or +3 ranged (1d6+2, javelin); SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human; 2 fighter bonus feats.

Possessions: Studded leather, light steel shield, javelin, shortsword.

Constable, they transport prisoners and guard the prison, **War2:** CR 1; SZ M; HD 2d8+2; hp 14; Init +1; Spd 30 ft.; AC 15 (+3 studded leather, +1 shield, +1 Dex) touch 11, flat-footed 14; BAB/Grp +2/+4; Atk +4 melee (1d6+2, x2) or +3 ranged (1d6+2, range 10 ft., x2); Full Atk +4 melee (1d6+2, x2) or +3 ranged (1d6+2, range 10 ft., x2); SV Fort +4, Ref +1, Will +0; Str 14, Dex 12, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Possessions: Studded leather armor, light wooden shield, club.

Free Defender Footman of Bard's Gate, War 2: CR 1; SZ M; HD 2d8+2; hp 13; Init +1; Spd 30 ft.; AC 16 (+3 studded leather, +2 heavy steel shield, +1 Dex), touch 11, flat-footed 15; BAB/Grp +2/+4; Atk +4 melee (1d6+2, shortsword, 19-20 x2); Full Atk +4 melee (1d6+2, shortsword, 19-20 x2); SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human; 2 fighter

bonus feats.

Possessions: Studded leather, heavy steel shield, shortsword.

Free Defender, Ftr 2: CR 2; SZM; HD 2d10+2; hp 17; Init +1; Spd 30 ft.; AC 16 (+3 studded leather, +2 shield, +1 Dex), touch 11, flat-footed 15; BAB/Grp +2/+4; Atk +4 melee (1d6+2, shortspear) or +4 melee (1d4+2, dagger, 19-20 x2) or +3 ranged (1d6+2, shortspear, range 20 ft.); Full Atk +4 melee (1d6+2, shortspear) or +4 melee (1d4+2, dagger, 19-20 x2) or +3 ranged (1d6+2, shortspear, range 20 ft.); SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human; 2 fighter bonus feats.

Possessions: Studded leather, heavy steel shield, shortspear, dagger.

Free Defender Officer, Ftr 4: CR 4; SZM; HD 4d10+4; hp 27; Init +1; Spd 30 ft.; AC 18 (+5 chainmail, +2 shield, +1 Dex), touch 11, flat-footed 17; BAB/Grp +4/+7; Atk +7 melee (1d8+3, longsword, 19-20 x2); Full Atk +7 melee (1d8+3, longsword, 19-20 x2); SV Fort +5, Ref +2, Will +1; Str 16, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 14 skill points, 21 if human, max ranks 7, max ranks cross class 3.5. *Feats:* 2, 3 if human; 3 fighter bonus feats

Possessions: Chain mail, heavy steel shield, longsword.

Gatesmen, Ftr 2: CR 2; SZ M; HD 2d10+2; hp 17; Init +1; Spd 30 ft.; AC 14 (+2 leather armor, +1 light steel shield, +1 Dex), touch 11, flat-footed 13; BAB/Grp +2/+4; Atk +4 melee (1d6+2, shortspear); Full Atk +4 melee (1d6+2, shortspear); SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human; 2 fighter bonus feats.

Possessions: Leather armor, light steel shield, shortspear, signal whistle.

Gatesmen Commander, Ftr 4: CR 4; SZ M; HD 4d10+4; hp 27; Init +1; Spd 30 ft.; AC 16 (+4 chain shirt, +1 light steel shield, +1 Dex), touch 11, flat-footed 15; BAB/Grp +4/+6; Atk +6 melee (1d8+2, longsword, 19-20 x2); Full Atk +4 melee (1d8+2, longsword, 19-20 x2); SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 2, 3 if human; 3 fighter bonus feats.

Possessions: Chain shirt, light steel shield, longsword, signal horn.

Lyreguard, Ftr 7: CR 7; SZ M; HD 7d10+7; hp 45; Init +1; Spd 30 ft.; AC 20 (+6 chainmail, +3 heavy steel shield, +1 Dex), touch 11, flat-footed 19; BAB/Grp

+7/+10; Atk +11 melee (1d8+4, +1 longsword, 19-20 x2) or +9 ranged (1d8+4, +1 mighty (Str +3) composite longbow, range 110ft., x3); Full Atk +11/+6 melee (1d8+4, +1 longsword, 19-20 x2) or +9/+4 ranged (1d8+4, +1 mighty (Str +3) composite longbow, range 110 ft., x3); SV Fort +6, Ref +3, Will +2; Str 16, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 20 skill points, 30 if human, max ranks 10, max ranks cross class 5. *Feats:* 3, 4 if human; 4 fighter bonus feats.

Possessions: +1 chainmail, +1 heavy steel shield, +1 longsword, +1 mighty (Str +3) composite longbow, 20 masterwork arrows.

Lyreguard Honor Guard, Pal 6: CR 6; SZ M; HD 6d10+6; hp 39; Init +1; Spd 30 ft.; AC 22 (+8 full plate, +3 large steel shield, +1 Dex), touch 11, flat-footed 21; BAB/Grp +6/+9; Atk +10 melee (1d8+4, +1 holy longsword, 19-20 x2); Full Atk +10/+5 melee (1d8+4, +1 holy longsword, 19-20 x2); SA smite evil (1/day, +1 attack, +6 damage), turn undead (4/day); SQ aura of courage, aura of good, detect evil, divine health, divine grace (+1 on saves), lay on hands (6 hp/day), special mount, remove disease (1/week); AL LG; SV Fort +7, Ref +3, Will +3; Str 16, Dex 10, Con 12, Int 10, Wis 11, Cha 13.

Skills: 18 skill points, 27 if human, max ranks 9, max ranks cross class 4.5. *Feats:* 3, 4 if human.

Possessions: Full plate, +1 large steel shield, +1 holy longsword.

Lyreguard Captain, Griffon Rider, Ftr 8/Pal 2: CR 10; SZ M; HD 8d10+16 plus 2d10+4; hp 77; Init +2; Spd 30 ft.; AC 19 (+5 chain shirt, +2 light steel shield, +2 Dex), touch 12, flat-footed 17; BAB/Grp +10/+13; Atk +14 melee (1d8+4, +1 lance, x3) or +14 melee (1d8+4, +1 longsword, 19-20 x2); Full Atk +14/+9 melee (1d8+4, +1 lance, x3) or +14/+9 melee (1d8+4, +1 longsword, 19-20 x2); SA smite evil (1/day, +1 attack, +2 damage); SQ aura of good, detect evil, divine grace (+1 on saves), lay on hands (2 hp/day); AL LG; SV Fort +11, Ref +4, Will +4; Str 16, Dex 14, Con 14, Int 10, Wis 15, Cha 15.

Skills: 26 skill points, 39 if human, max ranks 13, max ranks cross class 6.5. *Feats:* 4, 5 if human; 5 fighter bonus feats.

Possessions: +1 chain shirt, +1 light steel shield, +1 lance, +1 longsword, saddle & riding gear.

Sheriff, lead the constables and govern the prisoners and lesser courts, Ftr 3/Ari 2: CR 4; SZ M; HD 3d10+3 plus 2d8+2; hp 31; Init +1; Spd 30 ft.; AC 17 (+5 chainmail, +1 shield, +1 Dex), touch 11, flat-footed 16; BAB/Grp +4/+6; Atk +6 melee (1d8+2, 19-20 x2); Full Atk +6 melee (1d8+2, 19-20 x2); SV Fort +4, Ref +2, Will +5; Str 15, Dex 13, Con 12, Int 10, Wis 13, Cha 10.

Skills: 20 skill points, 28 if human, max ranks 8, max ranks cross class 4. *Feats:* 2, 3 if human.

Possessions: Chainmail, light steel shield, longsword.

CITY FOLK

Acolyte, Clr1: CR 1; SZ M; HD 1d8+2; hp 10; Init -1; Spd 30 ft.; AC 9 (-1 Dex), touch 9, flat-footed 9; BAB/Grp +0/+0; Atk +1 melee or -1 ranged; SA turn/rebuke undead (4/day), spells; SV Fort +4, Ref -1, Will +4; Str 13, Dex 8, Con 14, Int 10, Wis 15, Cha 12.

Skills: 8 sp, 12 if human, max ranks 4, max ranks cross class 2. *Feats:* 1, 2 if human.

Divine Spells per Day (3/2/1; save DC 12 + spell level): 0—3; 1st—2; 2nd—1.

Domain Spells: 1st—1.

Adept, Wiz1: CR 1; SZ M; HD 1d4+1; hp 5; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +0/+0; Atk +0 melee or +1 ranged; Full Atk +0 melee or +1 ranged; SA spells; SQ summon familiar; SV Fort +1, Ref +1, Will +3; Str 10, Dex 12, Con 13, Int 15, Wis 12, Cha 10.

Skills: 16 skill points, 20 if human, max ranks 4, max ranks cross class 2. *Feats:* Scribe Scroll; 1, 2 if human.

Arcane Spells per Day (3/2; save DC 12 + spell level): 0—3; 1st—2.

Apprentice, Com1/Exp1: CR 1; SZ M; HD 1d4+1 plus 1d6+1; hp 7; Init +2; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +0/+0; Atk +0 melee or +0 ranged; SV Fort +1, Ref +0, Will +2; Str 11, Dex 10, Con 12, Int 10, Wis 11, Cha 12.

Skills: 14 sp, 19 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Captain, Ftr1/Exp5: CR 5; SZ M; HD 1d10+1 plus 5d6+5; hp 31; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +1/+3; Atk +3 melee or +2 ranged; Full Atk +3 melee or +2 ranged; SV Fort +3, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 38 skill points, 47 if human, max ranks 9, max ranks cross class 4.5. *Feats:* 3, 4 if human; 1 fighter bonus feat.

Commoner, Com2: CR 1; SZ M; HD 2d4+2; hp 7; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +1/+1; Atk +1 melee or +1 ranged; SV Fort +1, Ref +0, Will +0; Str 10, Dex 10, Con 12, Int 8, Wis 10, Cha 10.

Skills: 5 sp, 10 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Conjurer, Wiz3: CR 3; SZ M; HD 3d4+3; hp 11; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +1/+1; Atk +1 melee or +2 ranged; Full Atk +1 melee or +2 ranged; SA spells; SQ summon familiar; SV Fort +2, Ref +2, Will +4; Str 10, Dex 12, Con 13, Int 15, Wis 12, Cha 10.

Skills: 24 skill points, 30 if human, max ranks 6, max ranks cross class 3. *Feats:* Scribe Scroll; 2, 3 if human.

Arcane Spells per Day (4/3/2; save DC 12 + spell level): 0—4; 1st—3; 2nd—2.

Courtesan, Exp5: CR 4; SZ M; HD 5d6; hp 16; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +3/+3; Atk +3 melee or +4 ranged; SV Fort +1, Ref +2, Will +5; Str 10, Dex 13, Con 10, Int 13, Wis 13, Cha 17.

Skills: 56 sp, 64 if human, max ranks 8, max ranks cross class 4. *Feats:* 2, 3 if human.

Cutpurse, Rog3: CR 3; SZ M; HD 3d6+3; hp 15; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +2/+3; Atk +3 melee or +4 ranged; Full Atk +3 melee or +4 ranged; SA sneak attack (+2d6); SQ trapfinding, evasion, trap sense (+1); SV Fort +2, Ref +5, Will +2; Str 12, Dex 15, Con 13, Int 12, Wis 12, Cha 10.

Skills: 36 skill points, 40 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Disciple, Mnk4: CR 4; SZ M; HD 4d8+4; hp 25; Init +1; Spd 40/25 ft.; AC 14 (+1 Dex, +3 monk), touch 14, flat-footed 13; BAB/Grp +3/+5; Atk +5 unarmed (1d8+2/1d6+2, unarmed) or +5 melee or +4 ranged; SA flurry of blows, unarmed strike, ki strike (magic); SQ evasion, slow fall (20 ft.), still mind (+2 vs. enchantment); SV Fort +5, Ref +5, Will +7; Str 14 Dex 13, Con 12, Int 10, Wis 16, Cha 8.

Skills: 28 sp, 35 if human, max ranks 7, max ranks cross class 3.5. *Feats:* 2, 3 if human.

Enforcer, War3/Rog1: CR 3; SZ M; HD 3d8+3 plus 1d6+1; hp 19; Init +2; Spd 30 ft.; AC 11 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +3/+5; Atk +5 melee or +4 ranged; Full Atk +5 melee or +4 ranged; SA sneak attack (+1d6); SQ trapfinding; SV Fort +4, Ref +5, Will +1; Str 14, Dex 15, Con 12, Int 10, Wis 11, Cha 10.

Skills: 38 skill points, 45 if human, max ranks 7, max ranks cross class 3.5. *Feats:* 2, 3 if human.

Fisherman, Com3: CR 2; SZ M; HD 3d4+6; hp 14; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +1/+2; Atk +2 melee or +2 ranged; Full Atk +2 melee or +2 ranged; SV Fort +3, Ref +2, Will +1; Str 12, Dex 13, Con 15, Int 10, Wis 11, Cha 10.

Skills: 12 skill points, 18 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Footpad, Rog1: CR 1; SZ M; HD 1d6+1; hp 7; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +0/+1; Atk +1 melee or +2 ranged; Full Atk +1 melee or +2 ranged; SA sneak attack (+1d6); SQ trapfinding; SV Fort +1, Ref +4, Will +1; Str 12, Dex 15, Con 13, Int 12, Wis 12, Cha 10.

Skills: 36 skill points, 40 if human, max ranks 4, max ranks cross class 2. *Feats:* 1, 2 if human.

Gallant, Pal1: CR 1; SZ M; HD 1d10+1; hp 11; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +1/+3; Atk +3 melee or +2 ranged; Full Atk +3 melee or +2 ranged; SA smite evil (1/day, +1 attack, +1 damage); SQ aura of good, detect evil; AL LG; SV Fort +3, Ref +0, Will +0; Str 15, Dex 10, Con 12, Int 10, Wis 11, Cha 13.

Skills: 8 skill points, 12 if human, max ranks 4, max ranks cross class 2. *Feats:* 1, 2 if human.

Gentry, Ari3: CR 2; SZ M; HD 2d8+2; hp 10; Init +1; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +2/+3; Atk +3 melee or +3 ranged; SV Fort +2, Ref +2, Will +3; Str 13, Dex 12, Con 12, Int 12, Wis 10, Cha 14.

Skills: 30 sp, 36 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Guildsman, Exp3: CR 2; SZ M; HD 3d6+3; hp 15; Init +1; Spd 30ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +2/+2; Atk +2 melee or +3 ranged; SV Fort +2, Ref +2, Will +3; Str 11, Dex 12, Con 12, Int 12, Wis 10, Cha 11.

Skills: 42 sp, 48 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Harlot, Com2: CR 1; SZ M; HD 2d4; hp 6; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +1/+1; Atk +1 melee or +1 ranged; SV Fort +0, Ref +0, Will -1; Str 10, Dex 11, Con 10, Int 10, Wis 8, Cha 10.

Skills: 10 sp, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Hero, Ftr4: CR 4; SZ M; HD 4d10+4; hp 27; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +4/+7; Atk +7 melee or +5 ranged; Full Atk +7 melee or +5 ranged; SV Fort +5, Ref +2, Will +1; Str 16, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 14 skill points, 21 if human, max ranks 7, max ranks cross class 3.5. *Feats:* 2, 3 if human; 3 fighter bonus feats.

Inn Keeper, Exp3: CR 2; SZ M; HD 3d6+3; hp 15; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +2/+2; Atk +2 melee or +3 ranged; SV Fort +2, Ref +2, Will +3; Str 11, Dex 12, Con 12, Int 13, Wis 10, Cha 14.

Skills: 42 sp, 48 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Initiate, Mnk2: CR 2; SZ M; HD 2d8+2; hp 15; Init +1; Spd 30/20ft.; AC 13 (+1 Dex, +2 monk), touch 13, flat-footed 12; BAB/Grp +1/+3; Atk +3 unarmed (1d6+2/1d4+2, un-

armed) or +3 melee or +2 ranged; SA flurry of blows, unarmed strike; SQ evasion, deflect arrows; SV Fort +4, Ref +4, Will +5; Str 14 Dex 13, Con 12, Int 10, Wis 15, Cha 8.

Skills: 20 sp, 25 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human, 2 monk bonus feats.

Lawyer, Exp5: CR 4; SZ M; HD 4d6; hp 13; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +3/+3; Atk +3 melee or +4 ranged; Full Atk +3 melee or +4 ranged; SV Fort +1, Ref +2, Will +6; Str 10, Dex 13, Con 10, Int 14, Wis 15, Cha 8.

Skills: 64 skill points, 72 if human, max ranks 8, max ranks cross class 4. *Feats:* 2, 3 if human.

Master Bard, Brd8: CR 8; SZ M; HD 8d6+6; hp 30; Init +2; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +6/+6; Atk +6 melee or +7 ranged; Full Atk +6/+1 melee or +7/+2 ranged; SA spells; SQ bardic music, bardic knowledge, countersong, *fascinate*, inspire courage +2, inspire competence, *suggestion*; SV Fort +3, Ref +7, Will +5; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 18.

Skills: 88 sp, 99 if human, max ranks 11, max ranks cross class 5.5. *Feats:* 3, 4 if human.

Bard Spells Known (Cast per Day 3/4/4/2; save DC 14 + spell level): 0—6; 1st—4; 2nd—4; 3rd—3.

Master Craftsman, Exp6: CR 5; SZ M; HD 6d6+6; hp 24; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +4/+4; Atk +4 melee or +6 ranged; SV Fort +3, Ref +4, Will +6; Str 10, Dex 14, Con 12, Int 14, Wis 13, Cha 10.

Skills: 72 sp, 81 if human, max ranks 9, max ranks cross class 4.5. *Feats:* 3, 4 if human.



Master Merchant, Exp6: CR 5; SZ M; HD 6d6+6; hp 24; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +4/+4; Atk +4 melee or +5 ranged; SV Fort +3, Ref +3, Will +6; Str 10, Dex 12, Con 12, Int 14, Wis 13, Cha 16.

Skills: 72 sp, 81 if human, max ranks 9, max ranks cross class 4.5. *Feats:* 3, 4 if human.

Mercenary, Ftr2: CR 2; SZ M; HD 2d10+2; hp 17; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +2/+4; Atk +4 melee or +3 ranged; Full Atk +4 melee or +3 ranged; SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human; 2 fighter bonus feats.

Merchant, Exp3: CR 2; SZ M; HD 3d6+3; hp 15; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +2/+2; Atk +2 melee or +3 ranged; SV Fort +2, Ref +2, Will +3; Str 11, Dex 12, Con 12, Int 13, Wis 10, Cha 14.

Skills: 42 sp, 48 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Nobleman, Ari6: CR 5; SZ M; HD 6d8+12; hp 42; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +4/+4; Atk +4 melee or +4 ranged; SV Fort +3, Ref +2, Will +6; Str 10, Dex 10, Con 14, Int 14, Wis 13, Cha 15.

Skills: 54 sp, 63 if human, max ranks 9, max ranks cross class 4.5. *Feats:* 3, 4 if human.

Novice, Mnk1: CR 1; SZ M; HD 1d8+1; hp 9; Init +1; Spd 30/20* ft.; AC 13 (+1 Dex, +2 monk), touch 13, flat-footed 12; BAB/Grp +0/+2; Atk +2 unarmed (1d6+2/1d4+2**, unarmed) or +2 melee or +1 ranged; SA flurry of blows, unarmed strike; SV Fort +3, Ref +3, Will +4; Str 14 Dex 13, Con 12, Int 10, Wis 15, Cha 8.

Skills: 16 sp, 20 if human, max ranks 4, max ranks cross class 2. *Feats:* 1, 2 if human, 1 monk bonus feat.

*Speed is for Medium-SZ/Small monk.

**Damage is for Medium-SZ/Small monk.

Patriarch, Clr8: CR 8; SZ M; HD 8d8+16; hp 52; Init -1; Spd 30 ft.; AC 9 (-1 Dex), touch 9, flat-footed 9; BAB/Grp +6/+8; Atk +8 melee or +5 ranged; Full Atk +8/+3 melee or +5/+0 ranged; SA turn/rebuke undead (4/day), spells; SV Fort +8, Ref +1, Will +9; Str 14, Dex 8, Con 14, Int 10, Wis 16, Cha 12.

Skills: 22 sp, 33 if human, max ranks 11, max ranks cross class 5.5. *Feats:* 3, 4 if human.

Divine Spells per Day (6/5/4/4/2; save DC 13 + spell level): 0—6; 1st—5; 2nd—4; 3rd—4; 4th—2.

Domain Spells: 1st—1; 2nd—1; 3rd—1; 4th—1.

Perfect, Clr5: CR 5; SZ M; HD 5d8+10; hp 34; Init -1; Spd 30 ft.; AC 9 (-1 Dex), touch 9, flat-footed 9; BAB/Grp +3/+4; Atk +4 melee or +2 ranged; SA turn/rebuke undead (4/day), spells; SV Fort +6, Ref +0, Will +7; Str 13, Dex 8, Con 14, Int 10, Wis 16, Cha 12.

Skills: 16 sp, 24 if human, max ranks 8, max ranks cross class 4. *Feats:* 2, 3 if human.

Divine Spells per Day (5/4/3/2; save DC 13 + spell level): 0—5; 1st—4; 2nd—3; 3rd—2.

Domain Spells: 1st—1; 2nd—1; 3rd—1.

Pretender, Com3/Ari1: CR 3; SZ M; HD 3d4+3 plus 1d8+2; hp 16; Init +1; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +1/+1; Atk +1 melee or +1 ranged; SV Fort +2, Ref +1, Will +3; Str 10, Dex 10, Con 12, Int 12, Wis 10, Cha 12.

Skills: 23 sp, 30 if human, max ranks 7, max ranks cross class 3.5. *Feats:* 2, 3 if human.

Priest, Clr3: CR 3; SZ M; HD 3d8+6; hp 22; Init -1; Spd 30 ft.; AC 9 (-1 Dex), touch 9, flat-footed 9; BAB/Grp +2/+3; Atk +3 melee or +1 ranged; SA turn/rebuke undead (4/day), spells; SV Fort +5, Ref +0, Will +5; Str 13, Dex 8, Con 14, Int 10, Wis 15, Cha 12.

Skills: 12 sp, 18 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Divine Spells per Day (4/3/2; save DC 12 + spell level): 0—4; 1st—3; 2nd—2.

Domain Spells: 1st—1; 2nd—1.

Protector, Pal3: CR 3; SZ M; HD 3d10+3; hp 22; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +3/+5; Atk +5 melee or +4 ranged; Full Atk +5 melee or +4 ranged; SA smite evil (1/day, +1 attack, +3 damage); SQ aura of courage, aura of good, detect evil, divine health, divine grace (+1 on saves), lay on hands (3 hp/day); AL LG; SV Fort +5, Ref +2, Will +2; Str 15, Dex 10, Con 12, Int 10, Wis 11, Cha 13.

Skills: 12 skill points, 18 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Robber, Rog2/War1: CR 2; SZ M; HD 2d6+2 plus 1d8+1; hp 15; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +2/+3; Atk +3 melee or +4 ranged; Full Atk +3 melee or +4 ranged; SA sneak attack (+1d6); SQ trapfinding, evasion; SV Fort +3, Ref +5, Will +1; Str 12, Dex 15, Con 13, Int 12, Wis 12, Cha 10.

Skills: 38 skill points, 42 if human, max ranks 6, max ranks cross class 3. *Feats:* 1, 2 if human.

Sage, Exp6: CR 5; SZ M; HD 6d6+6; hp 27; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +4/+4; Atk +4 melee or +4 ranged; Full Atk +4 melee or +4 ranged; SV Fort +2, Ref +2, Will +7; Str 10, Dex 10, Con 13, Int 15, Wis 14, Cha 11.

Skills: 72 skill points, 81 if human, max ranks 9, max ranks cross class 4.5. *Feats:* 3, 4 if human.

Sailor, Exp3: CR 2; SZ M; HD 3d6+3; hp 11; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +2/+3; Atk +3 melee or +4 ranged; Full Atk +3 melee or +4 ranged; SV Fort +2, Ref +3, Will +3; Str 13, Dex 15, Con 12, Int 10, Wis 11, Cha 10.

Skills: 36 skill points, 42 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Scholar, Exp5: CR 4; SZ M; HD 5d6; hp 19; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +3/+3; Atk +3 melee or +3 ranged; Full Atk +3 melee or +3 ranged; SV Fort +1, Ref +1, Will +5; Str 10, Dex 10, Con 11, Int 14, Wis 12, Cha 10.

Skills: 64 skill points, 72 if human, max ranks 8, max ranks cross class 4. *Feats:* 2, 3 if human.

Schyster, Exp1/Rog1: CR 1; SZ M; HD 1d6+1 plus 1d6+1; hp 7; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +0/+1; Atk +1 melee or +2 ranged; Full Atk +1 melee or +2 ranged; SA sneak attack (+1d6); SQ trapfinding; SV Fort +1, Ref +4, Will +4; Str 12, Dex 15, Con 13, Int 12, Wis 14, Cha 10.

Skills: 43 skill points, 47 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Scout, Rgr1: CR 1; SZ M; HD 1d8+1; hp 9; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +1/+3; Atk +3 melee or +3 ranged; Full Atk +3 melee or +3 ranged; SA favored enemy; SQ wild empathy; SV Fort +3, Ref +4, Will +1; Str 14, Dex 15, Con 13, Int 10, Wis 12, Cha 8.

Skills: 24 skill points, 28 if human, max ranks 4, cross class max ranks 2. *Feats:* Track, 1, 2 if human.

Scullery Maid, Com2: CR 1; SZ M; HD 2d4+2; hp 8; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +1/+1; Atk +1 melee or +1 ranged; SV Fort +1, Ref +0, Will +0; Str 11, Dex 11, Con 12, Int 10, Wis 10, Cha 10.

Skills: 10 sp, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Sell-sword, War2: CR 1; SZ M; HD 2d8+2; hp 14; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +2/+4; Atk +4 melee or +3 ranged; Full Atk +4 melee or +3 ranged; SV Fort +4, Ref +1, Will +0; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 10 skill points, 15 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Simple Merchant, Com2: CR 1; SZ M; HD 2d4+2; hp 7; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +1/+1; Atk +1 melee or +1 ranged; SV Fort +1, Ref +0, Will +0; Str 10, Dex 10, Con 12, Int 12, Wis 10, Cha 12.

Skills: 15 sp, 20 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Street Urchin, Com1/Rog1: CR 1; SZ M; HD 1d4+1 plus 1d6+1; hp 7; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +0/+0; Atk +0 melee or +1 ranged; SV Fort +1, Ref +3, Will +1; Str 10, Dex 13, Con 12, Int 9, Wis 8, Cha 10.

Skills: 11 sp, 17 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Streetwalker, Exp2: CR 1; SZ M; HD 2d6; hp 8; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; BAB/Grp +1/+1; Atk +1 melee or +1 ranged; SV Fort +0, Ref +0, Will +3; Str 10, Dex 11, Con 10, Int 10, Wis 10, Cha 13.

Skills: 30 sp, 35 if human, max ranks 5, max ranks cross class 2.5. *Feats:* 1, 2 if human.

Strider, Rgr3: CR 3; SZ M; HD 3d8+3; hp 19; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +3/+5; Atk +5 melee or +5 ranged; Full Atk +5 melee or +5 ranged; SA favored enemy; SQ combat style, wild empathy; SV Fort +4, Ref +5, Will +2; Str 14, Dex 15, Con 13, Int 10, Wis 12, Cha 8.

Skills: 36 skill points, 42 if human, max ranks 6, cross class max ranks 3. *Feats:* Endurance, Track, 2, 3 if human.

Student, Brd1: CR 1; SZ M; HD 1d6+1; hp 7; Init +2; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +0/+0; Atk +0 melee or +1 ranged; SA spells; SQ bardic music, bardic knowledge, countersong, *fascinate*, inspire courage; SV Fort +1, Ref +3, Will +1; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 15.

Skills: 24 sp, 28 if human, max ranks 4, max ranks cross class 2. *Feats:* 1, 2 if human.

Bard Spells Known (Cast per Day 2; save DC 12 + spell level): 0—4 spells.

Teacher, Brd6: CR 6; SZ M; HD 6d6+6; hp 26; Init +2; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +4/+4; Atk +4 melee or +5 ranged; SA spells; SQ bardic music, bardic knowledge, countersong, *fascinate*, inspire courage, inspire competence, *suggestion*; SV Fort +2, Ref +6, Will +4; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 16.

Skills: 54 sp, 63 if human, max ranks 9, max ranks cross class 4.5. *Feats:* 3, 4 if human.

Bard Spells Known (Cast per Day 3/4/3/1; save DC 13 + spell level): 0—6; 1st—4; 2nd—3; 3rd—1.

Thaumaturgist, Wiz5: CR 5; SZ M; HD 5d4+5; hp 17; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +2/+2; Atk +2 melee or +3 ranged; Full Atk +2 melee or +3 ranged; SA spells; SQ summon familiar; SV Fort +2, Ref +2, Will +5; Str 10, Dex 13, Con 13, Int 15, Wis 12, Cha 10.

Skills: 32 skill points, 40 if human, max ranks 8, max ranks cross class 4. *Feats:* Scribe Scroll; 2, 3 if human, 1 bonus wizard feat.

Arcane Spells per Day (4/4/3/1; save DC 12 + spell level): 0—4; 1st—4; 2nd—3; 3rd—1.

Thug, Com1/War2: CR 2; SZ M; HD 1d4+1 plus 2d8+1; hp 12; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +2/+3; Atk +3 melee or +3 ranged; SV Fort +4, Ref +1, Will -1; Str 12, Dex 13, Con 12, Int 8, Wis 8, Cha 8.

Skills: 6 sp, 12 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human.

Tracker, Rgr5: CR 5; SZ M; HD 5d8+5; hp 29; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; BAB/Grp +5/+7; Atk +7 melee or +7 ranged; Full Atk +7 melee or +7 ranged; SA favored enemy (2nd favored enemy); SQ animal companion, combat style, wild empathy; SV Fort +5, Ref +6, Will +2; Str 14, Dex 15, Con 13, Int 10, Wis 12, Cha 9.

Skills: 48 skill points, 56 if human, max ranks 8, cross class max ranks 4. *Feats:* Endurance, Track, 2, 3 if human.

Veteran, Ftr3: CR 3; SZ M; HD 3d10+3; hp 22; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; BAB/Grp +3/+5; Atk +5 melee or +4 ranged; Full Atk +5 melee or +4 ranged; SV Fort +4, Ref +2, Will +1; Str 15, Dex 13, Con 12, Int 10, Wis 11, Cha 10.

Skills: 12 skill points, 18 if human, max ranks 6, max ranks cross class 3. *Feats:* 2, 3 if human; 2 fighter bonus feats.

APPENDIX D

MONSTERS

AFYA (SHADE)

Afya are creatures of shadowstuff. A mortal either chooses to infuse its body with the essence of shadows or it is cursed by some powerful entity for a slight against it.

CREATING AN AFYA

“Afya” is an acquired template that can be applied to any corporeal humanoid or monstrous humanoid (referred to hereafter as the base creature). Outsiders can gain this template, but only as the result of a powerful curse.

An afya uses all the base creature’s statistics and abilities except as noted here.

Size and Type: The creature’s type changes to outsider. Do not recalculate the creature’s Hit Dice, base attack bonus, skill points, or saves. Size is unchanged. Afya encountered on any plane except the Plane of Shadows have the extraplanar subtype.

Attack: Afya get a +2 bonus on attack and damage rolls in areas of shadowy illumination or darkness.

Special Attacks: An afya retains all the special attacks of the base creature.

Special Qualities: An afya is an outsider and gains all the traits of the outsider type. It retains all the special qualities of the base creature and also gains the following.

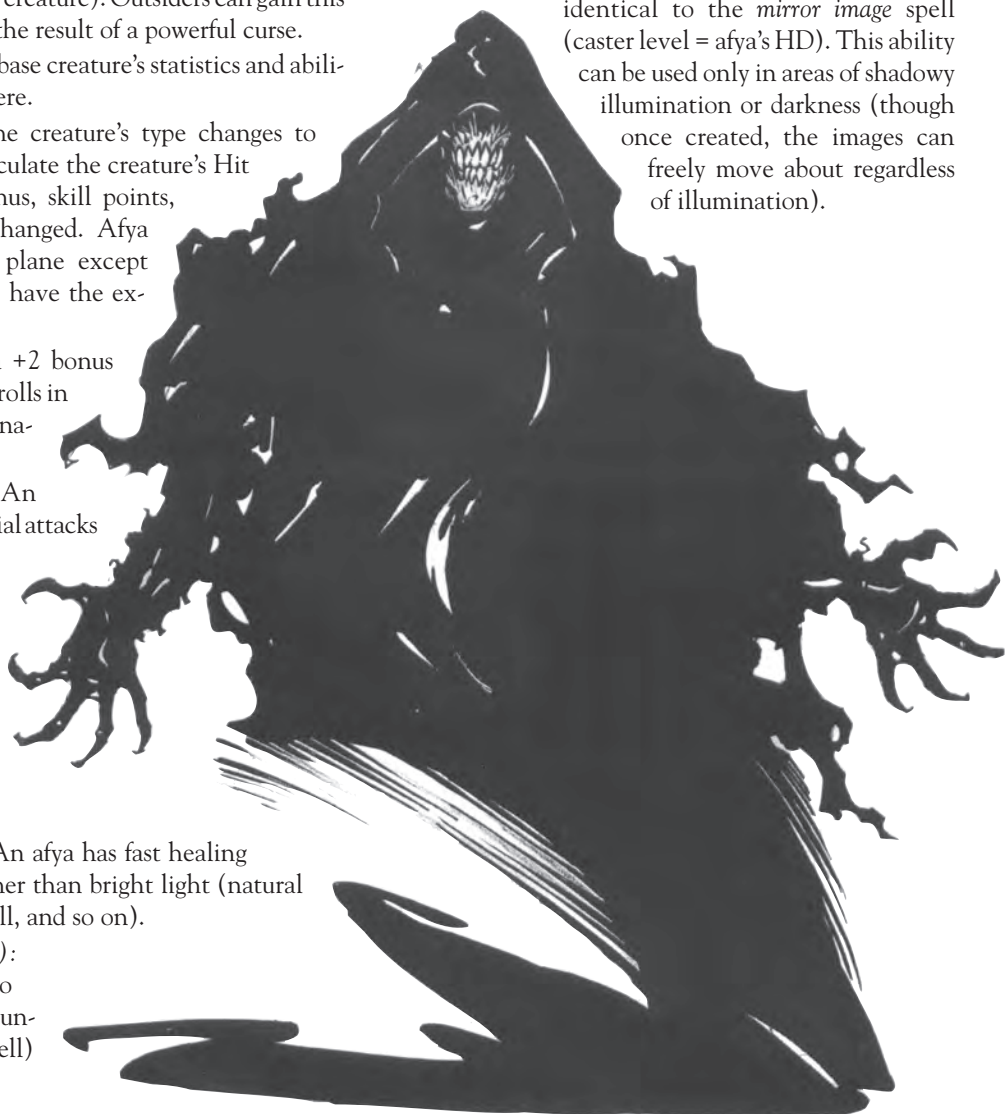
Fast Healing (Ex): An afya has fast healing 1 in all conditions other than bright light (natural sunlight, a *daylight* spell, and so on).

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell)

blinds an afya for 1 round. For 1d4 rounds afterward, it is dazzled (–1 penalty on attack rolls, Search checks, and Spot checks).

See in Darkness (Ex): An afya can see clearly in darkness of any kind, even that created by a *deeper darkness* spell.

Shadow Images (Sp): A number of times per day equal to the afya’s Charisma modifier (maximum 3), it can create an effect identical to the *mirror image* spell (caster level = afya’s HD). This ability can be used only in areas of shadowy illumination or darkness (though once created, the images can freely move about regardless of illumination).



Shadow Walk (Sp): Once per day, an afya can create an effect identical to the *shadow walk* spell. This ability transports only the afya and non-living objects it is carrying. It cannot take other living creatures with it. This ability can be used only in areas of shadowy illumination or darkness.

Spell Resistance (Ex): An afya has spell resistance equal to the base creature's HD +5 (maximum 25). In areas of bright light, it loses this spell resistance.

Saves: In areas of shadowy illumination or darkness, an afya gains a +4 bonus on its saving throws.

Abilities: In areas of shadowy illumination or darkness, an afya gains a +2 bonus to Strength, Constitution, and Charisma.

Skills: An afya gains a +4 bonus on Hide checks in areas of shadowy illumination. In areas of darkness, the bonus increases to +8. Knowledge (the planes) is a class skill regardless of the base creature's character class.

Challenge Rating: Same as the base creature +2.

Alignment: Same as the base creature, but usually non-good.

Advancement: By character class.

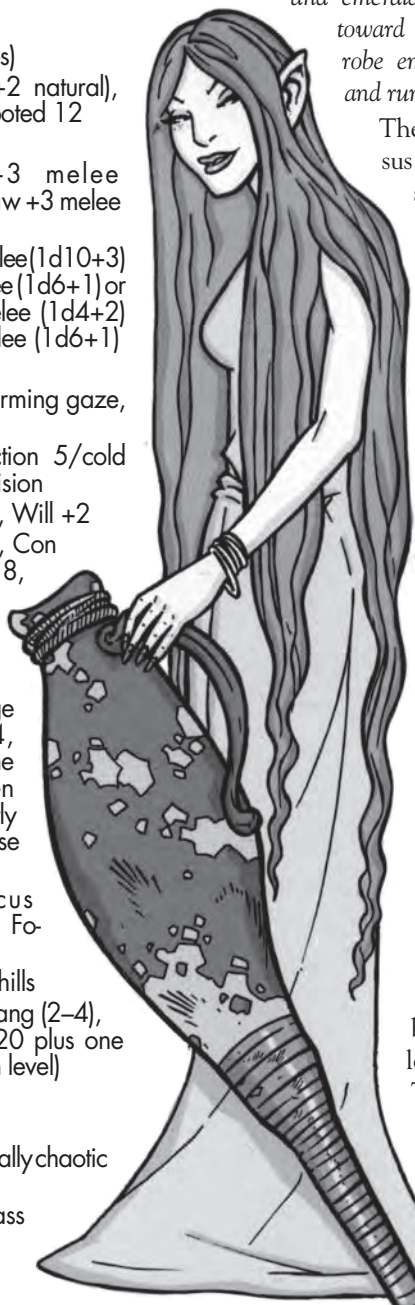
Level Adjustment: Same as the base creature +2.

BACCAE

Medium Fey

Hit Dice:	3d6+3 (13 hp)
Initiative:	+3
Speed:	30 ft. (6 squares)
Armor Class:	15 (+3 Dex, +2 natural), touch 13, flat-footed 12
Base Attack/Grapple:	+1/+3
Attack:	Greatclub +3 melee (1d10+3) or claw +3 melee (1d4+2)
Full Attack:	Greatclub+3melee(1d10+3) and bite-2melee(1d6+1) or 2 claws +3 melee (1d4+2) and bite -2 melee (1d6+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Beast form, charming gaze, rage
Special Qualities:	Damage reduction 5/cold iron, low-light vision
Saves:	Fort +2, Ref +6, Will +2
Abilities:	Str 14, Dex 16, Con 12, Int 10, Wis 8, Cha 16
Skills:	Bluff +7, Diplomacy +7, Escape Artist +8, Knowledge (religion) +4, Knowledge (the planes) +4, Listen +5, Move Silently +6, Spot +5, Use Rope +3
Feats:	Weapon Focus (bite), Weapon Focus (greatclub)
Environment:	Any forest and hills
Organization:	Solitary, pair, gang (2-4), baccanal (11-20 plus one cleric of 3rd-6th level)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Any chaotic (usually chaotic neutral)
Advancement:	By character class
Level Adjustment:	+3

An attractive woman with long flowing, rich, red hair and emerald green eyes seductively moves toward you. She wears a billowy white robe emblazoned with archaic symbols and runes.



The handmaidens of Baccus-Dionysus are known as the baccae. Some say they were once his priestesses who succumbed to the madness of the grape. Others say they were a race of fey created by him who reflects his ever-changing emotions. When in peaceful playful moods, these women are comely and attractive with long hair the color of red wine. Baccae carry jugs of wine which quickly make the imbibers complacent around them as if under the influence of a *calm emotions* spell (caster level 8th).

Baccae are a reclusive race of fairy who spend their time in their forested lair away from humankind. While friendly toward humans and humanoids that share their alignment, they spend most of their time associating with others of their race and other fey creatures of the same or similar alignment. Though chaotic by nature, evil baccae are a rare sight as most lean toward a neutral disposition. Those with evil tendencies are shunned by others of their own race and often attacked on sight. (Evil baccae are known to associate

with quicklings on occasion, if the agreement mutually benefits both parties involved). Good-aligned baccae, while rare, often associate with druids, elves, and other good-aligned fey creatures.

A baccae stands between 5 and 6 feet tall and weighs around 120 to 130 pounds. Her hair is always long and free flowing (baccae never pull it back) and always red. Eye color is either green or commonly blue. Baccae dress in loose-fitting robes of greens, browns, and tans.

A baccae speaks Common and Sylvan.

COMBAT

When enraged, a baccae's visages become beastlike and it attacks anything in sight with its greatclub, fangs, and claws.

Beast Form (Su): When angered or intoxicated, a baccae takes on a beast-like visage, growing sharpened fangs and claws. This transformation cannot be ended voluntarily and lasts for up to 1 hour.

Charming Gaze (Su): In human form, a baccae's gaze can charm any creature meeting her gaze and within 30 feet. An affected creature can attempt a DC 14 Will save to resist the effects. If the save fails, the opponent acts

as if affected by a *charm person* spell (caster level equals the baccae's HD). A baccae can suppress this ability as a free action. The save DC is Charisma-based.

Rage (Su): Once per day, a baccae in beast form can fly into berserk frenzy. This frenzy lasts for 1 minute (10 rounds). In this rage, she gains temporary bonuses to her ability scores: +4 Strength, +4 Constitution. She likewise gains a +2 morale bonus on Will saves, but takes a -2 penalty to Armor Class. A baccae cannot voluntarily end her rage.

BACCAE SOCIETY

The baccae are a fey race known for their wild indulgences and extremes of emotion. The baccae brew their own wine which is used in their baccanals. This wine, called the Wine of Baccus-Dionysus is the center of their worship to these strange fey.

The wine has the effect of a *calm emotions* spell and requires the drinker to succeed on a DC 13 Fortitude save that increases by +1 for every cup of wine consumed. The baccae themselves have a 5% chance per cup imbibed of unleashing their bestial form and falling into a rage, attacking any non-baccae in their midst, starting with males.

LEPRECHAUN

Small Fey

Hit Dice:	1d6 (3 hp)
Initiative:	+7
Speed:	40 ft. (8 squares)
Armor Class:	14 (+1 size, +3 Dex), touch 14, flat-footed 13
Base Attack/Grapple:	+0/-6
Attack:	Dagger +4 melee (1d3-2)
Full Attack:	Dagger +4 melee (1d3-2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Damage reduction 10/cold iron, low-light vision, SR 27
Saves:	Fort +0, Ref +5, Will +4
Abilities:	Str 7, Dex 16, Con 11, Int 16, Wis 15, Cha 16
Skills:	Bluff +7, Concentration +2, Escape Artist +7, Hide +5, Listen +13, Move Silently +7, Perform (comedy) +5, Perform (dance) +5, Perform (limericks) +5, Search +5, Sense Motive +4, Sleight of Hand +11, Spot +5
Feats:	Improved Initiative, Weapon Finesse ^B
Environment:	Temperate forests
Organization:	Gang (2-4), band (6-11), or family (12-20)
Challenge Rating:	4
Treasure:	Double coins; 50% goods; 50% items
Alignment:	Always neutral
Advancement:	2-3 HD (Small)
Level Adjustment:	+3



This creature resembles a tiny elf with long pointed ears and a pointed nose. It is dressed in brightly colored clothes of red and green and wears a wide-brimmed hat.

Leprechauns are short fey creatures, about 2 feet tall. They favor brightly colored clothes, particularly greens and reds. Leprechauns are a jovial people, enjoying fine food and drink; some leprechauns also enjoy a good smoke from a long-stemmed pipe. They are a tricky folk and enjoy jokes and pranks, although they usually do not appreciate being the victims of such acts.

Most leprechauns are skilled pickpockets, and it is a favored prank of these wee folk to filch items from unsuspecting travelers in their domain and then taunt the intruders into pursuit. The leprechaun so involved in the prank often alternates between being visible and invisible as he teases and pesters his pursuers in a merry chase. Leprechauns tire of pranks quickly, however, and will give up the stolen item and sneak away. Some

say leprechauns are descendants of halflings and pixies. Leprechauns summarily dismiss this rumor, however, scoffing at those who repeat it.

Leprechauns speak Sylvan and Common, and may know other languages as well.

COMBAT

Leprechauns are fun-loving creatures and prefer to avoid combat. When facing opponents, a leprechaun usually turns invisible and flees. If forced into melee, a leprechaun uses its abilities to their fullest extent, seeking to drive an opponent off rather than kill it.

Spell-Like Abilities: At will—*dancing lights*, *invisibility* (self only), *permanent image* (visual and auditory elements only, DC 19), *polymorph any object* (affects objects only, DC 21), *ventriloquism* (DC 14). Caster level 7th. The save DCs are Charisma-based.

Skills: Leprechauns have a +8 racial bonus on Listen checks and a +4 racial bonus on Sleight of Hand checks.

ORC, BLACK (BLACK ORC OF ORCUS)

Medium Humanoid (Orc)	
Hit Dice:	2d8+4 (13 hp)
Initiative:	+1
Speed:	20 ft. (4 squares) in scale mail; base speed 30 ft.
Armor Class:	16 (+1 Dex, +1 natural, +4 armor), touch 11, flat-footed 15
Base Attack/Grapple:	+1/+5
Attack:	Longspear +5 melee (1d8+6, crit x3) or light crossbow +2 ranged (1d8, 19–20/x2)
Full Attack:	Longspear +5 melee (1d8+6, crit x3) or light crossbow +2 ranged (1d8, 19–20/x2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	—
Special Qualities:	Blessing of Orcus +4, damage reduction 1/–, darkvision 60 ft.
Saves:	Fort +5, Ref +1, Will –1
Abilities:	Str 19, Dex 12, Con 14, Int 9, Wis 8, Cha 6
Skills:	Listen +1, Spot +2
Feats:	Power Attack
Environment:	Temperate hills and mountains
Organization:	Gang (2–4), squad (11–20 plus 2 3rd-level sergeants and 1 leader of 3rd–6th level), band (30–300 plus 150% noncombatant plus 1 3rd-level sergeant per 10 adults, 5 5th-level lieutenants, and 3 7th-level captains), or tribe (1d4 bands plus 1 10th–12th level chieftain)
Challenge Rating:	2
Treasure:	Standard

Alignment:	Always chaotic evil
Advancement:	By character class
Level Adjustment:	+2

This creature resembles a 7-foot tall orc with bluish-black skin and red eyes.

Fully a head taller than an ordinary orc these foul brutes have been known to make other orcs cringe in fear. Unlike normal orcs, black orcs move in daylight as well as they do the darkness of their subterranean lairs (they do not have the light sensitivity penalty that normal orcs have).

Black orcs were taken in early ages by Orcus the Demon Lord of Undead and bred with demonic blood in a matter that would accommodate his diabolical needs. Black orcs refer to their dark master as “Old Man Death”. These orcs fairly worship death and display the death’s head prominently upon their standards and devices. They are often found in the service of necromancers and move easily in mixed groups of zombies, skeletons, and even ghouls.

Larger and more intelligent than their lesser kin, black orcs look down on other orc races as inferior to themselves. When forced to cooperate with other orc tribes in large forces black orcs consistently plot to overthrow the other tribe’s chieftain and take command. This treachery is likely the reason there are so few bands of the black orc nation known to exist, as the infighting tends to keep their numbers down.

Black orcs stand 7 feet tall and weigh 200 to 280 pounds. Females tend to be about the same height, but are a bit lighter. Both males and females have blue-black skin with red eyes and more pronounced tusks than their smaller cousins.

Black orcs speak Orc. Those with above average intelligence often learn Abyssal, Common, Goblin, or Giant.

COMBAT

Black orcs have a decent understanding of tactics. They are adept in the use of reach weapons such as longspears and glaives. Many of their number are proficient in the use of light crossbows. In melee they prefer to gang up on powerful opponents and dispatch them quickly before moving on to lesser foes whenever possible. As they are often led by clerics and necromancers in the service of Orcus, they are likely to take prisoners if possible with the intent of sacrificing them to the Demon Lord of Undead at some future time.

Blessing of Orcus (Su): Black orcs gain a +4 racial bonus on all saving throws made to resist any attack or effect created by an undead creature.

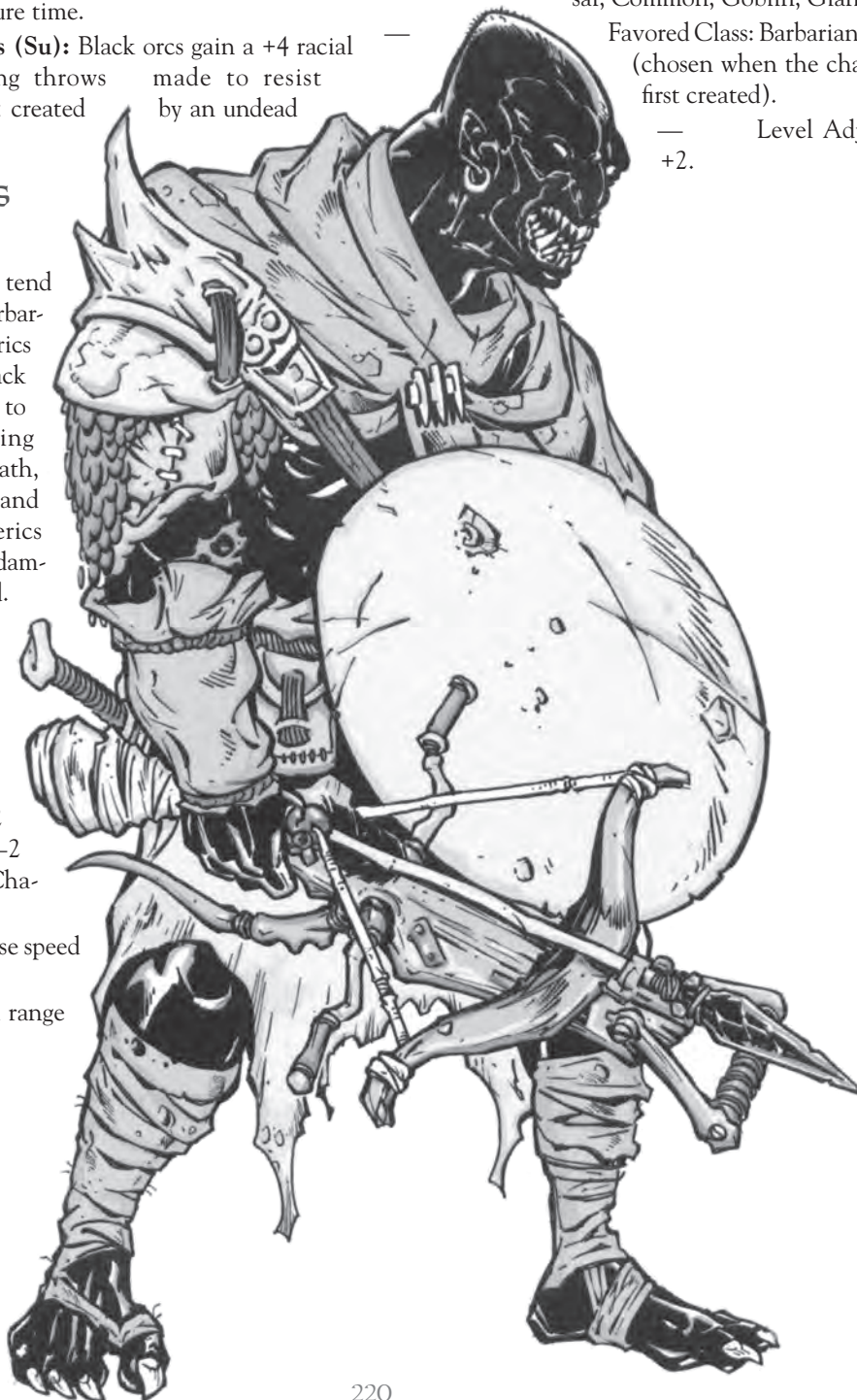
BLACK ORCS AS CHARACTERS

Black orc leaders tend to be clerics or barbarians. Black orc clerics worship Orcus. A black orc cleric has access to two of the following domains: Chaos, Death, Destruction, Evil, and War. Black orc clerics favor spells that deal damage or create undead.

Black orc characters possess the following racial traits.

- +8 Strength, +2 Dexterity, +4 Constitution, -2 Intelligence, -2 Wisdom, -4 Charisma.
- A black orc's base speed is 30 feet.
- Darkvision to a range of 60 feet.

- Racial Hit Dice: A black orc begins with two levels of humanoid, which provides it with 2d8 Hit Dice, a base attack bonus of +1, and base saving throws of Fort +3, Ref +0, and Will +0.
- Racial Skills: A black orc's humanoid levels give it skill points equal to 5 x (2 + Int modifier, minimum 1). Its class skills are Listen and Spot.
- Racial Feats: A black orc's humanoid levels give it one feat.
- +1 natural armor bonus.
- Special Qualities (see above): Blessing of Orcus, damage reduction 1/—.
- Automatic Languages: Orc. Bonus Languages: Abyssal, Common, Goblin, Giant.
- Favored Class: Barbarian or cleric (chosen when the character is first created).
- Level Adjustment +2.



SWARM, SHADOW RAT

Tiny Undead (Swarm)

Hit Dice:	6d12+6 (45 hp)
Initiative:	+2
Speed:	40 ft. (8 squares), climb 20 ft.
Armor Class:	15 (+2 size, +2 Dex, +1 natural), touch 14, flat-footed 13
Base Attack/Grapple:	+3/—
Attack:	Swarm (2d6 plus 1d6 Str)
Full Attack:	Swarm (2d6 plus 1d6 Str)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Distraction, strength damage
Special Qualities:	Darkvision 60 ft., half damage from slashing and piercing, incorporeal form, scent, shadow blend, undead traits
Saves:	Fort +2, Ref +4, Will +6
Abilities:	Str 6, Dex 15, Con —, Int 2, Wis 12, Cha 2
Skills:	Balance +11, Climb +11, Hide +17, Listen +5, Spot +5
Feats:	Alertness, Toughness (x2), Weapon Finesse ^B
Environment:	Underground
Organization:	Solitary, pack (2–4 swarms), or nest (5–8 swarms)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement:	—
Level Adjustment:	—

A squirming and squeaky mass of rats with rotting flesh, torn and matted fur, and reddish blazing eyes moves toward you. Their semi-translucent skin shows discolored bones and muscle.

Shadow rats are essentially undead rats that can assume an incorporeal form. Other than their semi-translucent form, they resemble their earthly counterparts in all respects. A shadow rat swarm is simply a massive number of shadow rats that have cluttered or banded together for survival or food.

Shadow rat swarms can be found just about anywhere, but are most commonly encountered near graveyards, ruined temples, and haunted sewers.

COMBAT

A shadow rat swarm attempts to surround and envelop its opponent in its form. A shadow rat swarm deals 2d6 points of damage plus 1d2 points of Strength damage to any creature whose space it occupies at the end of its move.

COMMON SHADOW RAT

This is the updated version of the common shadow rat from *Tome of Horrors I*.

Shadow Rat: CR 1/2; SZ T Undead; HD 1/2d12; hp 3; Init +2; Spd 15 ft., climb 15 ft.; AC 15 (+2 size, +2 Dex, +1 natural), touch 14, flat-footed 13; BAB/Grp +0/–10; Atk +4 melee (1d3 plus 1d2 Str, bite); Full Atk +4 melee (1d3 plus 1d2 Str, bite); Space/Reach 2-1/2 ft./0 ft.; SA strength damage (bite, 1d2 Str); SQ darkvision (60 ft.), incorporeal form, scent, shadow blend, undead traits; AL N; SV Fort +0, Ref +2, Will +4; Str 6, Dex 15, Con —, Int 2, Wis 12, Cha 2.

Skills: Balance +11, Climb +11, Hide +14, Listen +3, Spot +3. Shadow rats have a +4 racial bonus on Hide checks and a +8 racial bonus on Balance checks. Shadow rats have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier on Climb checks. **Feats:** Alertness, Weapon Finesse^B.



Distraction (Ex): Any living creature that begins its turn with a shadow rat swarm in its square is nauseated for 1 round; a DC 13 Fortitude save negates the effect. Spellcasting or concentrating on spells within the area of a swarm requires a Concentration check (DC 20 + spell level). Using skills that involve patience and concentration requires a DC 20 Concentration check.

Strength Damage (Su): A shadow rat swarm deals Strength damage to a living foe. A creature reduced to Strength 0 by a shadow rat swarm dies. This is a negative energy effect.

Incorporeal Form (Su): A shadow rat swarm can, as a standard action, assume an incorporeal form for up to 1 hour per day. In this form, the swarm loses its natural AC bonus, but gains a +1 deflection bonus to AC. While in this form, the shadow rat swarm has AC 15 (+2 size,

+2 Dex, +1 deflection), touch 15, flat-footed 13. The shadow rat swarm can attack corporeal opponents while it is incorporeal (its attack becomes a melee touch attack). Additionally, an incorporeal shadow rat swarm gains the incorporeal subtype while using this ability.

Shadow Blend (Ex): In any condition of illumination other than full daylight, a shadow rat swarm can disappear into the shadows, giving it total concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability. A *daylight* spell however will.

Skills: Shadow rat swarms have a +4 racial bonus on Hide checks and a +8 racial bonus on Balance checks.

Shadow rat swarms have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier on Climb checks.

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N2

N7

N8

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H5

H11

H6

H3

H2

UPPER RING (HILL TOP)

H10

LOWER RING

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G19

G14

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FORTUNE AVE.

SHADY WAY ST.

BEGGARS ROW

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BC6

BC7

BC8

BC9

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T1

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BC100







GUILDHALL COURT

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OT11

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D4

D3

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D2

D1

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C11

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K2

K5

K1

K8

ED1

ED2

ED6

ED4

ED3

Doc

New Gods Ave

THE FORUM

TRADEWAY LANDING

Doc



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CIRCLE OF GARGOYLES

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SEWER ENTRANCE

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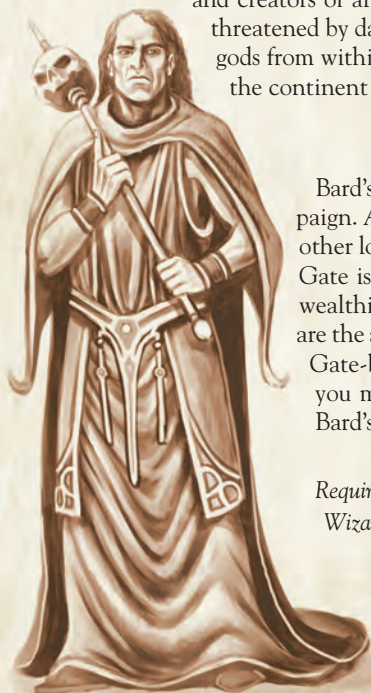




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