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RETURN
TO THE
TOMB
OF
HORRORS



BY BRUCE R. CORDELL

WITH FOREWORD
BY E. GARY GYDAX^{30°}



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RETURN • TO • THE TOMB OF HORRORS

RETURN TO THE TOMB OF HORRORS

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This work is dedicated to the HK Cavaliers: Bob Baxter, Richard Bue, Bret Holien, J. D. Peterson, and Monte Cook, without whose encouragement and support I would still be “dreaming by night in the dusty recesses of my mind.”

Concerning this manuscript in particular, I would like to draw your attention to the editors. Great editors rarely receive their due, but the editing of Skip Williams, Dr. John Rateliff, and Steve Winter is what differentiates an average product from *The Return to The Tomb of Horrors*; thank you all!

—Bruce R. Cordell

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FOREWORD

It was a long time ago when the *Tomb of Horrors* first made its appearance. Before I put it into manuscript form for publication, I carried the scenario around with me in my briefcase, so as to be ready for those fans who boasted of having mighty PCs able to best any challenge offered by the AD&D game. After an hour or so of time spent within the weird labyrinth of Acererak's final "resting place," the players whose characters were survivors typically remembered suddenly that they had pressing engagements elsewhere. Clutching their precious character sheets, they fled the table. Those who had already lost their vaunted PCs had previously departed, muttering darkly about "impossible death traps." Had I been mean and cruel, I would have required participants to hand over their character sheets upon the demise of a PC, torn them up, and then smiled wickedly as I asked for the name and address of their DMs so as to pass on the news of the sad loss. But I am very kind at heart . . .

Why then the scenario in the first place? Thank Alan Lucien for conceiving of such a horrid little adventure. From his basis I developed the material that was to become the *Tomb of Horrors*, and I admit to chuckling evilly as I did so. There were several very expert players in my campaign, and this was meant as yet another challenge to their skill—and the persistence of their theretofore-invincible characters. Specifically I had in mind foiling Rob Kuntz's PC, *Robilar*, and Ernie Gyax's PC, *Tenser*. To make a pair of long tales truncated, Rob, by expending a lot of orc servants, managed to get through to the final encounter, and as the skull of the demilich rose to assail the one daring violation of his sanctum, Robilar swept all immediately visible treasure into his *bag of holding* and escaped. Ernie likewise managed to attain the ultimate, destroyed Acererak, and likewise left laden with loot.

So I learned a lesson as a Dungeon Master. Even truly demanding scenarios with PC destruction lurking at every turn of the maze can be overcome by expert players. The PC level and abilities must match the challenges posed, and material resources in spells or magic items or both sufficient to deal with the demands of the adventure have to be available. Those given, there is no such thing as "impossible." Subsequently, the initial version of the scenario proved that true. Although most who dared the hazard failed, at least on the first go-round, there were those exceptional few who managed to play through and succeed to some degree. In one tournament use of the setting, a team managed to

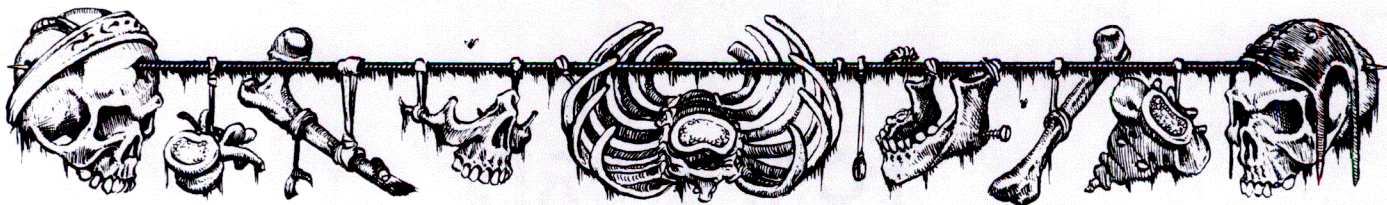
triumph by using the crown and scepter found earlier as the ultimate tool against the demilich. As Acererak's skull levitated, one PC set said crown firmly upon the bony pate; another tapped the regal adornment with the "wrong" end of the scepter. Poof! Scratch one demilich, and give the tournament's first place to the innovative team of players who thought of this novel solution. Russ Stambaugh, the DM for the group, was stunned. "Could that work?" he asked. I shrugged, admitted I certainly hadn't thought of it, but that it was a stroke of genius that deserved reward. Indeed, the worst of situations brings out the best in playing ability.

Well tested and already a legend, the adventure was then illustrated to make it easier for the Dungeon Master to manage. The pictures told much . . . and little. With them, and a few suggestive words, the DM could create the sense of deadly menace and lurking death that pervaded the setting. S1, the first of the adventure "modules" offered by TSR Hobbies Inc., was a nonesuch that soon became a classic. There was never another done like it, and there isn't likely to be one coming in the future.

Hold on! Isn't this, the *Return to the Tomb of Horrors*, a sort of rehash of the original? Surely it is in the same class then. Well, no . . . and yes.

The recounting of the creation and development of the basis for this work was not for nostalgia alone. What was stated gave a clear précis of the scope of the initial scenario. *The Tomb of Horrors* was a sort of stand-alone test of player ability and PC status. This enlarged, enhanced, and much augmented module is something altogether different. As you will soon discover, the "no" answer above is not meant in any way to demean this work. Actually, *Return to the Tomb of Horrors* is a broader adventure than the original. It is a campaign, not a single adventure scenario. What a campaign setting it is! Take a measure of *Against the Giants*, add a pinch of *Ravenloft* for flavor, mix in mystery and detection, leaven with some of the essence of *Dark Shadows*, seed with incredibly insidious traps and deadly encounters, and blend with the ingenuity and creativity of its designers. No, this is not your father's old standby . . .

A "yes" answer is also possible, qualified by the following: If for some reason the GM *wanted* to diminish the adventure to have nothing more than a brief, albeit exceptionally demanding and deadly dungeon crawl, the bulk of the work can be discarded. Given such abridgment, however, the remaining "Tomb" will be something hauntingly



Foreword

familiar but subtly altered to deceive and discommode. Even a GM veteran of the old, daring to venture into the new, would have no assurance of survival if relying on former knowledge. Former players, then, whose characters have succeeded in mastering the original, with only their more limited recollection, will need to perform as heroically as was done in the past to enable their PCs to emerge into the clean sunlight once again.

In short, *Return to the Tomb of Horrors* is a whole new cat. If the old model was a lurking leopard, this one is a cunning feline that has aspects of even more ferocious nature. It is fitting that the adventure is being released in the Year of the Tiger.

When first approaching this I admit to having some trepidation. Having written the original work, then designing what I thought of as the ultimate in such adventures (the *Necropolis* campaign adventure scenario for the *Dangerous Journeys*, *Mythus* game), it seemed likely to me I wouldn't be able to say much in the way of a rave. (A lesson to me not to assume too much.) Take what is written above to heart,

Perspicacious Reader. Here is a very different, multi-environment adventure of great scope. It offers more by far than did the old *Tomb of Horrors*, and it is more deadly, too. If you must seek to relive the glories of eld, then even your hands will discover that the new funerary site has different and more hair-raising challenges, sufficiently so as to make it worth more than the price of admission. When treated as a whole, this module is as demanding and thrilling as can be asked.

If you are reading this after having purchased the work, feel good. You are going to have some great times Game Mastering it. Should you be perusing it in contemplation of its acquisition, hesitate no longer. Lastly, if you are a player "sneaking a peek," this is far enough. Buy it and give it to your DM as a present. Maybe that will earn your PC some divine intervention later on. Odds are it will be needed.

Gary Gygax
Lake Geneva, Wisconsin
1998



INTRODUCTION

The *Tomb of Horrors* by Gary Gygax is an AD&D classic. It was the first of the modular adventures published by TSR, and to this day it remains a favorite for many long-time gamers. My memories of playing through this adventure in the early '80s engender fond nostalgia. I enjoyed this adventure as a player so much that I used it myself, in whole or in part, with each new group of gamers that I served as Dungeon Master. When the opportunity to design this product presented itself, I was absolutely ecstatic. However, there would be no *Return to The Tomb of Horrors* if the original was not so well received. A generation of gamers recall the product as one of the first times that they were actually *frightened* within the confines of a role-playing game. I hope that you, the DM, find that the material presented in these pages complements the milieu, setting, and feel conveyed in the original, but at the same time believably expands the story originally told in just twelve pages of text! Read on, and discover the strange developments since the original tomb became known to the world.

Using This Adventure

The original *Tomb of Horrors* gave six widely varying possible locations for Acererak's Tomb, all of which were in the GREYHAWK® world. In the interests of continuity, *Return to the Tomb of Horrors* is also a GREYHAWK adventure; however, the DM is free to substitute any of the names given for those that already exist in his or her campaign world, especially if this allows the adventure to be seamlessly inserted into an ongoing scenario.

As with all adventures, the DM should take the time to get familiar with the contents of *Return to the Tomb of Horrors*. In so doing, the DM may well realize that, in the tradition of the original, this adventure has a high probability of killing off many of the PCs. Even though the adventure is designed for a party of four to eight characters from 13th to 16th level, the deadly traps, monsters, and Acererak himself could well prove the downfall of even the most experienced adventurers. The DM may wish to have the players roll up characters specifically for use with this adventure, or, if players insist on bringing beloved characters into the tomb, the DM can elect to tone down the dangers or prepare the party for some of the trials that they will face. For example, make certain that at least a couple of the party members have magical means of surviving supernaturally cold conditions, seeding such items into the preliminary

stages of the adventure if necessary. Of course, the DM may feel that the obstacles presented herein are in line with what one might expect to find in the true abode of Acererak and let the casualties fall as they may. The reputation of the tomb is such among players and characters alike that the fate of any PC who ventures therein after fair warning should be on his or her own head.

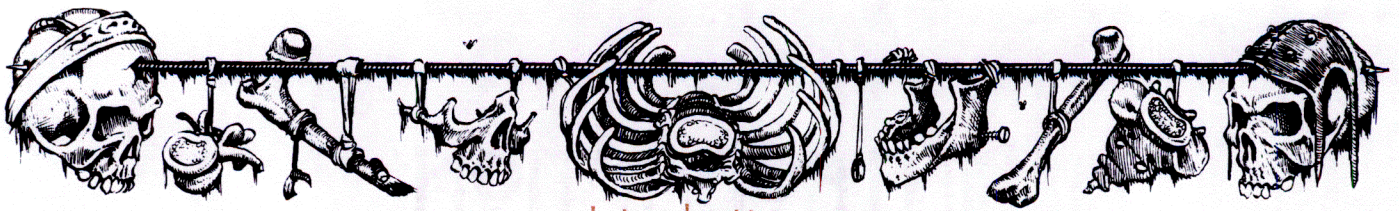
What Has Gone Before

The legend of the tomb first trickled into civilized lands centuries ago. Whispers of lost treasure and undisturbed burial catacombs lured scores of adventurers over the years to cross unmapped lands in search of fortune and glory. Few ever found the tomb, and fewer still ever returned; the legend of Acererak's last resting place remained a vague rumor of wealth and danger.

Then, some twenty years ago, reports of the tomb spread far and wide, for reasons that were unclear at the time. Ironically, its reputation as a dungeon from which few if any explorers ever returned tempted those who considered themselves exceptionally skilled, clever, or lucky. Undeterred by warnings of lethal traps, labyrinthine mazes, and the malevolent sorcerer who lingered beyond life to guard the crypt of his final rest, they came from many lands to match themselves against Acererak's challenge. Those who found the tomb and penetrated its grim darkness soon realized that the legends had not been wrong; death was the reward for the cautious and the foolhardy alike. Some turned back, and many more perished during their explorations. Very few successfully navigated the tomb to find the husk of Acererak's physical form: the demilich. Only then did these brave few discover their true peril; the demilich could wrench their eternal spirits from their corporeal flesh through the malevolent power of its gaze alone!

What Has Happened Since

Those who survived the horrors finally emerged from the tomb. Some were missing companions, or limbs, or both, but all felt lucky to see the sun once more. From these hardy souls the tale of Acererak's unyielding crypt spread, frightening away some but enticing still others to venture into the darkness. As time went by the flow of adventurers slowed; some considered the quest achieved, while other would-be heroes decided to seek safer paths to fame and glory.



Introduction

Those who were drawn to the area were less and less interested in exploring the depths of the tomb. Instead, they were drawn by the legend of Acererak himself, who by all accounts was a being of surpassing power, holding secrets over Death itself. As time wore on, a community of the like-minded grew up around the mound of the tomb located in the Vast Swamp. This was not a city of pure-hearted seekers of knowledge nor a collection of mere tomb robbers. Instead, those who gathered in this new city of grim aspect sought to understand the forbidden arts of unlife. They were, in fact, almost all practitioners of the foul dark arts: necromancy. Thus was Skull City born.

The inhabitants of Skull City are obsessed with the power that the dark arts can bring them. Following this philosophy, their reverence for Acererak and his achievements has developed into an almost theological worship of the powerful lich in his aspect as "The Devourer." They have built a massive academy surrounding the entrance to Acererak's tomb and engage in weekly ceremonies to garner the attention and favor of the demilich below. However, for all their evil rituals and dark knowledge, and in spite of their professions of communion with the spirit of the demilich, not a single resident of Skull City possesses a glimmer of the truth. Acererak's true guise, the location of his final stronghold, and his ultimate sinister goal remains utterly unknown, a black mystery to all.

The Current Situation

The world at large has been blissfully ignorant of the existence of Skull City until the present time. This naiveté is becoming dangerous in light of a recent string of evil occurrences. These events include undead incursions into civilized regions, increased hauntings, kidnappings, and outright disappearances. In the surrounding lands it is rumored that all these events have a common perpetrator, although this is not proven. It is *suspected* that all of these afflictions have their source in the Vast Swamp.

This suspicion is partially correct; the inhabitants of Skull City (who sometimes irreverently name themselves Skulkers) have increased their foul activities dramatically of late. Their activity is in turn a response to a strange effect that recently began to saturate the air, seemingly localized within the Black Academy. The Skulkers call the effect the Dark Intrusion. Among other things, the Dark Intrusion

enhances necromantic spells and spells dealing with the Plane of Negative Energy in its vicinity. In fact, the spontaneous generation of undead creatures from the bodies of the recently slain has been observed throughout the region. (Most undead incursions in nearby areas are the result of local cemetery's inhabitants suddenly getting restless.)

The full implications of the Dark Intrusion remain undiscovered by the Skulkers, but they take it as a sign from Acererak that great things are soon to be revealed to them. Because of this, they have stepped up their sacrifices, foul rituals, and evil rites, requiring them to initiate frequent raids for fresh victims from the communities both near and far. The true nature of the Dark Intrusion is explained later in the text.

Getting the Characters Involved

The adventurers first learn that things are amiss when they stumble upon the effects of the Dark Intrusion on their own. If the characters (not the players) have themselves never ventured within the Tomb of Horrors, there is nothing that immediately suggests that the source of the evil effects might be Acererak's tomb. (The title of this product notwithstanding!) Even if one or two of the adventurers are old, grizzled campaigners who actually ventured into the tomb twenty years ago, they remember the place as a passive crypt, unlikely to be responsible for active deeds of evil, even though they may remember that the tomb is nearby. Only investigation and research should finally lead the PCs back to the tomb, as information vital for the success of the adventure (**Desatysso's Journal**) can only be gathered through preliminary adventuring. The scenes and investigations are arranged in a series of encounters that eventually provide the party with the information they should have before embarking on a journey into the tomb.

KALSTRAND AND ENVIRONS

The adventure begins in the city of Kalstrand (see Map 1: Greyhawk Area). It is up to the DM to devise a plausible reason for the PCs' presence in the area, but perhaps their motive is straightforward: they are on their way to investigate the rumors of the recent strange occurrences caused by the Dark Intrusion. Kalstrand is a fair-sized city of 8,000 people. It lies at the confluence of the Thelly and Greyflood Rivers. The Thelly is often thick with traffic passing up and down the broad waterway from the seaport of Pontylver to the southeast. Many overland caravan routes intersect Kalstrand as well, making the city an energetic trade town.

This brisk trade has brought culture, learning, and resources usually only available in a larger city. Allow the PCs to have a good chance of finding any mundane item they seek in the riverfront bazaar and shops. Also, sages, wise individuals, and seers have dwellings nearby and offer their services for the right price. The shops stay open till midnight, lighted by multiple brands, torches, and the occasional rare *continual light* on a high pole. The city guard quickly responds to any disturbance in the riverfront district, particularly in the bazaar.

The PCs are staying at Khale's Place, an inn and tavern of large size on the Greyflood riverfront near the bazaar. Khale is an old riverman himself, and this is reflected in his choice of decorations, which include riverboat replicas, thick hawsers arranged decoratively, supporting columns made up to look like sail masts, paddles on the wall, and the like. The bar itself resembles the prow of a riverboat.

Dead Men Walk

One evening while some or all the PCs are taking their ease in the tavern, an unseasonable chill blows up from the south, accompanied by a mist that seems to blanket the river and its banks for many miles. Characters who make successful Wisdom checks just happen to see the fog roll in as the light of day fades. The mist soon reaches all of Khale's windows, blotting out further vision. The fire in the hearth is warm and cheery, however, and a bit of fog on the river is nothing new to the regulars; none of the NPCs assembled take undue notice of this phenomenon. Members of the party who immediately check out the fog discover nothing strange at all about it (unless they possess some way to detect a sudden spike in ambient negative energy—note that negative energy is not evil in and of itself). Nothing untoward occurs immediately, and total darkness falls in the

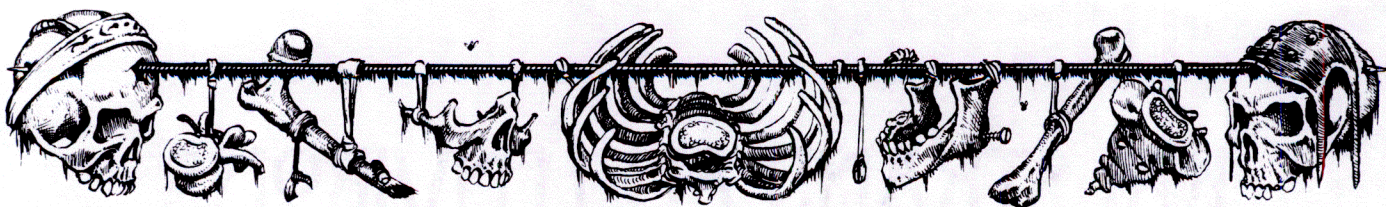
space of half an hour. A few minutes beyond nightfall, an NPC dressed in common garb (a dockworker named Caspan) pays his bar tab, opens the door, and steps out into the fog. Read or paraphrase the following boxed text to the PCs as this occurs:

You happen to glance up as a large fellow in dockworker's garb opens the door to exit Khale's. Beyond the doorway lies a dense fog like a physical barrier. The man waves a brief goodbye to the barkeep, then steps out into the foggy night. His form is dimly visible for a few seconds as he stands just outside, still illuminated by the light of the tavern. Suddenly, the man's figure is *jerked* forward, drawn almost instantly out of sight into swirling whiteness by an unseen force! What can only be the man's voice screams out, "What the . . . By the Lords of *Light!* No, let *go* of me! Oh no, no, NOOOOOOO . . ." His last piercing scream seems cut off as if by a knife's edge, plunging the tavern and the night beyond into utter silence.

All assembled NPCs sit stunned for a few seconds, after which a frightened babble of voices breaks out: "What was that?" "Did you see that?" "Something's out in the fog!" "It got Caspan!" It's up to the heroes to check out the fog, as none of the NPCs can in any way be motivated to do so. They will say that, while thick fogs are common, this one is unusually dense.

Characters who strike out into the fog can only see a few feet in front of them, and then only if they are carrying a light source. Those with infravision (and out of range of a light source) are similarly constrained, due to the particular chill quality of this mist. Only the nearby light emanating from the tavern's door and windows is visible as a dim glow through the clammy fog; everything else is shrouded in darkness. Sound is muted, and the cold mist immediately gets under the collar, cooling the PCs to an uncomfortable (but not dangerous) temperature.

Only 10 feet out from the doorway lie the grisly remains of the dockworker, at the bank of the river; in the darkness the PCs may well literally stumble over it. The body lies in a pool of spreading blood. One leg has been torn out, and the corpse's head looks to be half bitten off. The PCs don't have more than a moment to note this as multiple dark shapes suddenly resolve out of the mist, surrounding the party. **Display Illustration #1.** It doesn't take more than another heartbeat to see that the attacking figures appear to be the rotting remains of drowned



Kalstrand and Environs

humans. They swarm the party with mindless fury. Note that this encounter is primarily designed to set the mood and to involve the PCs directly into the plot, but it certainly has an element of real danger and may cost unwary characters a few levels.

Wights (10): AC 5; MV 12; HD 4+3; hp 27 each; THAC0 15; #AT 1; Dmg 1d4 + special (bite or touch); SA energy drain (touch or bite drains one level); SD harmed only by silver or +1 or better magical weapons, undead immunities (unaffected by *sleep*, *charm*, *hold*, cold, poison, and death magic); SW holy water (2d4 points of damage per splash), can be turned; SZ M; ML elite (14); Int average (9); AL LE; XP 1,400 each.

The fight concludes before the Kalstrand guard can respond. These wights were spontaneously animated by an outlying finger of the Dark Intrusion. They have been lying dead at the bottom of the river for a week and have only now gained the impetus to rise again. From whence came these bodies is explained under the next encounter.

After the party has quelled this undead uprising, they may elect to search the bodies and the surrounding area for clues as to this strange and unsettling event. The bodies of the destroyed wights are waterlogged and rotted and give every indication of having been immersed in water for some time. Their clothes are unremarkable, but a successful Wisdom check allows the investigating PC to find a tattoo on one of the rotting arms that reads "Payvin's Pearl." A successful tracking proficiency skill roll reveals that there are multiple damp trails leading from the water's edge to the tavern doorway, and thence to the location of the PCs' recent conflict. Nothing else is revealed in the search, even if the PCs can manage to search the riverbed below the waterline.

PCs returning from the fog to the tavern are inundated with questions. The NPCs are frightened when confronted with the knowledge that undead are seemingly rising from the river. None wish to leave the confines of the inn, even those who have homes nearby.

If the PCs reveal that one of the undead had a tattoo on its arm that read, "Payvin's Pearl," Khale the barkeep looks visibly shaken. If prodded by the PCs, he reveals the following boxed text. Note that if the PCs do not gather this information from Khale, questioning of random NPCs along the piers concerning the name on the tattoo reveals the same basic information.

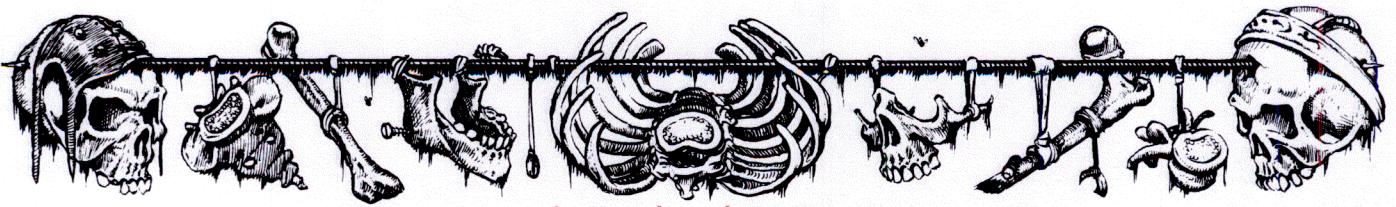
"The Pearl? You sure? Why, that's Payvin's barge. His whole crew deserted him a week past, now. Yes, that's right, his whole crew! I heard it firsthand from the pierwatch. Payvin, he likes his crew aboard the night 'afore castoff. Payvin hi'self was taking care of last-minute cargo in the bazaar. They says that when he got back to his boat, 'twas plumb empty! Can you believe it? 'Twas said that the crewmen must have all thrown in together. Decided to leave off and find a new captain—'least that was what people was sayin' . . ."

If asked, Khale thinks that it was about ten crewmen who had gone missing, but this exhausts his information about the incident. The PCs should quickly make the connection between the undead and the missing crewmen. None of the assembled NPCs know where Payvin is now but suggest that the PCs could inquire after him down at the piers in the morning, "after this evil mist burns away wit' the morning sun."

Unless the heroes dump all of the undead bodies back into the river or otherwise dispose of them (perhaps they have been turned to dust by clerics turning undead), officials of the town constabulary attempt to seek out the party on the following day to question them regarding the nature of the corpses (to the constabulary, Caspan's death is of little moment; there are many seasonal dockworkers at the piers and one more or less is certainly no tragedy). The questions are of the sort to determine exactly what transpired. If the party is truthful, the constabulary can verify the story with Khale. In this case, the constables commend the PCs for their brave act in defending the town from evil wights.

The Piers

The piers of Kalstrand extend for over 1,000 yards along the Thelly, just east of the influx of the Greyflood. Vessels of all types are at dock, but most of those assembled here are large river barges. Inland from the piers, a large complex of buildings includes bunk houses for seasonal dockworkers but mostly consists of warehouses owned by various wealthy merchants. The piers are bustling with activity on almost every day, whatever the weather. Boats constantly come in or cast off, and dockworkers, guards, and merchants scurry everywhere, each engaged in his or her own specialized work. Behind the piers to the north lies the Kalstrand bazaar.



Kalstrand and Environs

PCs who question people at the pier concerning unusual happenings of late get mostly strange looks for their trouble. If they inquire about the missing crew, they are told that, “Crews got to look out for themselves. Better pay is a good incentive to jump ship; it’s happened before.”

Inquiries after Captain Payvin of the Pearl have a 25% chance per person approached (noncumulative) of uncovering a vague report that Payvin has been spending his days with the “Master of the Pier.” Further questioning determines that the “Master” can be found in a tower at the extreme western end of the pier district. Further *careful* questioning reveals that this “Master” is not a person but a tavern that does a good business serving ale to off-duty dockworkers and riverboat crewmen.

Master of the Pier Tavern

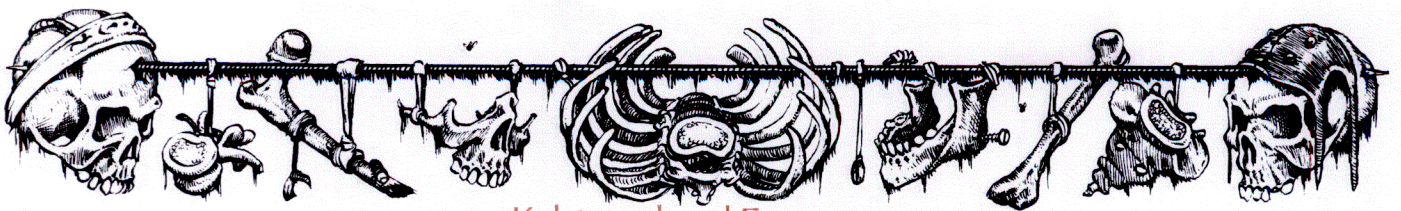
The entrance at ground level opens into a large, round room, filling one level of the tower. The semi-circular bar situated in the center of the room appears to be built upon a walled spiral staircase leading up to the higher levels. During the day and most of the

night this room is filled with carousing rivermen engaged in heavy drinking and smoking.

If the barkeep, Tara, is questioned about Payvin, she points out a man sitting at a small table pressed up next to a curved wall; he looks to be deep into his cups. Tara volunteers the following to anyone who expresses an interest in the solitary drinker: “Poor Payvin. Ever since his crew up and left him, he’s done nothin’ but sit there at the table and brood. I can see how it might get to a man, havin’ his crew desert, but if he don’t sign on a new crew soon, he’ll lose his ship!”

Payvin is a man in his mid fifties, going to gray but still in good physical shape. However, he currently looks pale, haggard, and slightly drunk. His blood-shot eyes dart about nervously, and he jumps in fright when the party initially approaches him. At first the riverboat captain attempts to ignore the party, but with enough prodding (buying his next ale or telling the captain their own story would be a good start), Payvin can be coaxed into telling the party what he knows about the disappearance of his crew. He speaks in a clipped, frightened manner. The following boxed text is Payvin’s story, to be read or paraphrased to the players:





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"Yeah, my crew. They're gone. Now, don't you go believin' what everyone else says, that they jumped ship for better pay. My crew, they was loyal. Especially m' mate Henry. He been with me since th' Drought o' '43. They din't leave on their own, no sir! They was taken. By some evil beast! That's right, some fiends got 'em or I'm no riverboat captain. Tell you what I saw. You can judge for yourselves.

"After I seen every man onto th' *Pearl*, had Henry draw up th' board. Orders to let none offload, nor any to board 'til I returned. Walkin' away, could see a cold mist. Flowin' in from 'cross th' river, blanketin' th' water. Din't think much of it, then. Night come on thick by th' time I finally finished up m' business with th' Merchant's Guild representative. Stopped in here for a quick nip. Then headed back t' where th' *Pearl* was tied.

"When I got to th' pier's edge, th' mist was so thick couldn't hardly see m' hand in front of m' face. Called out to Henry to lower th' board. Silence. Called again. More silence. Figured th' boys was havin' their fun with me. And I wasn't liking it too much. Thought I'd show 'em. Could just make out th' lantern at th' stern. So just took a runnin' jump! Made it across, yes Sir, I did. Wish now I'd fallen straight into th' drink.

Started lookin' 'round. Yellin' out, 'Henry! Where you be, man? Fun's fun, but we's got th' manifest to go over!' Silence. Got a little spooked when found no one a'tall on th' upper deck. No one in th' big hold below, neither. Then I just got mad. I was alone; m' crew had jumped ship. So I goes back up on deck. Began rantin' at th' top o' my lungs.

"That's when I thought I seen it. Movement above. That's when I seen *it*. In th' misty riggin' above me there was eyes. Hangin' in the air. Eyes like twin pits to th' fiery depths o' th' Abyss! And them eyes, they had a voice. Like two tombstones rubbin' together. Said, "Do you also seek your end, mortal flesh? We find your blood sweet, but th' Devourer will consume your soul itself!" Fear hit me then, hard. Threw m'self off the ship into th' water. I tell you, I never *been* so scared in all m' born days! Heard laughin' as I thrashed for breath in th' icy water, lost in that cursed mist. Swore right then and there—if I lived, never set foot on a ship again. So here I am."

Although Payvin doesn't know this, and the PCs do not discover it for some time (if at all), the creature that he saw in the mist was only one of three creatures present on the ship. These three, called Blaesing, Absalom, and Harrow, are vampires, the elite servants of the Mistress Ferranifer of Skull City. They are based near the tomb but range widely, harvesting the blood necessary to fuel the frenzied rituals of Skull City. Mistress Ferranifer often simply, if ominously, refers to them as the Dim Triad.

The night the Dim Triad attacked the crewmen of the *Pearl* was the first time they had traveled so far from their usual harvesting grounds (in the County of Sunndi), but they were following a surge of the Dark Intrusion north along the river, drunk in its black currents. They took the crew of *Payvin's Pearl* with stealth and magic, drained their blood, then dropped the corpses into the concealing waters of the Thelly River. Payvin is alive only because they were just leaving as he came aboard, and it amused them to terrorize him. The bodies of the crew remained beneath the river for a week (a vampire's victims must be buried to become vampires themselves) before another surge of Negative Energy spontaneously animated them into evil wights. The party could meet the Dim Triad themselves later in this adventure, see page 29.

Payvin doesn't know much beyond what he described in the boxed text above. What is certain is that he really intends never to set foot on a watercraft again and, if he has his way, never to leave the confines of the bar. The most significant piece of knowledge that the party should take away from this tale is the reference to the Devourer.

Ahrens The Sage

The "Devourer" of Payvin's tale is a name that should be new to the party. It has been referenced in only the oldest of mystic texts, and usage of the term has fallen out of the vernacular, save in Skull City. It is important that the PCs attempt to determine the meaning of this word. The following text provides the DM a guide in case the PCs decide to hire a sage to help them in their investigation. Don't be afraid to hint around to the PCs (through NPC channels, perhaps), that there are a number of sages in town, and perchance one of them might be able to discover something of the meaning behind the name. If the PCs use a *legend lore* spell on the name of the Devourer, give them the rhyme found under entry 1 in "The City That Waits" section (see page 57).



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Characters who ask around can easily discover the names of a few well-respected sages who live in town. The first name upon the list is that of the sage Petre. Petre lives in a residential district filled with many fine houses of stone, merchants' homes by the rich look of them. When Petre learns the nature of the PCs' question, he informs the PCs that study of language and meanings is outside his area of expertise (Petre specializes in the study of bugs). However, for a small finder's fee of only 25 gp (a fellow has to eat), he would be more than happy to direct them to a sage of the appropriate expertise. Upon receipt of such payment, Petre tells the party they must speak with the venerable Ahrens, who specializes in the study of words, both modern and ancient. Petre provides directions free of charge.

The abode of Ahrens lies within the merchants' district. It is a single thin tower constructed of stone that has the strange shade of light purple. An open arch provides easy entry into a foyer, where stone benches are placed along a wall. Flowering plants and bushes are arranged in an artful garden in a central, circular plot. A woman of indeterminate age is tending the garden and looks up with dark eyes as the PCs enter. She raises a single brow, "Yes?" This is Ibell, who owns the tower and supports the sage. If the party mentions Ahrens, Ibell asks the PCs to have a seat upon the benches and enjoy the tranquility of the garden while she fetches "the old fool." After only a few minutes, Ahrens returns alone. He appears to be in his mid-forties and is dressed in practical-looking work clothes and wears wire-rimmed spectacles.

The party can now contract Ahrens to determine the meaning of the name "the Devourer." Ahrens informs his prospective clients that it could take him as long as a couple of weeks to research the meaning of the name, and that his services do not come cheap; his rates are 750 gp a day. Assuming the party agrees to the contract, it takes the sage three full days to discover some meaning behind the words. The following boxed text contains the story he finally relates to the PCs.

"A mouth, it is used for eating, yes? Of course it is. This was the simple track I began with my entomological search for your Devourer reference. I soon exhausted this line of inquiry, however, finding nothing associated with the words other than the simple meaning with which I began. I was forced to turn to more esoteric sources. After an afternoon of unrelieved study, I finally found a

The Memoirs of Didro Eightfingers

In the summer of 1998, some booksellers offered a promotional sheet showing rooms 14 and 15 of the Black Academy (see pages 47 and 48), along with some notes about their contents. If your players have one of these sheets, they probably will try to decipher it. Here is the story behind the sheet:

Years ago, Didro Eightfingers, a thief, discovered and explored Skull City. Most of Didro's group perished, but Didro spent a few hours in room 15, observing the comings and goings of Mistress Ferranifer and her staff. Didro escaped from the city and settled in Kalstrand, where he worked as a fence and instructor to aspiring young thieves. When in his cups, Didro spun tales derived from his more hair-raising adventures. Eventually, Didro's stories gave rise to some comical plays.

The Dim Triad (see page 29) got wind of the plays and did away with Didro and everyone who had ever performed in one of the productions. The disappearances went unnoticed, as fences and traveling actors are apt to vanish from any locale at the drop of a hat.

This turn of events left Amos Jakobi, a scribe from Kalstrand, with a pile of handbills once intended to promote a performance of the plays. Jakobi began selling the handbills as curios.

If the PCs inquire about Didro Eightfingers, they're likely to hear that he is a fictional character, though a few thieves in the Kalstrand area remember Didro.

Amos Jakobi is easily found. The scribe is still annoyed about being stuck with several dozen of the handbills. If the PCs question Jakobi, the scribe remains evasive unless the party offers to buy out the stock (at the cost of 20 gp). Jakobi knows that Didro is a retired adventurer who disappeared a few years ago. He says that the customer who ordered the handbills was a fellow who called himself Mevil. Mevil wanted to promote a play but vanished before the performance. Jakobi has the original documents Mevil left for him to copy, but these are merely cruder versions of the sheet the players already have (Mevil created it after hearing one of Didro's stories).



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text that made mention of something called the Sign of the Devourer.

"I pursued this lead into strange regions of my library. Finally, in a crumbling scroll penned in ages past I found an ambiguous phrase. The scroll was a treatise on the plane of Negative Energy, claiming that everything—life, light, and knowledge—is ultimately drawn into the Final Void of the Negative Energy Plane. The phrase that caught my eye was "And when the Devourer is truly one with the Final Void, all knowledge will be his, and he shall be like unto a god." This reference was unexplained, but it inspired my searches in other specialized texts.

"In the end, I discovered only these two things. The first is a rendering of what is supposedly the Sign of the Devourer. **Display Illustration #2.** There was no accompanying text.

"The other item I discovered was a name. There are not many details here, but it seems that well over two decades ago, there was a powerful mage named Desatysso who was apparently interested in the Sign of the Devourer, as you are. Desatysso

was known among those of power as a powerful but secretive wizard who rarely troubled himself with concerns of the outside world. There is no record here as to what, if anything, Desatysso discovered concerning the sign, or at least no further record has ever been made regarding the mage."

Ahrens possesses no more information than this. He suggests that if the party wishes to learn more concerning the Sign of the Devourer, they might wish to locate this Desatysso. Since Desatysso has not been seen in these parts for over 20 years, Ahrens took the liberty of digging out the directions to the supposed site of Desatysso's old stronghold:

"Start directly south out of Kalstrand, across the Thelly River and thence into the foothills of the Glorioles mountain range. From this vantage, the heights of Panther Peak and Mt. Kroonburzh are both visible. A day's trek further south into the Glorioles will finally cause Panther Peak to perfectly eclipse the view of Mt. Kroonburzh to the





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west. When this occurs, put the two peaks at your back and head directly east up the steep scree slope of tumbled rocks and boulders. At the top of this slope is a mountain valley, and at the eastern end of this valley is the purported site of Desatysso's private dwelling."

If the PCs inquire further about Desatysso from Ahrens or from other Kalstrandians, they discover only that the mage was said to be very powerful and that he hasn't been seen in many years. Because of this reputation for power, people were content to leave him pretty much to himself, ignoring his infrequent trips into Kalstrand for supplies or news. The directions provided by Ahrens are not general knowledge, although most suspect that Desatysso must have dwelt fairly close by. Those who suspect that he lived in the Glorioles range have never been able to confirm it; no one wishes to poke around in the ogre- and giant-infested hills to the south. Since the mage has not been seen in recent years, most assume that he has come to an evil end, as dabblers in magic often do.

A Trip to the Glorioles

If the PCs follow Ahrens' advice to seek out Desatysso, they will need to leave town and head for the Glorioles. The foothills of these mountains are approximately 30 miles from Kalstrand, almost a full day's travel at standard movement rates across the grassy plains. Even from a distance, the two landmark peaks mentioned in the directions are visible amidst the generally blunted and worn appearance of the surrounding heights. The foothills and lower peaks of the Glorioles are heavily forested in dark coniferous woods; only the two tallest spires show bare rocky surfaces to the empyrean vastness of the sky.

Once the PCs enter into the mountain range proper, random encounters with wild mountain creatures becomes a definite possibility. The PCs' level of power will likely make most dangers negligible; however, random encounters with mountain giant foraging parties are a possibility. For every 8 hours the PCs spend within the Glorioles mountains, they stand a 20% chance of encountering a creature or monster according to the table on this page. Note that during the PCs' trip back from Desatysso's Stronghold, they are still in danger of running into random encounters.

The heroes also pass by a large mound covered in grass, possibly the site of an ancient conflict, now

Random Encounters in the Glorioles

- 1 pack of wild dogs (2d10)
- 2 skunk (1)
- 3 brown bear (1)
- 4 tribe of wild ogres (2d10)
- 5 hunting wyverns (1d6)
- 6 mountain giant foraging party (1d4)

Wild dogs (2d10): AC 7; MV 15; HD 1+1; hp 4 (average); THACO 19; #AT 1; Dmg 1d4 (bite); SZ S; ML champion (15); Int semi- (3); AL N; XP 35 each.

Skunk: AC 8; MV 12; HD ¼; hp 2; THACO 20; #AT 1; Dmg 1 (bite) or special; SA stench (on a failed saving throw vs. poison, causes nausea and loss of ½ Str and Con for 1d4 rounds); SZ S; ML unsteady (6); Int semi- (3); AL N; XP 35.

Cave bear: AC 6; MV 12; HD 6+6; hp 40; THACO 13; #AT 3; Dmg 1d8/1d8/2d6 (claw/claw/bite); SA bearhug (inflicts an additional 2d8 points if both claws hit in the same round); SD fights on for 1d4 rounds after being reduced to 0 hit points or less; SZ H; ML steady (11); Int semi- (3); AL N; XP 650.

Ogres (2d10): AC 5; MV 9; HD 4+1; hp 17 (average); THACO 17; #AT 1; Dmg 1d10 (fist) or by weapon +6; SZ L; ML steady (11); Int low (8); AL CE; XP 270 each.

Wyverns (1d6): AC 3; MV 6, Fl 24 (E); HD 7+7; hp 41 (average); THACO 13; #AT 2; Dmg 1d6/1d6 (talons/talons) or 2d8/1d6 and poison (bite/sting); SA poisoned sting (victim dies on failed saving throw vs. poison, dive (in total silence, imposes a -2 penalty to opponents' surprise rolls), +4 attack bonus (when airborne, against targets held in its talons); SZ G; ML elite (14); Int low (6); AL N; XP 1,400 each.

Mountain giants (1d4): AC 4; MV 12; HD 15+3; hp 86, 83, 74, 67; THACO 5; #AT 1; Dmg 1d8 (fist) or 4d10+10 (giant-sized club); SA hurl rocks (2d10 hp); SD catch rocks (30%); SZ H (14' tall); ML champion (16); Int average (10); AL CN; XP 7,000 each.



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long forgotten. If the heroes pass back this way, there is a chance that the mound figures more significantly in their travels (see the Forgotten Down encounter described under Back to Kalstrand).

If the PCs follow the directions given them, they make their way through the rough mountainous terrain, along the forested sides and bottom of a broad valley, until they do indeed come upon a massively tall and wide talus slope on the east side of the bank when Panther eclipses Kroonburzh. By eye, the ascent up the rocky slope doesn't appear to be particularly hazardous, but only a fool would consider the ascent to be risk free. To the north and south of the slope are wall-like cliffs of bare stone, unassailable to those without special climbing gear.

Characters proficient in mountaineering or rogues with the climb walls ability have their normal chances to mount the loose, rocky slope; all others must attempt Dexterity checks at a -4 penalty. Each PC scrambling over the scree must make three successful rolls: one at the bottom, one 600 feet up the steep slope, and the last when the PC has almost made it to the top 900 feet above the base of the boulder-strewn incline. Those who fail a check slide and tumble back down the slope 1d100 feet, suffering 1 point of damage for each 10 feet tumbled.

Additionally, each failed check has a 35% chance of starting a mini-avalanche; all PCs below the point of the avalanche's origination are pelted with tumbling rocks and boulders causing 2d10 points of damage, and they must also make Dexterity checks at a -4 penalty or tumble down the slope in turn.

What makes the ascent more dangerous are the two hill giants at the top of the slope; they guard the mountain vale beyond. The two hill giants wait in hiding until PCs are 200 feet from the top; at that point they leap out and begin throwing nearby rocks at the puny invaders. **Display Illustration #3.** The giants also hurl rocks at any PCs who come into range (between 3 and 200 yards) via flying magic or other esoteric means. If any rocks strike a PC, that character must make a Dexterity check at a -4 penalty or begin a sliding tumble back down the boulder-strewn slope as described above. When the PCs reach the top of the slope, the giants grab up their large clubs and engage the PCs in melee.

Hill giants (2): AC 3 (hides); MV 12; HD 12+2; hp 72, 68; THAC0 9; #AT 1; Dmg 1d6 (fist) or 2d6+7 (giant-sized club); SA hurl rocks (Dmg 2d8); SD catch rocks (30% chance); SZ H; ML elite (13); Int low (6, 7); AL CE; XP 3,000 each.

Desatysso's Stronghold

Surrounded by cliffs that tower over a thousand feet high on all sides, save to the west where the talus slope drops steeply away, is a small mountain valley, approximately 700 feet by 700 feet. Against the eastern cliff wall is what was once a multi-chambered abode of stone that served as Desatysso's stronghold. **Display Illustration #4.** While the mage was in residence, the place was like a small fortress, filled with magical servants and traps capable of withstanding rare giant attacks or rarer human incursions. However, since his disappearance over two decades ago, his automatic defenses have slowly eroded, and the miniature keep was finally overrun by vengeful giants; Desatysso used to dominate the giants to use them as guardians of his vale. The giants chafed under the magical command of Desatysso, and after his disappearance they wasted little time in destroying the domicile of their oppressor.

A tribe of hill giants lives within the broken walls of the stronghold now. They and Desatysso's remaining traps serve as the first line of defense for the entry tunnel in the cliff wall that finally leads up to the lair of the more powerful mountain giants. Although it is probably not immediately apparent to the PCs, the mountain giants have looted most of Desatysso's items. They keep the spoils with the rest of their gantish treasure in their lair in the cliff walls high above. This lair can be accessed directly by the tunnel (area 9) leading from room 4 in Desatysso's stronghold.

Unless noted otherwise, all the ceilings in the stronghold are 15 feet tall (making them a bit cramped for giants), and all the doors are 10 feet wide and tall.

1. Flagstone Paving

A wide semicircle of cleared meadowland abuts the reddish-gray cliff face. The clearing surrounds an old stronghold, single-storied save for one ruined tower on its right edge. The building is constructed of stone, but it has obviously seen better days. The cleared area has been paved with red flagstone. Chest-high weeds and thick bushes grow profusely up through cracks in the pavement.

None of the visible windows are large enough for a PC to crawl through, and all are grimed to the extent that nothing can be seen through them without breaking the glass. Even from a distance, it is obvious that the tower roof has long since collapsed (the mountain



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giants smashed it in by tossing boulders from the ledge above). The massive double doors of black iron that lead to area 2 stand open, and four hill giants lurk within, waiting to rush forth and begin pelting stones at any PC who closes to within 200 feet of the door. If the PCs are able to return significant long-range attacks (via magic or missile fire) so as to reduce two or more giants to half their hit point totals or below, or if they seem about to achieve melee range, the four giants retreat back into area 2, closing and barring the doors after them from the inside. From here, they wait to engage any PCs who attempt entry.

2. Foyer

The bivalve iron door leading into the stronghold is 10 feet wide and 15 feet high and is carved with many runes and glyphs. Black enamel covers the exterior surface, and there are a few rusty spots where the coating has worn or chipped off. The power that energized the glyphs has long since fled, however, and the doors are now held physically closed by a wooden bar placed there by the hill giants currently inhabiting the structure. Characters need a successful bend bars/lift gates roll to force open the barred doors. Should determined PCs try to chop their way through, the sturdy, reinforced doors can withstand 80 points of damage before giving way; the doors have an Armor Class of -3. Up to three human-sized characters can work together to force open the doors at any one time. Read the following boxed text once the PCs have entered the chamber:

Everything in this chamber shows the signs of neglect and the stamp of unrelenting time. Cracks run rampant in jagged zigs and zags across the flagstone floor and tiled walls. The plaster upon the ceiling, once apparently depicting a subtle underwater scene, has peeled and fallen away to such an extent that it is impossible to see what the subject of the painting once was. Beyond the plaster is the cracked stone of the ceiling. In the very center of the chamber is a low circular basin, in the center of which is a chipped and broken marble statue of a leaping dolphin. It looks to have once been a fountain, but no water runs now; instead, stagnant green liquid pools just below the lip of the basin. West of the fountain, a large fire burns in a rough firepit built with debris, providing dim light for the chamber.

Once the foyer to Desatysso's stronghold, this chamber now serves as a guard bastion for four of

the hill giants who inhabit the place at the command of the mountain giants living in the high caverns above. If the PCs have gained entry without drawing attention to themselves, they discover the four giants conducting impromptu wrestling matches, their large clubs set to the side. If the giants have been alerted to the party's presence, they stand with clubs ready to ambush anyone so foolish as to force entry through the iron doors. The giants here attempt to prevent any PCs from moving into room 4 but allow characters to run through the doors leading to either room 3 or 6. The mountain giant in room 4 will not come through to aid the hill giants in the event of a conflict, mostly due to the size of the room. However, she does crack the door to observe the conflict; the PC closest to the door can attempt a Wisdom check at a -4 penalty to notice this.

The fountain was enchanted in Desatysso's time; any who drank from it were magically refreshed and restored as if after a full night's sleep and a good meal (invaluable after a late night's spell research). In the present, the fountain has been damaged by the giant's constant roughhousing in the chamber, and the brackish water now inflicts a bacterial contagion that affects any PC who drinks from it within a day or two. The contagion lasts 24 to 48 hours, with symptoms that include nausea, diarrhea, and weakness: subtract 10 points from Strength, Constitution, and Dexterity (to a minimum of 1) for the duration. A *cure disease* spell instantly cures any PC suffering from the effects of this bacteria.

The spells *slow poison* and *neutralize poison* have no effect on the malady. The characters can make the water safe to drink simply by removing some from the fountain and boiling it for a few minutes. The water seems clean and pure to most characters, but druids of 4th level and higher and characters with the survival proficiency can note the taint of disease if their players think to ask about the water's purity.

Hill giants (4): AC 3 (hides); MV 12; HD 12+2; hp 64, 71, 76, 49; THAC0 9; #AT 1; Dmg 1d6 (fist) or 2d6+7 (giant-sized club); SA hurl rocks (Dmg 2d8); SD catch rocks (30% chance); SZ H; ML elite (13); Int low (5-7); AL CE; XP 3,000 each.

3. Guest Room

This small, rectangular room contains the shattered and smashed remains of what was probably a bed and a bureau, and perhaps one or two other wooden items that have been so reduced to their



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component parts that it is now impossible to say for certain what purpose they fulfilled when they were whole. Rotting tapestries hang upon the walls, and a large yellowed and insect-eaten bear skin covers most of the floor, perhaps once serving as a plush carpet but now just a matted mess.

Nothing of real value can be discovered in this room, which Desatysso had put aside for the rare times that he entertained a guest or two; only personal items including a brush, a comb, hard soap, and similar items can be retrieved amid the litter.

4. Cavern Access

The eastern portion of this chamber appears to abut the actual rock of the cliff face against which the stronghold was built. A rough tunnel, perhaps 15 feet wide and 10 feet tall, opens in the center of the native rock wall, leading into darkness. The remaining walls and ceiling of the chamber are stone blocks, showing massive untended cracks. Small bars hold the upper portions of what were once ceiling-to-floor tapestries. The southern extent of the room contains a large heap of debris made up of dried grass, animal pelts, and torn and ripped tapestries obviously salvaged from the walls of this very room. Against the north wall, a bonfire provides flickering illumination in the chamber.

A single young adult mountain giant rests in this chamber. In the event of conflict in room 2, she ceases whatever activity she was previously engaged in (combing her hair, playing mumbly peg, or napping upon the soft bed she has made for herself) and opens (just a crack) the door leading to room 2 to gauge the fight. If it appears that the PCs might win, the giant silently closes the door, bars it with a large wooden beam, then runs into the tunnel and up to the mountain giant lair to warn her family to expect company. The main tunnel leading off this chamber is just wide enough to allow giants to move through it single file.

The tapestries from the heap are too stained and yellowed to determine what they once may have portrayed. A thorough search through the filth turns up a set of beautifully worked silver goblets (each worth 100 gp), a gold chain clasping a ruby (300 gp), and a small mirror framed with intricately worked wood (120 gp).

Mountain giant young adult: AC 5; MV 12; HD 13+3; hp 73; THAC0 7; Dmg 1d8 (fist, kick) or

3d10+10 (giant-sized mace); SA hurl rocks (Dmg 2d10); SD catch rocks (30%); SZ H (13' tall); ML champion (15); Int very (12); AL N; XP 6,000.

5. Storage

This tunnel branching off the main passage is only 5 feet wide and 8 feet tall, insufficient to allow one of full giantish stature to pass through. Even though normal giants were unlikely to gain entry, Desatysso still trapped the entrance against unauthorized entry; the mage found that some of his more crafty servants could gain the service of smaller creatures to raid the contents of the chamber. The magical trap is still functioning and is aided by elemental magic of the earth: anyone who passes through the corridor has a 90% chance to step on the large concealed rocky pressure plate that covers a 5-foot-by-5-foot section of the floor. If the plate is trod upon, the rocky walls of the cavern magically constrict in the space of a heartbeat, almost like the mineral analog of an organic sphincter muscle, pulping anything in the passage and causing 2d10+20 points of damage. Any thief checking the floor for traps has the normal chance of detecting the pressure plate. If any pass the trap to reach the room beyond, read or paraphrase the following description:

This chamber appears to be undisturbed, a thick patina of dust having settled on all its contents. Every available wall supports a wooden rack of thin, diagonally crossing wooden beams, each piece exquisitely carved in the semblance of a leafy vine. Suspended on almost every point of wooden intersection are dark wine bottles, so dust-covered that their labels are hidden. This chamber appears to be a long-abandoned wine cellar.

Desatysso was quite a connoisseur of wine, and this chamber holds only the finest vintages available to him from twenty years ago. Although some of the bottles have gone over, most of them are in excellent shape due to the cool conditions of the cavern. To someone who appreciated such a treasure, each bottle could fetch as much as 100 gp. There are 87 bottles of wine in all stored here.

6. Dining Room

Smashed flat against the floor and broken into three separate pieces is the top of a large oak table. The finely carved legs are splayed out. A crys-



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talline chandelier that looks to have once been suspended from the ceiling now lies shattered upon the floor. Piled into the four corners of the room are the broken remnants of wooden chairs.

Before this room was despoiled and looted by the giants, the table was enchanted so that it would provide a feast for up to twelve people three times a day. Sadly, this enchantment no longer functions. Everything of value has been stripped from this room and now resides in the mountain giants' lair.

7. Chamber of Recreation

The eastern wall of this room appears to be composed of native rock. Elaborately carved into the rock is a huge fireplace fully 10 feet wide and deep. A large marble mantle has been affixed above the fireplace, the entire affair bordered with immaculately laid black tiles. Even with the apparent absence of fuel, a large fire burns and flickers within the hearth. Scattered about the rest of the chamber are the remains of leather furnishings. The southeastern corner of the room protrudes in a concave curve of black stone, in which is set a bivalve door of stone. There is a gaping hole in the roof at the room's southwest corner.

This chamber served as a place of relaxation when Desatysso wearied of research and experimentation in his attached Tower of Sorcery. However, the giants have pretty much stripped the room of any relaxing features by this date. The stone doors providing entry to the tower (area 8) are magically triggered to release the fully empowered fire elemental bound within the hearth. Desatysso kept the elemental bound for utilitarian purposes, but the elemental serves double duty as a guardian of the tower. The fire elemental is not released if a giant seeks entry through the stone doors (because they were servants of Desatysso), but any other creature seeking entry (or even approaching within 5 feet of the stone door) must contend with the elemental when it suddenly explodes out of the hearth with its full size and power. The fire elemental attacks until destroyed. Note that the trap is set off from both directions; thus PCs who may have entered through the broken roof of area 8 and exited into this chamber through the stone doors are also subject to attack by the fire elemental. The doors themselves are also trapped; see the description of area 8 for details.

Fire elemental: AC 2; MV 12; HD 16; hp 128; THAC0 5; #AT 1; Dmg 3d8 (punch); SA sets things on fire (any flammable item struck must save vs. magical fire at a -2 penalty or ignite); SD harmed only by +2 or better magical weaponry; SW cannot cross water or other nonflammable liquids; SZ H (16' tall); ML fanatic (17); Int low (7); AL N; XP 10,000.

8. Tower of Sorcery

Unless they climb the outer wall and enter through the collapsed roof, those intent upon gaining entry to the tower must first contend with the fire elemental in room 7. The doors to the tower are additionally trapped so that anyone who pulls upon the ring without first turning it a full 180 degrees clockwise is subject to attack by the scything swing of a razor-sharp pendulum blade that depends from a hidden compartment in the ceiling. The PC who pulled upon the ring and anyone standing next to him or her must make a Dexterity check at a -5 penalty or be hit by the pendulum for 1d10+10 points of damage. If the doors are finally pulled open and someone has a chance to see within, reveal the following information:

The roof above has been smashed in by massive boulders that now lie scattered amid the ruin of what was at one time at least three and maybe four separate tower stories. It is difficult to say what this tower may once have housed; now it is a broken, gutted, burned, looted hollow, serving only as a roost for several doves that coo and strut among the broken beams that once supported the ceiling.

It is within this tower that Desatysso did his research and magical experiments, and it is also here that he kept his secrets and items of power. The clue that the PCs need for the continuation of their adventure once resided in the study on the tower's second story. The piles of splintered timber and crumbled stone speak eloquently to the fact that little is now likely to be found here. The mountain giants who once served and guarded Desatysso's sanctuary have defiled and broken the place in the mage's absence. They also looted what items of value that they could recognize, and those items now reside in room 15 of their lair, high above the valley floor. Desatysso's ornate and valuable desk, containing the clue concerning the Devourer that the PCs seek, was carried away in just this fashion, and they must penetrate the giants' lair to recover it.



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Hopefully, the PCs will be able to deduce by the evidence before them that the place has been looted and that they need to track down the looters to learn all that they can regarding Desatysso. A search through the mess reveals little of value, but many items that were once valuable: a few broken wands, many dozens of broken vials, a few flasks containing desiccated potions, a broken staff, a shattered sword that once apparently had potent runes of power engraved upon it, etc. However, the one item that may be found (with a successful roll to find secret doors) is a small silver key, hidden from casual scrutiny, that has fallen into a crack in the floor. This is the key to Desatysso's desk in room 15; locating it here will save the party much grief.

DM Note: A search for secret doors succeeds on a roll of 1 on 1d6 after a 10-minute search; elves and half elves succeed on a roll of 1–2 on 1d6. It takes 10 minutes to examine a 10- by 20-foot area.

9. Passage

From the level of Desatysso's Stronghold, the passage begins a very steep ascent, spiraling up and up a total of 1,000 feet before opening out onto the ledge at area 10, a giddy height above the valley floor. The tunnel remains 10 feet wide and 15 feet high throughout its steep length, and giant-sized creatures may only pass through it single file. If the lookout in room 4 made good her getaway, she first warns her giantish family that intruders are on the way and then, as they assembled in area 10 behind her, kneels at the top of the passage ready to roll a very large, specially rounded boulder down the passage at the first sound of the party's approach. The passage is smooth enough so that the stone sphere (which fills the passage from side to side) will roll all the way down to room 4, crushing anything in its path. Note that she actually places the stone in the passage and holds it in place—a primitive but effective "deadman's switch"—so that PCs who silently sneak up the tunnel and unleash attacks at her will cause the boulder to be released and begin its rapid descent.

Unless the party is taking pains to move silently (as the thief skill) or are advancing up the passage with the protection of a *silence* spell, read the following boxed text when the characters are 20 feet away from the last bend in the tunnel before it opens onto the terrace detailed under entry 10.

A horrible sound begins above and ahead of you around the bend of the tunnel: a booming echo that starts low but rapidly grows in volume until you can feel a sickening vibration in the soles of your boots. Suddenly from around the corner wheels a huge, spherical boulder, filling the entire width of the cavern, rolling toward you with ever-greater momentum!

Display Illustration #5. The PCs have but a single round to react from the time the boulder rolls into sight: begin counting down from 10 to add dramatic tension to the encounter. The boulder's movement rate is 18, so most PCs who try to outrun the rock will quickly be overtaken by their remorseless pursuer. There is 5 feet of clearance between the top of the spinning boulder and the ceiling of the tunnel; any PC who can manage to reach this height during the single round of preparation should be safe (*slippers of spider climbing*, anyone?). Alas, a failed climbing roll drops the poor PC right down into the path of the oncoming boulder. Take special note of the height of any character who attempts to jump straight up (either through use of the jumping non-weapon proficiency or *boots of striding and springing*): anyone 5 feet tall or more who succeeds in clearing the boulder will crack his or her head on the low ceiling and fall prone in front of the rolling stone. A halfling or gnome PC who dives for the corners and specifically states that he or she is lying down on the floor pressed against either wall can escape damage; any larger PC who tries this trick receives a mere 2d10 points of damage as the boulder thunders past. PCs who are unable to get to safety of any sort (or can't decide upon a course of action before the count-down runs out) are run over by the boulder and crushed, suffering 12d10 points of damage.

10. Overlooking Terrace

The steeply ascending tunnel finally gives out onto a wide ledge overlooking a vertical drop into a small mountain valley some 1,000 or so feet below. Three separate tunnels give off the ledge, leading back into the side of the cliff face, that reaches its summit a mere 30 feet above. The ledge seems an ideal place to study any activity in the valley below, and the many large piles of stones nearby would make excellent ammo for those of sufficient strength of arm to cast them.



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The mountain giant and his two adolescent sons who normally guard this area do not cast stones at the party when they first enter the vale below because they've decided that it is best not to draw attention to their lair if at all possible.

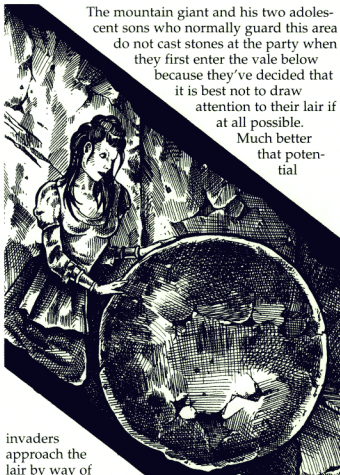
Much better that potential

DM Note: Any character, no matter how many hit points he or she has, must make a saving throw vs. death magic to survive any misadventure that causes 50 or more points of damage.

It is possible that the PCs will seek to bargain with the giants—that would be wise. However, this will not be easy, as these creatures are sure of their strength and are loath to give up any portion of the treasure they garnered from Desatysso's stronghold (holding it as their rightful due for years of servitude to the wizard). You should play the giants as arrogant, belligerent, and none too bright (with the important exception of the daughter, the sharpest of the family—she's the one who thought up the Boulder trap—and the one most willing to negotiate).

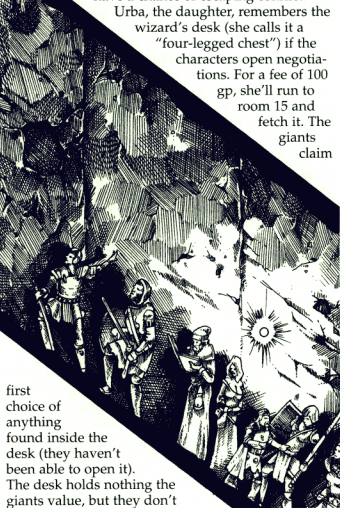
Characters who can convince the giants that they don't want the giant's "pretties" but just information and clues left by Desatysso have a chance of escaping conflict.

Urba, the daughter, remembers the wizard's desk (she calls it a "four-legged chest") if the characters open negotiations. For a fee of 100 gp, she'll run to room 15 and fetch it. The giants claim



invaders approach the lair by way of the tunnel (see entry 9 above) than approach through the air without first being weakened by the hill giants and other defenses below. If the PCs weather the rolling stone, they may have to do battle with the guardian mountain giant and his two sons, and possibly his daughter as well if she escaped unharmed from room 4.

A favorite tactic of the giants, used 50% of the time, is to simply grab a PC and throw the struggling bundle off the 1,000-foot cliff. The giant needs a successful attack roll (ignoring the target's armor, but Dexterity and magical adjustments to Armor Class do apply) to nab the character. Breaking the giant's grip requires a successful bend bars/lift gates roll; otherwise the character takes the plunge the next round. Unless the PC has a *ring of feather falling* or some other extraordinary means of breaking the fall, he or she hits bottom at the end of the round, taking 20d6 points of damage.



first choice of anything found inside the desk (they haven't been able to open it). The desk holds nothing the giants value, but they don't



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know that. PCs who can talk their way into a look at the treasure should be rewarded 1,000 xp each for level-headed thinking in the face of so much raw aggression on the giants' part. On the other hand, greedy characters are ensured of bringing battle to themselves. Any conflict brings the visiting shaman giant (room 12) and her retinue of trolls (room 11) to the aid of her embattled hosts. The giant's wife also arrives from room 14 in 1d4+3 rounds to assist in any battle.

Mountain giant: AC 4; MV 12; HD 15+3; hp 98; THAC0 5; #AT 1; Dmg 1d8 (fist) or 4d10+10 (giant-sized club); SA hurl rocks (Dmg 2d10); SD catch rocks (30%); SZ H (14' tall); ML champion (15); Int average (9); AL CN; XP 7,000.

Mountain giant juveniles (2): AC 6; MV 12; HD 12+2; hp 55, 57; THAC0 9; #AT 1; Dmg 1d6 (fist) or 2d6+7 (giant-sized club); SA hurl rocks (Dmg 2d8); SD catch rocks (30%); SZ H (12' tall); ML elite (13); Int low (5, 6); AL CE; XP 3,000 each.

Mountain giant young adult: AC 5; MV 12; HD 13+3; hp 73; THAC0 7; Dmg 1d8 (fist, kick) or 3d10+10 (giant-sized mace); SA hurl rocks (Dmg 2d10); SD catch rocks (30%); SZ H (13' tall); ML champion (15); Int very (12); AL N; XP 6,000.

11. Shaman's Entourage

This roughly square cavern is ripe with the odor of rotting meat. Bones and half-eaten portions of various wild animals lie in confusion on the rocky floor. The walls of the cavern are scored as if by many claw marks. To the east, a tunnel leads further into the side of the cliff. A flickering illumination is just visible from down the passage.

Whenever the mountain giant shaman travels abroad from her abode deeper in the Glorioles, she brings with her an elite bodyguard of six trolls. The shaman doesn't care much for their company but finds that it helps preserve her aura of power if she keeps somewhat aloof from others of her kind. The trolls in this chamber may have already been encountered in room 10 if a grand melee broke out there. Otherwise, PCs entering this room will certainly have to contend with these creatures, whose highest priority is to guard the entrance to room 12, the shaman's guest cave. These trolls carry no treasure with them; all their favorite belongings are safely hidden away

in the secret lair of the shaman mountain giant (the location of which doesn't come into this adventure).

Trolls (6): AC 4; MV 12; HD 6+6; hp 38, 36, 35, 31, 30, 29; THAC0 13; #AT 3; Dmg 1d4+4/1d4+4/1d8+4 (claw/claw/bite); SD regeneration (3 points a round starting 3 rounds after first suffering damage); SW cannot regenerate acid and fire damage; SZ L; ML elite (13); Int low (5-7); AL CE; XP 1,400 each.

12. Shaman's Guest Cave

This roughly circular cavern is brightly illuminated by a large bonfire burning in the center of the room. A very large pile of tree trunks and thick branches has been put aside for fuel, filling the northern portion of the chamber. A portion of the southern wall has been smoothed, and primitive-looking pictures and signs have been scratched into it.

Whenever the leader of the mountain giants of the Glorioles makes her rounds to the far-flung families of her tribe, she expects to be put up by her followers. The giants who once were controlled by Desatysso are now part of the loose confederation of giants of the Glorioles, and as such they have prepared this room especially to house the shaman. The chamber is relatively clean and remains uninhabited during the long periods of time while the shaman is absent. Unluckily for the PCs, the shaman is currently in residence.

If the PCs are involved in a conflict with the giants in area 10, the shaman will come to investigate, possibly calling for a halt to hostilities (unless the giant's daughter, whom she views as a possible successor, has been killed, in which case she plunges furiously into battle). The shaman always employs her troll contingent in any battle, whether in area 10 or here in this chamber. The shaman uses her spells to best effect wherever possible, but not to the exclusion of using her exceedingly deadly magical iron mace. (Dwarf miners living along the eastern edges of the Glorioles made it for her in return for not rousing the giantish tribes against them.) If the PCs surprise her here, she reacts aggressively, attempting to squash what she perceives to be enemies. Other than her giant-sized mace +3 (unwieldable by creatures smaller than size H), she carries no valuables with her; her personal treasures reside in her lair.

Reshaale, mountain giant shaman: AC 4; MV 12; HD 15+3; hp 108; THAC0 5 (2 with *giant mace* +3);



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#AT 1; Dmg 4d10+13 (*giant mace* +3); SA spells, hurl rocks (Dmg 2d10); SD catch rocks (30%); SZ H (14' tall); ML champion (15); Int very (12); AL CN; XP 9,000.

Spells (3): 1st—*animal friendship, command; hold person*.

13. Lair

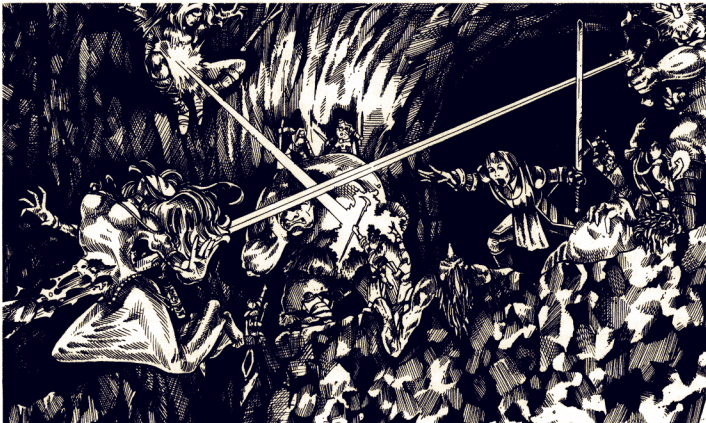
The carcasses of six freshly slain mountain sheep are strung up on hooks against the western wall. There is a giantish table standing 8 feet above the stone floor immediately in front of the suspended sheep. In the center of the chamber is a large ring composed of big rocks. The center of the ring is filled with the ashes of many fires. Behind the fire ring, the southern wall is home to several heaps of animal skins and furs. A very large boulder appears to be rolled into the southeastern corner of the cave.

This is the main living quarters for the mountain giants. A wide variety of activities takes place in this chamber, the two most obvious being eating and

sleeping. Although the top of the table is out of view for normal sized PCs, it contains a variety of stone cutting implements. If the PCs enter this chamber during the hours of darkness there is a large fire in the pit; otherwise, it is doused.

This chamber contains one female and one infant giant. If the PCs engage the giants on the terrace (room 10) in battle, the female giant here quickly rolls away the huge boulder in front of the treasure chamber (room 15) and places her infant there for safekeeping. She then rolls the boulder back in place, grabs up her club, and rushes to help defend the domicile. Otherwise, she will be found in this chamber holding the infant giant protectively. The infant is helpless and cannot effectively defend itself in combat.

The boulder blocking the treasure cave moves easily to the thews of a giant; however, the PCs will probably have more trouble. A successful bend bars roll must be performed to move the boulder away to reveal the small chamber beyond. A casual look around the chamber may not even reveal that the boulder hides another cave.





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Mountain giant: AC 4; MV 12; HD 15+3; hp 77; THAC0 5; #AT 1; Dmg 1d8 (fist) or 4d10+10 (giant-sized club); SA hurl rocks (Dmg 2d10); SD catch rocks (30%); SZ H (14' tall); ML champion (15); Int average (9); AL CN; XP 7,000.

Mountain giant infant: AC 8; MV crawl 3; HD 7; hp 30; SZ S (2' tall); Int animal (1); AL N; XP nil.

14. Watering Hole

The dry, rocky floor comes to an end only a few feet into this cavern, giving way to a still pool of dark water that appears to fill this small, very rough cavern to an unknown depth. Other than the two barrel-sized buckets positioned very close to the water's edge, nothing else of immediate interest is visible in the chamber.

The mountain giants periodically refill this pool from a mountain spring so that they have drinking water always close at hand. The depth of the pool is only about 2 feet, and it hides nothing except a muddy cavern floor.

15. Treasure Cave

Heaped into the center of this small cavern is a pile seemingly composed of equal parts ruined furniture, household implements and decorations, random debris, and here and there the real glint of silver and gold coins. Tapestries of conflicting design and orientation have been poorly attached to all the walls of the chamber and look none too good for wear. A delicate gold chain has been affixed to the center of the ceiling by a crude iron spike. Upon the end of the chain, a spherical lamp glows with a kaleidoscope of changing colors, adding the final mad touch to the scene.

A search through the mostly ruined decorative items and debris uncovers some valuables. The most significant find as far as the PCs' quest is concerned is a beautiful roll-top desk. The legs of the desk are carved to resemble dragon legs, while the dragon's head has been artfully carved onto the topmost portion of the desk. The desk is currently closed and locked, and there are no exterior drawers. Because of the strong enchantments Desatysso laid upon the desk, the giants have not been able to crack it open even when they once hurled it from the ledge (although those on the ground heard some nice

smashing noises like the sound glass makes when it breaks).

The PCs can open the desk with the key from room 8, placed in the dragon's mouth and turned counterclockwise. (A close look at the dragon's mouth reveals a keyhole.) A clockwise turn of the key sends a magical surge of electricity through the key, inflicting 6d6 points of damage to anyone touching it. Because of the desk's enchantment, the lock cannot be picked; any lockpicking attempt results in electrical damage as noted above. Rogues can note the presence of a magical trap at half their normal find traps chance. *Knock* spells will not open the desk, but a *chime of opening* will.

Opening up the desk reveals a sodden mass of ruined, stained, and acid-eaten papers mixed in with shards and splinters of glass, reminiscent of potion vials. During all the giants' battering of the desk, they have destroyed all the rare and valuable magical potions kept within, and indirectly destroyed almost every valuable document and magical scroll kept here by Desatysso.

A search through the morass uncovers the acid-eaten remains of a small journal. It is almost totally ruined, save for the following bleary but readable passage penned in a strong hand in the common tongue:

... finally ready for this challenge. I've had enough of weighing the risks against the potential rewards; knowledge will be reward enough, one hopes. With the Amulet in my possession, I should be able to push through the final veil and confront the Devourer in his true incarnation. Of course, I'll need help with this; to go alone would be nothing more than suicide. I guess that it will be Falon T'selvin of Kalstrand and his bold company that I shall go to for assistance. Falon has never let me down, and I know that he will be as eager as I am to finally breach ...

Nothing else is legible, but the PCs now have another name (Falon T'selvin) as a lead for use on the next leg of this mystery; it looks like it's back to Kalstrand for now. If the PCs search the desk for secret compartments, a successful check reveals a secret drawer back where the wooden slats of the rolltop lid vanish into the wood. The secret compartment holds a small leather pouch that has not been destroyed by the magical mixture of smashed potions in the main portion of the desk. Within the pouch is a pale lavender *ioun stone* that



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absorbs spells of up to 4th level. The stone can absorb a maximum of 30 levels, but it has already absorbed 27; Desatysso didn't think to take it with him when he left on his last quest.

Besides the contents of the desk, the giants' hoard contains some valuables mixed in with the trash: 2,345 sp, 458 gp, and 137 pp. Also here are a total of five complete silver place settings worth 100 gp each, three intact crystal goblets worth 20 gp each, an ornate jade statue of a lurking panther worth 200 gp, and about a dozen finely carved chess pieces of obsidian worth 50 gp each. If the party has negotiated with the giants (see page 19), they might open the desk in the giants' presence. The giants have no real interest in the *ioun stone*. To them, it's just a chunk of crystal, and not a very attractive one at that. Nevertheless, if the PCs seem excited to find it, they claim it as their own. Quick-thinking parties can trade it for a gem worth at least 500 gp.

Back To Kalstrand

With only the name of Falon in their hands, there is really nothing else for the PCs to do than return to Kalstrand, especially in light of the fact that the note found in Desatysso's desk places Falon as being from that city. The reference made to "the Amulet" (that is, the *Amulet of the Void*) can also only be made clear with a trip back to Kalstrand.

Heroes with profligate magic may decide simply to teleport or use some other esoteric method to return to Kalstrand quickly. Those who decide to hoof it face the same time commitment and encounter conditions ascribed to the initial leg of the journey, save for one dangerous additional possibility.

Forgotten Down

Because of the effects of the Dark Intrusion, burial grounds take on more sinister connotations. In fact, the burial mound the party passed on their way to Desatysso's stronghold has been touched in the meantime by probing fingers of negative influence, awakening fell memories of previous days in the form of malevolent spirits.

When next the heroes pass this mound, the sound of pipes and reeds emanates from it; they play a haunting melody. Closer investigation reveals that the music indeed comes from the earth itself, and seems partially muffled as if it travels through some impeding substance. A successful find secret doors roll reveals a hollow near the top of the mound where the grass grows very sparsely. Two tumbled

spires, mostly buried by centuries of growth and natural deposition lie here. Cleaning one or both cracked, eroded pillars reveals a message, inscribed in an ancient form of the common tongue. A *comprehend languages* spell or successful use of a rogue's read languages skill can decipher the text:

"Here lies the final resting place of the False Prince. May he find a realm to rule that eluded him in life."

A minor bit of excavation of topsoil and gravel uncovers a plug of granite about 5 feet square. A metallic pull handle was once affixed to the center of the plug, but in the intervening years it has rusted away, leaving only a telltale stain. Some creative lifting by the PCs (or magic) unseals the plug—a long pole or spear used as a lever works perfectly well. With the removal of the plug, the music blares out three times as loud for a heartbeat, then cuts off on a razor's edge, leaving an ominous silence.

Below the plug is a stone stairwell, though the steps appear rounded as if eroded over an exceptional period of constant use. In fact, since this burial mound was sealed, these stairs have seen constant use by hunting mastiffs in service to the False Prince buried with him long ago. Though undead, the mastiffs still patrol the stairs every turn, as they have done for years uncounted. Up until recently the hounds were nothing more than mere automatons, but with the reinforcing Dark Intrusion, their ability to defend the mound is magnified. In fact, they resemble hell hounds in form and ability—they stand 5 feet tall at the shoulder, and are soot black, save for their eyes, which glow red, as does their steaming breath.

The stairwell is 10 feet wide and 7 feet tall, and descends at a 45 degree angle for 40 feet, at which point it levels into a 10 foot wide by 7 foot tall passage. The passage extends some 50 feet, and connects to a 30 foot diameter chamber described below; however, before the characters even get off the stairs, they are accosted by the hounds.

Hell Hounds (8): AC 4; MV 12; HD 7; hp 56 each; THAC0 13; #AT 1; Dmg 1d10 + 7 points of fire breath (bite & simultaneous fire breathe); SA Breathe fire at one opponent up to 10 yards away for 7 points of damage (save vs. breath weapon for half damage); SD Immune to fire, +1 to surprise rolls, see hidden or invisible creatures 50% of the time; SZ M (5 feet tall at shoulder); ML Fearless (20); Int Low (7); AL LE; XP 1,400 each.



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If the hounds are dispatched, the adventurers can examine the 30 foot diameter chamber at the end of the passage in peace. The chamber is lined with small, 1 foot deep alcoves, each holding crude weapons of all types long decayed and useless. In the very center of the chamber is a short stone pedestal holding a set of pan pipes. The panpipes are actually *pipes of pain*, and afflict any who take them up.

A successful find secret doors roll reveals a compartment under the pedestal in which coins of an ancient mint in the amount of 500 gp reside. Of the musician, no trace remains—when the party opened up stone plug above, the newly animated ghost of the False Prince fled, taking careful pains to avoid the heroes' notice. Though newly awakened, the False Prince is now free to win the realm it was never able to in life, though that story goes beyond the scope of this product.

On Falon's Trail

Once the PCs have returned to Kalstrand (possibly encountering wandering monsters on the way), they may seek out Ahrens the sage again to discover more concerning this Falon, or they could elect to hit the streets and dig for information themselves concerning the name. If the PCs go to Ahrens, he charges them his usual rate and has an answer within the day:

"It seems that twenty years ago the famous explorer Falon T'selvin contracted his adventuring band to a mysterious mage . . . perhaps this was Desatysso? There's no record here as to the specifics, but it seems that the expedition met with utter disaster. The record ends with, 'And so the two remaining companions of Falon returned with him to Kalstrand, the city of Falon's birth. Defeated, Falon never again left his place at the end of Elmwood Lane.'"

The PCs can garner this same information in bits and pieces over 1d4 days of careful bar-trolling and bribes (10 to 100 gp's worth). You can play these small scenarios out in whatever detail seems appropriate, but the single most important piece of information the PCs need is that Falon can be found at the end of Elmwood Lane.

The Place at Elmwood Lane

The party's most fruitful course of action now is to look up Falon T'selvin, hoping he can still be found

at the end of Elmwood Lane after twenty years. The party easily discovers Elmwood Lane. However, when they reach the terminus of the lane, they are in for a shock: the only place at the end of Elmwood Lane is the Kalstrand cemetery!

If the party loiters at the gates of the cemetery for even a few moments, a nearby groundstender takes notice of them. He approaches, doffs his cap, and asks the PCs if he can be of help. "Perhaps ye would like to be directed to th' mausoleum of th' merchant princes of Karakis? Amazing, truly. No young-un's allowed, though—wouldn't be decent. Or maybe ye seek a long-buried relative?" The characters may have a rough moment when the import of the graveyard becomes clear to them, but they should be able to deduce that Falon's "place at the end of Elmwood Lane" is a plot of earth six feet under. Hopefully, the characters wish to take a look at Falon's grave so long as they are here, where they make their one real contact of importance—Grunther, one-time companion of Falon, who daily visits the gravesite of his former friend and leader. He has visited the site every day for twenty years.

PCs who discover or are directed to Falon's tombstone find a large marble column, obviously an expensive and finely crafted marker. **Display Illustration #6.** The gravestone has the following inscription: "Falon T'selvin./Strong of Hand, Quick in Mind, and Fair of Face/Such Availed Him Not in the Screaming Place." Nothing else can be learned directly from Falon's grave.

However, a figure stands next to the grave with his head bowed. This is Grunther, who was one of the few survivors of Falon's final adventure. He is truly a hulk of a man, standing just under seven feet in height. Even though his balding pate and haggard features indicate that he must be long past his prime, his thews still obviously flex with great power. His left arm, however, ends at the forearm; he lost it when he stuck it into the *sphere of annihilation* mouth of the Great Green Face (location 6 in the original tomb). He wears dark leather studded with iron and carries a large ax strapped on his back. Grunther is none too bright, but plenty tough. In a halting sentence, he asks the PCs if they're friends of Falon. PCs who explain they are seeking the significance of the Devourer can, with suitable prodding, draw out the following information from Grunther (he's not the most talkative of fellows, and his response to anything he doesn't understand is usually "huh?").

Grunther remembers his final expedition with Falon very well but, unfortunately for the PCs, the



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warrior doesn't understand too much beyond fighting. However, he does carry lasting sorrow as large as an ocean for his lost friend Falon. He recalls that the company traveled "far away, across the place of smelly mud" until they finally entered a "place under the ground, a bad place, very bad!" Grunther remembers there being a "black mouth" that ate his arm. After that, he can vaguely recall overcoming many evil traps, until finally they met "the grinning skull. It flew in the air. It killed Falon and everyone. Everyone but me and the nice lady and the wizard-man."

If asked, Grunther can't remember the wizard's name. If they mention Desatysso, he'll nod and say that could be the name (he'll nod just as readily if they mention any other name). On the other hand, he could never forget Sather, the "nice lady." He remembers that the wizard had a long talk with Sather before they parted company (it's still a sore point with Grunther even after all these years that the wizard did not come to Falon's funeral). He knows that Sather does not live in this city, but she does live in a city close by (he can't quite recall the name), down the river toward the south.

If shown the picture of the Face of the Devourer uncovered by Ahrens (that is, **illustration #2**), he promptly identifies it as the "black mouth" that ate his arm. Grunther eventually makes the connection (*it's a miracle!*) that the PCs may be tracking down "the grinning skull" and insists that they take him along, so he can get his revenge for Falon's death and maybe even have a word or two with that wizard about funeral etiquette ("doin' whatcha oughta do"). Grunther attempts to sweeten the deal by explaining that "Grunther tough. No one tougher than Grunther." Also, he offers to show the PCs the way to Sather, who "talks better than me. She knows the way, the way to the grinning skull with jeweled teeth!"

Grunther's statistics are given below. He would make a good addition to the party; while dumber than a dead rock, he is a very competent fighter and a good-natured, loyal companion without a selfish or greedy bone in his body. The DM should work to get Grunther included with the party if they need some extra muscle; keep him alive long enough to make them regret his loss should that sad event eventually occur. If they adamantly refuse to let him tag along, they should be able to garner enough clues to make a good guess that Sather lives in the city of Pitchfield, on the far side of the Glorioles.

Grunther, hm F13: AC 5 (studded leather, Dexterity bonus); MV 9; hp 137; THAC0 8 (0 with *battle axe* +3 and Strength bonus); #AT 2; Dmg 1d8+14 (*battle axe* +3, Strength bonus); SZ M (6' tall); ML fearless (19); AL NG; XP 3,000.

S 18/91 (23 with *girdle of cloud giant strength*), D 16, C 17, I 5, W 7, Ch 13.

Special Equipment: Elsie (*battle axe* +3, +4 vs. *undead & regenerating creatures*), *girdle of cloud giant strength*, *eversmoking bottle*.

The Journey To Pitchfield

The PCs can travel to Pitchfield in whatever manner best suits them. They may just strike out into the mountains (in that case, use the random encounters table on page 13). More prudent PCs can secure passage with the next trade caravan heading down to Pitchfield on a route that threads between the Rieuwood and the Glorioles, scheduled to leave in a few days. Pitchfield lies approximately 200 miles south from Kalstrand, promising to be a journey of some 10 days for travelers on foot (20 days if they accompany the caravan, with its slow-moving wagons). The sight of fellow travelers is a rare event on this trip. Encounters that are not central to the adventure are not covered in this text; however, you should feel free to devise outdoor encounters of your own.

Small farming communities of 30 to 70 people appear along the route every 20 to 30 miles. Nothing out of the ordinary is obvious about the majority of these. However, when the party approaches to within 30 miles of Pitchfield, they spy the small village of Molnar up ahead.

Molnar

Molnar is a collection of 13 buildings situated on the edge of the Rieuwood. From where you stand, the city appears utterly abandoned; there is no human activity at all. Doors bang back and forth unsecured in a chill wind, litter blows through the street, and the farm plots visible on the rise of the hill above the village lie untended.

Display Illustration #7. An investigation of the village confirms the initial appraisal; Molnar is indeed empty. By the look of things, the village must have been abandoned only a short while ago. A house-to-house search reveals little, although there is some evidence of violence: dropped crockery, a smashed



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window here and there, and a couple of slain pets. The searchers also discover a single clue: etched into the side of a barn is a crude rendering of the Sign of the Devourer. **Display Illustration #2 again.**

This village was hit by the Dim Triad two nights ago. In this particular case, many of the villagers were actually taken captive and transported by the vampires via *shadow barge* (see Appendix 1) south into the Vast Swamp and finally to Skull City itself. No physical evidence other than the rendering of the sign (the vampire Harrow made the sign with a sharp fingernail) is visible.

Pitchfield

If the adventurers approach the town of Pitchfield during daylight hours, they run across a rush of carts and wagons in the streets. The conveyances appear to be stuffed with people and belongings. PCs who call out to ask for the reason behind this exodus are told with hoarse shouts to “Stay away! Stay away! There’s a plague running loose in Pitchfield!”

The Pitchfield stables are a frenzy of activity, as townspeople attempt to purchase or rent the limited number of wagons and horses available. If the PCs arrive by any of these means, they are approached by a mob of desperate townspeople who attempt to beg or buy passage from the PCs back north. If the PCs rebuff these people in a gruff or rude manner, a poor reaction roll could incite a riot at the DM’s option. Those who arrive via an alternate mode of transport—for example, by foot—are of course immune from this possibility. Characters with horses or other mounts would be well-advised to keep a close eye on them to prevent their being stolen by desperate townspeople.

Angry townspeople (20): AC 10; MV 12; HD 1–1; hp 3 each; THAC0 20; #AT 1; Dmg 1d4 (knives, tossed stones); SZ M; ML average (9); Int average (9–12); AL varied; XP 15 each.

PCs who make it past the immediate press of desperate evacuees soon discover that not everyone in town is as spooked as those at the stables. Many in Pitchfield are concerned, certainly, about some recent deaths; however, life goes on, and there’s work to be done. PCs who ask around easily learn that in the last month over twenty people have been found dead in their homes, with no sign of struggle. The rumor is that some strange sickness has made its way up from the Vast Swamp south of Pitchfield. The people of the

town had been taking this sickness in stride, but just this morning the ruler of Pitchfield, Count Hazendel (Olvensteward of the South) and every member of his household were discovered missing, save for the pets, which were found dead. It is this news, on top of rumors of a plague, that inspired the panicky evacuation.

Again, it is the Dim Triad who have been causing the deaths and disappearances in Pitchfield. The vampires do not return for many nights. However, on the second night after the PCs’ arrival, a strange fog flows in from the river and the buried dead of the town’s cemetery begin to animate in the night. Since the Dim Triad extracted blood for Mistress Ferranifer’s necromantic experiments rather than merely drinking it themselves, their victims do not become vampires in turn but merely wights. A pack of wights (1d20 of them) wreak havoc on the town.

Characters who are mainly interested in finding Sather can ask after her from the local populace. The townspeople know of her as an herbalist who does a small business in healing medicines but warn that she is a bit eccentric. If Grunther accompanies the party, he can lead them directly to her home located on Low Row.

Wights (1d20): AC 5; MV 12; HD 4+3; hp 27 each; THAC0 15; #AT 1; Dmg 1d4 + special (bite or touch); SA energy drain (touch or bite drains one level); SD harmed only by silver or +1 or better magical weapons, undead immunities (unaffected by *sleep*, *charm*, *hold*, *cold*, *poison*, and *death magic*); SW holy water (2d4 points of damage per splash), can be turned; SZ M; ML elite (14); Int average (9); AL LE; XP 1,400 each.

Sather

Sather lives in a dirty neighborhood of exceptionally narrow streets and mud roads. Many of the buildings appear to be long abandoned and rat-infested. Her second-story lodgings lie at the top of a rotting set of wooden stairs behind a thick door of oak. The exterior door is covered in many glyphs and runes, apparently of a warding nature; however, the runes are not charged with any sort of magical energy. A rap on the door brings a low “Who is it?” only seconds following the knock, as if the respondent were standing immediately on the other side of the door.

Sather was once a powerful cleric to a goddess of good (choose a deity appropriate to your campaign world). Unfortunately, she had her moment of doubt



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and pain within the Tomb of Horrors and has since been unable to rekindle the flames of her faith. Only she, Grunther, and Desatysso survived the final encounter with the demilich, and only she and the fighter emerged alive from the tomb, bearing Falon's body. Her last act for Falon was to see to it that he was respectfully interred in the city of his birth. She has been unable to cast spells since she fell from grace. The money she earned as an adventurer ran out long ago, and she has been relying on her skills in healing and herbalism (nonweapon proficiencies) to make a living here in the city of Pitchfield. The main room of her apartment has wall-to-wall shelves, each filled with glass containers containing every common plant and animal derivative known to the region, and many uncommon ones from further afield.

When the PCs first see Sather, **Display Illustration #8**. Sather is in her sixties, once beautiful but now faded by age, pain, and grief. Her hair is long and gray, her eyes hidden by stray tufts. She leans heavily on a cane when she moves, on account of her left leg being crushed by a stone juggernaut during her time in the tomb. Sather has repressed quite a few emotional memories, and any reference to the tomb causes her to start, tremble violently, and finally lose her cane and fall over backward.

If the party can calm Sather, she finally divulges the information presented in the following boxed text:

"I do not speak on this easily. I lost my leg, my friends, my god, and nearly my life in that most accursed of places. We went into the tomb nigh on twenty years ago now, yet still I have nightmares about it almost every night. I will repeat this once, and once only. Then you must go, and trouble me no more with these questions, for I cannot bear to think upon it overlong.

"Our company, led by Falon, went into the tomb with a wizard who named himself as Desatysso. He said he'd been searching for the place for ten years. He said that with the information he possessed, he could find the *true* tomb of Acererak, whatever that meant. I don't know what special knowledge he thought he had; it didn't save us there at the end, when the demilich feasted on our very souls. There were seven of us when we went in: Falon, Aaron, Desatysso, Tiefon, Grunther, Lyla, and myself. Only Grunther and I came out, the one crippled and the other one-handed as you see him. Empty handed, and bereft.

"Now, then, that's as much as I can say. One thing more I can give you. This is Desatysso's Journal, that he kept during our time in the tomb. It tells of the horrors we faced in more detail than I care to explore with you. I suggest you read it carefully before you decide to go where we should not have."

At this point Sather hands the party Desatysso's Journal; **give the PCs the player handout titled "Desatysso's Journal" at this time**. The boxed text is all that Sather is willing to say on the subject. If the PCs push her, she becomes more and more upset, even distraught, her hands trembling and her breath coming in gasps. If the PCs do not let up, they push her into a nervous breakdown, that has negative consequences both for good-aligned PCs and for their relationship with Grunther (who no longer wishes to accompany such a mean-spirited party but will stay and nurse Sather back to a semblance of health instead).

Among other things (including a map of the location of the tomb within the Vast Swamp), *Desatysso's Journal* reveals information regarding a very important item, the *Amulet of the Void*. Desatysso claimed that it was the *amulet* that would allow him to discover the "true tomb." The final passage of the journal is obviously penned in a different hand than that which started it; Sather finished the journal, describing how she took the *Amulet of the Void* and hung it above the entrance to the tomb. What she doesn't know, and what hasn't been recorded in the Journal, is that the *amulet* was broken in half during their struggle within the demilich's vault (room 33 of the original tomb); one half remained in the lair with the demilich. Ferranifer of Skull City has long since retrieved the half of the *amulet* left by Sather outside of the tomb, likewise not realizing that it is only half of the original whole.

The front of the card shows both halves of the *Amulet of the Void*. When the party recovers the portion Mistress Ferranifer wears (the upper half), the DM should show the players that portion of the card. It would be best to photocopy the card and carefully cut it apart before letting the players see it.

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At this point, there is little more information available for the PCs to gather. The time has come for them to venture into the Vast Swamp in search of the Tomb of Horrors.

Into the Swamp

The journey from Pitchfield to the edge of the swamp takes about six days of normal travel to cover the 120 miles. Many of the villages the PCs run across during the trip south are filled with rumors of plague and disappearances, but none are wholly abandoned like Molnar.

The Pawluc River feeds the Vast Swamp from the north. Its current slows and stagnates amidst a wide geological depression, forming the swamp. As its name implies, the Vast Swamp is quite large, and no one has ever mapped the full extent of its soggy interior. Without Grunther or some esoteric source of aid (an *arrow of direction*, for example), it takes weeks if not months of tedious, dangerous searching to

stumble upon the tomb in these featureless marshlands. For those who have the requisite guide, the journey from the edge of the Swamp to Skull City takes five days of hazardous swamp travel if the PCs have a boat; by foot, the journey stretches to ten dirty, exhausting days.

The following boxed text describes the conditions within the swamp:

The air is wet and sticky, causing your clothes to hang on you with uncomfortable dampness. With every step, your feet sink several inches into the omnipresent mud, releasing strange and unpleasant odors of fungus and rot to assail your nose. Swamp grass grows in thick, reedy patches from the stagnant water, so high that it is difficult to estimate your position. Large trees hung with all manner of vines, Spanish moss, and other moldy garlands poke above the water in random spots, sometimes marking the location of solid, if

Random Encounters in the Vast Swamp

- 1 will o' wisps (1d3)
- 2 grippli (1d10)
- 3 lizard men (1d8+7)
- 4 ghosts (1d4)
- 5 wererats (4d6)
- 6 crystal ooze (1d2)

Will o' wisps (1d3): AC -8; MV fly 18 (A); HD 9; hp 36 each; THAC0 11; #AT 1; Dmg 2d8 (electrical charge, by touch); SD invisibility (2d4 rounds), immune to all spells save *protection from evil*, *magic missile*, and *maze*; SZ S; ML fanatic (17); Int exceptional (15-16); AL CE; XP 3,000 each.

Grippli (1d10): AC 9; MV 9, leap 15; HD 1+1; hp 5 each; THAC0 19; #AT 1; Dmg 1d4 (small spear, dagger) or 1d3 + poison (barbed blowgun darts); SA camouflage (-3 penalty to opponents' surprise rolls), nets and snares, poisoned darts (30 points of damage on failed save vs. poison, 2d6 points even on successful save); SZ S; ML average (10); Int very (11); AL N; XP 65 each.

Lizard men (1d8+7): AC 5; MV 6, Sw 12; HD 2+1; hp 9 each; THAC0 19; #AT 3 or 1; Dmg 1d2/1d2/1d6 (claw/claw/bite) or 2d4 (tomahawk or stone-headed club); SZ M (6' tall); ML elite (14); Int low

(7); AL N; XP 65 each.

Ghosts (1d4): AC 4; MV 15; HD 4; hp 20 each; THAC0 17; #AT 3; Dmg 1d4/1d4/1d8 (claw/claw/bite); SA charnel stench induces nausea (save vs. poison or suffer -2 penalty to attack rolls), touch causes paralyzation (1d6+4 rounds); SD immune to *sleep*, *charm*, *hold*, cold, poison, and death magic; SW can be turned, cold iron weapons inflict double damage, hedged out by a *protection from evil* spell used in conjunction with a circle of powdered iron; SZ M; ML elite (14); Int very (11); AL CE; XP 650 each.

Wererats (4d6): AC 6; MV 12; HD 3+1; hp 13 each; THAC0 17; #AT 1; Dmg 1d3 (bite, giant rat form) or 1d6 (short sword, semihuman form); SA surprise, bite may infect target with lycanthropy (1% chance per point of damage); SD harmed only by silver or magical weapons; SZ M; ML steady (12); Int very (11); AL LE; XP 270 each.

Crystal ooze (1d2): AC 8; MV 1, Sw 3; HD 4; hp 16, 23; THAC0 17; #AT 1; Dmg 4d4 and paralyzation (snakelike pseudopod); SA paralysis (save vs. poison to resist); SD translucent (75% invisible when submerged), immune to acid, heat, fire, and cold, weapons only inflict 1 point of damage per blow; SW electricity and *magic missile* inflict full damage; SZ L; ML average (10); Int animal (1); AL N; XP 420 each.



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muddy, ground. The sound of small insects is a constant whine in your ears, and dark clouds of stinging gnats are an all-too-common sight and sensation.

The PCs can locate muddy ground beneath trees for rest stops or camp sites as necessary. Every night, a chill fog rises from the swamp, dropping visibility to only a few feet. Alone, this fog is not dangerous, but it makes travel by night almost impossible. Once the PCs enter into the muddy expanse of the swamp, random encounters with wild wetland creatures become a definite possibility. The PCs' level of power should make most dangers negligible; however, random encounters with potentially dangerous undead are a possibility. For every 8 hours the PCs spend within the Vast Swamp, they stand a 20% chance of encountering a creature or monster according to the table on the opposite page. If the PCs attempt to question intelligent adversaries encountered in the swamp, the questioned creature has a 40% chance to know the general direction of a "great skull city of evil," but nothing beyond that.

Dim Encounter

The Dim Triad wing back and forth between Skull City and the inhabited lands to the north on a regular basis. In addition to the large wineskins they carry for the harvesting of blood, the vampires also wisely carry small pouches of their personal grave soil, in case they are caught by the sun away from their coffins. They each also carry a scroll with the spell *sunward* inscribed upon it (this new spell, described in Appendix 1, might later be found by the PCs in Ferranifer's spellbook).

Unless the PCs have gone to extreme lengths to hide their campsite, the vampires notice the party's encampment in spite of the fog on the third night of the party's slow slog through the swamp. After a brief conference, the vampires agree to send down Blaesing to deal with the intruders, while the remaining two return to Skull City. Blaesing assumes *gaseous form* to scout out the camp inconspicuously amidst the night fog. He then silently attacks any sleeping figure he can determine to be a priest by holy signs or regalia. The vampire attempts to kill or incapacitate the cleric or clerics without alerting the guard





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(base 95% chance, minus twice the guard's Wisdom score; if more than one PC is on watch, each gets a roll). Because of the mist, and his ability to assume gaseous form, Blaesing stands a fair chance of moving from one sleeping party member to the next, killing them in their sleep, without the guard(s) being any the wiser (use the % chance computed above for each new victim). If the sneaky vampire successfully dispatches three party members without being discovered, he leaves, allowing the survivors the horror of finding three of their number dead and cold even under the eyes of a guard!

If discovered, Blaesing still automatically hits his sleeping victim, draining two levels and causing normal damage. He immediately assumes *gaseous form* and flees. Before becoming *gaseous*, he screams, "You have gained the attention of the Dim Triad. Enjoy tomorrow's dawn; you shall not live to see another." It shouldn't be too difficult for the vampire to elude pursuit in the fog, especially in such treacherous terrain.

The following night, all three of the vampires attempt to track down the party within the swamp, joined by any PCs who perished in the original attack and were buried by their grieving comrades. If successful, they implement the plan described above in the nightly fog, except that this time there is more than one of the creatures. Should the vampires be thwarted or turned, but not killed, the Dim Triad slink back to their coffins in Skull City, representing a future threat to the party, while any former PC vampire continues to dog the party so long as they remain in the swamp.

DM Note: Spells such as *detect invisibility* and *true seeing* can reveal a vampire lurking in the fog. Spells and magical items such as *Mordenkainen's faithful hound* and a rod of *alertness* can alert the party to a vampire's approach.

Blaesing, Absalom, and Harrow, Vampires: AC 1; MV 12, fly 18 (C); HD 8+3; hp 66, 51, 43; THACO 11; #AT 1; Dmg 1d6+4 and energy drain (blow or touch); SA *charm gaze* (-2 penalty on victim's saving throw), energy drain (2 levels with each successful attack), *summon* 10d10 rats or bats, Strength 18/76; SD *sunward*, *regeneration* (3 hit points a round), immune to nonmagical weapons, immune to *sleep*, *charm*, *hold*, *poison*, *paralysis*, and *death magic*, half damage from cold or electricity, assume *gaseous form*, *shape change* (to bat), *spider climb*, automatically assumes *gaseous form* if reduced to 0 hit points; SW can be turned,

repelled by garlic, mirrors, and forcefully presented holy symbols, suffer 1d6+1 points of damage when splashed with holy water or struck by holy symbol; SZ M (5'-6' tall); ML champion (16); Int exceptional (15); AL CE; XP 8,000 each.

Skull City

Twenty years ago the site of the tomb was surrounded by wilderness. Only the boldest of adventuring parties sought out and found the bit of dry land containing the entrance to the tomb within the Vast Swamp. Naught marked the location of the tomb save a low, flat-topped hill that only revealed its grim skull-like aspect to those who could fly high above. Things have changed in the interim.

Where you expected to find a desolate hillside now protrudes a massive skull of black stone, inscribed with unholy glyphs, foul writings, and renderings of rotting, skeletal beings. Around this grim facade, a city of squat stone spreads away from the enormous skull like a dark scab. A gate of bone seems to provide the only way through the 20-foot-tall wall of pitted black stone that surrounds the city. The entire area reeks of the sweet-smell of death and the miasma of rot.

Display Illustration #9 as the PCs view Skull City for the first time. During the day, there is no observable activity within the city; the place has the aspect of long abandonment. For the most part, only the ghosts beneath the Quaking Bog and the dark nagas in the city's wall remain vigilant while the sun shines. It is during the night that the city really comes "alive." *Corpse candles* magically light up atop the buildings and towers as true darkness descends. The night mists encapsulate the city but do not penetrate it. The necromancers rise from their drug-induced slumbers to congregate in abominable study within the Black Academy. Evil litanies rise into the fog-wrapped sky, dark experiments commence, and worship is offered down to Acererak, their deified Lord of Unlife.

Approximately 500 *living* beings inhabit the city. Of these, only 10%, or about 50, are necromancers of the Black Academy. To this may be added some 200 apprentices, servants, toadies, miscellaneous rogues, greedy merchants, and similar unsavory sorts; the remaining 250 or so are slaves and captives. Note that all necromancers whom the PCs meet have a



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small image of a skull tattooed into their foreheads. Most of the necromancers can be found in the residential district when not studying at the Black Academy, but they are also often seen digging up bodies in the grave district. The number of low-level undead in the city is quite large, roughly double that of the living population (about 1,000 creatures). Skeletons and zombies serve as servants to the necromancers and their apprentices in the dark arts, and PCs who spend any time studying the city are likely to see at least a few of these animated corpses shuffling through the streets on some unmentionable deed or another.

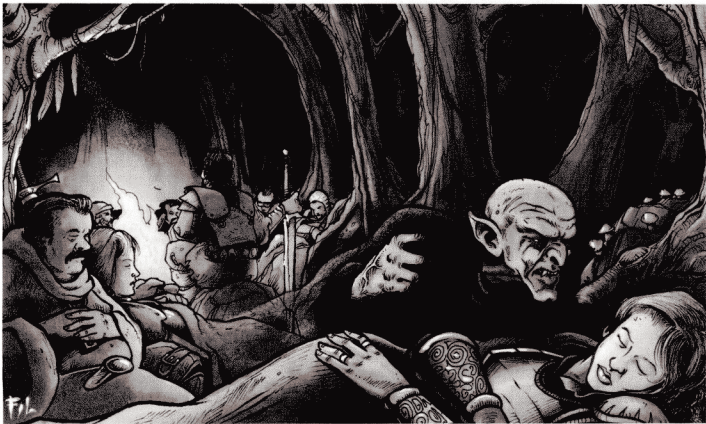
Minor effects of the Dark Intrusion can be felt constantly within and around Skull City. This affects the PCs to a greater or lesser extent, depending upon their actions. The effects listed below are present throughout Skull City and the Quaking Bog:

- All undead are turned as if one category higher on the "Turning Undead" table. For example, the ghosts found in the Quaking Bog turn as wraiths.
- Any spells cast within Skull City that fall within the school of necromancy have their casting times

reduced by 1. For example, an *animate dead* spell cast by a mage, which would normally take 5 rounds to cast, only takes 4 rounds to cast in the city. A *hold undead* that adds 5 to the initiative roll only adds 4 within the city. All spells have a minimum casting time of 1.

- Any living creature of rat size or larger that dies in or near the city has a 20% chance of spontaneously animating as an undead zombie of the same Hit Dice as the original creature within 24 hours of dying. For example, if a PC were to be killed in or near Skull City, on a roll of 20 or less on 1d100 he or she would rise again to attack former comrades in unthinking undead fury (this could be quite unsettling to his or her former teammates).

Note that these necromancers have access to many rare spells whose descriptions can be found in the *Tome of Magic* and *The Complete Book of Necromancers*; DMs without one of these books should substitute an equivalent spell from another source. New spells originating at the Black Academy can be found in Appendix 1; new magical items are described in Appendix 2.





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Refer to Map 4: Skull City for the locations of the following keyed areas as necessary.

A. The Quaking Bog

The Quaking Bog is a mat of solid vegetation surrounding Skull City. Those approaching the city by boat can only get to within 300 yards of the city wall before they run aground upon the thick, floating peat. There are always five to ten small swamp boats pulled up onto the peat; these serve as transports for low-level necromancers and their apprentices with occasional business beyond the walls. The dead vegetable matter is so thick that it can support the weight of a full-grown human-sized creature; however, the surface quakes in an unsettling manner as one walks across it. Rangers who have had experience in swampy lands should be familiar with quaking bogs and know of rare cases where both people and animals have drowned when they broke through such surfaces.

The danger here lies not in breaking through from above but in the creatures that could break through from below, drawn to the tell-tale quaking of the mat caused by something walking on the surface. An extremely large pack of ghosts, under the control of the Mistress Ferranifer, inhabits the swampy water beneath the peat. These ghosts have been instructed not to attack any who loudly chant a dirge while crossing the bog (or at least chant loudly; it's hard for a submerged ghost to distinguish between a dirge and a simple repetitious chant).

If the PCs are attacked, undead arms break the surface beneath them, grasping at ankles and legs. A horrible stench fills the air, causing retching and nausea to all who fail a saving throw vs. poison (those failing suffer a -2 penalty to all attacks for the duration of this combat). **Display Illustration #10.** More terrible yet, the grasping hands deliver a paralysis attack that lasts for 1d6+4 rounds; paralyzed characters are immediately drawn beneath the surface where the ghosts can feast. The creatures can easily locate their victims by the convex bulge of the weight on the peat above, and in fact gain a +1 attack bonus as they tear through the peat from below with their sharp claws if the party is surprised. Initially, four ghosts attack, two to a target. Every round, two more ghosts join in the attack, to a maximum of 14 ghosts in all.

Ghosts (14): AC 4; MV 15; HD 4; hp 20 each; THAC0 17; #AT 3; Dmg 1d4/1d4/1d8 (claw/claw/bite); SA charnel stench induces nausea (save vs. poison or suffer -2 penalty to attack rolls), touch causes

paralysis (1d6+4 rounds); SD immune to *sleep*, *charm*, *hold*, cold, poison, and death magic; SW can be turned, cold iron weapons inflict double damage, hedged out by a *protection from evil* spell used in conjunction with a circle of powdered iron; SZ M; ML elite (14); Int very (11); AL CE; XP 650 each.

B. Morrow's Children

A wall of black stone, 20 feet high and 4 feet thick, completely surrounds Skull City. The Bone Portal (location C) provides the only entry. From a distance, the wall appears pocked and pitted. Those who approach to within 100 feet can see that the pits are actually dark holes honeycombing the wall.

Each 18-inch diameter opening leads to an interior chamber though a convoluted tunnel. An extended family of dark nagas inhabit these dank hollows, all of them the progeny of the Morrow, matriarch of the wall. More powerful than a standard dark naga, Morrow works directly for Mistress Ferranifer; it is her charge to guard the perimeter of Skull City in return for food and occasional spell scrolls. To this end, her large brood constantly patrols the hollows of the wall, incessantly employing their *ESP* abilities to scan for presences within 80 feet of the wall in every direction (the hollows are within 2 feet of the surface of the stone, so *ESP* is not blocked). Because only a limited number of dark nagas slither through the inner hollows, PCs who slip quickly over the wall are not automatically detected. Still, security is good, and invaders stand a 75% chance of detection by a nearby naga unless they take suitable precautions, such as flying more than 80 feet above the top of the wall, teleporting in, or using some other esoteric method of entry.

If the PCs' surface thoughts indicate an intent to sneak into the city, the dark nagas respond with a preset defensive plan. A contingent of dark nagas boils out of the wall from the holes nearest to the PCs and tries to intercept the party. In the common tongue, they warn the PCs to enter the city lawfully through the Bone Portal or face unpleasant consequences. Characters who decline are attacked by the assembled dark nagas, and Morrow herself appears in 1d4+1 rounds. The dark nagas use their spells against distant foes (they all learned their spells from Morrow, thus they all know the same spells) but can sting and cast simultaneously against foes who are close enough.

Meanwhile, a single dark naga messenger slithers into the city proper to warn Mistress Ferranifer. If the Mistress is alerted, she sends the Dim Triad to inves-



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tigate (if they have not already been destroyed by the PCs, in that case she comes herself) under the protection of a *sunward* spell in 1d10+10 rounds.

A prolonged fight at or above the walls eventually brings most of the residents of Skull City to defend their homes. The residents begin to arrive in groups of 5 to 10 every third round following the 10th round of combat. Reference the descriptions in the various city sections and the Black Academy below for statistics and special abilities of individuals. Apprentices and low-level necromancers merely observe; only those of 4th level or above take a hand in the conflict.

If the PCs find a way to explore the wall's hollows, they discover dank lairs spread throughout, but nothing inside is of real interest: dark nagas carry important items with them in their stomach pouches. Each dark naga in the wall has swallowed 1d8 random potions, 1d4 random scrolls with spells of level 3 or less, and 5d6 (5 to 30) gp. Each naga also has a 60% chance to carry some minor magical item.

Dark nagas (5): AC 6; MV 13; HD 9; hp 64, 52, 46, 40, 36; THAC0 11; #AT 2; Dmg 1d4/2d4 + poison (bite/tail sting); SA poison, spells (as 6th-level mage);

SD *ESP* (80-foot range), immune to acids, venoms, and poisons, immune to *ESP*, resistant to enchantment/charm spells (+2 saving throw bonus); SZ L; ML champion (15); Int exceptional (16); AL LE; XP 4,000 each.

Notes: Tail stings contain an injected poison that forces foes who fail saves vs. poison to take 1d2 additional points of damage and fall into a stupor (no actions) for 2d4 rounds.

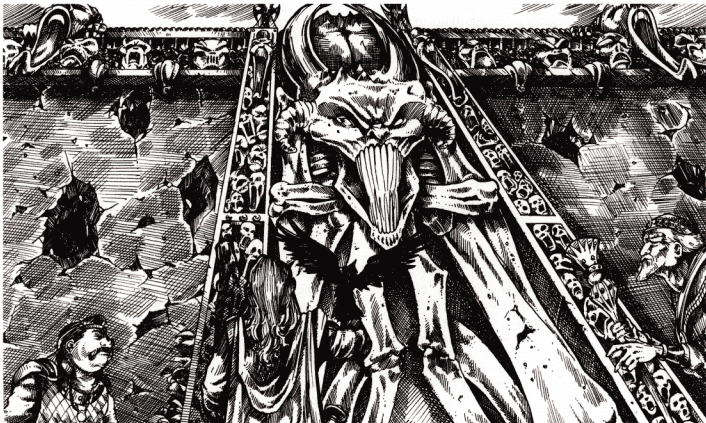
Spells (4/2/2): 1st—*magic missile* (x4); 2nd—*fog cloud, forget*; 3rd—*fly, vampiric touch*.

Morrow, dark naga matriarch: AC 5; MV 16; HD 10; hp 75; THAC0 10; #AT 2; Dmg 1d4/2d4 + poison (bite/tail sting); SA poison (see above), spells (as 8th-level mage); SD as above; SZ L; ML champion (15); Int exceptional (16); AL LE; XP 6,000.

Spells (4/3/3/2): 1st—*magic missile* (x4); 2nd—*fog cloud, forget, invisibility*; 3rd—*dispel magic, fly, vampiric touch*; 4th—*dimension door, phantasmal killer*.

C. The Bone Portal

The Bone Portal guards the only sanctioned way in or out of Skull City. A 10-foot wide breach in





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Morrow's Wall appears to be seamlessly joined with a construction of bony plates, spurs, and ribs. The construct appears to be a gate of fused bone with the semblance of a hulking humanoid hunkering down to look closely at callers. The tremendous skull of some fearsome horned beast is situated in the center of the 20-foot-high portal. The eyes of the skull gleam with a necromantic glow of awareness.

During the evening hours, there is a 10% chance every hour that a small group passes the portal (chanting loudly as they cross the Quaking Bog). Typically these will be 1d4 minions of the necromancers (0-level apprentices) on dark errands for their masters and mistresses. Those returning to the city sometimes bear one or two living captives taken from farmsteads and villages near the edge of the Vast Swamp. Such captives become slaves of the necromancer whose servants captured them.

The gate is actually a powerful bone golem with the ability to change its form. It possesses an intelligence greater than average for its kind, and it has the authority to admit or deny entry to visitors. Its eyes can see invisible creatures, and it is not deceived by illusionary magic. When any approach to within 20 feet of it, it issues the challenge "What is the Sign?" The correct answer to this question is "The Devourer." In the experience of the Skulkers, only initiates of the Black Academy and their servants know the proper answer. By this point, however, the PCs should be able to make a good guess at the right response. If they can give the password, they have free access to the city under the pretense of being necromancers, servants thereof, black market merchants, or simple rogues. If given the correct answer, the bone golem folds into its mobile form as described below, but rather than attacking it steps aside to allow passage into Skull City.

Those who do not respond with the proper answer are subject to attack. The bone golem literally folds itself into its mobile and aggressive form (this process takes one full round). As bony plates slide one over the other and spurs lock into place, the teeth-clenching squeal of bone on bone permeates the air, bringing a contingent of dark nags from the wall to investigate (see entry B above). At the end of the round, the bone gate has transformed itself into a 20-foot-tall juggernaut of fused bone. The bony plates form a huge, solid humanoid body covered in bone spurs. The arms end in massive, permanently clenched fists that bristle with sharp projections.

Greater Bone Golem: AC -2; MV 16; HD 16; hp 90; THAC0 5; #AT 2; Dmg 4d8/4d8 (fist/fist); SA *dead laugh*; SD immune to all spells except *shatter* (see below), half-damage from edged and piercing (Type P or S) weapons, cannot be turned; SW *shatter* spell (if golem fails its save vs. spell, edged and piercing weapons henceforth inflict full damage while blunt weapons inflict double damage); SZ H; ML fearless (20); Int average (9); AL N; XP 8,000.

Notes: The *dead laugh* requires two Wisdom checks from all who hear it. Those missing one of the checks are *paralyzed* for 2d6 rounds. Those missing both checks fall dead of fright. The golem can laugh once every 3 rounds.

D. Grave District

Immediately inside the city wall lies the grave district. To the eye, it appears to be a fairly narrow band (100 feet wide) of earth used as a graveyard. The grave district shadows the interior of the wall over its entire length. Tombstones and wooden markers stand, lean, or lie scattered in thick profusion upon the barren earth. It seems that those interred here do not rest in peace at all. Many of the stones have fallen or have been knocked over, and a good portion of the graves look to be dug up; piles of damp soil squat next to yawning graves.

A graveyard is essential to many dark art rituals. Soil from a grave, stone chips from a grave marker, and other more macabre ingredients are often called for in necromantic spells. Thus, there is a high turnover rate among the dead buried in the grave district. During the evening hours the district is a busy place. Lamps and torches scattered about the perimeter illuminate dark-robed figures involved in the grisly work of exhuming graves. Skeletal slaves labor under the watchful eyes of their masters to dig out the rotting remains of the recently dead. The bodies interred here for the most part belong to the many human and humanoid captives brought into the city.

Anyone investigating these graves discovers nothing of value. Most who are buried here are peasant farmers and villagers unlucky enough to be captured by the necromancers' minions. Those who possessed any personal wealth at all were certainly not buried with it.

E. Danele's Wall

Characters tracing the interior wall within the grave district come upon a portion that matches Side Two of the card included in this product. If you haven't already, **show the players the card now.**



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Squatting nearby is the crazed necromancer Danele, who was long ago expelled from the Black Academy but is suffered to live because of his dark, prophetic visions of Acererak. It was Danele who sculpted, painted, and etched the designs and features into the wall along this 30-foot section, even though the mad prophet long ago gouged his own eyes out in an attempt to block the visions squirming before him. Eyeless though he may be, the visions still unfold to his mind's eye, having long since driven him quite mad. The visions have a hazy connection with reality, but Acererak is not purposely sending them to Danele; it is just the necromancer's misfortune to be susceptible to Acererak's machinations on the Negative Energy Plane.

If the PCs approach Danele (who is here day or night), he looks up with his truly empty gaze and says, "At the Conclusion, the Devourer awaits your souls." PCs who demand an explanation of this statement receive only unintelligible mutters and hisses from the drooling wreck. The only intelligible responses Danele is capable of giving are short words or sentences in regard to some of the features on the wall. He identifies the gaping fiend as Acererak (this

is identical to the Sign of the Devourer) and the lines of verse as "merely the first guide to doom." Concerning the face of the tearful young boy, he says, "We made him what he became. The scorn of Man birthed the rage of the Devourer." See *Desatysso's Journal* for more details on this revelation.

One of the paintings upon the wall is that of a faceted crystal sphere. Within many of the facets there are eyes and even faces visible, and a green light seems to shine from within the crystal's core, reflecting emerald highlights from the planes of all the facets. If asked to explain the significance of this depiction, Danele says, "The Devourer's phylactery holds the souls of the lost. The souls can only be saved by the pure light of the sun; all other roads shall damn these souls eternally." The depiction here of the phylactery is an accurate representation of Acererak's phylactery, which will be uncovered by surviving player characters at the adventure's climax (see entry 30 in the Fortress of Conclusion section).

Danele's obscure pronouncement concerning the trapped souls is the PCs' first clue on how to save the imprisoned spirits. However, the course of action hinted at only disperses Acererak's essence; it doesn't





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destroy him forever. See the Conclusions entry on page 147 for full details.

The crazed prophet gives no answer to questions concerning the other features upon the wall, and it may be that these features in fact hold no real meaning, being but the idle tracings of a deranged mind. The madman defends himself if conflict arises, and any melee here has a 30% chance to draw official interest from other necromancers within the city. For descriptions of Danele's new magical items, see Appendix 2.

Danele, hm Nec6: AC 7 (*blackcloak*); MV 6 (*blind*); hp 21; THAC0 19 (20 with penalty from blindness); #AT 1; Dmg 1d4+2 (*deathtooth*) or 1d2 (*bite*); SA spells; SW insane, blind; SZ M; ML unsteady (7); Int high (14); AL CE; XP 650.

Spells (4/2/2 plus one extra Necromancy spell per spell level): 1st—*animate dead animals**, *chill touch* (x2), *magic missile* (x2); 2nd—*fog cloud*, *skeletal hands**, *spectral hand*; 3rd—*lightning bolt*, *vampiric touch*, *wraith-form*.

*spell from *The Complete Book of Necromancers*

F. Residential District

Beyond the grave district are the buildings of the city proper. Many of the outlying structures are mere ramshackle huts of sod, mud, and vegetation, long abandoned and falling to ruin. Amidst these long vacant domiciles roam a few masterless zombies, forgotten in the squalor and mud when newer buildings were built nearer Skull City's center.

The newer structures are for the most part squat and square, seldom rising above a single story. The city's 500 breathing occupants reside in these buildings of dark stone. Those of higher level live nearest the Black Academy in the largest structures, while those who are new to the scene or of low power are pushed to the smaller structures that abut the decaying sod houses.

Any given home has 50% chance to belong to a necromancer of 1st to 4th level, and a 20% chance to belong to a necromancer of 5th to 10th level. The remaining buildings are either empty or inhabited by various 0-level toadies and craftworkers. If necessary, use the statistics for the necromancers of various levels provided in the Black Academy section.

A typical residential structure is a 40-foot-by-30-foot one-story affair with no windows. A single wooden door allows access to the domicile. The structure usually contains living quarters, a kitchen,

apprentice quarters, and a research laboratory.

During daylight hours, the master or mistress of the house is 90% likely to be in residence, asleep. At night, there is a 70% chance that the owner of the household is out and about; otherwise he or she is in the laboratory. Characters who spend a turn searching a domicile have a 1-in-10 chance of discovering a secret cache of treasure in those homes that belong to necromancers. Randomly generate this treasure from table 84 in the *DMG* (consider the stash as treasure types W and Y, with a 50% chance for types S and T as well). A guard of 1d10 low-level undead (either skeletons or zombies; see the statistics on the next page) typically guard the interior of each domicile at all times. While the zombies are not a serious threat, they serve to prevent casual intrusions, raising the hue and cry against invaders. Any attempt at systematic looting alerts the populace to the party's presence in the city.

G. The Dead Pool

Near the Black Academy itself and adjacent to the Black Market is the Dead Pool. Covered by a huge 70-foot-by-70-foot heavy black tent, the area is reminiscent of a particularly grim circus bigtop. Absolutely no light is allowed to penetrate its interior. The single entrance is swathed in several layers of coarse burlap hangings; to enter the large tent it is necessary to push forcefully through this thick cloth barrier.

The interior of the tent is illuminated by a sickly green light given off by an orb suspended high above. At ground level the light is barely adequate to resolve the dozens of blindly swaying humanoid figures. The figures are randomly scattered within the shallow muddy bowl that serves as the floor of the tent. Even a cursory examination of the slowly gyrating figures reveals them to be animated corpses of rotting flesh.

The necromancers of Skull City have designated this area as a common pool of undead for all the researchers of the city. Wizards may drop off unneeded (and often damaged) creatures here, usually of the lowest levels. Any other necromancer in the city is free to come in and take a few if he or she needs an extra body about. In this way the Skulkers preserve their resources and share in their own macabre way. Currently there are 23 skeletons and 14 zombies present and unclaimed. These creatures are not aggressive and in fact have been commanded to serve any living being who points them out and states, "Serve me."



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Skeletons (23): AC 7; MV 12; HD 1; hp 5 each; THAC0 19; #AT 1; Dmg 1d6 (rusty short sword); SD immune to *sleep, charm, hold, fear, cold, poison, paralysis, and death magic*, half damage from edged or piercing weapons; SW can be turned, holy water (2d4 points of damage per vial); SZ S to M (3'–6' tall); ML fearless (20); Int non- (0); AL N; XP 65 each.

Zombies (14): AC 8; MV 6; HD 2; hp 10 each; THAC0 19; #AT 1; Dmg 1d8 (fists); SD immune to *sleep, charm, hold, fear, cold, poison, paralysis, and death magic*; SW can be turned, holy water (2d4 points of damage per vial), always strike last; SZ S to M; ML fearless (20); Int non- (0); AL N; XP 65 each.

H. Black Market

Across the way from the Dead Pool is Skull City's trade district. The market is composed of half a hundred semipermanent structures, tents, and stalls that serve as shops for both mundane and exotic items. Among other things, the market provides the Skulkers with such basic requirements as food, clothing, personal articles, and spell components. The merchants who set up shop here are of the most hardened, unscrupulous sort. By selling their wares in Skull City, they are condoning its atrocities, but these are the kind of people who go wherever the profit is. In fact, they can command premium prices because of the lack of frequent contact with the outside world.

A shopper can find most of the mundane items listed in the *Player's Handbook* in this market at a 50% to 100% markup over the list price. Additionally, many foul and unusual items may also be purchased, such as necromantic spell components (about which the less said the better), various severed humanoid limbs and parts, torture equipment, and poison. These special items can only be purchased at the most prohibitive of prices, as determined by the DM.

The most horrible thing sold in the Black Market are small bone chits that are good for "live ones." In other words, the chits are vouchers for living captives! The necromancers redeem these chits for living subjects to use in their studies inside the Black Academy. We need not enter into detail on the nightmarish rites performed on these hapless captives in the name of the dark art; suffice it to say that there are not many worse fates. The captives are kept in special cells inside the academy, and the chits may only be redeemed during necromantic coursework.

I. Courtyard

This courtyard of bare stone before the academy holds a square pool; animated skeletal fish can be seen swimming in its stagnant brackish water. A large stone obelisk stands like a black finger to the north of the pool. Inscribed upon its surface in the common tongue are the words "Acereralk Walks Among Us." Beneath this inscription is carved the Sign of the Devourer.

The courtyard is empty in the glaring light of the sun, but at night a soft green luminescence shines up from the pool, illuminating the courtyard and the academy facade to the south. Figures in dark robes constantly flit across the courtyard, passing back and forth between the academy and the city. At any given time during the night, 5 to 20 such figures may be found here at any one time—mostly 0-level apprentices, but 20% of the time a group contains a 1st- to 8th-level necromancer.

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This is a massive structure of dark stone built onto the hillside that contains the tomb. A huge quantity of rock and soil was brought in to cover and protect the structure of the academy. At this point, there is nothing to distinguish the added mass of soil from the edge of the original hillside. Only the academy's facade protrudes from the earthen hill. The facade appears as the upper portion of a massive stone skull, 80 feet high. A pair of concavities in the stone suggest blind eyesockets. Below this empty glare, the squamous glow of the courtyard pool throws an emerald illumination onto the skull's teeth—tall stone slabs, widely spaced, serving as pillars. Each elongated 20-foot-high tooth-pillar is carved with all manner of evil sigils, signs, and horrible images. A roofed space is visible past the gaps of the tooth-pillars, and robed figures can be seen as silhouettes in a bright glow of scarlet light.

Based on Sather's story and Desatysso's journal, the characters should be intent on finding the *Amulet of the Void* before they attempt to enter the original tomb. If the PCs are able to successfully question any of the necromancers of the city (not all of them are evil, only the vast majority—and even the evil ones might welcome a friendly chat with a personable PC), the only clue they can turn up is that Mistress Ferranifer always wears a special medallion during certain rare necromantic rituals in the academy's auditorium (room 11). However, only Mistress Ferranifer knows where this important relic of



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Acererak is kept between rituals. While the party is within the academy, it is imperative that they locate the *amulet* if they wish to pass into the true demesne of Acererak. The *amulet*, its location, and Mistress Ferranifer are fully covered in the Black Academy section, room 19.

The PCs' best bet for getting inside would be to enter the academy in the guise of students of the dark arts; a frontal attack on every necromancer they see eventually brings all the inhabitants and defenses of the academy to bear upon the characters with overwhelming force. Those practicing discretion can try to pose as resident necromancers or pilgrim wizards who have just arrived seeking admittance to the Black Academy. In this guise, the PCs may be able to move about in the public places of the school without drawing undue attention to themselves, perhaps even picking up a volunteer "tour guide" in the form of a friendly fellow student. Of course, no matter what their guise, peril finds any who attempt to penetrate too far into the academy; PCs who attempt entry by ethereal means meet the tanar'ric defense enjoyed by the original tomb because of its proximity. Each round spent in an ethereal state draws the attention of a tanar'ri guardian; see the entry modifications to the original tomb on page 55 for full details.

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There are no random encounters listed for the interior of the academy; this is a lawful, if evil, place, and it wouldn't do if students of the academy were occasionally assaulted by randomly aggressive undead. Here, it is the keyed entries that provide the PCs with difficulties, especially in conjunction with the heightened effects of the Dark Intrusion. Its effects within the academy are as follows:

- All undead are turned as if two categories higher on the Turning Undead table. For example, if regular vampires are encountered within the academy (such as the Dim Triad) they turn as if they were liches.
- Any spells from the School of Necromancy cast within the Black Academy have their casting times reduced by 2. For example, an *animate dead* spell cast by a wizard, which would normally take 5 rounds, takes only 3 rounds to cast in the academy. A *hold undead* that adds 5 to the initiative roll only adds 3 within the city. All spells have minimum casting times of 1.

- Any living creature of rat size or larger that is slain has a 40% chance of spontaneously animating within 12 hours as an undead zombie of the same Hit Dice as the original creature.

1. Entrance

Past the tooth-pillars, the roof of the great skull's mouth hangs oppressively above your heads. Standing in small groups are dark robed figures murmuring about arcane topics. A few sit alone on stone benches, contemplating books of dark leather. To the south, the actual entrance to the edifice is revealed as an arched opening some 10 feet high. Standing in the center of the opening is a large, powerful-looking warrior wearing what appears to be an exoskeleton of fused and connected humanoid bones as if it were armor.

There are seven student necromancers of varying levels, four male and three female, assembled here on the covered porch of the academy. Like students everywhere, they are discussing amongst themselves the personalities of their teachers and fellow students, as well as their classwork—in this case, various basic magics of the dark arts. None of these have yet achieved 5th level and so are not eligible to enroll in the high-level coursework of the academy; however, they can and do assist and learn from those who are of the appropriate level. Each carries only personal items, as well as 2d100 gp. If the PCs behave in a peaceable fashion, they welcome the newcomers to join their friendly chat; in the event of a PC conflict with the guard in the archway, these necromancers join him in defending the academy.

The guard who stands in the archway is called Leon. His prowess in arms and lifelong service to Mistress Ferranifer have earned him a place of honor as the guardian to the academy entrance. Leon's two-handed sword is out, but it stands tip-first on the ground in front of him as he rests his hands on the sword's pommel. Leon regulates all traffic into the academy. He only allows entry to those who have legitimate business in the academy, and then only at night. If questioned about seeing the entrance of the tomb, Leon emphatically states that no one but the Mistress and her ranking instructors are permitted near the holy spot.

To gain entrance without a fight, the PCs probably need to convince Leon that they are either established members of the Black Academy or that they wish to petition for admittance. In the event of



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the latter, Leon directs the characters to seek the Hall of Petition (room 14), where the fitness of each necromancer who wishes to enroll is evaluated. Characters who do not try this ruse are not admitted and may be attacked if they persist. In the event of a conflict, the bone nagas in room 2 automatically respond. In addition to his formidable weapon and skill, Leon is wearing *bonemail* (see Appendix 2).

Alleyn, Jankin, and Lum, hf, hm, and hm Nec1: AC 10; MV 12; hp 3, 2, 4; THAC0 20; #AT 1; Dmg 1d4 (dagger); SA spells; SZ M; ML average (9); Int high to exceptional (13–15); AL CE, NE, NE; XP 35 each.

Spells (1 plus one extra necromancy spell per spell level): 1st—*corpse link**, *magic missile*.

Reben and Hyla, hm and hf Nec2: AC 10; MV 12; hp 4, 7; THAC0 20; #AT 1; Dmg 1d4 (dagger); SA spells; SZ M; ML average (9); Int high (14); AL NE; XP 65 each.

Spells (2 plus one extra Necromancy spell per spell level): 1st—*corpse link**, *magic missile*, *spectral voice**.

Lygia, hf Nec3: AC 7 (Dexterity bonus); MV 12; hp 9; THAC0 20; #AT 3; Dmg 1d3 × 3 (dart); SA spells; SD spells; SZ M; ML steady (12); Int genius (17); AL N; XP 120.

Spells (2/1 plus one extra Necromancy spell per spell level): 1st—*animate dead animals**, *magic missile* (×2); 2nd—*ESP*, *spectral hand*.

Reece, hm Nec4: AC 10; MV 9; hp 14; THAC0 19; #AT 1; Dmg 1d6 (staff); SA spells; SZ M; ML average (8); Int exceptional (16); AL LE; XP 175.

Spells (3/2 plus one extra Necromancy spell per spell level): 1st—*animate dead animals**, *chill touch*, *magic missile* (×2); 2nd—*fog cloud*, *skeletal hands**, *spectral hand*.

Leon, hm F14: AC -1 (*bonemail*, Dexterity bonus); MV 9 (moderate encumbrance); hp 90; THAC0 7 (3 with *two-handed sword* +2 and Strength bonus); #AT 2; Dmg 1d10+8 (*two-handed sword* +2, *bonemail*, and Strength bonus); SZ M; ML champion (15); AL CE; XP 5,000.

S 18/82, D 17, C 13, I 15, W 10, Ch 9.

Special Equipment: “Lifeleech” (*two-handed sword* +2, *nine lives stealer*), *bonemail*.

*spell from *The Complete Book of Necromancers*

2. Foyer

Hundreds of candles fill this large chamber with light, heat, and a rancid vapor. Niches cover all the walls from floor to ceiling, each holding a lumpy, half-melted lit candle of black tallow. Four broad stone pillars appear to provide support for the ceiling 20 feet above. Each pillar is grimly decorated with a long skeletal snake with a humanoid skull twisted around it. The skulls seem to watch you.

Display Illustration #11. At night the sounds of voices engaged in conversation, lecture, and chant can be clearly heard emanating from the open rooms to the east and west, and from behind the closed double doors to the south. The candles are magical and were prepared by students of the Black Academy. Aspiring students and initiates alike are required to prepare *corpse candles* (see the new spell of the same name in Appendix 1) as the minimum requirement of admittance into the Black Academy. Those who are able to prepare a candle indicate through action that they are ready to be instructed further in the dark arts.

The skeletal snakes on the stone columns are bone nagas. The bone nagas generally allow free passage through the chamber but watch all equally with their undead eyes. In the event of a conflict at the entrance, the bone nagas slither forward to assist Leon.

Bone nagas (4): AC 6; MV 12; HD 7; hp 29, 31, 46, 34; THAC0 13; #AT 2; Dmg 1d4 + special (bite)/2d4 + special (tail sting); SA telepathy (60' range), spells (as 6th-level wizard), bite drains 1 point of Strength (save vs. spell to resist, lost Strength returns at rate of 1 point an hour), tail sting causes 1d4 additional points of cold damage per sting (no save); SD spells, immune to *sleep*, *charm*, *hold*, cold, acid, poison, paralysis, and death magic; SW holy water (2d4 points of damage per vial), can be turned; SZ L; ML fearless (20); Int exceptional (16); AL LE; XP 4,000 each.

Spells (4/2/1): 1st—*magic missile* (×4); 2nd—*blindness*, *detect invisibility*; 3rd—*lightning bolt*.

3. Anatomy 101

The walls of this room are covered in parchment. Pinned on each sheet of parchment are what appear to be diagrams of human innards. Heads, torsos, arms, and legs are portrayed in grisly detail



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in these drawings. The eastern and central portion of the room contains low benches facing toward the long table near the wall on the west side of the room. Hanging from a chain above the table is a human skull emanating bright light through its vacant eyesockets onto the table's contents: a faded humanoid body, apparently the object of study in this demented classroom.

Display Illustration #12. During the hours of darkness, Instructor Ngise holds forth on his favorite topic: human anatomy. This is a remedial class for those necromancers who are not as yet full members of the Black Academy. When class is in session, Ngise stands behind the fresh body upon the table at the head of room, displaying and eloquently describing in detail the myriad organs, muscles, and bones that can be found in each and every humanoid. If the PCs appear at the door he says, "Sit down, sit down! Take your seats in the front here, since you are so late!" PCs reluctant to do so had better have good reasons why they are "skipping class" or else they face Ngise's discipline (he attacks with his *bonewand*, calling upon the bone nagas in the foyer for aid). At the DM's option, PCs posing as students may be called upon to demonstrate their dissection skills when the class shifts after the first hour from lecture to practical applications. At night, there is a 40% chance Ngise will be holding class here; 40% of the time he will be explaining the finer points of animation to an advanced class in room 6, 10% of the time he is lecturing in room 11, and 10% of the time he is in his study preparing lecture notes or pursuing a little private research (see room 4 below, where Ngise himself is detailed as well).

While class is in session, up to 10 necromancers of 1st- to 4th-level can be found here, sitting on the benches taking notes. In the event of a nearby conflict, those assembled provide what aid they can in defending the academy. See the statistics for 1st- to 4th-level necromancers under room 1 if necessary.

4. Instructor Ngise's Study

This chamber's north wall is hidden behind a floor-to-ceiling bookcase stuffed with all manner of books. The western wall is similarly hidden by an overflowing scrollrack. In front of the scrollrack is a broad wooden desk, its desktop littered with many bones. About half the bones are assembled into the back half of an unfamiliar, four-footed

animal. The remaining half of the bones are set aside, almost like puzzle pieces waiting to be assembled.

Instructor Ngise is an eccentric necromancer who is so utterly wrapped up in the study of anatomy and necromantic animation that he has completely failed to realize what a foul and despicable man he has become. When he heard the rumor of Cererak's Tomb twenty years ago, Ngise was one of the first to arrive upon the scene. He aided Mistress Ferranifer in establishing the Black Academy and has been teaching and doing research in the dark arts here ever since.

Because Ngise is utterly absorbed in his work, he suffers no impediments to "the advancement of knowledge." If the PCs in any way try to distract, dissuade, or stop him in his studies, Ngise dismisses their arguments as "quaint, obsolete philosophies" and expels them from his chambers, threatening to suspend them from the academy if their attitudes do not improve. He has no qualms about resorting to his own lethal spells and items if necessary to make a point.

The bookcase and scrollrack hold works on anatomy ranging from the mundane to the esoteric. An uninterrupted search of the cases uncovers six magical scrolls (determine randomly) and a magical tome (a *manual of bodily health*). The single drawer in the desk is locked and trapped with a poison needle (Class E: save vs. poison—failure means death, success inflicts 20 points of damage). The drawer contains the *Ngise Tome Of Necromancy* (Ngise's spellbook). See Ngise's spell selection for spells listed in the book.

Instructor Ngise, hm Nec12: AC 4 (*spirit shroud*); MV 9; hp 36; THAC0 17 (15 with *deathtooth*); #AT 1; Dmg 1d4+2 (*deathtooth*); SA spells; SD *spirit shroud* (immune to all but magical and silver weapons), pre-cast *contingency* (transported by *dimension door* to Mistress Ferranifer's drawing room (area 19) when reduced to 12 hit points or less); SZ M; ML average (9); AL NE; XP 3,000.

S 8, D 10, C 12, I 18, W 16, Ch 11.

Spells (4/4/4/4/1 plus one extra *Necromancy* spell per spell level): 1st—*corpse candle*¹, *magic missile* (×4); 2nd—*choke*^{***}, *embalm*^{*}, *ghoul touch*^{***}, *skeletal hands*^{*}, *spectral hand*; 3rd—*dispel magic*, *lightning bolt* (×2), *vampiric touch*, *wrathform*; 4th—*brainkill*^{*} (×2), *contagion*, *dimension door*, *minor spell turning*^{**}; 5th—



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animate dead (x2), cloudkill, enlarge undead*, graft flesh*, 6th—death spell, disintegrate.

Special Equipment: bonewand, deathtooth, spirit shroud (see Appendix 2).

*new spell; see Appendix 1

*spell from *The Complete Book of Necromancers*

**spell from *Tome of Magic*

***spell from *The Complete Wizard's Handbook*

5. Instructor Ngise's Quarters

This room is simply furnished. A cot stands next to the south wall with a single blanket haphazardly thrown over it. At the head of the cot is a small cast-iron stove, with a small pail of coal nearby. Attached to the west wall are many pegs hung with all manner of dark regalia: robes, hoods, gloves, and boots of simple design but sinister cut. Scattered over the floor are hundreds of unshelved books stacked in piles. It is difficult to negotiate the room between these small cairns of knowledge.

Instructor Ngise doesn't require much; only shelter and a little knowledge. The books piled in this room represent tomes that Ngise has not yet had a chance to peruse. These tomes, much like those in room 4, deal with anatomical studies at all levels. A thorough search by the PCs among these books uncovers a vast amount of anatomical information of all kinds but nothing else of interest. A search beneath the accumulated ashes of the coal-burning stove reveals a small iron chest (blackened and scorched) that easily opens to reveal a desiccated leather pouch. Within the pouch are eight gems of various types, each worth 500 gp, and a small unadorned gold ring (a *ring of the necromancer*; see *Encyclopedia Magica*, Vol. 3).

6. Adventures In Animation

Many strange devices clutter this irregularly shaped room, but what really catches your attention are the four humanoids hung from chains along the slanting south wall. These bodies appear unmarked but unmoving. Small stands and low tables are arranged about the rest of the room, with just enough space left to walk between them. Each table holds what appears to be a macabre trophy: a severed hand, foot, head, eye, or worse. Against the west wall is a large flat, black surface with writing scrawled upon it.

Ngise is 40% likely to be in this room if he has not been encountered previously (see Ngise's statistics on page 41). If Ngise is present, he is lecturing to a collection of four student necromancers who are certified members of the Black Academy (that is, 5th level or above). All certified members of the Black Academy are equipped with two magical items partially of their own making: a *blackcloak* and a *deathtooth* (see Appendix 2). Ngise, not recognizing the PCs as being qualified for this advanced class, demands they leave immediately. If the characters show any sign of hesitation, he orders his students to expel them, commenting on their efforts critically and supporting them with his own spells as needed.

The bodies hung near the south wall are dead but preserved with *embalm** spells. These are used by Ngise to demonstrate the techniques of necromantic animation in the course of his lectures. Each of the small stands holds an individually animated body part tethered in place so that it cannot scuttle off. The large flat surface is akin to a chalk board, and chalk pieces can be found on the table nearest it. Read to the players "Ngise's Theory of Animation," below, if they read the board.

"Undead are said to exist concurrently on both the Prime Material and Negative Energy Plane; this can be envisioned better if it is more accurately stated that undead on the Prime are linked to the Negative Energy Plane via a conduit. The very existence of even the lowest-level undead produces a constant drain on the energies of the Prime Material Plane; this accounts for sensations of cold often attributed to undead. As part of the enchantment of their creation, undead 'siphon' a bit of the energy flowing toward the Negative Energy Plane. This 'stolen' energy serves as their energy of animation. More powerful types of undead have a stronger connection to the Negative Energy Plane and are therefore able to siphon even more energy for their own purposes before it is forever lost in the Final Void. This type of animation is known as "necromancy," but it could also be called Entropic Animancy. Other forms of enchantments exist that can link objects or corpses to the Positive Energy Plane; in this case the flow of energy is reversed. Undead linked to the Positive Energy Plane continually radiate energy and are able to siphon a bit of that energy for purposes of animation. Undead of this type often are associated with the control over living



tissue, such as mummies. More powerful undead linked with the Positive Energy Plane are able to manipulate these energies with specific purposes and effects. This type of enchantment is sometimes known as Positive Animancy.”

Jocelyn and Marlow, hf and hm Nec5: AC 7 (*blackcloak*); MV 12; hp 16, 18; THAC0 19 (17 with *deathtooth*); #AT 1; Dmg 1d4+2 (*deathtooth*); SA spells; SZ M; ML average (10); Int high (14), exceptional (15); AL NE, CE; XP 420 each.

Spells (4/2/1 plus one extra necromancy spell per spell level): 1st—*animate dead animals** (x2), *chill touch*, *magic missile* (x2); 2nd—*embalm**, *fog cloud*, *spectral hand*; 3rd—*lightning bolt*, *vampiric touch*.

Verlyn and Tacitus, hm Nec6: AC 7 (*blackcloak*); MV 12; hp 21, 20; THAC0 19 (17 with *deathtooth*); #AT 1; Dmg 1d4+2 (*deathtooth*); SA spells; SZ M (5' tall); ML steady (12); Int exceptional (15, 16); AL NE; XP 650 each.

Spells (4/2/2 plus one extra Necromancy spell per spell level): 1st—*animate dead animals** (x2), *chill touch*, *magic missile* (x2); *choke****, *ghoul touch****, *spectral hand*; *lightning bolt*, *vampiric touch*, *wraithform*.

Special Equipment: one *deathtooth* each.

*spell from *The Complete Book of Necromancers*.

***spell from *The Complete Wizard's Handbook*.

7. Applied Necromancy

A chill greater than that which normally pervades the academy is immediately noticeable in this chamber. Shadows linger in the corners like cobwebs, undisputed by any illumination. Most of the central floor space is taken up by a large circular depression, lined by a wide shelf that offers a place to sit. In the center of the depression rests a stone podium, upon which is a large tome (literally a “hardcover” bound with thin plates of granite). The tome is closed.

Display Illustration #13. There is a 20% chance that Academician Drake (see Drake’s statistics under room 10) is lecturing at the podium here before a group of four necromancers (use the statistics from room 6 if necessary). Instructor Drake specializes in high-level necromantic magic of the darkest sort. No twisted experiment of evil is too depraved for him, and no ritual too dangerous to undertake. The stu-



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dents of the Black Academy, and even the other faculty, regard Drake with some fear; sometimes he fails to be discriminating in his choice of victims.

The book on the podium is a magical tome. It is closed and untitled. If the proper magical phrase (*Keth T'fear*; known only to Drake) is not spoken before opening the tome, treat each character viewing the open book as if they had just viewed "The Skull" card from the *deck of many things*: a minor death appears and attacks, one for each unauthorized viewer. Each character fighting a minor death must fight it alone—if others help, additional minor deaths appear to attack them as well, even if they already have one of their own! Any character slain by a minor death is slain forever. If the proper magical phrase is spoken, the book reveals itself to be a *libram of ineffable damnation*, potentially dangerous to good aligned characters in its own right.

Minor Death: AC -4; MV 16; HD 4+1; hp 33; THAC0 17; #AT 2; Dmg 2d8 (scythe); SA always strikes first in a round and never misses; SD immune to *sleep*, *charm*, *hold*, mind-affecting spells, cold, fire, and electricity; SZ M; ML fearless (20); Int average (10); AL LE; XP 650.

8a. Necrohazard I (Sealed Lab)

The door to this chamber is black metal. A thick metal bar holds the door tightly shut. A metal plaque inscribed upon the door simply states "Necrohazard." If the PCs unbar the door and enter, read the following boxed text:

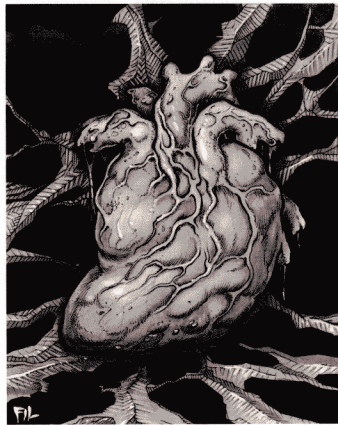
Impenetrable shadows fill this room like a dark womb; stray light falling within is quickly extinguished. A biting cold issues from the open doorway like a physical presence. Nothing can be seen, and at first all is silent, but suddenly a faint sound breaks the darkness . . . [at this point, the DM should imitate the sound of a faltering heartbeat]

Drake is investigating many lines of research, but one of his most promising has produced the creature that he keeps safely locked away in this lead-lined vault. This line of research (among others) was actually illuminated to him when he encountered some of the denizens of The City That Waits (of all the necromancers in Skull City, only Drake has secretly penetrated thus far into Acererak's realm). Drake destroyed his other experiments of this new class of necromantically animated creature, as they were all highly dangerous, but he keeps this heart around to

show to aspiring students. The creature is called a Moilian heart (see the *Maps & Monsters* book for more details on this new monster).

The heart lies on the floor in the northeastern corner of the room. Drake has placed a permanent *darkness*, 15-foot radius spell upon it to help keep it quiet; to any PC capable of piercing the gloom, it appears as a normal human heart surrounded by threads of frost. The Moilian heart steals hit points from living beings to power its own heartbeats. Any characters standing in the doorway are subject to the effects of the Moilian heart draining and cold attacks after only a single round; thus the slow sounds of a faltering heartbeat begin after the door to the vault is opened. Since the heart cannot move, the intruders' best defense is simply to retreat and rebar the door (wary characters might note that the inside of the door is lead-lined). Other than the Moilian heart, nothing of interest can be found in this chamber.

Moilian heart: AC 10; MV nil; HD 3; hp 0 (24 maximum); THAC0 nil (see below); #AT none; Dmg special; SA hit point drain, *project cold* (2d6 points of frost damage to all targets within 30 feet who fail





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saving throws vs. spell); SD regeneration, immune to *sleep*, *charm*, *hold*, *fear*, cold, poison, paralysis, and death magic; SW may be turned (as mummy); SZ S; ML fearless (20); Int non-(0); AL N; XP 975.

Notes: Draining power causes characters within 20 feet of the heart to make special saving throws. Success requires a roll of 12 or better on 1d20. A character's hit point adjustment from Constitution applies to the roll (characters of all classes can claim the warrior adjustment for purposes of the roll). Those who fail lose 1d10 hit points each. Hit points lost in this manner can only be regained through magical healing; any character reduced to 0 hit points through draining dies and has a 13% chance of spontaneously animating as a Moilian zombie (see the *Maps & Monsters* book). Drained hit points are transferred to the heart, up to its maximum (excess hit points are simply lost).

Once it has stolen even a single hit point, the heart can use its power to *project cold* against any target within 30 feet.

Only cremation, submersion in acid, *disintegration*, or some similar drastic means can permanently destroy a Moilian heart.

8b. Necrohazard II (Sealed Bar)

Like the door to the left, the door to this chamber is black metal. A thick metal bar holds the door tightly shut. A metal plaque inscribed upon the door simply states "Necrohazard." If the PCs unbar the door and enter, read the following boxed text:

This room is mostly empty; only a few small piles of ash litter the floor in lonely heaps. Along the far north wall sits a humanoid skull upon a small wrought-iron stand. The skull appears to burn with black flames like an eerie corona.

When Drake penetrated into The City That Waits, he brought back the secret of creating creatures such as the Moilian heart, but he also discovered this skull of a winter-wight (see the *Maps & Monsters* book). Luckily for Drake, the winter-wight had tangled with something more powerful than itself. Drake brought the burning skull back with him for further study, but the magical principles involved in the life-eating flame were beyond his expertise. In light of his successes regarding the Moilian heart and similar fragments, the skull of the winter-wight here has not received much investigation, although Drake gave Ferranifer a sample of the ebony fire. Drake did not

say from whence it came; hence, Ferranifer does not know the true source of the *blackfire*.

Any character who comes within 2 feet of the skull must make a saving throw vs. death magic at a -2 penalty. Should the character fail, he or she discovers the life-draining effects of the *blackfire*, as a puff of flame from the skull suddenly ignites on that character's life aura. The afflicted character must immediately make a special saving throw to determine what happens. On a roll of 11 or more on 1d20, the character suffers no damage that round, and the *blackfire* burns lower; the target's hit point adjustment from Constitution applies as a bonus or penalty to the roll (all characters can claim the warrior adjustment for purposes of the roll). If three successful checks are made in three successive rounds, the *blackfire* gutters out. If the check fails, the target permanently loses 1d2 points of Constitution, losing any associated hit points and special abilities. Each round the *blackfire* burns on the victim's life force, another check must be made. If the creature's Constitution score reaches 0, it dies.

If any other living being comes within 2 feet of a victim who is engulfed in *blackfire*, that being must make a successful saving throw vs. death magic or face the same effects described above. Those killed by *blackfire* are irretrievably consumed; not even a wish can restore them. *Blackfire* burning on a living being cannot be smothered by conventional means. However, *blackfire* will not burn in an *antimagic shell* or on a being protected by a *negative plane protection* spell, and it can be "blown" out by the force of a *fireball*, *lightning bolt*, or similarly energetic spell (of course, the victim suffers damage from these normal) of at least 8 dice.

Characters who attempt to transport the skull quickly find that it is almost impossible to do so without setting themselves on *blackfire*. If the skull is wrapped in a cloak or put in a chest, the *blackfire* will be smothered within 1d6 rounds. Once the *blackfire* goes out, it can never be rekindled on the skull. Note that winter-wights defeated by the PCs later in this adventure do not manifest continual burning of the *blackfire*; it normally goes out upon destruction of the undead. Note also that a winter-wight's *blackfire* causes only temporary Constitution loss; Drake's experiments have made the *blackfire* here more potent than normal.

9. Academician Drake's Lab

An abundance of strange scents, not all of them pleasant, assaults you as you peer into this chamber. Every wall contains sturdy shelves, and all of



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the available floor space is taken up by wooden tables. The shelves along the north wall are filled to overflowing with tomes and scrolls. The remaining shelves are stuffed with all manner of glass vials, bottles, and jars that seemingly contain a very wide variety of substances. The tables similarly hold a vast array of strange items. The central table contains a large open book and sinister-looking metal tools and needles strewn around a metal platter. The platter contains a mostly dissected cat, so it is particularly unsettling when the feline suddenly gives voice to a tortured mewling.

There is a 20% chance that Drake is busily at work in this lab when the PCs enter. The necromancer knows his way around this disorganized and messy facility, and much of his best necromantic research is conducted here in his private lab. A search through the tomes and scrolls reveals them to be filled with undead theory, first-person accounts of demonic possession, and discussion of the true nature of the Negative Energy Plane.

Drake is most interested in following up his experiments concerning life-stealing Moilians. It is his goal to someday become a Moilian lich and invest his form with the Moilian power to “borrow” life from the living. Of course, he has no care for the lives of those from whom he must rob this energy. To this end, the poor cat on the table suffers for Drake’s benefit.

This cat only hangs onto life by a thread, and it would be a mercy if the PCs were to put it out of its misery (healing it would require several *cure critical* spells plus some reassembly). The book next to the table, penned in Drake’s hand, is titled “Moilian: A Treatise On Necromantic Alternatives.” The book contains (unfounded and incorrect) speculations concerning the true nature of Moilian undead, and the new spell *animate Moilian* (see Appendix 1), researched by Drake himself—the spell works despite Drake’s naiveté concerning these creatures.

The book also contains a very short chapter that mentions the “burning skull” he keeps in room 8b. According to this short entry, Drake picked up the skull “elsewhere,” but he admits being completely unsuccessful in harnessing the deadly black flame to his uses. The book states that Drake has given a sample of the flame to Ferranifer so that she can bring to bear her specialized knowledge of necromancy; however, he has not told her where he discovered the flame. He complains, however, about her failure to share the spell she developed based upon the *blackfire* sample.

10. Drake’s Meditation Chamber

The door to this chamber is very similar to the metal door leading to room 8. However, this door is barred from the inside if Drake is within (that is, if the party has not already encountered him). A plaque on the door reads “Do Not Disturb.” If the PCs try opening the door while Drake is inside, he flings the door wide with a clang to confront those who would dare disturb his meditations. Read the following text if this is the case:

Suddenly, the iron door is flung wide, cracking the stone behind it with the force of the swing! Standing revealed in a small, drab space is an emaciated figure dressed in ragged garb. A tumult of cold strikes you like a physical blow as red, gleaming eyes set in a skull-sunken face study you. It snarls and darts quickly forward.

Drake is a living man yet, but his dark obsession has had its toll on his appearance and habits. Steady self-inflicted infusions of Negative Energy over the last two decades have greatly enhanced his Strength and Constitution, but at great cost. His frame is so gaunt and emaciated that he almost appears as an undead creature himself. For the last decade he has not even truly slept. Instead, he retires to this dark closet to stand in an evil reverie for hours at a time, where his dreams skitter through nightmare-infested landscapes.

The necromancer’s greatest (but secret) claim to fame is his penetration of The City That Waits. He keeps this knowledge from Mistress Ferranifer, as it is his goal to acquire all the power he can so that one day he can take power from the headmistress for himself. As fate would have it, his trip to The City That Waits was not precipitated by special knowledge, as he believes, but the merest accident. Drake had previously penetrated the original tomb to the very vault of the demilich in his quest for power. The crafty necromancer was not drawn into a fight with Acererak’s husk (being cognizant of its powers), and he didn’t tempt it by looting its hoard. What he did do was collect a small vial of the lich-dust resting in the far recesses of the vault, for the express purpose of obtaining a supremely potent spell component. Drake then retreated back to his lab to do research on the dust.

The research (on how to become a lich with powers to rival even Acererak’s) produced nothing but failure, and the vial of lich-dust was relegated to the bot-



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tom of Drake's spell component pouch. Many years later, on another secret foray into the original tomb, a sudden urge to check out the great green face (room 6 of the original tomb) unaccountably granted him passage to The City That Waits. Drake seized this opportunity to gather what insights and items he could in the city, believing Fate itself was steering him down the path to greatness. The necromancer was not able to access The Fortress of Conclusion and in fact was only just able to escape with his life by using a long-hoarded *cubic gate* (since bartered away). Drake never realized that it was the vial of lich-dust in his spell component pouch that had accidentally granted him access to the city, and he never connected his frustrating failure to repeat the journey with having used up the dust in his experiments with the Moilian fragment and the skull's ebony fire.

Drake does not keep any personal wealth; he can get everything he wants or needs by merit of being one of the two senior instructors in the academy. The valuable item in this room besides the equipment is Drake's spellbook, resting on a small, rickety, wooden shelf at the rear of the chamber. The spellbook holds all the spells in Drake's list of memorized spells.

Academician Drake, hm Nec16: AC 4 (*spirit shroud*); MV 12; hp 48; THAC0 15 (12 with *deathtooth* and Strength bonus); #AT 1; Dmg 1d4+3 (*deathtooth*, Strength bonus); SA spells; SD spells, *spirit shroud* (immune to all but magical and silver weapons); SZ M; ML elite (14); AL CE; XP 9,000.

S 18, D 12, C 18, I 17, W 16, Ch 2.

Spells (5/5/5/5/5/3/2/1 plus one extra Necromancy spell per spell level): 1st—*corpse candle**, *corpse link**, *locate remains**, *magic missile* (x3); 2nd—*choke****, *embalm**, *ghoul touch****, *Melf's acid arrow*, *skeletal hands**, *spectral hand*; 3rd—*delay death****, *dispel magic*, *feign death*, *lightning bolt*, *vampiric touch*, *wraithform*; 4th—*contagion*, *dimension door*, *eneration* (x2), *ice storm*, *minor spell turning***; 5th—*animate dead*, *cloudkill*, *cone of cold*, *enlarge undead**, *graft flesh**, *wall of bones****; 6th—*death fog*, *death spell*, *disintegrate*, *invulnerability to magical weapons****; 7th—*finger of death* (x2), *teleport without error*; 8th—*animate Moilian**, *sink*.

Special Equipment: wand of frost (13 charges), *deathtooth*, *spirit shroud*.

*new spell; see Appendix 1.

**spell from *The Complete Book of Necromancers*.

***spell from *The Tome of Magic*.

***spell from *The Complete Wizard's Handbook*.

11a. The Auditorium

This chamber is immediately recognizable as an indoor amphitheater, vast and quiet. Black candles of the same sort you saw in the entrance chamber line all the visible walls of this chamber, providing an inconstant, flickering light. Long lines of wooden benches allow for the seating of hundreds of people. The southern portion of the room is raised 5 feet above the rest of the chamber. A small staircase in the center of the raised area provides easy access from the level of the seats. Black curtains hide the southernmost portion of the stage

Display Illustration #14. During the night there is a 75% chance that a lecture is being given here to a crowd of 3d10 1st- to 4th-level necromancers and 2d6 5th- to 6th-level necromancers. The speaker is either Instructor Ngise (10% chance), Academician Drake (10% chance), Mistress Ferranifer (5% chance), or Spence, a 6th-level necromancer presenting the results of a private research project (75% chance; use statistics from room 6 if necessary). Characters entering through the wide double doors adjacent to room 2 draw little comment; it's not uncommon for listeners to arrive late. Unless the PCs are gripped in an evil-slaying craze, good sense should encourage them not to attempt to slay every necromancer present. The double doors to this chamber are good at screening out exterior sounds, so PCs engaged in conflicts outside this room do not inevitably draw the attention of every necromancer present.

Talks given in this auditorium concern the craft of necromancy, of course. Good-aligned PCs who take the time to listen to the speakers are soon sickened and disgusted by the particularly gruesome topics covered in these dark seminars. In the unlikely chance that the headmistress is present, she wears the *Amulet of the Void* at the end of a fine silver chain.

11b. Backstage

Behind the curtain is a convenient storehouse for extra equipment used during talks, including chairs, tables, podiums, extra parchment, etc. Also, two undead skeletons stand back here, ready to assist any who command them in the movement and placement of those items stored here (refer to the skeleton statistics on page 37 if necessary). If the PCs move large items around to search for secret doors on the floor, they have a normal chance to discover the secret hatch that leads via a cramped (18 inches wide, 3 feet high) tunnel directly to Mistress Ferranifer's personal drawing room (room 19).



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12. Free Labs West

A series of three connected rooms serves as communal lab space for those necromancers who either do not possess private work areas or who wish to pool their knowledge with other practitioners of the dark arts. Basically, the rooms are set up with two tiers of long tables parallel to each other running north-south. Necromancers of all ability levels congregate over these tables, working singly or in groups.

12a. At night, this lab contains 1d6 necromancers of 1st to 6th level, hard at work (see previous statistics if necessary). By day, the lab is unoccupied, but the items described below can be found in a locked cabinet. The necromancers here are engaged in the study of a strange dry powder they have concocted. They call it *wicked corpse dust*. Only 3 flasks remain, and tonight one is slated to be emptied over an unanimated corpse to see what affect it might have.

Wicked corpse dust is ground up from previously animated zombies, skeletons, and other material undead. It retains a residual Negative Energy charge. Against living beings, the dust brings shivers and unpleasantness but no direct damage. If ingested, it acts as type J poison (save or die, a successful saving throw still results in 20 points of damage). If sprinkled upon a body, there is a 20% chance that the body animates as a zombie; however, the zombie is uncontrollable.

12b. By day, this lab is empty, but it contains a vial of *wicked corpse dust* (see room 12a). At night, this lab contains 1d4 necromancers of 1st to 6th level. The necromancers here have just emptied a vial of the dust over a corpse, animating it. Unfortunately, the necromancers are forced to manhandle the zombie as it begins to scream maniacally and tear free from its bonds. All in all, a normal night in the free labs.

12c. A spill of volatile spell reagents has yet to be cleaned up in this chamber—a pool of the vile substance still covers the floor, refusing to evaporate. The fumes are terrible, but worse, the liquid acts like acid against exposed flesh (2d6 points of damage per round of exposure). At some point during the next 1d4 nights, a skeleton will be ordered to clean up the mess, but until that time, this chamber remains off limits.

13. Free Labs East

The Free Labs East are another series of connected rooms serving as additional lab space for young necromancers. Physically, these rooms are set up in the same fashion indicated under area 12.

13a. By day, this lab is empty. By night, it contains 1d4 necromancers of 4th to 10th level peering intently at a large distilling coil that bubbles and belches as it cycles a coal-black oil through its tubes. The necromancers are working on a substance they've dubbed *midnight oil*. At present, the oil has proven a disappointment; its only noteworthy property is an awful stench.

13b. Empty by day, at night 1d4 necromancers of 4th to 10th level work at their benches. Nothing exceptionally interesting is currently being developed in this chamber.

13c. Empty by day, this chamber is not materially different from the preceding lab.

14. Hall of Petition

An arch inscribed with many necromantic runes opens into room 14, but a midnight black curtain hangs down, blocking the view. Pushing the curtain aside reveals the following:

This chamber is tiled with 1-foot squares of slick obsidian completely covering the floor, walls, and even the ceiling. The room is dominated by a granite statue as big as an ogre and attached to the center of the south wall. The statue depicts a skeleton with both hands raised to waist level, palms upward. Inset into each of the palms is a smooth, flat, obsidian tile, also palm-shaped. The eyesockets of the stone skull flare red as a menacing voice intones "Enter, and be judged, petitioners!"

Display Illustration #15. The statue is a magical golem of sorts. It automatically accepts petitions from those who may (or may not) wish to become students of the Black Academy. Each time the curtain is pulled back, the statue repeats its invitation to enter. Those who do enter are told, "To gain complete access to the Black Academy, you must place your hands in mine." If any brave soul in the party follows this directive by placing both of his or her hands palms down upon the upward facing palms of the statue, the statue says, "Hold still," as its hands instantaneously grasp the PC's.

The red glow emanating from the eyes of the stone statue narrows into a scanning beam, focused on the PC's head and eyes. The PC has one round to attempt to get free (a successful bend bars/lift gates maneuver is necessary) before his or her fate is determined. Unless the caught PC has some variety of mind-shielding ability or item, the statue can deter-



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mine his or her class and alignment. If it detects any class other than necromancer or mage, or if it detects good alignment, the scanning beam becomes lethal at the beginning of the very next round. The caught PC must make a successful saving throw vs. death magic at a -5 penalty, or his soul is ripped from his body! The soul eventually is drawn to Acererak's phylactery in the Fortress of Conclusion.

Regardless of the result of the saving throw, the physical body takes 20d6 points of electrical damage (no save) transmitted directly through the palms of the statue! Following this horrible display, the statue releases the grasped hands (if anything other than dust is left) and intones, "Admittance denied. Next!" The statue takes no direct action to force party members to follow its directives, but it continues to function as described above each time someone places his or her hands upon its palms.

If the PC passes the scan, the statue's eye beam narrows to pen-thinness and quickly burns a tattoo of a skull into the PC's forehead. The statue intones "You have Mistress Ferranifer's permission to study at the Black Academy. See Instructor Ngise for remedial classes. Next!" The PC could now legitimately take classes at the academy without raising a fuss if he or she so desired. Unfortunately, the tattoo is permanent (it can't be removed short of a *limited wish* or similar spell).

A successful search for secret doors on the statue and wall to which it is attached reveals a small stud. If pressed, the statue swings silently aside on hinges, revealing room 15.

15. Catacomb

You step out into a hall of rough stone running east and west. The shadows along either wall are lined with highly ornate upright sarcophagi, each different from its fellows. Beneath the dust and cobwebs, some appear to be carved from stone, others forged of iron. The floor of the entire hall is covered by enruned flagstones.

Display Illustration #16. Of all the necromancers studying or teaching in the Black Academy, only Instructor Ngise and Academician Drake are ever allowed to pass into this chamber and beyond, and then only rarely. Mistress Ferranifer denies all the rest access to the entrance of Acererak's Tomb. From time to time, certain necromancers disregard this injunction and attempt an unsanctioned exploration. For this reason, Ferranifer has placed traps here and there

to dissuade the uninvited. In part, Ferranifer was inspired in her trap design by the tomb's legendary traps; however, unlike Acererak, she has provided no key to help the nonindoctrinated. Only her trusted henchman, Leon (see room 1), knows the safe route through to her chambers, and he cannot be forced to betray that knowledge (such a question automatically breaks any *charm* effect he might be under).

Each sarcophagus is different from the rest; some are mere decoration, some lead to other areas of the academy, and the rest are indeed traps.

a. A stone sarcophagus bearing the image of a noble elf-lord. A successful bend bars/lift gates roll allows the PCs to swing the cover wide on its grating stone hinges to reveal a small, dark alcove with a false, poorly concealed door in the floor. This is designed to lure intruders into the alcove and draw attention away from the ceiling, where a thin, false ceiling conceals a dozen 5-foot-wide slits. If any weight in excess of 30 lbs. is applied to the floor of the sarcophagus, a dozen razor-sharp blades burst through the holes in the ceiling to shred anything inside for 5d6 points of damage. They then withdraw and the trap resets, ready for the next intruder.

b. An iron sarcophagus bearing the image of a doughy human female warrior in full plate. A successful bend bars/lift gates roll allows the PCs to open the cover. Beyond is an actual mummy, wrapped in funerary bandages. There is nothing supernatural about the mummy, but behind the embalmed body is a particularly well-hidden secret door (can only be discovered on a roll of 1 on 1d6; elves do not receive an automatic chance to detect it) leading to Ferranifer's private rooms. The secret door's opening mechanism (a small metal button) is double-trapped. Pushing the button sets off the primary needle trap (Class E poison; save vs. poison or die, taking 20 points of damage even on a successful save). *Pulling* the button releases the latch and causes the secret door in the back of the sarcophagus to slide open but sets off the secondary needle trap (again, Class E poison) unless the PCs think to check for two separate traps and successfully disarm them both.

c. An iron statue of an elongated skeleton wearing a dark, hooded robe and holding a rusty scythe. This statue is mere decoration, but PCs who encountered the minor deaths in room 7 will probably eye it with a good deal of suspicion.

d. A stone sarcophagus carved to resemble a burly dwarf bearing a massive axe. The eyes of the statue are emeralds (worth 300 gp apiece) that glitter in any available light. If this statue is tampered with in any



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way (if someone attempts to remove the emeralds, open the sarcophagus, or even search for traps), the nose and mouth of the stone visage suddenly spew forth a green gas, that quickly billows to fill the entire chamber! Every character in the room must make a successful saving throw vs. petrification with a -4 penalty or be turned to stone. The gas settles out of the air in one turn. Anyone who is able to investigate the sarcophagus finds it empty. Also, each emerald is cursed, working exactly opposite of a *luckstone*. See Appendix 2 for more on these unwholesome items.

e. An iron statue of a savagely twisted, demonic skeleton, an apparent mate to the statue across from it, as it also holds an iron scythe (though this one is not rusting). This is actually an iron golem that guards the secret door behind it. It remains passive until attacked or until any PC attempts to squeeze past it. At that point it savagely attacks with its +3 scythe! In all respects save its magical weapon, it conforms to the statistics of a standard iron golem.

Iron golem: AC 3; MV 6; HD 18; hp 80; THAC0 3 (0 with *scythe* +3); #AT 1; Dmg 4d10+3 (*scythe* +3); SA breathes poison gas once every seven rounds, Strength 24; SD immune to weapons of less than +3 bonus, immune to most spells, magical fires heal 1 hit point per die of damage; SW electrical attacks *slow* the golem for three rounds; SZ L; ML fearless (20); Int non-(0); AL N; XP 13,000.

f. A stone sarcophagus carved to resemble a human male warrior in chain mail. The cover of the sarcophagus opens easily. The inside appears empty. If anyone enters to search for secret doors on the interior, the door slams closed (regardless of spikes or magical precautions, unless these precautions can overcome a 20th-level magical effect). The individual enclosed within the sarcophagus is subject to an automatically triggered spell; unless he or she successfully saves vs. spell at a -4 penalty, a magical flash of energy within the chamber subjects him or her to the immediate affects of a *sink* spell. One round later, the sarcophagus cover once again opens easily, but the small chamber is now mysteriously empty (unless the trapped character made his or her saving throw). Each time someone enters the area, the effect as described above is repeated.

g. An iron sarcophagus depicts a fierce human barbarian clad only in leather breeches, wielding a two-handed sword. A successful bend bars/lift gates roll opens it, causing a dense spray of iron shards to spew forth for 6d6 points of damage to all within 10

feet (a successful saving throw vs. breath weapon halves this damage).

h. A stone sarcophagus, different from the others in that it is carved to show three innocent children, holding hands in merry laughter. Opening the lid (a feat that requires a successful bend bars/lift gates roll) reveals an empty cavity, but a secret door in its back leads to room 16, wherein dwell the Dim Triad.

i. This stone sarcophagus depicts a human male undergoing torture on a brutal rack. Opening the lid (successful bend bars/lift gates roll required) reveals an iron door with a 1-foot-by-1-foot grate. The grate allows those with a light source to view the living captives of room 17. The iron door is locked, and the key is kept by Ferranifer.

j. This iron sarcophagus is forged to resemble a humanoid skeleton apparently writhing in an all-encompassing blast of flame. This sarcophagus is mere decoration and is not trapped with fiery magics, as the party might expect by the facade; the interior is empty.

k. This stone sarcophagus is roughly etched with the semblance of some strange creature, seemingly a hybrid of man and fish. A successful bend bars/lift gates roll swings the lid wide. The interior is empty, but a secret door at the back of the cavity leads to room 18.

16. A Trio Of Coffins

The stone ceiling of this chamber is only 5 feet high. It is cracked and chipped, and scarred with hundreds of claw marks. An unwholesome miasma hangs in the air, making it difficult to pull in a nourishing breath of air. Three polished black wooden coffins reside in silence upon the moist earthen floor.

Display Illustration #17. It is here that the Dim Triad lie as dead during the searing light of day. If the party has not already destroyed some or all of these vampires, they stand an 85% chance of discovering them here in the coffins during the day and a 10% chance of finding them in the chamber up and about at night. If the PCs do disturb any of the vampires while they are within the coffins, the creatures immediately rise to defend themselves (see their statistics on page 30). What treasure Ferranifer allows her servitor vampires to keep is hidden away in their personal coffins. Each coffin holds 100 to 1,000 sp, 100 to 600 gp, and 1d4 tourmaline gems worth 200 gp each. Ferranifer does not allow any of her servants to keep magical items of any sort.



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A secret door in the west wall allows the Dim Triad quick access to living captives in case they require a quick nip before going out, but they are forbidden on pain of Ferranifer's displeasure to kill any of the captives.

17. Live Ones

This chamber is filled with the misery of long confinement and the sour stench of fear. Iron shackles dangle like predatory vines from the cold stone walls. Hanging from arms, feet, and, in one case, hair, are a dozen living human captives. Most hang limply in shock, but a few make small mewling sounds of suffering. It is obvious that these captives are in agony.

Here living captives are kept against the necromantic needs of the Black Academy. Those with the necessary funds can purchase special chits in the Black Market, redeemable for living captives. Instructor Ngise and Academician Drake are equally empowered by Ferranifer to redeem the chits.



The captives whimper in fear at the sight of the party, seeing them as more agents of the evil necromancers of this city. Each captive is locked in iron shackles (both Drake and Ngise have keys). Freeing the captives should certainly occur to good-aligned parties. Ushering these prisoners out of the school without subterfuge definitely draws the attention of the principal powers within the academy and the city. In this event, the PCs can expect a difficult time of it. However, virtue does have its rewards: for every prisoner brought safely to a civilized village or city outside the boundaries of the Vast Swamp, each PC receives 1,000 XP. The prisoners themselves are too weak and abused to offer much assistance on their own behalf.

Prisoners (20): AC 10; MV 6; HD ½; hp 1 or 2; THAC0 20; #AT 1; Dmg nil; SZ M (5- to 6-feet tall); ML unreliable (2); Int low to high (6–14); AL varied; XP see above.

18. An Experiment

Chained down on a stone slab is a grisly sight. A living creature composed of unnatural parts feebly struggles against the chains that bind it. Perhaps it was once a man . . . ? The lost flesh has apparently been replaced with the tissue of various different types of animals and monsters. One leg has been replaced with a black tentacle, the other with a long, groping, green-tinged arm. The victim on the table still retains one natural arm, but the other ends in an insectoid pincer. The head of the thing is hidden under a black cloth. Various cutting implements of ominous design hang upon the wall above the slab.

This is where the headmistress amuses herself with cruel experimentation (day or night, the party has a 10% chance of finding the Mistress of the Black Academy here). Her latest tests involve creative uses of the *graft flesh* spell. She keeps the current subject of her malicious attention just barely alive, but his sanity left him long ago. The PCs can try to rescue this poor man, as with the prisoners in area 17, but in this case they only get an XP award if they can somehow reverse the results of the terrible experiments already done to him.



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19. Drawing Room

The faint scent of lilac blossoms wafts through the air as you gaze out upon a richly appointed salon. The plush emerald-green carpet, the leather divans, the crystal end tables, and the softly glowing magical lights come together to create a very inviting atmosphere. A silver tea service is set out on a small table next to the southern wall.

Despite her current position and status, Ferranifer has not completely lost her taste for fine things of beauty and decorum, and this room reflects that side of her personality. She spends time here every day, either in meditation, tête-à-tête with Leon, or in conference with the two ranking instructors of the Black Academy. The party has a 15% chance of running across her here (see her statistics and description in the room 22 entry); their chances of encountering all three of the academy's leaders in this room in one of their rare meetings are nil.

The tea service consists of a large silver pitcher and eight silver cups on saucers of the same material. The decanter is enchanted to keep whatever is poured into it fresh and at its proper temperature. If the PCs investigate the contents, they may be disgusted to find that the pitcher currently contains warm blood. Apart from the blood, the magical service is worth 200 gp.

If the PCs move aside a divan, they have a chance to discover the secret hatch in the floor that leads to room 11b.

20. Ferranifer's Study

This 10-foot-square room's walls are hidden by massive wooden shelves replete with librams and scrolls. The ceiling stretches up at least 30 feet, and the shelving apparently extends the entire distance as well; however, there is no visible means to access these high-altitude tomes and documents. Upon the floor in the middle of the room is a wooden desk. Only a single quill and inkwell sit neatly upon its surface.

Day or night, the party has a 20% chance of running into Mistress Ferranifer here (her statistics are listed in the room 22 entry). The head of the Black Academy stores most of her centuries of magical lore here in this room, and any sage who could *fly* or *levitate* would find it a treasure house of arcane knowledge covering a wide range of topics, including

human anatomy, human torture, treatises on dead tissue, verse and prose celebrating death, obscure necromantic references, and biographies of powerful necromancers back through the dim ages of the past both from this and alternate planes! However, it would take a day's worth of research and cross referencing for someone with the appropriate skills to come up with the following scanty pieces of information. In that time, Ferranifer is sure to come into her study.

- Acererak's Tomb is only the first and least of his holdings.
- Acererak labors on another plane to bring about a grand change.
- Acererak long ago prepared a single route to access his true abode.
- To travel this route, one needs the *Amulet of the Void*.
- The runes inscribed on the *Amulet of the Void* are in a forgotten magical tongue. If one could learn this lost language, one could decipher the runes.

This last bit of information is false, and is the reason why Ferranifer is frustrated in her researches into the meaning of the runes of the half-amulet she found. The runes do not represent another language. Instead, they are encrypted according to a simple key in the common language of the land!

Ferranifer has been researching Acererak's true nature for almost 20 years. When she found the *Amulet of the Void* (albeit only half of it, but she doesn't know this) lying near the entrance of the Tomb, she took it as a gift of destiny and began construction of the Black Academy, with the help of her considerable force of undead minions. The rock was quarried from submerged mines under the swamp; what do undead care about watery depths? The construction of the academy instigated the community around the tomb. Without the academy and its researches into the dark arts there would be no Skull City.

Ferranifer thought that once she discovered the *amulet*, the mystery of Acererak would soon be made plain to her. Unfortunately for her, she does not realize that the signs on the *amulet* are encrypted. Only knowledge of the encryption key (or experimentation along the right track) reveals the true message upon the *amulet*. For the last twenty years, the Mistress has been growing more and more frustrated as her continued attempts to plumb the nature of the *amulet* and the tomb fail. She had hoped



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that the necromantic academy of learning built around the tomb would open up other avenues of research, but so far she has discovered nothing.

The desk contains nothing of value, and the inkwell simply contains normal ink without any special properties whatsoever.

21. Bedchamber

Within this small but elegant room, a large four-poster bed, elaborately inlaid chest of drawers, and antique silver mirror testify to the owner's wealth and taste, while the gowns and female finery (all black, all made of the finest silk) in the open wardrobe and the perfumes, comb, and brush set on the dresser bear witness to her sex. Several leather-bound books rest on the mantle and one on a low bedside table. A scented brazier warms the room, while candelabra on the east and west walls shed a soft, pleasant light.

Display Illustration #18. It is widely rumored by the devotees of the Black Academy that Mistress Ferranifer is herself one of the undead. This rumor is true; the headmistress voluntarily became a vampire long, long ago after she had already obtained unrivaled power as a necromancer. In fact, because of her power, she is a *vampire scion*, as described in *High Level Campaigns* (her statistics in the room 22 entry reflect this enhanced power). Despite her undead nature, however, she still retains a keen appreciation of the good things in life, as reflected by this boudoir.

If the dresser is tampered with in any way, it releases an *incendiary cloud* spell while at the same time the entrance door slams closed and locks (having a 50% chance to break anything used to prop open the portal (spikes, someone's foot, or whatever). The *cloud* fills the entire 10×10×10-foot room. It ignites and causes 18–36 (18d2) points of damage on the third round, 18–72 (18d4) points on the fourth round, and 18–36 points again on the fifth round. Since there is nowhere to dodge in this tiny room, no save is allowed for half damage.

Unless the PCs experimented with opening and closing the entrance door (finding the secret stud to open the door from this side), they will have a difficult time discovering the proper way to reopen the door before the *incendiary cloud* begins burning. Anyone who stipulates that his or her character is searching the door and the area around it for the opening mechanism gets to make a roll each round

for locating a secret door, with a +1 bonus on the roll for knowing the door is present (modified roll of 1 or 2 succeeds, 1–3 for elves and half-elves). Because time is so short, however, the roll must be made on 1d8 rather than a d6 while the room is filling with gas, and on 1d12 once the gas ignites. Characters who search anywhere but around the door have no chance to find the mechanism.

The blast reduces the room's furnishings to charred ash. (Ferranifer has enough wealth and influence to replace her destroyed possessions, and regards the trap as a sort of conspicuous consumption.)

The secret door in the east wall leads to Ferranifer's crypt.

22. Ferranifer's Crypt

A breath of frigid air blows across you as you gaze into this small stone chamber. A stone shelf against the south wall holds a slender, cherry wood coffin. Along the north wall, another wide stone shelf seems to serve as a desk, illuminated by what appears to be a flaming skull burning quietly upon the stone. Three tomes of differing sizes stand in a row, held by matching skull bookends. Suddenly, the burning skull rises into the air and speaks, saying, "You have found me, and I am Death!"

Display Illustration #19. The talking skull is a flameskull (described in *Monstrous Annual*, Volume 1) that serves as Ferranifer's companion. (Given the circumstances, the party may initially mistake it for Acererak himself.) If the party has not encountered Ferranifer before, she is here. If the party comes upon this room during daylight hours, they only have a 10% chance to catch her at rest in her coffin (in this case, the skull wakes her with the speech given above). If the party has set off the trap in room 21, she is waiting to ambush the party from invisibility using her deadliest spells. While the head mistress may not know the specific reason behind the party's entry, she assumes that the PCs are here to loot and desecrate. When Ferranifer attacks, the flameskull assists her if possible.

Ferranifer always has a *contingency* spell cast upon herself which is triggered when she takes enough damage to cause her to shift to gaseous form. The *contingency* evokes a *magic jar* spell that immediately shifts her mental essence (undead though it may be) into the *Amulet of the Void* (see Appendix 2) around her neck. At this point her gaseous body becomes solid, drops to the ground, and molds to dust in



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the course of a single round. Only her clothing and equipment remain, including the *amulet*.

Because of the shock of her near-destruction, Ferranifer initially remains quiescent within the jewel. At some point later in the adventure (feel free to use your own fiendish discretion) she will try to possess the weakest party member (as described under the *magic jar* spell in the *Player's Handbook*), waiting until his or her life energy is least active (this works best if Ferranifer attacks while a character is sleeping or unconscious).

Once in possession of her new body, she tries to pull off the charade of actually being the PC in question (note that once her body is destroyed, Ferranifer no longer possesses any vampiric traits and cannot be turned, for instance). Enjoying the sensations of being in a living body again, she bides her time until she can fully assess the situation and work the most satisfactory revenge possible against these desecrators of the Black Academy's shrine. If she is not initially able to take over a PC, she simply continues to try until she is successful.

Ferranifer keeps her most important magical tomes on a makeshift desk in this chamber. The volumes have all been written by Ferranifer herself. The first is a *manual of greater bone golems* that conforms to the *manual of golems* in every way except that the end result of following its instructions is a greater bone golem. The golem is similar to the golem at the Bone Portal (area C in Skull City), but without the ability to detect alignment or change shape. The time and cost for the construction of the greater bone golem is four times that of a stone golem. The second volume, *The Blood Codex*, is described in Appendix 2. The last book is Ferranifer's spellbook, which contains all the spells found in her spell selection below. The book contains one unique spell, *blackfire*, researched and codified by Ferranifer herself after she received the Moilian sample from Drake.

Three separate secret compartments within her coffin hold the following treasure:

Compartment 1: 3,014 gp, 7 gems (garnet, 500 gp; alexandrite, 100 gp; amethyst, 74 gp; onyx, 50 gp; two chalcodonyes, 50 gp each; blue quartz, 10 gp)

Compartment 2: 6,873 gp

Compartment 3: a scroll of three wizard spells (*wizard eye*, *fire charm*, *phantom steed*), *gauntlets of ogre power*, a *rope of climbing*, and a *talisman of pure good* (this last item poses no particular threat to Ferranifer; she acquired it centuries ago and keeps it around, safely locked away, in case it some day proves useful).

Flamancy: AC 3; MV Fl 21 (A); HD 4+4; hp 31; THACO 15; #AT 2; Dmg 2d4/2d4 (10' firebolts); SA *magic missile* (3 missiles), *spell reflection* (on alternate rounds); SD regenerate 1 hit point a round, immune to *charm*, *hold*, *sleep*, cold, fire, electrical, poison, and death magic; SW may be turned (as lich); MR 88%; SZ S; ML elite (14); Int average (10); AL LE; XP 2,000.

Missress Ferranifer, Vampire Scion and Nec18: AC -5; MV 12, fly 18(C); HD 18+3; hp 101; THACO 1; #AT 1; Dmg 3d4+5 (blow or touch); SA *charm gaze* (-3 penalty on victim's saving throw), energy drain (2 levels with each successful attack), *summon* 10d10 rats or bats, Strength 18/76; SD regenerate 4 hit points a round, assume gaseous form, shape change to bat, immune to weapons of less than +3 bonus, immune to *charm*, *hold*, *sleep*, cold, poison, and death magic, half damage from cold or electricity; SW may be turned (as special undead); SZ M (5' 7" tall); ML champion (16); Int exceptional (15); AL CE; XP 18,000.

Spells (5/5/5/5/3/3/2/1 plus one extra Necromancy spell per spell level): 1st—*corpse candle**, *magic missile* (x3), *unseen servant*, *wall of fog*; 2nd—*darkness 15' radius*, *embalm**, *invisibility*, *knock*, *Melf's acid arrow*, *web*; 3rd—*dispel magic*, *haste*, *lightning bolt* (x3), *protection from normal missiles*; 4th—*brainkill**, *contagion*, *detect scrying*, *dimension door*, *ice storm*, *phantasmal killer*; 5th—*animate dead*, *cloudkill*, *dissmissal*, *enlarge undead**, *graft flesh**, *magic jar*; 6th—*contingency*, *death spell* (x3); 7th—*finger of death* (x3), *teleport without error*; 8th—*blackfire* (x3); 9th—*permanency*, *veil of the banshee***

Special Equipment: *Amulet of the Void*, *ring of levitation*, *Ferranifer's brooch*.

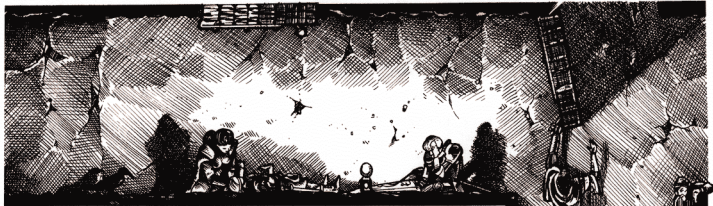
*new spell; see Appendix 1.

*spell from *The Complete Book of Necromancers*.

**spell from *Tome of Magic*.

23. Gravity Well

To the eye, this passage appears to be merely a connecting corridor. The safe route through this chamber is through the secret door on the south wall, about one-third of the way down the corridor. The door at the east end of the corridor is false. Opening it reveals a stone wall and triggers a powerful magical trap that affects everything in the 100-foot corridor to the west of it. The pull of gravity suddenly shifts from the floor to the western wall of the corridor. Perspective changes immediately; to the characters, the effects are the same as if they had fallen into a deep pit. Note each character's location



in the corridor; characters who can't break their falls take 1d6 points of damage for each 10 feet of distance from the western wall when the door is opened. The character who opened the door can attempt a Dexterity check to maintain a hold on the opened door. Closing the door (that could be difficult for the character hanging down from it) causes gravity to shift back to its natural geometry.

24. The Shrine

This chamber has been constructed to enclose the northern edge of a steep, rocky hill. The enclosed portion of the hill brackets a cliff of crumbling sand and gravel under an overhanging stone ledge. (The ledge is about 20 feet up.) Hundreds of flickering candles are set along a rock shelf on the northern and southern walls, the floor, and in candle holders and candelabras, illuminating three excavated tunnel entrances visible in the crumbling loam. The rough passages seem dark, silent, and ominous; the flickering candle light engenders only shadow play within each opening.

Display Illustration #20, which shows one of the three similar openings. Here is the Shrine of the Black Academy: the literal entrance to Acererak's Tomb of Horrors. Only Mistress Ferranifer and the two primary instructors are allowed into the shrine, and from here into the tomb itself. However, after some initial eager explorations, Ferranifer and Ngise turned to other sources of research, as they could not discover how to reach Acererak's true manifestation. Drake secretly hit upon the method of reaching *The City That Waits* through the Face of the Great Green Devil (room 6 within the tomb) but has been unable to repeat his success; see the room 10 description on page 45.

The three tunnel mouths shown on Map 5: The Black Academy labeled T1, T2, and T3 correspond with rooms 1, 2, and 3, respectively, in the *Tomb of Horrors* facsimile. Refer to the facsimile (or the original copy, if you have it) for keyed descriptions while the PCs are within the tomb itself. First, however, read through the section immediately following this entry, which describes modifications and special considerations you should keep in mind while the party explores the tomb.



THE TOMB OF HORRORS

As stated in the facsimile, PCs are discouraged from entering the ethereal realm while they are within the tomb by a host of outer planar tanar'ri. Each and every round spent ethereally attracts a true tanar'ri: glabrezu, hezrou, marilith, nalfeshnee, or vroek; roll randomly to determine which type appears. See the Fortress of Conclusion section (area 12) for tanar'ri descriptions and statistics. These tanar'ri have been charged by their overlord Tarnhem to not only guard the tomb from ethereal intruders but also reset any traps and repair any damage done to the tomb by explorers. (Tarnhem serves Acererak; see details in the area 25 entry of the Fortress of Conclusion section.) This directive is in accordance with Acererak's desire to keep the tomb in "pristine" condition so that ever more souls can be lured to their doom. Therefore, information found in the facsimile and the original module is for the most part still accurate even after all this time. The tanar'ri even go so far as to retrieve items taken from the tomb, returning them to their original locations. One rather artistically minded tanar'ri in particular (a glabrezu) is charged with replastering and painting the section of the wall (A) in area 3 of the tomb that hides the door leading to area 8.

The portions of the text in the original tomb facsimile indicating ignorance of Acererak's actual manifestation and goals should be ignored; the information found within this adventure book supersedes all such information. In a similar manner, you should be aware that the original *Tomb of Horrors* module was released under the original AD&D rules. In every case that makes a difference, you should modify rules and situations discussed within the facsimile into their 2nd Edition equivalents, if necessary.

If the PCs have correctly decrypted the message on the first half of the *Amulet of the Void* and determined the answer to the revealed riddle, they know that there is something odd about the great

green face at area 6. Unfortunately, without the other half of the *amulet* they are unable to determine the true meaning of the verse. The other half of the broken amulet is still within the tomb; it resides with the rest of Acererak's hoard in area 33. If they are able to retrieve this second piece, decrypt it, and decipher the meaning of the verse, they should discover that they need to obtain at the very least a pinch of dust from Acererak's discarded physical form (the demilich) in area 33. An attempt to grab the skull of the demilich itself could easily lead to disaster for the party, but if they do manage to obtain it, the skull works just as well as the dust.

With dust (or skull) in hand, the PCs as a group can step through the mouth of the green fiend described in area 6 and be safely transported to area 1 of *The City That Waits*. Characters who are not part of a group possessing some portion of Acererak's physical remnants are annihilated as described in the original entry.

The effects of the Dark Intrusion are stronger yet within the confines of the original tomb:

- All undead are turned as if three categories higher on the Turning Undead table. For example, the magically enhanced 6-Hit-Die zombie found in area 18a turns as a vampire.
- Any spells cast within the tomb that fall within the school of necromancy have their casting times reduced by 3 units (minimum casting time of 1).
- Any living creature of rat size or larger that is slain has a 60% chance of spontaneously animating within 1d6 rounds as an undead zombie with the same Hit Dice as the original creature.

From this point on, reference the original *Tomb of Horrors* until the PCs leave or pass into *The City That Waits*. . . .

THE CITY THAT WAITS

On the world of Ranais there was a city called Moil. Moil was built on the surface of its world and it daily saw the light of the sun as every normal city did. The uplifting light of the sun, unfortunately, was not sufficient to keep the citizens from dark pursuits: the Moilians were of an evil bent, and gave their worship to a powerful tanar'ri lord they knew as Orcus.

As is the way of such things, the citizens of Moil reaped only a bitter reward for their patronage to this chaotic lord. In the passage of time the Moilians allowed their piety to fail in favor of less bloodthirsty deities.

Predictably, Orcus was wroth. In horrible but unlooked-for vengeance, the entity cast what initially seemed a mild curse over Moil: its inhabitants fell into enchanted sleep that could only be broken by the dawning of the sun. Orcus then physically removed the city from its natural site and transformed it into a nightmarish, lightless demiplane of its own, assuring that the sun would never again shine upon its tall towers. Having completed this deed, Orcus dubbed the demiplane anew as The City That Waits.

Over time, the slumbering Moilians all perished in their dark sleep, leaving the place strewn with unquiet dead and dangerous dreams. But Orcus came never again to the city, for he was slain by Kiaransalee, drow goddess of vengeance, and passed from the knowledge of man and god alike.

Centuries passed, and during that time Acererak's thoughts returned time after time to The City That Waits. He had discovered its existence through his researches while yet a breathing man. With its creator gone and its inhabitants dead, Acererak claimed it as his own.

As he had hoped, the city was the perfect conduit for his evil designs. Its unique nature would let it serve as an anchor for the construction of his true stronghold on the Negative Energy Plane itself. He utilized the unquiet dead (see the Moilian zombie description in the *Maps & Monsters* book) as an undead work force to build his Fortress of Conclusion. It was a massive effort, and most of the Moilians were expended in the construction. Few Moilians now reside in the city itself.

The architecture of the city was warped when it was transformed into a demiplane; the city's thin towers now appear to rise from the abyssal depths of a vast pit. The sides of the pit are bounded in writhing black fog, and if one could visually penetrate the darkness of the pit's depths, so too are the lowest portions of the pit. In fact, the towers are magically erected on this unstable mist.

The writhing black fog defines the boundary between The City That Waits and a one-way, nonfused link to the Negative Energy Plane. Any being venturing into the black fog, either deliberately or after a long fall from a tower or span, is thrust into the depths of the Negative Energy Plane and is immediately subject to its effects (see page 115).

Any being flying up into the lightning-lit clouds above is subject to being hit by a bolt of electricity (45% chance per round spent in the clouds) for 10d6 points of damage, no saving throw. The clouds above gradually thin to the black mists that encompass the sides and bottom of The City That Waits, and traveling into them thrusts one into the Negative Energy Plane as well.

Among other evil remnants that still haunt the city, the worst by far is the Vestige (see the *Maps & Monsters* book). The Vestige constantly roams the chambers, bridges, and open spaces of The City That Waits, looking for something to vent its malice upon. Every four hours the PCs spend in the city, they run a 20% chance of being found by the Vestige. See the area 15.5 description, where the PCs always find the Vestige, to set the stage for this monster's appearance. Such is the power and hate of the creature that it is probably best that the PCs just run if they encounter it; even Acererak flinched at dealing with this horrible monster (but Acererak was able to use the Vestige as an unwitting guardian of one of his puzzles). If the PCs can get enough distance between it and themselves (1,000 feet or more), the creature loses track of them (for the time being).

Because The City That Waits is so close to the Negative Energy Plane, the effects of the Dark Intrusion are even more pronounced than in the Tomb of Horrors or the Black Academy. The effects listed below supersede Dark Intrusion effects previously described. The effects in The City That Waits are as follows:

- All undead are turned as if four categories higher on the Turning Undead table.
- Any spells cast within the city that fall within the School of Necromancy have their casting times reduced by 4 units (minimum casting time of 1).
- Any living creature of rat size or larger that is slain has an 80% chance of spontaneously animating within 1d3 rounds as an undead zombie with the same Hit Dice as the original creature.



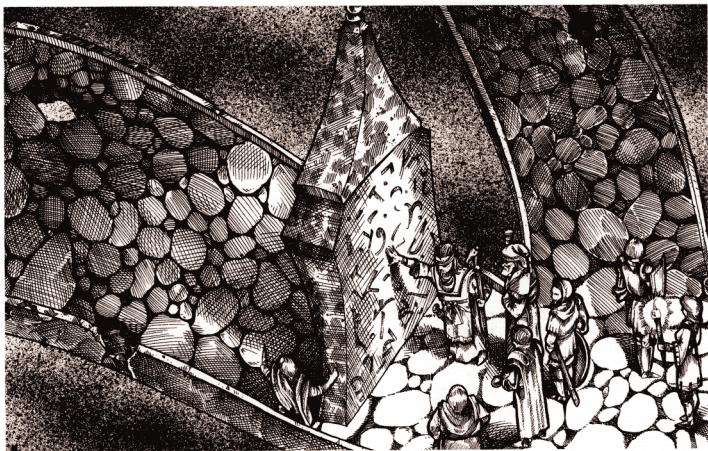
The City That Waits

- Healing spells are only 75% effective (round up) while within the confines of The City That Waits. For example, a healing spell that would normally heal 20 points of damage heals only 15 points here.
- It is supernaturally cold within the city. Unless the PCs are specifically dressed for cold weather (furs, gloves, caps, etc.), they must make a Constitution check with a -4 penalty after every 6 hours they spend here. Failure costs the character 1 hit point. (If your campaign postulates that infravision works by detecting infrared radiation, then infravision is almost useless here; everything is saturated with the numbing cold, and most of the creatures are undead that don't radiate any infrared energy.)

One of the physical qualities salvaged from Moil's original incarnation besides gravity was discrete compass-verifiable direction. Thus, PCs will be able to make their way about the demiplane using such directional references as north, south, east, and west.

1. Arrival Point

A vast roof of roiling black clouds hangs above, periodically limned with silent electrical discharges of unimaginable magnitude. Spread out below this ominous skyscape is a Promethean city of slender towers, thrusting up from an impenetrable abyss of darkness below. The tower bases are hidden in absolute blackness, almost as if they were erected upon the darkness itself. The heights of the spires are rounded, sleek, and enigmatic constructions of stone and metal, repeatedly illuminated by the actinic lightning play above. Thin spans and fragile bridges connect many of the slender towers at various levels in a mazelike array. You stand upon one of these spans of black metal, equidistantly suspended between three unlighted spires. An obelisk of rusted iron stands before you, bearing a lengthy inscription. A thin layer of hoarfrost coats absolutely everything, and your breath steams in the frigid air.





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Display Illustration #21. Any being successfully navigating the mouth of the fiend (area 6 in the Tomb of Horrors) arrives on this bridge near the iron obelisk. Unfortunately, from this point there is no way back the way they came. Once the PCs have entered the city, there is no way out but to press on through. The PCs' only obvious routes are along the bridge in one of three directions. Of course, they may attempt to fly to a nearby random tower; however, from their current vantage there is nothing to distinguish one tower from the next dark silhouette. Characters who travel more than 500 feet through the air at one time draw the attention of a score of negative fundamentals that roost atop the towers and beneath the bridges. Negative fundamentals are described in the *Maps & Monsters* book.

The following rhyme is inscribed upon the obelisk:

Acererak is impressed; you now stand under the darkling sky that most never dreamt of. Your only path is forward through this crumbling demiplane of broken piety. The journey shall task you to your mortal limits. However, this verse may help you on your way to me within the Void, where you shall receive a fitting prize for your persistence:

This City That Waits was the city of Moil
Where dreams truly died, but bodies yet toil
In slumber unrelenting they lie yet in wait
Biding their time to seal your fate.

Discovery of the Void and my Fortress within
Demands exploration through peril again.
Find amid towers degenerate the single key
And resolve the dilemma of problems three.

Bear the brine dragon in its frozen hollow;
Remove the Key, avoid its starved swallow.
Beneath webs of glowing emerald
Hangs a riddle-box, ripe to be solved.

The darkweaver endures the cold in her lair;
Grasp your fate with consummate care.
The lifeless dream that marks the crime
Is the Vestige that guards the sand of time.

Each resolution removes one obstacle
For those who peruse this written oracle:
The Phantom released flies you in fashion
To my inevitable Fortress of Conclusion.

As was true in the original tomb, Acererak has provided yet another riddle to assist intruders navigating his territory. To those who give this any thought, it may seem a strange contradiction to lethally trap the area, and to provide helpful hints to make the route navigable. However, there is no real contradiction here; Acererak is seeking to lure worthy souls to himself. Those who are not worthy are killed by the intervening traps. In a lethal weeding-out process, only the best of the best finally make it to the demilich in the original tomb, and even fewer (and therefore fitter) reach Acererak's true manifestation in the Fortress of Conclusion. Acererak requires these powerful souls to forward his own diabolical machinations on the plane of Negative Energy. Each high-level soul he is able to devour brings him that much closer to his final goal, that is described in detail under The Apotheosis in the Fortress of Conclusion.

There are many more towers in the city than those shown on the city maps (Maps 3, 6, 7, and 8); areas shown on the maps are the only ones connected by bridges. Towers unconnected to bridges are empty and silent, and do not come into play in this adventure.

The bridge upon which the party stands is 10 feet wide and without railings. As in many other places in the city, combatants upon a bridge or ledge must be careful to not make a misstep, else they risk a long fall into the black mists below. The bridges are constructed at three levels, each approximately 20 feet below the previous. On The City That Waits map (Map 3), the different levels are distinguished by color: yellow indicates the highest level, green the middle, and blue the lowest level.

Negative fundamentals (2d10): AC 3; MV Fl 18 (B); HD 1+1; hp 5 each; THAC0 19; #AT 1; Dmg 1d6 (ram); SA 30% chance in any encounter to teem (the flock swarms a particular victim, reducing their THACOs 1 for every fundamental involved in the attack); SD immune to normal weapons, cold, and mind-affecting spells; SZ T; ML steady (12); Int semi-(3); AL NE; XP 420 each.

2. Tower of Morning

Many of the areas within the Tower of Morning are empty of any significant detail. Only the areas that are specifically keyed on the Tower of Morning map (see Map 6) contain encounters or information pertinent to the party. Assume that unnumbered rooms contain nothing but frost-covered stone rubble and debris.



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Every door in the tower is similarly covered with a layer of frost, and a successful open doors roll is necessary to open each door for the first time.

Only a single level of this tower is detailed on the map. No matter how much the PCs look, they do not discover entrances to possible levels above or below. If the PCs somehow penetrate into these areas, they quickly determine that these other levels are utterly demolished: only a hollow shell showing small escarpments where the old levels once existed can be seen. It is only the magic of Acererak that maintains the tower levels detailed in this text; without his intervention all of the bridges and levels would long since have fallen. The windows shown on the Tower of Morning map are 10 feet by 10 feet and are open to the outer city.

2.1 Arch of the Curse

This end of the bridge leads into an arched opening on the sleek side of a tower of gray stone and metal. The lintel of the arch is skillfully carved

with what appears to be a fancifully rendered sunrise, although the layer of frost covering the carving makes it difficult to see for certain. No light or sound is forthcoming from beyond this portal.

Those who rub away the frost to get a better look at the arch carving somehow get the definite feeling that the lintel depicts a sunset rather than a sunrise. Those viewing the sunset must make a successful saving throw vs. spells at a -5 penalty or be afflicted with the same enchanted sleep that originally affected the inhabitants of the city! If a *remove curse* is cast upon the sleeping PC, he or she is allowed one more saving throw vs. spells (again at a -5 penalty). If this saving throw is successful, the PC wakes. If the saving throw is unsuccessful, nothing but the rising of the sun can restore the PC to wakefulness (the only way to save the PC is to bring him or her out of the tomb into the normal world and wait for the next sunrise; *wishes* and similar magics are ineffective).





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2.2 Chamber of Days

The wall opposite the door curves around in a great semicircle. The intervening floor space is empty, but the curved wall is broken up into seven panels that run from floor to ceiling. The panels are clear of the frost that seems to cover every other surface in this forsaken city. The panels appear to depict scenes, each different from the next. Frost-covered runes are etched into the floor before the panels in a strange language.

Display Illustration #22. The scenes depicted in this chamber directly affect the outcome of the PCs' possible encounter in room 2.7 of this tower. Each panel depicts a different scene from a particular Moilian day (or night). The slightest touch makes a panel glow with a vivid radiance. If any other panel is touched, the first dims and the new panel then begins to glow in the same way. The DM should take note of which panel the PCs leave lighted (if any) when they leave this chamber so that the effects in room 2.7 can be determined.

The runes before the panels can be plainly made out if the frost is removed. However, the revealed message is inscribed in Moilian (that it is extremely unlikely any of the PCs can read). If an appropriate spell or effect allows for translation, the runes read, "Manifest the power of the Wand of Days."

A single element remains the same from panel to panel: a road. The road is connected from panel to panel, but the other elements of each picture vary. The time of day is readily apparent in each panel by the position of the blazing disc of the sun. The panels depict, from left to right:

- A path through a dark, predawn forest;
- A road through a grassy prairie at sunrise;
- A steep mountain pass in the morning;
- A path along a roaring river at noon;
- A road through wide city gates in the late afternoon;



- A path through a tended garden at sunset;
- A bridge over a chasm of darkness in dim twilight.

2.3 Chamber of Lessons

Frost covers every available surface in this chamber, save in one place near the center. A patch of bare stone is plainly discernible amidst the icy glaze; the bare patch has the unmistakable shape of a sprawled humanoid body. Bits of ice and cracks in the frost attest to the fact that whoever or whatever once laid immobile upon this floor has risen and left its state of chilly repose.

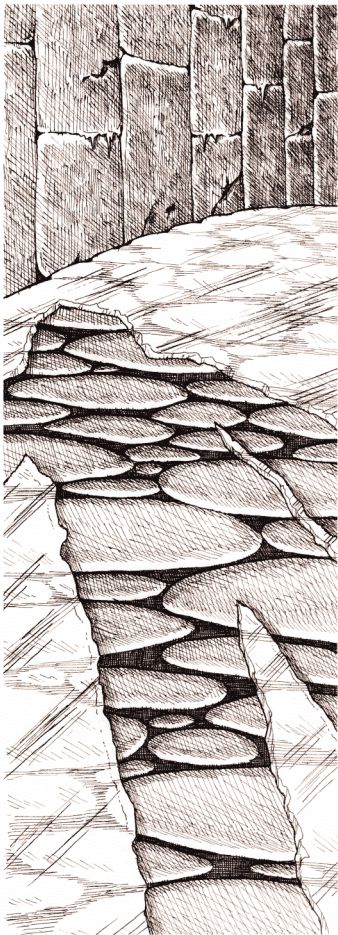
Display Illustration #23. The bare patch in the frost marks the place where a Moilian zombie long lay quiescent, until called by Acererak to labor in his Fortress of Conclusion. No threat remains to the party now, although the bare patch should give them some food for thought. The curvature of the northern wall represents the central tower support; it is solid and contains no internal spaces.

2.4 Chamber of Attractions

This room was apparently once filled with statuary of all shapes and sizes. Time or some other more destructive force has toppled them all upon the ground; only shattered stone now remains, covering the floor in a layer of crumbled and broken stone torsos, heads, and limbs. The omnipresent rime of ice coats everything.

An examination of the smashed sculptures reveals them to have been life-sized human figures in various artful poses. Anyone doing a thorough search of the room, or anyone coming within 20 feet of the eastern wall, spies a frost-covered statue that apparently was not smashed when it tumbled to the ground in whatever long-ago cataclysm felled its neighbors. In actuality, the figure is a quiescent Moilian zombie. If any PCs move within the 20-foot range of its draining ability, they immediately become aware of its existence. Once it has drained even a single hit point, it pulls itself free from the ice (with appropriate sound-effects of cracking ice) and attacks the party.

If the PCs overcome this creature and search its





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body, they find that it wears nondescript robes, sandals, and a headband. The headband is nonmagical. It depicts the carving of the rising sun on a metal disc. This headband possesses no intrinsic power, but it does serve to activate one of the powers of the Seat of the Long View in room 2.5. In a pouch at the creature's side can be found 46 platinum pieces of strange mintage. The coins show a city of tall towers on one side, and on the other a depiction of what is perhaps the head of an evil ram.

Moilian zombie: AC 6; MV 9; HD 9; hp 0 (37 maximum); THAC0 11; #AT 1; Dmg 1d8 (fists); SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Int low (5); AL CE; XP 4,000.

Notes: Life drain has 20' radius; living creatures in the radius must make special saving throws to avoid damage. Success requires a roll of 12 or better on 1d20. A character's hit point adjustment from Constitution applies to the roll (characters of all classes can claim the warrior adjustment for purposes of the roll). Failure results in the loss of 1d4 hit points. The zombie transfers drained hit points to itself, up to its maximum (excess hit points are simply lost).

Once a round, the zombie can project a wave of frost at all foes within 30 feet. Targets who fail a saving throw vs. spell suffer 2d6 points of cold damage. Those who fail this first saving throw must make an additional save vs. paralyzation or remain frozen in place by the sudden ice coating for 1d4+1 rounds.

2.5 Chamber of Observation

This chamber is mostly empty save for a large thronelike stone chair facing a 10-foot-by-10-foot opening in the western wall, a window to the outer darkness. The back of the chair is enruined with a bas relief of the rising sun, just visible through the obscuring coat of ice.

The stone chair was once known as the Seat of the Long View by the inhabitants of Moil, and it was constructed by the once-living Moilians who belonged to the Sect of the Morning Sun. It was this sect, more than any other influence, that was responsible for the city as a whole turning from the worship of Orcus. It was unfortunate that Orcus

based his curse on the sect's object of contemplation: the rising sun. The tanar'ri lord decreed that if the living Moilians believed the sun was their salvation, let it also be true in fact. Thus died Moil, waiting for the sun.

Anyone sitting in the seat gets a good view of the skyline of the Promethean City That Waits, where the intermittent electrical discharges in the clouds make the tower tops gleam with reflected light.

If the sitting PC is also wearing one of the headbands of morning (like the one described in room 2.4), first the metal disc and then the PC himself or herself lights up for just an instant as if it and the character were illuminated by the first rays of the morning sun. The seated wearer is suddenly invigorated, as if he or she had just awakened from a full night of good sleep. The character regains three hit points (if wounded), and spellcasters gain the freshness of mind to memorize new spells, even if they have not slept normally for many hours.

The seat only functions this way once for each PC in a 24-hour period. The other powers of the seat required complex keys, none of which survived from the curse to the present.

2.6 Hall of Approach

This hallway proceeds northeast toward massive double doors of frosted iron. The omnipresent ice is much thicker in this hallway. In fact, icicles of every size and length hang in dense clusters over the entire ceiling. Some of the icicles are so long that they have joined their companion stalagmites on the floor, forming columns of frigid ice.

The ice is thicker in this chamber, as if the curse has somehow gained sentience over the years, and is attempting to choke access to the one item that could lessen its power. A path can be threaded through the narrowing ice toward room 2.7, but each PC moving through has a 20% chance per 10 feet traveled down the hallway of dislodging a large icicle above by the vibration of movement (even flying characters). A PC can avoid the falling ice with a successful saving throw vs. breath weapon. Those hit by a falling shard lose 1d4 hit points.

The iron doors at the end of the hall leading to room 2.7 are engraved with the by-now-familiar sunburst. The lock is of exceptional quality (~20% penalty to Open Lock attempts) but the doors are not

trapped. However, thick ice on both sides of the doors hold them fast. Getting into the room beyond requires melting the ice, using magic such as *passwall*, or chopping away the ice followed by a successful bend bars/lift gates roll.

2.7 The Wand of Days

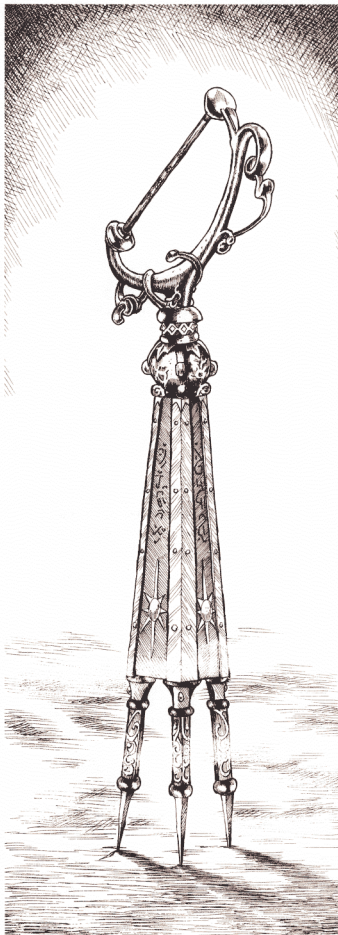
Whatever the original volume of this room might have been, layers of yards-thick ice have reduced it roughly to a 10-foot cube. In the very center of the chamber is a metal pedestal, strangely ice-free. The pedestal is etched with many signs and runes, and the symbol of a sunburst is prominent on all sides. On top of the pedestal is an ornate device, not unlike a vise, holding lengthwise what appears to be a wand.

Display Illustration #24. If the PCs pressed any of the panels in room 2.2, the runes all glow with a warm yellow light; otherwise they are dark. If the PCs translate the Moilian runes, they read, “The choice of Days empowers the wand, but the choice cannot be made from here.”

The characters can easily remove the wand from its viselike holder. It is made of finely polished wood.

If a panel was pressed in room 2.2, there is a small line of symbols inscribed on one side; otherwise the wand is blank. The symbols record the wand’s command phrase in Moilian: “Kindle.” (The wielder can trigger the wand by speaking the word “kindle” in any language.) When used, the wand sheds the type of light depicted on the chosen panel. The radiance fills a 50-foot radius and lasts two rounds. For example, if panel 3 was chosen, the wand produces a burst of light as if the noon sun were in the sky above. This light affects light-sensitive creatures and vampires as if it were the real thing.

The PCs get the most use out of the wand in *The City That Waits* if they have chosen panel 2, the sunrise. In this case, whenever they trigger the wand in range of a Moilian zombie, the undead curse is ended, the creature’s spirit is released, and its physical form falls to dust. What’s more, if the panel chosen was any of those that show the sun, this wand can also be used to free the souls caught within Acererak’s phylactery (as described in the area 31 entry in the *Fortress of Conclusion* section). The





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wand has 10 charges. Once it is used up, it can only be recharged by placing it back in its holder on the pedestal and rekeying a panel in room 2.2. The wand can be recharged in this way once per week.

2.8 Chamber of Learned Study

Frost-covered shelves fill this chamber, standing in silent, darkened rows running north-south. If ever there were tomes or librams upon these shelves, it is no longer the case. From your current vantage, the shelves are as empty and devoid of life as the view of the city from the opening along the curving west wall.

A thorough search of the long lines of shelves in this chamber does not produce a single book. However, frozen into the floor in the southeastern corner of the room is a Moilian zombie. Because of its position, PCs searching the shelves must successfully make a Wisdom check to be aware of it before they round the corner of a shelf at this end of the room. Those failing the check find themselves within the 20-foot draining range of the Moilian zombie. **Display Illustration #25** when the PCs first spy the undead and with each subsequent viewing of this ubiquitous creature. If the PCs are able to overcome the creature and search it, they discover it wears a simple robe and sandals and carries 31 Moilian platinum pieces in a pouch.

Moilian zombie: AC 6; MV 9; HD 9; hp 0 (33 maximum); THAC0 11; #AT 1; Dmg 1d8 (fists); SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Int low (5); AL CE; XP 4,000.

Notes: See the area 2.5 entry or the Moilian Zombie entry in the *Maps & Monsters* book for details on the zombie's life drain and frost abilities.

3. Tower Of Chance

Refer to entry 2, the Tower of Morning, for details on unmapped levels and unkeyed rooms. Only two levels of the Tower of Chance are detailed on the map, designated Tower of Chance Level 1 (the highest bridge level, connected by a yellow bridge on the City map) and Tower of Chance Level 2 (the middle bridge level, connected by a blue bridge on Map 3: The City That Waits Overview). No matter how much the PCs look, they do not discover entrances to levels above or below these

two, excepting windows on the outside of the tower itself.

3.1 Entry

The bridge leads south into an archway on the sleek side of a tower of gray stone and metal. The lintel of the arch is inscribed with seemingly chaotic glyphs and symbols of uncertain meaning; the layer of frost covering the carving makes it difficult to see clearly. Beyond the arch, darkness and silence prevail.

The glyphs depict a random grouping of Moilian numbers. They were purposefully arranged in a random fashion to convey a feeling of chaotic disarray; the PCs learn nothing no matter how long they study the runes.

3.2 Central Chamber

This very large chamber brackets what appears to be the tower's central support column, a massive affair of seamless, frost-covered iron. The mirrors that once covered this room's walls are now for the most part crumbled and shattered. Metallic shards, wooden fragments, and crumbled masonry are strewn about the floor in discrete piles randomly distributed throughout the chamber.

Each pile of broken bits and pieces represents what was once a complete and working machine. These machines were designed to play games of chance, as the Moilians once delighted in such pursuits. The ingenuity of the machines was marvelous, and those Moilians who were able spent considerable amounts of time and money frequenting both this and other chambers of this tower. Of course, that was long ago when Moil existed on the surface of a world. Nothing now remains of such light-hearted pursuits save these smashed fragments of metal.

If the PCs thoroughly search the debris in the chamber, they discover a total of 141 Moilian platinum pieces mixed in with the wreckage. Nothing else of interest can be discovered here.



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3.3 Cabaret

This is a massive chamber, apparently occupying a large portion of the level. Round metal tables and stools are everywhere tumbled to the floor, save for a single table and a single stool that have been drawn up next to the large window opening on the curved eastern wall. Upon this table stands a wine bottle filled with a green fluid and a single crystal goblet. Along the western wall is a long, low counter, behind which are sections of fallen shelves alternating with cracked and shattered mirrors. A layer of frost covers almost everything, save for over a dozen places amidst the tumbled tables where the unmistakable outlines of missing humanoid bodies persist.

Display Illustration #26. The counter to the west once served as a busy bar, and the shelves were filled with beverages of myriad variety and effect. A look behind the bar now reveals a solid floor covering of smashed glass bottles and decanters. Characters searching behind the bar might cut themselves search on all the glass shards. Characters not wearing gauntlets, sturdy boots and at least leather armor must attempt Dexterity checks each round to avoid getting cut and losing 1 hit point. Three intact bottles of normal red wine (the label reads “Warren & Son’s Merlot” in Moilian) lie amid the wreckage, and each requires 1d4 rounds of searching to discover.

A secret compartment in the bar itself, near the center, contains a single crystal glass of exquisite workmanship (worth 300 gp). The glass is enchanted so that those drinking alcoholic or otherwise debilitating beverages (including poison) from it are immune to all ill effects.

The frost outlines show bare stone floor and give mute evidence of where Moilian zombies were recruited to join Acererak in the building of his Fortress of Conclusion. No Moilians remain to endanger the party in this chamber.

The table was set straight and pulled up to the window twenty years ago by Desatysso during his trip through this frozen city, and it has not been disturbed since. Desatysso discovered a bottle of liquor he identified as absinthe from amidst the glassy ruin behind the bar and had himself a fortifying drink before moving on. Scratched into the table with a dagger point is a short sentence in the PCs’ common

tongue. The message reads, “Desatysso was here.” The discovery of this message may give the PCs some hope that they are on the right path, and it is true; they will learn of Desatysso’s fate later in the adventure, should they live that long.

Absinthe is a green liqueur having a bitter anise or licorice flavor and a high alcohol content, prepared from absinthe and other herbs. Absinthe is uncommon, as it is not only intoxicating but toxic. In addition to possible inebriating effects, any PC drinking the absinthe must make a saving throw vs. poison to avoid losing one hit point per minute for the next 20 minutes. It takes a hardy soul to enjoy a drink of absinthe.

3.4 Private Suite

This chamber contains a shattered wooden table. On the wreckage of the table is sprawled an unclad frost-covered body. The body is further covered in the shards of what must have been a ceiling mirror before it was broken.

The body is that of a Moilian zombie. Any PC standing in the doorway to look in comes within the 20-foot draining range of the undead. If the PCs overcome the monster, a search of the body and the room reveals over two hundred small placards (playing cards), all bearing a demonic horned visage (Orcus) on one side but displaying differing glyphs and symbols on the facing side. The cards are not special in any way. Scattered amongst the placards are 14 Moilian platinum pieces.

Moilian zombie: AC 6; MV 9; HD 9; hp 0 (33 maximum); THAC0 11; #AT 1; Dmg 1d8 (fists); SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Inf low (5); AL CE; XP 4,000.

Notes: See the area 2.5 entry or the Moilian Zombie entry in the *Maps & Monsters* book for details on the zombie’s life drain and frost abilities.

3.5 Finally, An Intact Mirror

This chamber is very well locked (~10% at attempts to pick the lock), and the door is of iron, not stone. Runes chiseled into the door read, in Moilian, “Final Round Games.”



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The remnants of a wooden table and about six high-backed chairs litter this room's floor. Against the west wall of the room is a large stone chair that, aside from being covered in frost, does not seem to have fared as badly as many of the other furnishings in the tower.

Display Illustration #27. Before the curse, this room was used for very high-stakes games, usually attended by only the very skillful and very powerful. The stakes in these games were the highest: the players themselves. Losers in this chamber were consigned to the ceiling-mounted *mirror of life* trapping by a game master who sat in the stone seat. The winner could then deal with the loser as he or she saw fit, usually freeing the loser after securing an oath of service for a short period of time.

People entering the room are not automatically aware of the mirror on the ceiling. However, anyone mounting a general search, or anyone specifically looking at the ceiling, immediately becomes aware of the mirror. Characters who look up automatically see their reflections and must attempt saving throws vs. spell. Anyone who fails is bodily entrapped in one of the *mirror's* magical holding cells. The proper command word to free prisoners has long since been lost, and any attempt to remove the mirror from the ceiling causes it to shatter.

Destroying the mirror releases trapped PCs, but it also releases others trapped within it. The mirror currently holds two Moilian zombies (they are intelligent enough to be trapped), who attack any living creatures if released. The mirror also holds Lerxst, a pre-curse Moilian who has languished within the mirror for losing a card game to a card-shark named D'wart hundreds of years earlier. Lerxst speaks Moilian and an archaic dialect of the orc tongue. If released, she is at first very disoriented and horrified at what she sees around her. However, Lerxst is nothing if not adaptable (and sly, sneaky, and usually untrustworthy), and if the PCs can manage to communicate with her and explain the situation, Lerxst asks to accompany the party after coming to terms with her new reality. The pre-curse Moilian is a thief by trade and was actually new to town when she was sucked into this mirror. In the centuries she spent in the mirror she has forgotten what few landmarks she once may have known,

although she does recall that the towers of Moil were not nearly so tall when last she saw them.

The thief does her best to aid the party as long as it is in her interest; however, her primary loyalty is to herself, and if she ever sees a chance to advance herself at the expense of the party, she won't hesitate to do so. Moil was much warmer when she was trapped, so she isn't dressed for the cold. The functions of Lerxst's nonstandard magical items are easily discerned from their names.

Moilian zombie: AC 6; MV 9; HD 9; hp 0 (29 maximum); THAC0 11; #AT 1; Dmg 1d8 (fists); SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Int low (5); AL CE; XP 4,000.

Notes: See the area 2.5 entry or the Moilian Zombie entry in the *Maps & Monsters* book for details on the zombie's life drain and frost abilities.

Lerxst, hf T9: AC 3 (studded leather, Dexterity bonus); MV 12; hp 37; THAC0 16 (14 with *short sword of venom* +2, 10 with *darts of homing* +3); #AT 2; Dmg 1d6+2 (*short sword* +2) or 1d3+3 (*darts* +3); SA backstab (+4 attack bonus, ×4 damage); SD thief abilities; SZ M (5' 5" tall); ML average (9); AL CN; XP 1,400.

S 12, D 19, C 12, I 5, W 7, Ch 9.

Special Equipment: 50-foot rope with grapple, thieves' tools, pouch (43 Moilian platinum pieces), vial with 10 doses of poison, *boots of spider climbing*, *short sword of venom* +2 (6 poison doses), 10 *darts of homing* +3.

Thief Abilities*: PP 85, OL 62, F/RT 60, MS 70, HS 45, HN 30, CW 98, RL 45.

*Feel free to rearrange percentages to suit your intentions.

3.6 A Room With A View

The flickering light of the exterior roiling skyscape flashes and glitters from three large openings along the curved southern wall. The uncertain light reveals several columns of clear ice rising from floor to ceiling. Frozen into one of the columns is what appears to be a standing human skeleton. Its skull is free of the ice, looking down, and its arms are at its side.

Display Illustration #28. The central column of ice containing the skeleton is actually a magical construct created by Acererak called a winter-wight. There are several winter-wights scattered throughout The City That Waits, created and placed here by Acererak as part of his tests of mettle. The winter-wight in this chamber only responds to the PCs' presence if they attack it or try to move past it toward the door leading to room 3.7. In these two cases it raises its bony visage and croaks, "Come to feel my cold embrace, my darlings?" It then attacks.

Winter-wight: AC 0; MV 9; HD 16; hp 64; THACO 5; #AT 2; Dmg 5d4/5d4 (claw/claw); SA *Blackfire*; SD regenerates 3 hit points each round, immune to *charm*, *hold*, *sleep*, cold, poison, and death magic; SW may be turned; MR 30%; SZ M; ML fearless (20); Int average (9); AL CE; XP 14,000.

Notes: A melee hit causes the opponent to erupt in *blackfire* (see page 44 or the winter-wight description in the *Maps & Monsters* book).

3.7 Stairwell

A spiral staircase of stone, tiled in green and blue, leads downward.

This stairway is untrapped, and descends 20 feet into room 3.8.

3.8 Stairwell

A spiral staircase of stone, tiled in green and blue, leads upward. Resting on the lowest step is a small satchel, covered in frost like most everything else you've seen within this city.

This stairway ascends for 20 feet into room 3.7. The small satchel on the bottom stair is stiff with cold, but it looks to be easily openable. The obvious buckle is trapped with a poison needle (Class E poison; injected, immediate death or 20 points of damage with a successful save). A hidden catch actually opens the satchel. Within the bag are various spell components of a dubious nature: bones, scraps of leathery flesh, pickled eyes, the perspiration of fear, and other unsavory items.

Unfortunately, in the intense cold, the glue that held the labels on the vials has freeze-dried so all of





the labels have peeled off the bottles. If the satchel is handled very gently and a thief examines its contents visually before rooting through it, the vials can be removed one at a time before the labels become hopelessly jumbled. This requires a pick pockets roll by the thief. The result of a successful roll also determines what percentage of the vials are removed with their labels. If the roll was 15 or less, one of those recovered intact bears the label, “corpse dust (Acererak).” Otherwise, that label can be found loose at the bottom of the satchel with several others.

If the Acererak label is found loose, the PCs can try to determine which vial it belongs to. There are several possibilities: other unlabeled vials include powdered bone, corpse dust (mundane), funerary ashes, mummy crumbs, etc. The PCs will need considerable time and a magical lab to determine which is which.

There are several other mundane items: a candle, a small silver bell, two quills, ink (frozen), some wax, and a seal bearing Academician Drake’s monogram. The PCs may recognize it if they encountered Drake or searched his chamber or belongings at the Black Academy.

Finally, there are three stoppered iron vials, each holding a *potion of extra-healing*. They are frozen solid and must be thawed before they can be opened or used. (The DM may rule that one or more of the vials—1d3-1, for example—have split during freezing, causing the potion to be lost when it thaws unless it’s caught in another container.)

During his one visit to the city, Drake lost his spell component satchel and almost lost his life in a close encounter with a Moilian zombie. The necromancer dropped the satchel here in his mad flight down the stairs, and counted himself lucky to have gotten off so easily. Nothing has disturbed the bag since.

3.9 Entry

A window opening in the western wall and an open archway to the southwest spill uncertain illumination into this exceptionally large chamber. The only objects in this room are two bizarre sculptures of rusting iron wire in the center, seeming to mimic the humanoid form. Each would be at least 10 feet tall when standing, although one of them has tumbled to the ground. The standing sculpture holds a stone tablet before it so that all entering the opening to the tower exterior may read it.



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Display Illustration #29. This was once a grand entrance way into the Tower of Chance, greeting rich and powerful guests with appropriate style and show. As is true for many other chambers in The City That Waits, most of the items once found here did not make the translation from the Prime Material. Only the two Statues of Greeting survived, although one has fallen and its message written in marble has shattered. The remaining tablet says in the language of Moil, "... and by which token are you accounted guests in the Tower of Chance." The smashed tablet once held the first half of the message, but it is now unrecoverable. The first tablet said nothing special, but paranoid characters may certainly be worried by the apparent mystery.

3.10 Garment Room

Immediately in front of the western door is a humanoid-shaped bare spot on the otherwise frost-covered floor. The eastern portion of this chamber is filled with fallen and splintered wooden rods. It appears that they once hung in parallel rows, connected to the northern and southern walls. Metal hangers are mixed in with the debris, and a few crumpled cloaks are also visible.

This old garment room once served the clientele of the Tower of Chance. Four garments can still be found in this chamber. The first two appear to be simple woolen cloaks. The third is more of a light poncho, dyed red. The final garment is of brushed white leather, appearing none the worse for wear, and in fact there is no frost covering it. Unfortunately for the characters, a minion of Acererak dropped the cloak here as a subtle trap; the cloak acts as a *robe of powerlessness* on any who don it. If a *remove curse* is cast upon the garment before it is donned, it acts as a *ring of warmth*. If the robe is removed, and then donned again, it will be necessary to cast another *remove curse* or the cloak once again affects the wearer as a *robe of powerlessness*.

3.11 Haphazard Chamber

This large, irregularly-shaped chamber appears to abut the tower's central support column. Ice lies thick on the floor, save for the scattered bare patches outlining sprawled humanoid shapes. In

the center of the east wall is a single ornate table of wood. Upon the table is a device consisting of a large disc. All along the edge of the disc are small, concave slots. In one of the slots rests a small black sphere. Both the device upon the table and a brass plaque upon the wall are curiously free of frost.

The device upon the table is of course a roulette machine. In one of his strange fits of whimsy, Acererak restored this particular game of chance with particularly potent enchantments. The nature of the enchantment is partially described in the inscription upon the plaque, which reads in the PCs' common tongue, "In games of chance there are risks to be taken/The winner is rewarded but the loser, forsaken." See *Acererak's haphazard wheel* in Appendix 2 if any of the PCs try their hands at this very risky game.

3.12 Who Put Out The Lights?

Shattered stands, broken cabinets, and toppled display shelves lie in sad piles on the floor of this pie-shaped room, as if a giant had taken up the place entire and shaken it to gauge its contents before tossing it carelessly aside. Only one item has apparently survived this rough treatment; a glass-fronted curio cabinet stands undamaged in the southwestern corner of the chamber. The layer of ice covering the glass makes it difficult to determine the source of the golden light emanating from within.

This room has also been trapped by Acererak; are the would-be heroes firm enough in their purpose to pass this chamber by? Or are they really just glorified looters, unfit specimens for Acererak's final purposes? Those who attempt to investigate the contents of the cursed cabinet would, he feels, most likely belong to the latter category.

The ice on the cabinet's windows is too thick to see what's inside; the cabinet doors have to be opened (even scrying and x-ray vision items or spells fail to function on the cabinet, though psionics can penetrate it). If the PCs contrive to melt the ice upon the glass and look in before they open the door, the curse unravels and the golden light fades; the cabinet appears to be empty. Otherwise, as the door is



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opened the golden light goes out at the same time as every other source of illumination in the room is magically extinguished. At the same time, a random party member must attempt a saving throw vs. spell with a -4 penalty or be silently teleported 50 feet to the east. This leaves that unfortunate dangling in midair outside the tower; in the absence of magical assistance (such as a *ring of flying*), the victim plunges into the mists far below, and thence into the deadly plane of Negative Energy.

If the first party member targeted resists (i.e., makes a successful saving throw), the effect instantaneously moves to another target, who must save vs. spell with a -3 penalty or suffer the same consequences. This process continues until a target succumbs or until four successful saves are made.

If light is brought to bear (relighting a torch or magical light), the cabinet instantly swings shut (even if held open) and the golden light once more leaks through its frosty panes. The remaining PCs may not at first be aware that the return of illumination reveals that one of their number may be missing ("Hey, wait a minute, where's Seamus?"). Each time the cabinet door is opened in this manner, the curse is once more evoked. If the PCs elect to smash the cabinet, the curse is gone for good; lost companions, however, are not returned.

3.13 Strongbox

This room is lined with 1-foot-thick plates of steel, treated magically to disallow magical teleportation, tunneling, or scrying. The single door appears as a round valve of steel. Above the door is a *symbol of death* (kills one or more creatures of up to 80 hit points) set to kill any unauthorized person who attempts entry.

The locked wheel on the face of the valve apparently allows one to disengage the six steel rods that currently hold the door tightly closed. The chamber was once airtight, but the shift to this demiplane has caused a few hairline cracks in the seal. The key to the lock is long gone, and the lock itself is a marvel of locksmithing; all attempts to pick it are at a -30% penalty. What's more, a *symbol of insanity* has been inscribed on the lock, causing anyone with fewer than 120 hit points who fiddles with the lock to suffer the effect of a *confusion* spell until healed, restored, or washed back to mental clarity.

If the PCs manage to get the door open, they can easily see into the chamber:

The chamber revealed beyond the thick, round valve is lined with steel plates bolted to the interior. The floor of the chamber contains a fallen wooden rack that has spilled bulging cloth bags upon the hard steel ground. Many of the bags have burst with this rough treatment, and hundreds, perhaps thousands of glittering coins are poured across the floor. Against the east wall is an ornate chair, upon which sits a humanoid figure who looks almost as if he had just dozed off, were it not for the patina of frost encrusting him as it does every other visible surface.

Display Illustration #30. This is one of the many treasuries that once existed within the Tower of Chance, the only one to survive the ages. The strongbox sentinel has been "dozing" here since the curse, and is now a Moilian zombie who hungers for nearby life-force as eagerly as his fellow macabre citizens. Any who enter through the portal without succumbing to the *symbol* can enliven the Moilian. The Moilian moves to the edge of the room to get as many in its sphere of draining influence as possible so long as this does not interfere with the creature's prime directive, to guard the strongbox. In addition to the Moilian's special abilities, it also wears a *sentinel mask* and a *gauntlet of guard* (see Appendix 2), and the Moilian makes use of the mask's capabilities as appropriate during the fight.

If the PCs can overcome the guardian Moilian, they discover a large cache of cash: 4,237 Moilian platinum pieces (stamped with a horned beast upon one face and a city of spires upon the other). Additionally, the PCs may decide that this room is not a bad place to hole up against the wandering Vestige, if they have encountered that malign entity. This conclusion is correct, so long as the characters remember to close the valve; their mental emanations will be screened and the Vestige will not be able to get a fix on them while they remain within (cautious characters can confirm that the valve opens easily from the inside).

Moilian zombie: AC 6; MV 9; HD 9; hp 0 (38 maximum); THAC0 11; #AT 1; Dmg 1d8 (fists); SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Int low (5); AL CE; XP 4,000.

Notes: See the area 2.5 entry or the Moilian Zombie entry in the *Maps & Monsters* book for details on the zombie's life drain and frost abilities.



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4. Tower of Portals

This tower contains only a single level, something like a catwalk in that there are no walls or ceilings providing safety against a fall into the tower's interior. The tower once possessed many teleportation gateways to locations within the city, portals to far off lands, and a few portals to far more exotic locales; at its height, Moil was a powerful, sorcery-dependent city. Most of these links were severed when the city was transferred to its present location; now, only a few portals still exist within the Tower of Portals' interior. Each of the tower's two entrances (4.1 and 4.6) is visible from the other (4.6 is 20 feet below the entrance at 4.1).

4.1 Entrance

An arched opening provides access into the side of the spire. Above the archway there is a line of symbols partially obscured by the ubiquitous ice.

The runes above the door are in Moilian and simply read "Tower of Portals." When the PCs look inside they see the following:

This tower is hollow. The spread of the darkness above is matched by the mystery of the black depths below. The bridge arches out from your position at the tower's periphery toward the wide central support shaft for the tower. Around this massive shaft is a circular catwalk, apparently glowing with its own dim luminescence. The bridge connects to this central walkway some 20 feet below your current position. Approximately 160 degrees to your left, another bridge springs up from another, lower entrance in the tower's wall, and similarly connects to the central catwalk. From your current vantage, it appears that at least three platforms project outward 20 feet or more from the catwalk by free-hanging stairwells; two of the platforms are 20 feet above the main catwalk, while the other is 20 feet below it.

Display Illustration #31. At this point, nothing else can be discovered that is not already plainly visible. The opening in the wall at 4.1 is on the highest bridge, 20 feet above the encircling catwalk, while the

opening at 4.6 is at the lowest bridge level, 20 feet below the catwalk.

4.2 Central Catwalk

A circular catwalk 20 feet wide encircles a massive strut of steel-reinforced stone. The central strut appears to be the central tower support; it rises as a broad wall into the unrelieved darkness above. The catwalk is free of ice; it appears to be composed of expertly-carved marble and holds a dim glow that creates an island of light the chill darkness.

4.3 Portal of Peril

This 10-foot-diameter platform projects 20 feet away and down from the central catwalk via a set of marble stairs. The platform contains a free-standing arch of a silvery metal. A haze seems to fill the archway, making it difficult to make out objects on the far side. Inscribed into the top of the arch are strange symbols, and carved into the left-hand arch-support is a circular depression. Within the depression is a humanoid palm print cunningly inlaid in blue tile.

This archway once magically teleported pedestrians to the distant city of Kainrath (the symbol at the top of the archway reads "Kainrath" in Moilian). Of course, that was on the surface of a distant world, and the archway has become unkeyed since then, but the teleportation magic still functions, albeit in a corrupted manner. If anyone merely walks through the gate, the traveler will be spewed forth into a random location within the quasidelemental plane of vacuum where there is nothing—no breath, no light, no sound, no warmth. Unless the PC can provide his or her own air (and air pressure) and warmth, he or she will have a very rough time of it: the absence of air pressure forces the PC to breathe out in one continuous exhalation (lasting one round) until no breath remains. After this, the PC must make a saving throw vs. death magic each round, with each subsequent check suffering a -2 cumulative penalty. When a saving throw fails, the PC dies. The cold is extreme, but because vacuum is a great insulator, the PC's body heat only radiates away at a rate of 1 hit point per round.



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The handprint was originally designed to provide a temporary gate to the teleportation goal, allowing gods and individuals to pass between Moil and Kainrath. The handprint panel still functions, and if pressed, opens a physical gateway connecting the archway with the quasiaelemental plane of vacuum! A tremendous howling ensues as the punctured demiplane of Moil seeks to spew its atmosphere into the vacuum of the quasiaelemental plane; all loose items and individuals within 100 feet are swept toward the archway at a movement rate of 21 (those beyond this radius are able to hold themselves back from the atmospheric rush). Those within the 100-foot radius can attempt a Dexterity check to grab a nearby projection to hold themselves back. Those who fail the initial Dexterity check have one last chance: as they are sucked through, they may attempt to grab an edge of the archway (Dexterity check at a -4 penalty). Those within the 100-foot range who successfully grab something to hold on to must make successful Strength checks each round to retain their grips while the gate to the vacuum is open (ropes and similar restraining devices must make item saving throws vs. fire). Unless the palm print is retriggered by a heroic PC, the gateway remains open for 10 rounds before closing on its own, at which point the gale-force winds die down to nothing. Unsecured PCs using *fly* spells or items conferring the ability to fly are drawn toward the opening at a movement rate of 3 (*fly* confers a movement of 18; 21-18=3) and gain a +2 bonus to Strength checks against being sucked through the archway. Those sucked through the archway fare no better than those who simply walked through (see the effects of vacuum described above).

4.4 Portal of Transport

This 10-foot-diameter platform projects 20 feet away and up from the central catwalk via a set of marble stairs. The platform contains a free-standing arch of a silvery metal. A haze seems to fill the archway, making it difficult to make out objects on the far side. Inscribed into the top of the arch are three strange symbols, the first inlaid with blue, the second black, and the final inlay in red. Carved into the left-hand arch support is a circular depression. Within the depression are three humanoid palm prints inlaid with cunning blue, black, and red tile, respectively.

This archway magically teleports users to three different locations within the city. The symbols at the top of the archway read “Tower of Health,” “Hub,” and “Periphery.” The colors of each symbol correspond to the similarly colored handprint. If the blue handprint is pressed, walking through the arch teleports the pedestrian to area 7.3 at the Tower of Health. If the black handprint is pressed, the pedestrian is teleported to area 16.7 in the Spire of Black Ice. Note that this is the most straightforward manner for the PCs to reach the Spire of Black Ice (the characters must travel there once they’ve properly activated the three mechanisms described in the verse on page 58; the Spire holds their one route to the Fortress of Conclusion). If the red handprint is pressed, those walking through are teleported to the edge of the city; the traveler finds himself or herself falling through the misty edges of the city and has only a single round before falling through the veil to the Negative Energy Plane. If a PC walks through the archway without triggering any of the handprints, the magic remains unactivated and he or she merely walks through to the other side of the arch normally.

4.5 Portal of Imprisonment

This 10-foot-diameter platform projects 20 feet away and up from the central catwalk via a set of marble stairs. The platform contains a free-standing arch of a silvery metal. A yellow haze seems to fill the archway, making it difficult to make out objects on the far side. Carved into the left-hand arch-support is a circular depression. Within the depression is a humanoid palm print inlaid with yellow tile.

There are no symbols above this archway. This teleportation arch once connected to the lobby of the Tower of Discipline, but Acererak has modified the magical gateway so that it leads directly into one of the fortified torture machines used by the Moilian police force, room 6.7 in the Tower of Discipline. If the yellow handprint is pressed, a two-way gate is opened up between this location and area 6.2. The headsmen demos (see entry 6.2) walks out from that location to collect a few new heads, attacking any nearby PCs.

5. Aqueous Tower

In Moil of old, this tower supplied the city with potable water. With the advent of the curse, the water

was salted and became so saline that it is now completely undrinkable. If the liquid had remained potable, it would have frozen solid with the frigid conditions in The City That Waits; however, due to its very high salinity, the water remains in a liquid state to this day. The saline water fills the tower from a level 20 feet below the highest bridge level down to the base of the tower, 500 feet below. A layer of solid salt lines the tower's flooded lower reaches. Needless to say, there are no windows on the outside of this tower.

Because of the enchanted nature of the tower, the water does not pour through the misty planer boundary at the bottom of the tower. However, any PC so bold as to swim down to this level (and magically able to withstand the water pressure, cold, and lack of air) would certainly be pulled through to the Negative Energy Plane. One final note: the walls of the tower have been magically treated to reflect destructive energies back upon the caster 45% of the time; holing the tower wall below the interior water line, while not a bad idea in and of itself, is not without its dangers. Attempts to hole the tower below the level of the solidified salt will be frustrated by the salt itself. An attempt to bore through the salt awakens the brine dragon in room 5.6, who attempts to put an end to such foolishness as quickly as it can.

5.1 Entrance

The bridge ends at a dark opening within the side of a tower constructed of steel. No symbols or glyphs mark the entrance to this tower. An unmistakably briny odor emanates from the dark portal.

5.2 The Vertical Sea

There is no bridge or support beyond the tower portal, just the black chasm of the tower interior. The noise of what sounds like waves lapping against a shoreline echo up from the darkness below with a relaxed rhythm. The sharp odor of salt hangs heavy in the air, its source not immediately apparent. Immediately to the right of the portal is an iron ladder bolted to the interior of the tower. The ladder, pitted and rusted in spots, leads down into the blackness below.





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The waters below hold menace; if the physical key necessary for the party's trip to the Fortress of Conclusion were not submerged in the icy depths, the PCs would be well advised to ignore it completely. The iron ladder bolted to the side of the tower leads down to the surface of the water (40 feet below this entrance) and below the waterline an additional 60 feet. Even though the ladder has seen better days, its corroded surface is more than adequate to support any PCs who might wish to use it.

Above and beyond the normal hazards of operating under water (the DM should take the time to review the Underwater Combat section in the *DMG*), the party must also prepare for extreme cold if they wish to submerge themselves. The water temperature is well below freezing, and any PC who is not magically protected against cold will be plunged into hypothermia within a matter of minutes (the PC must make a Constitution check each round, with a cumulative -2 penalty to each subsequent check; one failure brings unconsciousness, a second failure, death).

The ladder once extended to the bottom of the tower; now it extends into a thick ring (50 feet across) of coral-like crystallized salt that coats the interior of the tower at this depth. The salt was laid down by the brine dragon Acererak introduced to guard a key necessary for releasing the phantom flyer in area 16.7.

From the bottom-most rung of the ladder, those with limited sight might at first think that they have discovered the uneven floor of the tower. However, an exploration toward the center soon brings the PCs to the lip of the coral-like platform. Another abyss seems to open up to further watery depths, but looking over the edge reveals a wide cave mouth 20 feet below the lip (as depicted on Map 6).

5.3 The Sea Cave

The cold, murky depths seem to pull the heat from your body and the light from your eyes. Ahead of you, the rough, white expanse fails, where a jagged lip of another chasm reaches further into the depths of this submerged tower. Looking over the edge of the abyss, you suddenly spy what appears to be a wide cave mouth in the wall of the rough salt crystal.

The cave mouth is the entrance to the brine dragon's lair; see Map 6 for the appropriate keyed locations. The lair exists within the solid crystalline salt coating the submerged sides of this tower.

Unless otherwise noted, all tunnels are 20 feet wide and all ceilings are 20 feet tall.

5.4 Salt Grotto

The tunnel opens up into a large, submerged grotto. Your lights reflect only dimly from the discolored salt walls of the rough chamber, save for the northern wall, which appears to be composed of pitted, corroded iron. Strange glyphs are deeply scratched into the wall's iron surface.

The glyphs on the wall are variant versions of the 8th-level wizard spell *symbol*. Acererak inscribed these symbols so that if they are read, a powerful (20th-level) *dispel magic* is released, affecting everything in the room. Spells and spell-like effects from items that protect from cold or allow water-breathing are instantly nullified if they fail their check, as are magical light sources (and any other spell or effect in operation, including any potions in the PCs' possession). Unless the PCs have significant resources (more charges or more spells), their deaths will be a close race between freezing and drowning.

5.5 Dead End

The tunnel widens into another salt-defined drowned cavern. At first glance this stark area seems empty, but then your eyes resolve the two salt-encrusted skeletons which are half embedded in the crystalline wall. One of the skeletal arms protrudes out of the water, pointing almost accusingly at the roof of the grotto.

Display Illustration #32. Not many adventurers besides the PCs and Desatysso before them have been able to progress so far into Acererak's true tomb; the two skeletons embedded in the salt wall are evidence that there have been other successful attempts . . . up to a point.

These two unfortunate souls drowned when the magic-dispelling symbols of room 5.4 canceled the *water breathing* and *protection from cold* spells they



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received before descending into the frigid deep. Unfortunately, the pair ventured into the salt caverns alone, and when their protections failed, so also did their lives. They made it this far in a desperate attempt to find air and shelter before dying in this dead-end chamber. The brine dragon in room 5.6 leached their possessions for his hoard and stripped their bodies of all useful nutrition for a change of diet. The dragon left the remains in this chamber to keep his lair neat and tidy.

Any investigation of the salt-rimed bones causes them to crack and crumble away. A close look at the bone fragments reveals scoring, as if from acid, to those who make a successful Wisdom check with a -4 penalty. The marks were caused by the brine dragon's saliva. Nothing else can be learned at this location.

5.6 Lair of the Brine Dragon

The tunnel bored through the salt opens up into a very large cavern. Unlike the barren, salt-enclosed expanses encountered up to this point, this room is occupied: sprawled on a mound of glinting coins, gems, sculptures, and other finery is a massive beast at least 50 feet long! It is a colossal serpent, with a thickened central body bearing huge flippers. Its head is unmistakably draconic, and its oversized teeth make it appear to be grinning even though its eyes are closed in slumber. Its hide is rough and mottled, ridged and craggy. The scales are irregular and do not fit together well. Huge clumps of salt encrust its saurian length. Every half-minute a burst of bubbles from the creature's snout attests to the fact that it is a living, breathing being. At the serpent's opposite end, its tail is wrapped loosely around a salt pillar. Atop the pillar, gleaming with silver radiance through the water, is a large key.

Display Illustration #33. The brine dragon here has not been bothered in two decades. It passes the years in slumber, absorbing through its skin the salt it needs to stay alive.

The key the PCs need to recover is upon the salt pillar. It wouldn't be a bad strategy to merely sneak over the mound and snatch the key, turn, then get the heck out of Dodge. A successful Move Silently roll is needed to accomplish this (those without this skill have a base 5% chance, plus any racial modification).

If the attempt fails, the brine dragon awakens. Needless to say, the dragon is an aggressive guardian.

Even if the PCs successfully get the key off the salt pillar, the dragon will eventually awaken once someone has entered its lair. Roll 1d20; the dragon wakes (at the start of the round) that many rounds after the first PC entered this chamber. The DM needs to keep careful track of the PCs' progress through the salt tunnels; there is a good chance that the dragon will awaken and track them down if they are still under the water.

If combat becomes inevitable, they will find the dragon a formidable foe. In addition to its nasty bite, the brine dragon can breathe a cloud of alkaline-salt-and-saliva-based spray that burns like acid. The cloud is 90 feet long and 45 feet wide and high. Additionally, the brine dragon can project *Melf's acid arrow* three times per day at an opponent as a 15th-level caster.

If the brine dragon is bested, the PCs can catalog the extent of the dragon's hoard. Because the dragon cannot breathe out of water, it has not been able to gather the sort of hoard it otherwise would have. The extent of its hoard is not as great as it first appears to be; the creature has laid down a foundation of salt that makes up the bulk of the mound, and scattered what treasures it possesses over it. Monetary treasure in the hoard includes: 3,456 silver pieces, 1,674 gold pieces, 356 Moilian platinum pieces, and 53 gems (36 × 10 gp, 13 × 100 gp, 3 × 500 gp, 1 × 1,000 gp). There are many random but totally ruined art objects. Magical treasures include: potions of *speed*, *clairvoyance*, *oil of fumbling*, and *extra-healing* (×3); 5 scroll cases, but all contents are ruined; a *shield* +2, a *rope of entanglement*, a *manual of quickness of action* (ruined), *dwarven throwing hammer* +3, a *scarab of death*, and a *rod of resurrection* with 7 charges remaining.

The key on the salt pillar appears to be made of silver and glows with a silvery light. The key is necessary in area 16.7 of the Spire of Black Ice. It is indestructible and is enchanted to automatically teleport back to the salt pillar if it is gone for more than 30 days.

Brine dragon: AC -1; MV Sw 9; HD 17; hp 102; THAC0 3; #AT 1; Dmg 4d10 (bite); SA breath weapon once every 3 rounds, *Melf's acid arrow* 3×/day (at 15th level, damage 2d4 for 6 rounds), -1 penalty to opponent's surprise rolls; SD immune to poison and acid, +2 bonus to surprise rolls; MR 20%; SZ H; ML



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champion (15); Int low (7); AL CN; XP 10,000.

Notes: Breath weapon is an acidic cloud 90' long, 45' wide, and 45' high. Damage is 7d4+7, save vs. breath weapon for half.

5.7, 5.8 Entrance

The bridge ends at a dark opening within the side of a tower constructed of steel. No symbols or glyphs mark the entrance to this tower. An unmistakably briny odor emanates from the dark portal.

See area 5.1 for details.

6. Tower of Discipline

The Moilian enforcers, executioners, magistrates, and torturers were all once housed in this tower. As some of these office titles might imply, Moilian justice was arbitrary and violent, as befitted a society that had Orcus as its patron deity. Those brought to this structure even for supposed "routine questioning" were rarely seen or heard again. It was the hard-hearted policies of the Tower of Discipline, combined with the repeated unholy dictates of the Tower of Orcus (renamed the Tower of the Forsaken One just a little before the curse was laid) that gave impetus to the organization that finally erected the Tower of Morning (Tower 2).

Refer to Tower 2, the Tower of Morning, for details on unmappped levels and unkeyed rooms. Only one level of the Tower of Discipline is detailed on Map 7, at the middle bridge level. Where the broken bridge (entry 10) connects to the tower there is a gaping, irregular hole. If the PCs contrive to reach this opening, they find that the tower is hollow above, while 40 feet below they find a flat surface (the ceiling of the still-intact level) littered with the debris of the crumbled upper levels.

6.1 Entrance

The bridge terminates at a dark opening in the side of a tower constructed of stone and steel. Symbols are inscribed in a metal plate above the opening.

The symbols simply read, "Tower of Discipline" in Moilian.

6.2 Hall Of Slaying

This elongated, pie-shaped room has walls cheerfully decorated with crossed headsman's axes at 10-foot intervals. A jumble of broken and smashed wooden chairs and other cluttered debris fills most of the room.

In the northeast aperture of the room stands a stone dais upon which is set a large block showing many nicks and cuts. Standing menacingly behind the stone block is a humanoid figure wearing a sacklike black hood and wielding a nasty-looking headsman's axe in gauntleted hands.

Display Illustration #34. This chamber served as the Tower of Discipline's public execution room, used for the slaying of (un)justly accused and sentenced criminals. Public slaying by the headsman was considered a great spectacle, but because of limited seating the price of admission was steep. The tireless demos magen (see room 7.5 for more details on magen) rarely missed a blow, unless he was directed to do so for dramatic purposes.

The demos (an enhanced version of the standard model) is still here, long after the laws and magistrates who handed down orders of execution have moldered to dust. It answers to no other name besides "Headsman," and it has become quite insane without regular human contact. When the PCs first enter, it stands completely motionless, as it has done for many years, too stunned at the sight of potential "clients" to do more. However, after just a few seconds, it will gleefully use its *headsman's hood* to magically command a randomly selected PC to come forward and place his or her head upon the block. If it is successful in doing this, it wastes no time in removing the head from the shoulders of the unfortunate PC with its magical *headsman's axe of Moil*.

In addition to the magical items carried and worn by the headsman, the demos also wears a large obsidian key around its neck on a brass chain. This key opens the portal to the cell block checkpoint at 6.4.

Headsman, enhanced demos magen: AC 0; MV 12; HD 8; hp 56; THAC0 9 (with *headsman's axe of Moil*); #AT 1; Dmg 1d8+3 (*headsman's axe of Moil*); SD immune to charm, fear, and mind-affecting spells; SZ M; ML fearless (20); Int average (9); AL N; XP 420.



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6.3 Interrogatorium Alpha

Written in Moilian above this door and the next three doors to the east is "Interrogatorium," followed by the designations Alpha, Beta, Ceti, and Delta. The only chamber whose contents survived the shift to the demiplane is this one: Interrogatorium Alpha.

A complex construction of metal and iron is set against the south wall. It forms a many-sided hollow defined by 3-foot iron bars, with the entire structure measuring roughly 10 feet by 10 feet by 10 feet. Suspended in the center of the iron framework is what resembles a large cocoon of frost-coated webs. Hundreds of single web strands radiate out from the cocoon in all directions, securing it to the iron framework. The cocoon hides all features of what it might contain; however, it is approximately 6 feet long and 2 feet in diameter.

In the Tower of Discipline, interrogation and affliction (torture) were conducted by tanar'ri sent directly from the priests in the Tower of the Forsaken One. These special agents of the priesthood were good at what they did: the mere sight of their ghastly countenances was sometimes enough to force a confession. Some held that the painful inducements the terrified prisoners invented in their own dread fancies were worse than what an interrogator could come up with. However, when the interrogator is a tanar'ri from the Lower Planes, the imaginations of most prisoners fell far short of what abyssal pain could truly mean. Needless to say, anyone brought into an Interrogatorium was assured of divulging anything and everything, even making up confessions if innocent; these four rooms were some of the most feared in a city already teetering on the edge of a literal abyss.

The prisoner still on the rack had been killed by a particularly fiendish method of interrogation before the effect of the curse, and thus never became a





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Moilian zombie. The webs are the remnant of this particular inducement. If the PCs cut the body down and peel away the webs, they find a freeze-dried body, well preserved by the cold. The body wears nothing but a loincloth and a brass chain around its neck. Attached to the chain is a small, stoppered brass vial. The vial opens easily and contains a small piece of durable parchment which reads in Moilian, "Interrogation Until Admission." The brass vial held the fate of the prisoner as passed down by the magistrates; unfortunately the prisoner died under questioning.

6.4 Cell Block Checkpoint

The wall separating the cell blocks and the Afflictionaria (room 6.7) from the rest of the tower is 4-foot-thick iron enchanted to prevent magical passage or destruction. The only way through is by the single obsidian portal leading into 6.4. The door is covered in a bas-relief showing a larger-than-life visage of a screaming human face. The stone door is treated to resist magical passage (e.g., *teleport*, *dimension door*, *passwall*) or destruction (*disintegrate*, *rock to mud*, etc). A large keyhole is easily visible within the mouth of the carving, but the mechanism does not allow unobstructed vision through to the other side. The obsidian key that the headsman in room 6.2 carries can unlock this door. An attempt to pick the door (~20% penalty) must be quick; whether the open locks attempt is successful or not, a successful saving throw vs. breath weapon is necessary to avoid damage when the mouth of the bas-relief snaps shut. Those who fail this check by 1 to 5 points lose 1d6 hit points. Those who fail by 6 points or more lose 1d6 hit points and have a hand bitten off by the stony mouth! If the PCs open the door, read the following boxed text:

Stretching away to the left in a long, gentle curve is a bank of cell doors. The bars on each door are black, so black that they seem to absorb all the light that falls upon them. Along the northern wall, a faded and frost-covered mural can still be made out. It depicts beings of demonic vestige sitting around an extremely long table, each apparently preparing a human being (or section thereof) for an imminent feast. Multi-hued lights gleam and gutter from within many of the cells, throwing the shadow of the bars upon the mural-

covered wall in a disquieting play of light and darkness; the figures depicted on the mural almost seem to be moving.

This area was one of the locations set aside in the Tower of Discipline to house convicted felons and those awaiting conviction. The obverse side of the obsidian portal leading into this area is carved with a screaming face similar to that on the outside. Unless the PCs state that they hold the portal open, it swings closed and locks. The chances to work the lock and the consequences of picking it from this side of the door are the same as explained above.

The mural on the outer wall facing the prison cells was painted by a master of ancient Moil. Ever a sadistic people, the Moilians couldn't help increasing the feelings of hopelessness and fear whenever possible in those held here; the horrible realism of the mural was designed to instill fear in the hearts of the incarcerated.

Since the advent of the curse, the mural has been mildly energized with malignant power. Any PC who studies the entire mural from one end to the other will learn nothing to further his or her quest, but he or she will gain a new inventory of foul images to pollute the subconscious mind; such a PC who fails a saving throw vs. paralysis with a -2 penalty will be plagued with nightmares for the next five nights. For each night the PC suffers a nightmare, he or she is unable to re-memorize spells and operates at a cumulative -1 penalty on THAC0, saving throws, and ability checks because of fatigue. A *remove curse* spell lifts the images from the PC's mind and makes rest possible, but does not restore lost rest. After 8 hours of full rest, all the penalties associated with this curse disappear.

All the cells are empty save for tell-tale frost silhouettes of Moilian zombies recruited by Acererak (except for rooms 6.5 and 6.6). On the back wall of each cell, a palm-sized crystal is affixed, sending forth the guttering, strobing, multi-hued illumination. This constant varying light left most of the prisoners at their wit's end after just a few days of incarceration; just one more example of the sadism practiced by the Moilians before their fall.

There is a lock on each cell; the headsman's key will unlock all of them. The bars of each cell are iron coated with a special magical gloss. To the eye the bars absorb light, and to the touch they absorb



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Strength; merely touching the bar causes severe pain, but no real damage. If a character remains in contact with a bar for a full round, he or she loses 1d4 points of Strength in addition to suffering horrid agony. Anyone drained to 0 Strength falls into unconsciousness for 1d4+4 rounds. The Strength loss is only temporary; it returns at a rate of 1 point a round. Still, this enchantment worked well on those who would test their strength against the bars. If the PCs somehow contrive a way to remove a bar from its housing, the enchantment fades away from it in the space of one turn.

6.5 Dark Cell

Unlike the other cells that you have so far seen, the interior of this cell is cloaked in oily darkness. The guttering light reflected off the abominable wall from nearby cells is insufficient to penetrate the gloom here.

If the PCs shine a light source of their own into the darkness of the cell they can see that the crystal upon the far wall has been smashed in. Further, it seems to be very slowly dripping a foul black substance that looks similar to very thick oil. A pool of this stuff has formed upon the floor, covering the entire floor of the cell. Only the lip of floor seems to be holding it back from spilling into the general corridor.

PCs who stick an item into the oily substance can get a sample of this molasseslike fluid, which is blacker than midnight. The material is thick, sticky, and slightly acidic. Each turn it is in contact with flesh it causes 1 point of damage.

Each light was magically *curse*d to slowly excrete this messy stuff if it was ever broken; this was to punish any prisoner who became overly rambunctious in a cell. Any prisoner who broke a light was allowed to stew in the fruit of his or her labor; the prisoner was literally allowed to slowly and painfully dissolve away as the cell was slowly but surely covered with the acidic gunk. A light broken outside the cell will not secrete this acidic oil because of the limited nature of the curse.

6.6 Occupied!

This cell does not have the usual frost silhouette on the floor; in fact, there is a humanoid figure shackled below the light! The shackles are positioned such that the figure's arms are stretched straight out to each side. The figure is wearing a voluminous brown robe of frayed cloth. A hood of leather is drawn over its head and appears to be securely fastened with a silver chain under the chin. The figure is unmoving, and the head lolls down upon the chest.

Display Illustration #35. This figure is Isafel, once one of Acererak's vanishing few living servants. She was recruited for both her special knowledge and special abilities; Isafel is a medusa. Unfortunately, the spirit of the demilich has little patience with the foibles of the living, even one such as a medusa. On a pretext, Acererak had Isafel bound within this chamber, decreeing that she should be restrained in darkness until she learned humility. As a supernatural creature herself, she is resistant to privation (although her magical items are what have really kept her alive).

At the sound of the party's tread, she raises her hooded head and cries out in the common tongue, "Acererak! Have you come finally to release me from this chill bondage? I've learned humbleness, and will serve you faithfully! I beg you to release me!" The voice is obviously that of a woman.

If the PCs call out to her, she is confused at first, but swiftly recognizes that the PCs are not servants of Acererak. She will then try to persuade the party to release her, telling them that the hood is stifling her, and they must let her go. She pretends to revile Acererak, and promises to reveal all if only the PCs free her from her bondage. She asks that they release her bound hands first, so that with her own two hands she can pull the hood from her face. Being no fool, she will not reveal that she is a medusa; she hopes to waylay the adventurers as proof of her devotion to Acererak. If her hood is removed, she tries to petrify the PCs.

The medusa still has the personal belongings she was carrying when she was seized and imprisoned here by Acererak's order. She has a *ring of warmth* on one hand and a gold ring clasp an emerald (150-gp value) on the other hand. In a



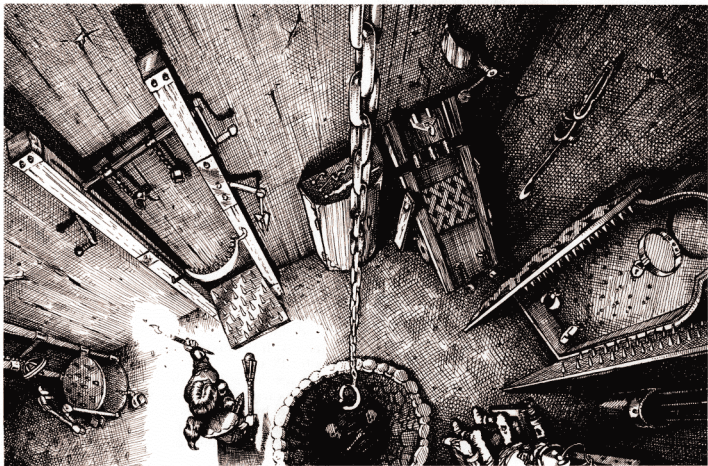
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pouch at her waist she carries four incense sticks, two bone dice, an enchanted petrified stomach, and an enchanted petrified heart (successful Wisdom check at -6 penalty or a successful healing proficiency check is necessary to identify each). Both items are inscribed with fanciful designs (see area 19 in the Fortress of Conclusion section for more details on the origin of these two items). The stomach acts as a permanent *ring of sustenance* to anyone carrying it, and the petrified heart acts as a standard *ring of regeneration* to anyone carrying it.

Isafel, medusa: AC 5; MV 9; HD 6; hp 40; THAC0 15; #AT 1; Dmg 1d4 and poison (snake bite); SA gaze causes petrification (30' range), hair of venomous snakes requires victims struck to save vs. poison or die; SZ M; ML very (12); Int elite (14); AL LE; XP 2,000.

6.7 Afflictionaria

This elongated, pie-shaped room has bare walls, but every 10-foot area of floor space holds a strange device, some two dozen in all. Each device is different from the next. Most of these constructions seem to be designed to restrain human-sized creatures so that some sort of infernal rig can be connected to them. Some devices in the first rank are immediately recognizable as torture equipment. There is a rack for the stretching of limbs, a table positioned beneath a set of mechanical arms outfitted with various razors and pincers, a steel harness suspended above a fire pit, an iron maiden, and a seat fitted with foot, hand, and head-screws. These items represent just a few pieces of equipment of all that is assembled in the chamber. One of the devices near the center of the chamber appears to be occupied.





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One of the sentences handed down by Moilian magistrates (in fact, the one that was most often handed down) was that of affliction. (In other words, torture.) In this way, citizens who possessed enough skill or knowledge to be valuable to society at large were spared the headsman's axe for questionable activities ("questionable" by the arbitrary laws of the city, that is).

If the PCs want to catalog all the fiendish equipment found in this chamber, the DM can freely furnish the room with devices out of lore or legend. Note that it is often enough just to suggest a few disparate items lain upon a small table next to a restraining chair: a water hose, two small metal spheres, and cat's fur, for example. The imaginations of the players will provide far more horrible applications of the items than if everything were clearly defined.

Near the center of the chamber is a large iron wheel set vertically, upon which a mummified form is strapped with cracked leather restraints. The wheel is set to spin freely with a good shove. Next to the wheel is a tray that contains a long feather, very abrasive paper, a bellows, and a dish of sand. The figure on the wheel was tortured to death before the curse and has not become a Moilian zombie. A brass vial secured around the neck of the figure contains a piece of durable parchment. The parchment reads "Absolve" in Moilian; the afflictors chose to disregard the instructions found in the vial.

7. Tower of Health

Ill and infirm Moilians once frequented this institution to heal and recuperate from the daily afflictions of life or conflict. In *The City That Waits*, this tower is no longer a beacon for the sick and weary; the curse has warped this building and its contents into a decidedly unhealthy location.

Refer to tower 2, the Tower of Morning, for details on unmapped levels and unkeyed rooms. Only two levels of the Tower of Health are detailed on Map 7, designated Tower of Health Level 1 (on the highest bridge level) and the Tower of Health Level 3 (the lowest bridge level). The level between these two is inaccessible, the only entrance being an archway on the southwest side of the tower where a mid-level bridge once connected to a now-lost tower to the west; in any case, this level is desolate and empty. No matter how much the PCs look, they do not discover entrances to any other levels of the tower.

7.1 Entrance

Above the open arched entrance to this tower a single image is inscribed upon the stone: a humanoid figure wrapped in many lengths of cloth, about which two serpents are intertwined. Above the head of the wrapped figure, the serpents stare at each other, eye to eye.

This is the entrance to the Tower of Health; as such, the Moilian sign for medicine is inscribed above the entrance. It is an ominous-looking derivative of the caduceus, and the PCs who identify the origins of the sign might do well to take the foreshadowing to heart.

7.2 Lobby

This long, wide chamber traces a short span about the tower's periphery. Three large windows along the eastern wall allow intermittent illumination into the disheveled room. Broken benches and chairs litter the expanse of the floor; a stone counter running the convex curve of the western wall seems to have weathered the damage better. Shaves and sheaves of what appear to be scattered papers are plastered by ice to the countertop, the floor, the walls, and even the ceiling of the chamber. Near the western door, a single frost silhouette reveals the bare marble floor of the chamber.

Not much of interest can be discovered in this chamber. The paper is for the most part ruined from the moisture and ice, but if the PCs are able to salvage any readable portion, they find obscure medical records of inconsequential and long-gone citizens of Moil.

7.3 Sun Room

A 50- or 60-foot section of the southeastern concave wall opens to the exterior of the tower, allowing an unobstructed view of the grim city skyline. Chairs meant for reclining are arranged in such a way as to catch the available light from the window, although the heavy hoarfrost on the chairs speaks mutely to how much time has passed since any use has been made of them.



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On one of the westernmost chairs, two Moilian zombies lie quiescent in undead slumber. Observant PCs can probably avoid these creatures; however, they will have to get past the undead if they wish access to the western hallway from this side.

Moilian zombies (2): AC 6; MV 9; HD 9; hp 0 (31, 29 maximum); THAC0 11; #AT 1; Dmg 1d8 (fists); SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Int low (5); AL CE; XP 4,000 each.

Notes: See the area 2.5 entry or the Moilian Zombie entry in the *Maps & Monsters* book for details on the zombie's life drain and frost abilities.

7.4 Convalescent Room

There is a steel-framed bed against the far wall, the covers of which are pulled up to conceal a humanoid shape beneath. An armoire has fallen to the floor in the center of the chamber and shattered; splinters and larger pieces of wood are scattered about the floor. Like the armoire, a standing mirror has also fallen to the floor, mixing glassy shards with the wooden debris. Like everywhere else, frost coats every surface.

This was one of many rooms in the Tower of Health prepared to house sick citizens (those who could afford such treatment). The present occupant of the bed is merely the skeletal remains of a patient who died before the effects of the curse and was then lucky enough miss being randomly animated by leakage from the Negative Energy Plane. A search of the armoire reveals a couple of stiff, frozen robes, but nothing of interest or value to the PCs.

7.5 Occupied Convalescent Room

A steel-framed bed lies crumpled and bent against the far wall. The mattress is shredded and the blankets are completely missing. A wooden armoire is smashed almost beyond recognizability, and what was once probably a mirror is now only so many reflective splinters. Squatting in the middle of this destruction is what looks to be a youthful woman wearing a gray robe with a long white coat over it. Her skin is grayish white, her hair platinum-blond. She supports her head in her hands, as if she is suffering.

Display Illustration #36. The being before the PCs is a medically specialized magen (pronounced "MAY-jen"; magen are fully described in the *MYSTARA® MONSTROUS COMPENDIUM® Appendix*). Magens are constructs created by a complex biomagical process using sorcerously charged gelatin poured into humanoid-shaped molds (if a magen is killed, its body dissolves suddenly in an acrid burst of multicolored flame and smoke). They are golemlike, but more intelligent than their brutish "cousins." Magens look more or less human, depending upon the artistry used to create them; although they possess basic personalities, their motivations and goals are centered around the primary function they were created to perform.

The Moilians created a host of medical magens, referred to as "medrons," in the Tower of Health to ensure that Moilian health was unceasingly looked after by untiring servants. In addition to other special immunities and powers, all medrons can *cure light wounds* thrice per day. Also, medrons have the healing and herbalism proficiencies with a skill of 15. Finally, to facilitate their duties, medrons are incredibly strong (Strength 18/76).

Unless the characters take pains to open the door to the room silently, the medron raises her head from her hands and speaks in a normal and obviously very hopeful voice. The language is Moilian, and she says, "Hello? Are you feeling poorly? I am a fully functional medron. I can help you with your wounds or hurts. It has been so very long since I have laid eyes upon a living being!"

The medron's name is Cyndia, and if the language barrier can be broken, the PCs can easily discover that she is a medical construct, bent on healing them of any real or perceived hurts. If the PCs indicate that they are hurt in any way, Cyndia will show them the way to the medical stores in room 7.11. If any of the PCs are seriously hurt or damaged, she will insist on showing the PCs to one of the operating rooms (room 7.12), where they can get immediate attention from Dr. Tarr. In this instance, she insists on carrying the wounded PC in her gentle but incredibly strong arms.

Because the PCs are the first living beings she has seen in ages, Cyndia wants to accompany the party to "keep them healthy," regardless of the party's wishes. The medron wouldn't be a bad addition to the party, especially in light of her medical expertise and slight magical healing ability. On the other hand, she implicitly trusts the remaining instrumentation



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surviving within the Tower of Health. She carries no weapons but will use a weapon given to her by the PCs in their defense, except that she will never harm living beings. She truly has the best interests of the party at heart, but the changes that have occurred in the city since the advent of the curse could make some of her choices dangerous (many of the drugs in medical stores have gone bad, and the medron Dr. Tarr has degenerated to a deranged psychosurgical lunatic). Her knowledge of the city does not extend a single inch beyond the bounds of the Tower of Health.

Cyndia, medron magen: AC 3; MV 12; HD 5; hp 40; THAC0 15; #AT 1; Dmg by weapon (+4 for exceptional Strength); SD immune to charm, fear, and mind affecting spells, *cure light wounds* three times a day; SZ M; ML fearless (20); Int average (9); AL N; XP 175.

7.6 Deepview Chamber

This very large chamber is almost pie-shaped. A massive iron cylinder supported by a broad stone base occupies the center of the chamber. The cylinder appears to be at least 30 feet long, with a diameter of 10 feet. A circular hatch is hanging half off its hinges from a 3-foot-diameter opening on the end of the cylinder facing the door. Small metal fragments of various size and shape litter the floor beneath the ruined hatch. A flat, square piece of what appears to be crystal is inset directly above the opening. The crystal is dark with a single jagged crack easily visible in its face.

The large device once allowed the Moilian healers and medrons to diagnose illnesses and injuries. Just within the 3-foot-diameter opening in the cylinder is a tube of similar diameter, upon which is set a 7-foot padded metal platform on rollers. The patient was helped onto the platform and the hatch closed. The platform then rolled into the heart of the device, magically paralyzing the patient so involuntary movements would not confuse the diagnosis. When the platform was situated in the center of the deepviewer, the external crystal viewing screen would light up, showing a silhouette of the patient's body. Various types of sickness, injuries, infirmities, and even debilitating curses would glow in coded colors on the schematic of the observed patient's

body. At the same time, the deepviewer itself would offer a verbal diagnosis, highlighting each injury in turn to accompany its speech. After diagnosis, the platform would spit the patient back out of the front opening, freed from the temporary paralysis and none the worse for wear.

At least, that's how the deepviewer *used* to work. In its present, rundown condition, it has become a bit dangerous. If Cyndia (from room 7.5) is with the PCs, she tries to persuade injured PCs that it would be best if she could diagnose them here. Even if the PCs have previously run across malfunctioning medical equipment within the Tower, Cyndia will pooh-pooh such worries, suggesting that any "little incidents" stemmed from their lack of expertise in how to operate the healing devices, ending with a comment that "good deepviewing can only be to your benefit . . . it will not hurt a bit!"

Any PC who is so bold (foolish) as to climb into the opening and onto the waiting platform is automatically paralyzed when he or she lies down upon its padded expanse. The hanging door creaks and tries to close but is unable to complete its motion. Heedless of this first malfunction, the platform slides its cargo into a central pod located 15 feet inward from the hatch. The view of the patient from outside the deepviewer is obscured by the membranous pod. Within this diaphanous pod, two halves of a steel-reinforced sensor grid close together on the patient's body. Those watching the cracked screen from the outside momentarily see the silhouette of their friend's body displayed on the screen, with injuries glowing green or yellow. Suddenly, the silhouette of the body visibly convulses on the screen and then glows bright red over its entire surface. Unfortunately, the steel sensor-grid closed in a little *too* closely on its patient (save vs. polymorph to avoid 4d10 damage). A voice speaking in Moilian issues from the deepviewer, saying "This patient has been severely crushed, and needs medical attention immediately." The platform then issues forth from the pod, unceremoniously dumping the pulped body of the patient out the front hatch of the deepviewer.

If the previous events occur while Cyndia is with the PCs, she screams and attempts to grab up the body and rush it to Dr. Tarr in room 7.12 for aid, or to the deep freeze in room 7.10 for later revival if the character was killed. She is very insistent upon this course of action but desists if the PCs threaten violence to stop her.



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7.7 Apparatus

A dim green glow suffuses the air around a bulbous-looking metal container 5 feet in diameter where it rests against the floor. From this relatively narrow diameter, the cylinder expands to a 10-foot diameter near the ceiling, 12 feet above. Small glass pods protrude from the slick metal surface in unordered profusion. Most of the glass pods shine with pinpoints of green light, but some are shattered and dark. On the facing side of this apparatus, there is a deep indentation visible, shaped like a humanoid body. The once comfortable-looking leather padding within the cavity is now cracked and peeling. The rest of the room is empty of either furnishings or debris.

Display Illustration #37. The surviving apparatus within this chamber is another marvel of Moilian magitech: it is an organ and limb regenerator. It once functioned fairly reliably in the days when the Tower of Health was staffed by a full complement of medron magens. Dismemberment was not uncommon in Moil, especially with the gory practice of trophy-taking practiced by tournament victors in the Gladiatorial Tower (tower 14). This apparatus allowed Moilians with sufficient funds to grow a limb to replace that which was lost.

Of course, that was back in the days when the instrument was daily recalibrated and tested. Its enchantral coils, thaumaturgic circuitry, and ectodralic displacers are in sorry shape due primarily to the catastrophic affects of the transfer of Moil to this demiplane, followed by centuries of neglect.

If Cyndia (from room 7.5) has joined the party, she cajoles anyone who lacks a limb (or an eye) to give the apparatus a try. Characters with a full complement of limbs do not trigger the apparatus even if they recline within the indentation. If a PC who is missing a body part steps into the indentation, the apparatus begins to hum, as all the glass pods hanging from the device's exterior turn from green to yellow. In the eight glass pods that were smashed and dark, small sparks of ineffectual energy can be observed to sizzle and crackle, sending a burnt, ozone smell into the air. Compare the affected PC's Constitution score to the following table to find the effect the apparatus has on that PC. Alternatively, the DM can roll 1d20 to determine the effect:

Constitution or 1d20 Roll

Constitution or 1d20 Roll	Effect
1-6	Subject killed outright from pain of procedure; no regrowth of limb.
7-9	Subject falls into a coma for 1d4 days; withered and useless limb regrown.
10-14	Limb regrown with mind of its own; it attempts to bring about subject's demise.
15-17	Normal limb regrown.
18+	Limb regrown with supernatural strength, resistance to injury, or power of DM's choice.

Smashing 1d10 more of the glass globes protruding from the exterior of this machine finishes the job that time and neglect have begun; the machine is destroyed and no longer functions at all.

7.8 Stairwell

An intact spiral staircase of stone, tiled in off-white, leads downward.

This stairway is untrapped, descending for 40 feet where it connects with room 7.9. Note that this stairway completely bypasses level 2, which is unmapped as it cannot be accessed from either of the surviving levels above or below it.

7.9 Stairwell

An intact staircase is built into the side of this curving corridor, leading upward.

This stairway is untrapped, ascending for 40 feet where it connects with room 7.8. Note that this stairway completely bypasses level 2, which is unmapped as it cannot be accessed from either of the surviving levels above or below it.

7.10 Deepfreezer

The floor of this chamber is dotted with a gridwork of 3-foot-diameter pools. The pools each occupy a 10-foot-by-10-foot area upon the floor; there are 16 pools in all. The pools all are filled with luminescent, bluish fluid that bubbles and



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roils and almost seems as if it is trying to run up and out of each pool. Strange shadows cast up from three of the pools indicate that these pits must contain objects of some sort blocking the glow of the light. A chill greater than normal permeates this silent chamber.

The pools were once magically infused with the power to freeze and preserve critically ill or mortally injured Moilians indefinitely. Each of the pools contained a magical super-chilled fluid to a depth of 9 feet. Those to be preserved were merely dipped into a pool and allowed to freeze solid. A magical enchantment upon the chamber prevented further cell damage to individuals frozen in this way. Unfortunately, that enchantment has been broken, although the pools are still filled with the super-chilled fluid.

Three of the pools contain long-preserved Moilians (these have not become Moilian zombies). When the magical protection failed, they died a real death and are now nothing more than preserved meat. Living flesh that comes in contact with the super-chilled fluid takes 2d6 points of damage per round; someone who is submerged in the fluid is frozen solid (and dies) in less than a round.

Characters magically protected from cold can attempt a saving throw vs. breath weapon each round to avoid freezing solid and perishing; the character still suffers 2d6 points of damage no matter how well protected against cold. The character can attempt a Dexterity or Strength check at a -4 penalty each round to scramble out of the pool.

If any of the fluid is somehow removed from one of the pools, it boils and evaporates away within 1d6 rounds.

7.11 Drug Stores

The single door to this chamber is magically locked to open only to the touch of a medron (similar to the effects of a *wizard lock* spell cast at 12th-level of ability to any other creature trying to get into the chamber).

Shelves line every wall and stand in two high rows down the center of the chamber. The shelves are literally filled with all manner of containers,

but the frost gives every vial, bottle, packet, and pouch the same ominous, crusted white pallor. Here and there, some past disturbance has toppled bottles and vials to the ground as evidenced by debris on the floor of the chamber. In the southern corner of the room, an entire shelf unit has toppled forward. The former contents lie in a heaped pile of glass, ceramic, cloth, and bone beneath the shelf unit.

This chamber contained many of the drugs and medicines used by the medron units charged with keeping the citizens of Moil healthy. With the advent of the curse, many of the once healthful and useful items within this chamber have become unsafe, if not downright deadly, although some of the substances found here still maintain their beneficial properties.

In true chaotic fashion (appropriate to a people who worshipped the chaotic Orcus), no container matches that of its neighbor, either in shape or even in material of construction: bone tubes, leather pouches, paper packets, and glass vials of all shapes and sizes share the shelves equally. There are no markings on any of the bottles to distinguish one from another, and in any case, the properties of many of the drugs here have mutated with the advent of the curse; if Cyndia is with the PCs, she has no better chance of picking out safe medicines than the PCs themselves. If the party tries to randomly sample the containers found here in the drug stores, consult the tables below.

If the PCs investigate the tipped shelf unit, they discover a Moilian zombie who was trapped in slumber, but will wake to greet any PC who gets within 20 feet. The Moilian zombie carries 23 Moilian platinum pieces.

Moilian zombie: AC 6; MV 9; HD 9; hp 0 (37 maximum); THAC0 11; #AT 1; Dmg 1d8 (fists); SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Int low (5); AL CE; XP 4,000.

Notes: See the area 2.5 entry or the Moilian Zombie entry in the *Maps & Monsters* book for details on the zombie's life drain and frost abilities.



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Roll 1d8 to determine the general consistency and another 1d8 for the effect of each substance sampled:

Consistency (1d8)

- 1 colorless liquid
- 2 luminescent liquid
- 3 green powder
- 4 dried mushrooms
- 5 tablets
- 6 blue syrup
- 7 bitter smelling sludge
- 8 rainbow-hued liquid

Effect (1d8)

- 1 as *potion of vitality*
- 2 class I poison (30 or 15 points of damage)
- 3 as *elixir of health*
- 4 as *elixir of madness*
- 5 as *elixir of youth*
- 6 ages imbiber 4d10 years
- 7 as *potion of extra-healing*
- 8 permanently drains 1d4 points of Strength

7.12 Dr. Tarr's Operating Room

The ceiling of this very slightly pie-shaped room is higher than in many of the previous areas of the tower; it stretches up into darkness past 30 feet. The floor of the chamber is home to at least a couple dozen simple-looking beds. The beds are arranged in neat columns over the entire area of the room, one to each 10-foot section of the floor. All of the beds look to be neatly made, with one white pillow and a single sheet folded back in exactly the same way on each cot. Suddenly a shape detaches from the darkness above, folding downward on a thick tether like a curiously mechanical snake!

Display Illustration #38. This chamber is the realm of the highly modified medron (see Cyndia's description in the room 7.5 entry) named Dr. Tarr. The good doctor is suspended from the ceiling at the end of a retractable ectodraulic (magically self-pressurizing fluid) appendage made of rusted iron, jointed like a fiendishly complex fireman's ladder. The 40-foot-high ceiling is covered with a gridwork of tracks upon which Dr. Tarr's ectodraulic

appendage navigates on a set of grooved wheels (Mv 9); the end of the arm can reach to any part of the room, and about 20 feet into the corridor beyond.

At the lower end of the ectodraulic arm is the doctor's humanoid torso (the iron appendage begins where his legs would normally be). He possesses a pasty-white face with platinum blond hair cut short, complete with a charming white goatee. In addition to two regular-looking arms, he also possesses a host of ancillary appendages of jointed metal, most of which are tipped with scalpels, circular saws, and other ominous-looking equipment designed to cut flesh; the jointed limbs hang around him like the half-curved legs of a spider gone horribly wrong.

Dr. Tarr hasn't had a patient in too many years to count. Since his primary function is to perform operations, he has gone a bit mad in the many years since he has had a living body to work on. However, this isn't immediately obvious to any prospective clients who enter his chamber. In fact, he seems to be the very definition of a concerned, gentle healer who has only the interests of his patients in mind. With this kindly air, he will attempt to persuade any sick or wounded PCs to lie down on one of the operating beds so he can "take a look at the problem." If Cyndia is still with the PCs, she throws in her whole-hearted support of the doctor (that should tip off the PCs right there). If any PC is foolish enough to hop onto a bed, Dr. Tarr instantly anesthetizes the patient. From that point on, Dr. Tarr will try to keep the patient indefinitely. No matter how long the PCs wait, Dr. Tarr will continue putting them off on some technicality or other ("He really needs a few more days of observation, and all the tissue cell tests are not in yet!"). In fact, while the PCs wait, he attempts to get others to jump up on a bed for a physical as well. It would make Dr. Tarr immensely happy to have a whole party of patients to keep drugged and anesthetized so that he could practice his trade upon them until they finally died from complications ("Hrm . . . transplanted that lung one time too many, tsk, tsk.") or old age.

The medron surgeon will use any stratagem he can to get one or more of the PCs into position to operate, and if it looks as if the PCs intend to remain steadfast in their refusal of "even just a basic checkup and physical," Dr. Tarr begins to get desperate. If all else fails, the doctor attempts to anesthetize the entire



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party with one of his specialized limbs: he can shoot a spray of sleeping gas thrice per day. In addition, he can bring his cutting implements to bear on the PCs with deadly accuracy (because of his great knowledge of anatomy). If Dr. Tarr can overcome the party, he will transfer each to a separate bed, stabilize them if they are in serious danger of dying, then drug them as described above. Note that Cyndia can't help but obey Dr. Tarr in this instance, attempting to restrain the PCs from their flank at an inopportune time for the party.

Attacks against the doctor's iron ectoplasmic appendage arm only inflict as much damage as the magical bonus of the weapon used against it; the PCs are better off attacking the fleshy part of Dr. Tarr. If the PCs overcome Dr. Tarr, he dissolves, as magens are wont to do when destroyed, leaving behind a gridwork of magical circuitry suspended by the limply hanging scalpel appendages; nothing of value can be recovered from this sticky mess.

Dr. Tarr, modified medron magen: AC -2; MV 9; HD 12; hp 90; THAC0 7; #AT 6; Dmg 1d6+4 ×4 (scalpels)/1d10+4 ×2 (circular saws); SA spray sleeping gas 3×/day in a cone 5 feet wide, 20 feet long, and 20 feet wide at the far end, characters in the cone must save vs. breath weapon at a -4 penalty or fall asleep for 8 hours; SD *cure light wounds* 3 times a day, immune to *charm*, *fear*, and mind-affecting spells; SZ M; ML fearless (20); Int genius (17); AL N; XP 3,000.

7.13 Emergency Entrance

The bridge connects to a large opening in the western side of another icy spire. The arch above the opening holds a single image inscribed upon the stone: a humanoid figure wrapped in many lengths of cloth, about which two serpents are intertwined. Above the head of the wrapped figure, the serpents stare at each other, eye to eye.

This is the emergency entrance to the Tower of Health. The Moilian sign for medicine is inscribed above the entrance. Once, a staff of competent medrons was on hand to greet those entering the tower in great need. Now, the chamber immediately beyond the entrance is empty, silent, and cold.

8. Hollow Tower

None of the floor levels of this tower exist any longer; they've all fallen away into the darkness at the base. There is nothing to discover here, and if the PCs travel down into the base of the tower, they enter the misty borders of The City That Waits and risk falling into the Negative Energy Plane (see area 11).

8.1 & 8.2 Two Entries

The bridge leads northwest into an archway in the sleek side of a tower of gray stone and metal. The lintel of the arch is decorated with what appear to be gold and platinum coins set into the stone; however, the layer of frost covering the carving makes it difficult to see clearly. Beyond the arch there appears to be nothing but a vast, cylindrical pit.

Those looking into the tower see that their first impression is correct; if there were ever any floors here, they have long since fallen into the darkness of the tower's interior. Small points of flickering light show where windows let light from the city into the hollow space within the spire. One of the points of light marks the single other bridge connecting this tower to the rest of the city.

There is no map of this tower since there is no complexity or encounter. The boxed text is good for either entrance. The coins pressed into the stone (20 gp and 20 pp) are of Moilian mintage. They indicated that this tower was once the Treasury Tower of Moil. None of the vast wealth once stored here survived the transition from the world of light to this demiplane of waiting.

9. Tower of Webs

Like tower 8, this tower has long since lost its interior levels. However, unlike tower 8, this tower has gained dangerous guardians. The PCs must deal with the guardians of this tower to find and activate the first mechanism necessary to allow their passage into the Fortress of Conclusion. This tower is composed entirely of steel and has no other openings to the outside other than that described under 9.1.



9.1 Entry

The bridge terminates on the eastern side of a silent spire. An undecorated arch allows entry into what appears to be another hollow tower. However, there is an unmistakable, greenish fluorescence shining up from below, highlighting the edges of the arch with a sickly hue.

A look through the arch reveals a tower empty of floors but filled with threat; a mass of green-glowing webbing stretches across the entire diameter of the tower interior (see Map 7), starting 10 feet below the lip of the entrance. From the vantage of the archway, it is impossible to determine whether the webs stretch down to the base of the tower or if they end short of it.

PCs who take the time to carefully scan the visible webbing can detect no movement. If the webbing is prodded or probed in some way, there is a 10% chance that a single wraith-spider scuttles up from below to investigate (see area 9.2), but the wraith-spider does not leave the webbing. See the next entry for more information on the webbing and traversing these dangerous strands. Unlike the other towers, this tower is free of windows; the arch is the only apparent opening.

9.2 A Tangled Web

Gossamer strands of gleaming emerald weave impossibly delicate designs against the dark. Space is tight between the strands, the largest openings in the mass are no more than 5 feet wide. There is nowhere to stand except upon the glittering weblines themselves. The pale light of the webs seems to chill rather than warm; heat is only a fading memory.

Because of the tight spacing between the strands of web, creatures flying with the aid of wings will quickly be tangled in the lines. Any living creature touching the web (even if gloved or booted) sustains 1d4 points of damage from numbing cold. A successful saving throw vs. paralysis prevents the victim from being immobilized for 1d6 rounds (sustaining further cold damage for each round in contact). The webs can be cut only by silver or magical weapons, or a successful bend bars/lift gates roll.



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Unless the PCs have access to highly maneuverable flying magic (MC A), their best bet is to secure a rope over the archway, suspending a character with a magical blade to cut through the webbing as the rope is lowered. Even with *fly* spells or the like, it is necessary to descend slowly, cutting a channel through the glowing webbing large enough to fly through. A full turn of cutting through the 80 feet of webbing must be endured before breaking through the lower terminus of the barrier.

Unfortunately, any movements on the web are detected by the 13 wraith-spiders (as described in the *MONSTRÖUS COMPENDIUM Annual II*) who spun the web; the spiders congregate within 1d6 rounds at the source of the disturbance. The wraith-spiders have a significant combat advantage against those hanging from a rope (who lose any Dexterity bonus), or those stuck to a web (no Dexterity bonus, wraith-spiders gain +4 to attack rolls). Scarlet eyes encircle the insubstantial forms of the spiders, allowing them to see in every direction simultaneously. Wraith-spiders appear as dim arachnid shapes whose eight legs trail off into dark mist; they are more shadow than substance, but their mandibles leave visible wounds.

The wraith-spiders in the web serve the winter-wight described in entry 9.3. In the event that the PCs manage to bypass the spiders in the web, the wraith-spiders are attracted to any conflict on or around the dangling cube at 9.3.

Wraith-spiders (13): AC 5; MV 15, web 18; HD 3+2; hp 14 (average); THAC0 17; #AT 1; Dmg 1d4; SA energy drain, poison; SD silver or magical weapons to hit, immune to *sleep*, *charm*, *hold*, cold, poison, and death magic; SW can be turned; MR 15%; SZ M (4' diameter); ML champion (15); Int average (8–10); AL LE; XP 1,400 each.

Notes: Bite inflicts 1d4 points of damage from cold and also drains 1 level of experience. The bite also injects a poison that drains 1 point of Constitution per round, and that lasts 1d4+1 rounds. The victim must roll a successful saving throw vs. poison each round to escape the poison's effect for that round.

Victims drained of all Constitution die and have a 100% chance (here in the City) of coming back within 24 hours as wraith-spiders with humanoid heads. A *neutralize poison* spell ends the venom's effects and restores lost Constitution. Otherwise, victims regain lost Constitution at the rate of one point a week. A *heal* spell restores 1d4 lost Constitution points.

Wraith spiders are normally turned as shadows, but turn as mummies here in the city.

9.3 Guarded Riddle Cube

An expansive mass of glowing webbing constitutes a sinister ceiling within this shaftlike enclosure. A thick braid of luminescent webbing hangs many feet down from the central mass, suspending what appears to be a black cube, 10 feet on a side. Strange designs, etched in red, decorate the surface of the box.

Display Illustration #39. The cube hangs from a 50-foot strand of web. The scarlet etchings on the faces of the cube may seem disquieting, but the most ominous decoration of all is the winter-wight standing easily upon the bottom of the cube in direct defiance of gravity. The winter-wight is wearing a *ring of universal movement* (see Appendix 2) and is initially out of the PCs' line of sight. The winter-wight tries to remain concealed until the PCs approach the cube for close scrutiny, at which point it attacks (roll for surprise). If the PCs are able to disengage from the winter-wight, either to flee or in an attempt to harry it with missile weapons, the undead calls upon the powers of its ring to bring the fight back to the PCs. If any wraith-spiders remain, the winter-wight calls to them for aid as well.

Those PCs who have a chance to study the cube safely determine that the underside of the cube (a 10-foot-by-10-foot area) is engraved with a riddle, picked out in the same red stone that decorates the rest of the cube. Beneath the riddle are three plaques. A successful Wisdom check allows the PCs to determine that each plaque can be depressed. The plaques depict: 1) A mighty oak tree with many roots reaching down into loamy soil, 2) a cat with many hissing snake-headed tails, and 3) a rope with one end frayed and partially unraveled. The riddle reads in the PCs' common tongue:

Many tails have I,
or many a beginning.
If I fail people sigh;
wails mark their passing.

The most correct answer to this riddle is a rope (those suspended from a rope often scream when the



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rope breaks and they fall to their deaths). No matter which plaque is depressed, a click is heard, and the picture on the plaque fades. Pressing any of the other plaques after this has no additional effect. If the PCs chose incorrectly, they must wait a full 24 hours before returning; at that point the puzzle automatically resets.

Solving this puzzle releases one of three impregnable portcullises in room 16.6 of the Spire of Black Ice. Only correctly solving this puzzle and two other dilemmas at 13.6 and 15.5, as well as retrieving the key from the brine dragon's hoard in area 5.6, frees the phantom flyer golem held behind the three portcullises. This magical beast is the only means of transport available to the PCs from The City That Waits to the Fortress of Conclusion.

If the PCs are so foolish as to saw away the cube's suspension webs, the black box falls away into the darkness below, seemingly lost. In 33 days, *tanar'ri* in Acererak's service retrieve the cube and re-suspend it from the webbing with the aid of newly recruited wraith-spiders. It takes at least a year longer before another winter-wight can be created to guard the cube, and by that time Acererak may have already accomplished his baleful plans.

Winter-wight: AC 0; MV 9; HD 16; hp 64; THAC0 5; #AT 2; Dmg 5d4/5d4 (claw/claw); SA *blackfire*; SD regenerates 3 hit points each round, immune to *charm, hold, sleep, cold, poison, and death magic*; SW may be turned; MR 30%; SZ M; ML fearless (20); Int average (9); AL CE; XP 14,000.

Notes: A melee hit causes the opponent to erupt in *blackfire* (see page 44 or the winter-wight description in the *Maps & Monsters* book).

10. Shattered Bridge

Time or some more destructive force has shattered this hanging span between one of the cyclopean towers of stone and what was once a three-way intersection. Only a few shards of stone now protrude over the misty abyss, pointing the way to where a similar splintered surface is visible many hundreds of feet away.

The bridge is dangerous. Anyone standing at the three-way crossroads between towers 5, 6, and 7 has a 10% chance of accidentally stepping on a weak spot on the bridge. A character unlucky enough to find

such infirm footing falls into the mists below unless he or she makes a Dexterity check (at a -4 penalty) to catch a life-saving hold.

11. Weak Bridge

Nothing distinguishes this bridge from any of the others that the PCs have already trod upon. However, in spite of Acererak's localized stabilizing magics, this bridge's keystone has gone the way of many of the other unprotected portions of this city, decayed to dust.

When the PCs reach the middle of the bridge (the bridge stretches approximately 110 feet between towers 14 and 15), a segment of stone drops away from the bridge's center with a wrenching crack. Unavoidably, the two unsupported sections drop away from the center, each swinging down from its remaining point of connection on the two towers.

PCs who are within 10 feet of either tower entrance can race back inside with a successful Dexterity check. PCs who are anywhere else on the bridge must first make a Dexterity check with a -10 penalty in a desperate attempt to scabble for a hold on the smooth stone surface of the falling bridge. If the first check is successful, a Strength check at a -2 penalty is then required to determine if the PC can maintain his or her hold as the pendulum swing of the falling span is brought up short by the side of a tower. All those unable to somehow arrest their fall plunge into the darkness below, and thence to the Negative Energy Plane.

Unfortunately for any PCs who managed to cling to the falling bridge, their woes are not yet over. A murder of negative fundamentals was roosting beneath the bridge, and its destruction brings out the whole nest of 10 to attack and harry PCs hanging by their fingernails to the side of the now-limp-hanging span or attempting to climb out. Those attempting the climb suffer a -35% modifier on any appropriate climbing skill; thus unskilled climbers have only a 5% chance to climb up unassisted. Characters attempting to defend themselves or strike back at the wheeling fundamentals make no headway in climbing. For each 10 feet a PC was out on the bridge when it broke (to a maximum of 50 feet), it takes one round to climb back up the hanging span to an archway. For example, if a PC was 40 feet along the bridge when it broke, it would take 4 rounds of uninterrupted effort to climb back up to safety.

Regardless of the PCs' actions, each dangling



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bridge remnant only remains attached to its tower for another 1d10+4 rounds. At that point the piece breaks away and tumbles silently into the darkness. Of course, any PCs who are still hanging onto the span are similarly plunged into the abyss.

Negative fundamentals (10): AC 3; MV Fl 18 (B); HD 1+1; hp 5 each; THAC0 19; #AT 1; Dmg 1d6 (ram); SA 30% chance in any encounter to teem (the flock swarms a particular victim, reducing their THAC0s by 1 for every fundamental involved in the attack); SD immune to normal weapons, cold, and mind-affecting spells; SZ T; ML steady (12); Int semi- (3); AL NE; XP 420 each.

12. Hollow Tower

None of the floor levels of this tower exist any longer; they've all fallen away into the darkness at its base. There is nothing to discover here, and if the PCs travel down into the base of the tower, they enter into the misty borders of The City That Waits and risk accidentally penetrating into the Negative Energy Plane.

12.1 & 12.2 Two Entries

The bridge leads northwest into an arched opening on the sleek side of a tower of gray stone and metal. The lintel of the arch is blank. Beyond the arch there appears to be nothing but a vast, cylindrical pit.

Those looking into the tower see that their first impression is correct; if ever there were any floors here, they have long since fallen into the darkness of the tower's interior. Small points of flickering light mark windows that let the city's eerie light into the hollow space of the spire. One of the points of light is the single other bridge-span connecting this tower to the rest of the city.

There is no map of this tower since there is no complexity or encounter. The boxed text is good for either entryway.

This tower once housed various merchant offices of the elite Moilian Trader's Consortium.





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13. Tower of the Forsaken One

This tower once housed the clergy who gave their faith to the terrible tanar'ri lord known as Orcus. For many decades the decrees passed down from this tower were law in the streets of Moil. Unfortunately, observances, tariffs, and citizen obligations were chaotic in their announcement and application, even from one day to the next. Those who transgressed against the word of Orcus's clerics were quickly and brutally called to account in the Tower of Discipline (tower 6). When the Moilians at the Tower of Morning acted contrary to the explicit instructions of the evil cleric, a short war of assassination began. When things began to look grim for Orcus's clerics, they called upon the direct intervention of their terrible deity; thus was the horrible curse of Orcus laid over the hapless city.

The tower now contains only a single surviving floor. It is also the site of another of Acererak's challenges. Acererak gave it over to a powerful darkweaver (an outer-planar, arachnidlike entity introduced in the *PLANESCAPE MC Appendix II*), at the center of whose dark web-maze awaits another puzzle that must be solved to open the middle, ensorceled portcullis imprisoning the phantom flyer (see area 16.7).

The webs of the darkweaver are partially composed of shadow. They extend throughout the entire level; however, it is not apparent at first that the initial shadowy conditions are the outlines of a shadow-web. The level's most distinctive feature is the stone maze put in by Acererak (he has a penchant for such things). There are no windows on the exterior of this tower that might allow entry above, below, or on the mapped level.

13.1 Dark Entry

The tower at the end of this bridge is windowless and featureless, a dark finger of black stone unadorned with even the simplest of designs. Unlike many of the other towers, a door of rough granite blocks the entryway to this tower. On it is carved in bas-relief what appears to be the head of a horned ram. There is a design or message scratched into the stone below the ram-head, but the omnipresent frost blurs the image to the point of unreadability.

The head carved into the stone door depicts Orcus. In the time of Orcus's power in Moil, the visage acted as a fell door warden. Even after the curse and the transformation of Moil into The City That Waits, the door still possessed power to sway any transgressors, but with Orcus's later defeat and apparent demise, the visage here lost all its terror. The door opens with a gentle shove.

If the frost is wiped from the scratchings in the stone below the face, the following message, written in the common tongue of Greyhawk, is revealed: "Ware the weaver in her lair. —D." This short scrawl was scratched into the stone by Desatysso as a warning to any future explorers against the creature inhabiting the tower. Desatysso just escaped with his life and was unnerved enough to scratch this message into stone as he was leaving. Since scratching a message into stone with a dagger point is no easy task, the message is short and perhaps not overly useful to the PCs, although it should reassure the characters that they are probably on the right track.

13.2 In the Gloomweb

Darkness presses in upon you like a palpable mantle. Two hallways diverge here, one heading straight forward from the entrance, while the other turns to the right. It is impossible to see down either passage for more than 15 feet; your vision seems to be almost physically restricted by strands of tangible darkness. An eerie, oily chill caresses your face and hands as you brush these cords of shadow.

The outer portions of the darkweaver's web reduce all vision to one-half normal (magical devices or spells allowing vision in darkness are similarly affected). Strands of the gloomweb easily give way to a creature moving into the tower, and light shining on the web makes the strands fade into shadows, although they twine and slither away like dark snakes.

At this point the PCs can still turn back without any difficulty. If they travel even 10 feet farther into the gloom in either direction, a decision to move back toward the entrance cannot be acted upon quite so easily. The strands do not retreat from the light any longer; they cling as if to prevent escape.



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Anyone specifically trying to move back toward the entrance is reduced to half normal movement and, more importantly, must make a successful saving throw vs. spell to force a way through the clinging cords. Those who fail this save can only move deeper into the maze (those who come to the dead end at 13.3 can backtrack just far enough to move deeper into the maze).

A *light* spell destroys a 10-foot cube of this web, but the illumination dissipates instantly. A *continual light* destroys 1d6 10-foot cubes of the webs before similarly dissipating (it's not "continual" here!). Very powerful light effects (such as *sunray*) destroy 2d6 10-foot cubes of the web. The effects of magical light upon the darkweaver herself are explained in the area 13.6 entry.

13.3 Remains of a Feast

A walled-off dead end reveals itself from the darkness. Strands of shadowlike cobwebs thickly entwine two humanoid figures. The figures lie broken and supine upon the floor, hideously emaciated beneath the black threads as if they died by having their interior organs and fluids drawn out in some terrible bloodletting.

The darkweaver in area 13.6 requires sustenance every so often. To this end, Acererak dispatches his tanar'ri servants to procure an occasional humanoid to sate the creature's hunger. Those delivered sometimes are able to put up a good fight, but so far the pseudo-arachnid has been able to successfully feed. The darkweaver usually allows the husks of its prey to litter the floor of its lair; however, these two brothers were able to flee to this point before the darkweaver caught up with them. Neither of these bodies has spontaneously animated due to Dark Intrusion.

The restraining cobwebs upon the bodies simply evaporate in the presence of prolonged illumination. A search reveals nothing other than a single deep wound on each (the point where the darkweaver inserted her proboscis to feed). PCs should get the hint that a similar fate may befall them if they prove insufficient to the task of confronting the darkweaver in her lair.

13.4 Moving Deeper In

The twining strands of weblike darkness press closer. Where before the oily cords writhed into shadow under the application of direct light, they now teem against you like a coarse sackcloth of umbra. It is almost an effort to breathe through the thickening cords of shadow. The shadow webs skim across your skin like the half-felt legs of scurrying insects of ice. So far, however, your forward progress has not been hindered.

From this point on into the maze up to area 13.6 the webs are even thicker and more confining than before. The thickness of the webs reduces all vision to one-quarter normal. As hinted at in the boxed text, those moving further into the web are not hindered, but those attempting to move back out must make successful saving throws vs. spell or become disoriented; those failing their saving throws travel deeper into the web (toward area 13.6) no matter which route they pick. Even characters who make successful saving throws are still *slowed* until the darkweaver in area 13.6 is slain.

13.5 A Trap For the Unwary

The black strands give way, revealing a statue set against the west wall. The statue is carved of some glossy black stone and depicts a man in a flowing robe. The head of the statue is covered by a stone hood and the features are obscured; however, a curling beard is easily visible, descending almost all the way to the statue's belt. Twin pinpricks as of reflected light gleam where the statue's eyes probably should be.

This statue is nothing more than a distraction for the PCs; a trap meant for those with overactive curiosities. A casual investigation reveals that it is nothing more than it appears: a stone statue with gemstone eyes (carnelians worth 50 gp each). Prying loose the gems does not activate the trap on the statue. The arms of the statue extend forward and the hands are cupped together as if offering or receiving something. The hands are currently empty. A copper plate on the base of the statue reads, in Moilian, "Quench the thirst of Golnar, and your reward will be great." This item once resided in the



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Tower of Chance, but Acererak moved it here and perverted its magic so that the only reward it now gives is death.

Pouring water or any other liquid into the cupped hands activates the trap. If this is done, the statue partially animates, bringing its cupped hands up to its mouth as if to drink. Instead, it seems to blow upon the cupped liquid, which is magically transformed into a glowing, reddish poison gas that streams over the fingers to fill eight 10-foot cubes. Anyone caught in the area must attempt saving throws vs. poison. Characters who fail perish from the choking gas. Those who make successful saving throws still take 1d10 points of damage from the caustic vapors. The air clears after one turn.

The statue resets to its previous position once it has acted as described above. Filling the hands with the same or a different liquid has the same baleful effect on the second and all subsequent trials.



13.6 Lair of the Darkweaver

The webs of darkness are thickest here; it becomes difficult to move in any direction and your every movement drags against the darkness as if you were mired in ebony molasses. Suddenly, you hear a sound like dry leaves scraping on a stony surface: something is stirring in the very heart of the darkness. Sibilant whisperings accompany the shape that briefly resolves from blackness before once again disappearing—something large, dark, and many-legged.

Display Illustration #40. Here at the web's center, travelers must make successful saving throws vs. spells or become *held*; they are *slowed* even on a successful roll. The darkness is absolute (as impenetrable as a *darkness* spell) and normal vision is curtailed. The *hold*, *slow*, and *darkness* are permanently dispelled only upon the death of the darkweaver that has taken this central area of the tower as her lair (the webs regenerate at a variable rate; see entry 13.2). If the darkness is not dispelled, the PCs will need to be extremely lucky to find the mechanism on the ceiling that controls the second portcullis at area 16.7.

Once the PCs are within the chamber and either *held* or *slowed*, the darkweaver attacks. It first immobilizes and disorients its victims to the greatest extent possible, using its *confusion*, *sleep*, and *suggestion* abilities.

If the PCs slay the creature, the darkness of the webs fades to the normal gloom of an unlighted room; PC light sources suddenly brighten to illuminate to their normal ranges. This should allow the design on the ceiling 10 feet above to come into sudden view: a lever of dark metal that rests nearest the position of a “-” carved into the black stone. At the other possible lever position, a “+” has been carved into the stone. Next to the lever a plaque of copper reads in the PCs' common tongue, “This is the mechanism you seek. Permanent activation will not only achieve one of your goals, but also set in motion events of great magnitude.” If the PCs pull the lever to the “+” side, then pull it back to its initial position, the “+” lights up with a green glow. This indicates that the second portcullis at area 16.7 has opened.

If the lever is grasped and pulled to the “+” and then left at that position, a click is heard. A round



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following the click the floor, walls, and ceiling of the chamber (and the entire tower!) began to buck and rock with extreme violence! On a successful Wisdom check, one PC can attempt to move the lever back to its original position quickly enough to derail the trap; otherwise events proceed dangerously. All those standing on the floor must make a Dexterity check each round to stay on their feet. A horrible bass booming begins throbbing throughout the entire structure. Every time the characters are thrown to the floor, it takes a full round and another successful Dexterity check to regain their feet. Any Dexterity check missed by more than 10 points means the PC suffers 1d4 points of damage from falling debris. Allow the PCs to move at their base movement rate times 10 times per round toward the entrance.

The PCs have nine rounds to escape from the tower. A character with a movement rate of 12 who begins running immediately toward the exit along the quickest possible route takes a little less than five rounds to reach safety if she can keep her feet despite the rolling, pitching floor. At the beginning of the 10th round, the perturbations reach their climax, causing the foundation of the entire tower to crumble, sending the whole thing straight down into the mist like a gigantic express elevator to hell, or in this case, the Negative Energy Plane! The connecting bridge breaks at 13.1, allowing the tower a smooth plunge into the black mists like a pen held vertical, but then suddenly allowed to drop through relaxed fingers (this might make a good visual example to any PCs who make it out in time to witness the plunge). Any PC still in the tower has a round of sudden, stomach-clenching vertigo as the tower falls away. After that, the tower has fully plunged into the Negative Energy Plane, and the PCs are subject to its effects.

Darkweaver: AC -4 (4); MV 9; HD 10+2; hp 62; THAC0 11; #AT 6 tentacle legs; Dmg 1d2 and special; SA Web, magic use; SD shadow; SW sensitive to light; MR 50% (10%); SZ M; ML elite (14); Int exceptional (16); AL CE; XP 9,000.

Notes: *Confusion, sleep, or suggestion* once a round with a range of 60'. In any area of shadow or darkness, the creature can also become invisible, create 1d4+1 *mirror images*, or teleport up to 200' to another area of shadow. In addition, the creature can create *shades, solid fog* (a black, impenetrable mist), or a *symbol of despair* once a day while in its web.

The creature communicates via telepathy within a 60' range; thus the threatening whispering described

in the boxed text above.

Finally, in the event that portions of its web are destroyed, it can create one 10-foot cube of new *gloomweb* per round; if it webs the same area twice, the thickness is equal to that described under entry 13.4, and a third time results in webbing as thick as that originally found in this room.

When the darkweaver physically attacks, it lashes out at its victim with its tentacles; if it can hit a victim with at least four tentacles (which it does automatically against *held* PCs, whom it attacks preferentially in the cloaking darkness), it inserts its feeding proboscides, automatically inflicting 2d4 points of damage per round, as well as draining 1 point of Constitution permanently per unsuccessful save vs. spell each round.

The darkweaver is particularly sensitive to light. A *light* spell inflicts 1d4 points of damage, a *continual light* does 1d6 points, and very powerful light effects (such as a *sunray* or *sunburst*) inflict 2d10 points of damage on the darkweaver, as well as dispelling its shadow protection for 1d6 hours—its Armor Class and magic resistance also suffer, as indicated in the parenthetical statistics above.

14. Tower of Test

While the city of Moil endured upon the face of the world, it was a powerful entity and no other city-state dared face its might. This was in part due to Moil's direct patronage from Orcus, but while faith in a visible power proved valuable, none can gainsay the importance of a strong standing army. Certainly the worthies of Moil felt that a mighty fighting force was vital to their well-being. The Moilians felt that a mighty army can only be forged and maintained through constant testing of the most grueling, exhaustive, and exacting sort; thus the Tower of Test.

Beneath this towering spire, levies of crack troops were quartered in the numerous deeps and labyrinthine corridors. Barracks, armories, drill fields, kitchens, and other troop necessities were housed here out of sight. It was in the tower above that the most elite soldiers were allowed to test for advancement into the Exalted Moilian Home Guard. Those who graduated into this elite force were usually referred to as "exaltants." A troop of exaltants on the battlefield was usually enough to assure that the outcome of any conflict would be in Moil's favor; such was their mettle and prowess.

That's all in the past now. The corridors below the Tower of Test were never transferred to the



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demiplane, and every level within the tower crumbled away with time save two that were preserved by Acererak. With only slight modification, Acererak allowed these two levels to remain as fitting challenges to those who sought to complete the route suggested by the rhyme in area 1. Refer to tower 2, the Tower of Morning, for details on unmapped levels and unkeyed rooms. Only two levels of the Tower of Test are detailed on Map 8, Level One and Level Two. The PCs are most likely to arrive on the lower level first before ascending to the upper level, and thence to the Dreaming Tower (tower 15).

14.1 Entry

The thin trestle connects to the side of a tower. An open archway beckons with its quiet darkness. Above the archway, the unmistakable symbols of martial implements have been inscribed into the metallic surface: a sword, an axe, a gauntleted fist, and a cocked crossbow.

Those entering through the archway trigger an old enchantment that causes a sound of war horns to call out. Of old, this was a noble, rousing noise; however, in the present straits of this necrotic city, it comes across as a lonely death knell. It also serves to alert Faericles in room 14.7 that at long last he may have another martial challenger before him.

14.2 Walk of Glory

A corridor curves away in two directions, following the periphery of the tower. Beneath the frost, the floor is tiled with plates alternately showing various objects of warfare in red and white. The walls are bare, black metal, but hanging upon them at 10-foot intervals in both directions are what appear to be trophies of a most grisly sort: human heads mounted on boards.

Of all the trials that were once contained in the Tower of Test, the most difficult and most prestigious test was single combat against the Lord High Exaltant (see room 14.7). This test was only administered if one wished to replace the old Lord High Exaltant and become the new one. Most who rose in the ranks high enough to take this test failed, and their heads are on display here in the 20-foot-wide corridors throughout this level.

PCs who examine the heads find that they are mounted on hardwood. A copper plaque beneath each records the name of the vanquished in the tongue of the Moilians (some typically Moilian names include Daelis, Goerdyn, Vaekreeth, Suedlow, etc.). Glass orbs have replaced the eyes and the interior of each head has been stuffed with sand. A fine glaze of frost covers the features and crusts the hair of the unregarded trophies.

14.3 Gus the Talking Head

At the juncture of a rounded “T” intersection, a large head is mounted on the north wall. Unlike the other heads, this shaggy-haired head twists and writhes on its board as if it possesses a body caught in the steel of the wall and seeks to break free from the unyielding substance. Its eyes roll in its sockets, and a harsh, grunting moan escapes at intervals from the thing as it attempts to squirm free of its mount.





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The copper plate below this head reads “Gustaeth.” Of all the trophies mounted in the Tower of Test, three were infused with the energy of unlife by the Dark Intrusion. In its horrid animation, it has regained some memory of its former existence, and thus cries in pain and forever seeks to free itself from what it believes to be a restraining wall, not understanding that it possesses no body behind the wall.

When Acererak came upon this creature, he told the animated head that if it would direct infrequent passersby to the first door of the Six Criterion, Acererak would one day return to free it from the wall. As such, when the head spies the PCs, it begins to call out (in Moilian) “The door! Take the door to the south, that is what you must do. But for this gem of knowledge I have bestowed upon you, you must release me from the wall! See? I am most cruelly stuck here! Pry me loose so I can flex my fingers once more, and feel the breeze upon my toes!”

The door the head refers to is the one leading to room 14.6. If the PCs demonstrate to the head that it is merely hung upon the wall and possesses no body, what sanity the creature has left departs it forever; henceforth it merely screams and moans. If the PCs question Gustaeth, they can discover the name of the tower (“The Tower of Test”) and that the Six Criterion are tests designed to determine if a battle with the Lord High Exultant is warranted; those who survive the tests are fit for the combat. The head knows the name of the current Lord High Exultant (Faericles), but hasn’t seen him in over a hundred years and thus assumes him to be dead. The head also remembers Desatysso’s passage through this area. If prodded, it will talk about that encounter: “A handsome fellow, he was, with a scent of wizardry upon him. He wouldn’t free me from this wall either, even after I warned him about the Tests!”

If asked, Gustaeth informs the PCs that it was a being encased in ice named Acererak who asked him to give directions (Acererak’s spirit can inhabit any undead creature of his choosing within the Fortress and the City; his favorite undead to possess is a winter wight).

The head poses no threat to PCs and can only be considered dangerous if someone were to stand close enough to be bitten. Gustaeth can be slain with little difficulty by the PCs, should they wish to do so.

If the party turns here and approaches the tower’s center, they enter the testing zone. Within this area (within 80 feet of the tower’s central core), no spell,

magical effect, or psionic power that augments movement or allows a special mode of travel functions. Such effects include: *jump*, *spider climb*, *fly*, *haste*, *dimension door*, *passwall*, *teleport*, *phase door*, and many others.

14.4 Trophy Horn

Against the inner wall of the curve, a plaque is affixed with a copper plate below it. Protruding from the plaque is what looks like a blackened and battered horn, some four feet long. The horn looks slim and tapers to a sharp point. A faint blue-black radiance coats the horn, speaking of pestilence and dread.

The copper plate below the horn reads: “Horn Of An Astral Dreadnought.” The inscription is true, though the astral dreadnought was not killed when the trophy was taken, an error that eventually proved the undoing of the hunter in question. The horn hung on this wall for many years, harmless. With the coming of the Dark Intrusion, the horn is harmless no longer.

Anyone who comes within 5 feet of the horn must save vs. spells at a –4 penalty or suffer the affects of a *fear* spell for 1d4 hours. Anyone who actually touches the horn must save vs. death magic or forget all the events of the past day. If a magical item (except an artifact) is touched to the horn, the item must save vs. disintegration or have all its enchantment permanently stripped from it. All in all, the horn is no good.

The horn has a baleful effect upon anyone who carries it, even if it is safely tucked away in a *bag of holding* or similar item. For every 24 hours the horn remains among a character’s possessions, a random magical item also possessed by the hero must save vs. disintegration. If it fails, the item loses all enchantment, though the owner may not realize this until he or she tries to use the item.

14.5 Trophy Hand

Against the outer wall of the curve, a plaque is affixed with a copper plate below it. Protruding from the plaque is a large human left hand. The hand is bodiless, yet it slowly flexes and wriggles.



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The copper plate below the hand reads: "The Hand of Tyr." No, this is not really the hand of the god Tyr. When Moil was yet inhabited, the trophy was put up as a sort of joke for those who might know the story of the deity who, according to legend, lost his hand to Fenris Wolf. The hand actually came from some lowly criminal who plea bargained his sentence from death to mere dismemberment. At the time, all who saw the hand got quite a chuckle.

At present, the hand may still bring a few chuckles, though more out of pity than real mirth. Those who believe the hand to truly be that of Tyr are not disappointed to discover that the hand truly does possess power from beyond the grave—it is animated. Unfortunately, it is animated by the Dark Intrusion.

If the hand is removed from the plaque, it crawls around on its fingers, following the party wherever they may travel in the future, to the best of its ability, like a gruesome pet. The hand possesses a

strong grip (18/00). Characters who attempt to attach the hand to an old (or new) stub are successful—the hand painlessly grafts itself in place. Unfortunately, the hand is undead, and slowly kills its host over 24 hours unless it is again chopped off. During that time, the owner has full use of the hand. The owner enjoys a Strength of 18/00—in the left hand only.

"Tyr's" undead hand: AC 8; MV 6; HD 1; hp 8; THAC0 20; #AT 1; 1d6 (squeeze); SA leap and squeeze; SD standard undead immunities, regenerates 1 hp per round even if brought below 0 hp (does not regenerate fire damage); SZ S (hand sized); ML Elite (14); AL CE; XP 35

Note: In combat, the hand leaps like a spider—on a successful hit it grabs on and squeezes every round for 1d6 points of automatic damage. The hand can only be removed if brought below 0 hit points or with a successful bend bars lift gates roll.





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14.6 Standing Spires (Test Of Deftness)

Pillars of iron stand in thick profusion in this chamber, nearly scraping the 20-foot-high ceiling. The pillars are so thickly packed that it is difficult to see the far wall, but they don't appear to be arranged in any particular order. Some stand so close as to be touching, while others are far enough apart to allow a wending, twisting passage. The pillars are four-sided, approximately a foot to a side, and do not appear to possess any inscription or decoration.

This was the first of what was once six tests designed to weed out mere petitioners from the outstanding few who were qualified to go one on one with the Lord High Exaltant. With the coming of the curse, only five of the six tests still function; the unkeyed room on the map is empty (although the players may see threat enough in this if they know they are to face a series of tests). The first test is a test of Dexterity involving the dodging of falling iron spans.

The pillars are arranged such that if a single pillar were to topple, the rest would soon follow in a horrendous clanging, chaotic domino effect, easily smashing any soft-skinned humanoid so unfortunate as to be caught underneath. Further, many of the pillars have been set to fall toward the walls, and as they fall they scrape along the ceiling and walls, so travel through the room by clinging to a wall or even walking on the roof (via *slippers of spider climbing*, for example) is equally as dangerous as traveling on the floor.

The pillars are magically keyed to begin toppling when at least one living being is halfway situated between the two doors. At this point, the pillars begin falling in a cacophony of smashing crashes, tracing chaotic lines. Those caught in the room are forced to jump, dodge, scoot, and run to avoid being smashed flat by one of these weighty pillars. This involves three Dexterity checks of increasing difficulty (the first at -2 , the next at -4 , the last at -6) before all the pillars have toppled. The DM is encouraged to describe each close encounter with a falling span with a dramatic flair. Anyone hit by a span takes $3d10$ points of damage and suffers an additional -2 penalty for his or her next Dexterity check. All the spans have fallen and the room returns

to quiet after only one minute of frantic activity. The room magically resets itself after the space of one week.

14.7 Slick Portal (Test Of Strength)

This chamber stands empty. The only exits are the archway where you entered and a sliding panel of gleaming silver metal at the opposite end. The surface of the portal doesn't bear the slightest trace of the ubiquitous frost that coats almost every surface here in this strange city. A small handle at the panel's bottom, however, seems frozen in a block of solid ice. In fact, a bulge of ice, like a frozen wave, lies at the foot of the panel.

The panel is a heavy sheet of well-tempered steel that rests on a pair of vertical tracks. Anyone looking at it can tell it opens vertically. An ancient enchantment renders the panel immune to magical attacks of any kind. *Knock* spells have no effect. The panel's surface is both perfectly smooth and coated with a thin film of oil. The surface is almost frictionless. A few ice crystals formed on the panel, but slid right off, forming the ridge of ice on the floor. A hand or implement placed against the panel slides right off. The only way to open the door is to grasp the handle and lift.

A character can easily free the handle by chipping away the ice or applying some heat. The handle is just large enough to allow a human-sized creature to grasp it with one hand. It takes at least 18 points of Strength to lift the panel. Characters with less Strength cannot even budge the panel. Once opened, someone must hold up the panel while the party exits the chamber.

The party can batter down the panel. It has an Armor Class of -2 and can sustain 80 points of damage. Only blunt or piercing weapons (type B or P) can damage the panel.



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14.8 Music Of The Spheres (Test of Forbearance)

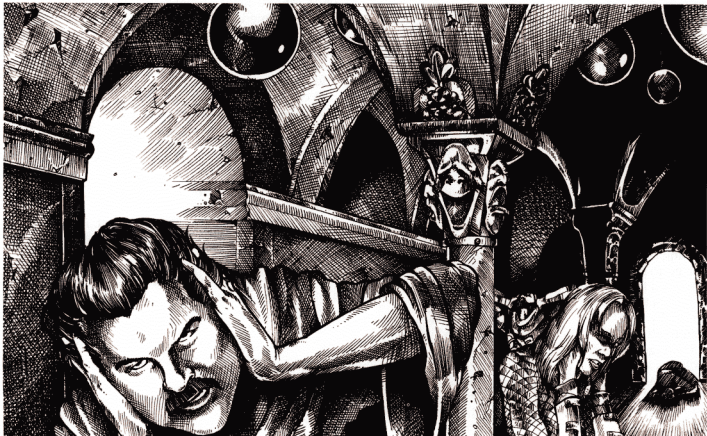
Descending from the ceiling are myriad spheres of both mundane and exotic colors: vermilion, saffron, hazel, azure, mauve, and chartreuse, to name just a few. The spheres measure approximately 2 feet in diameter and hang between 3 and 6 feet below the 20-foot-high ceiling on chains of copper. A faint hum is barely audible on the threshold of this chamber.

Each sphere is magically enchanted to produce a single, clear tone. Unfortunately, the tones were selected to create the maximum discordant noise achievable. The low hum heard before entry can be localized as coming from the spheres.

When a living being enters the chamber, all the spheres begin emitting their own characteristic tone at a relatively low volume. At first this is merely unpleasant, but for every foot a living being penetrates further into the room (from either

direction), the volume of the cacophonous blare increases. It is approximately 70 feet from door to door following a straight path across the chamber. Whenever a living being penetrates 35 feet into the chamber (midway between the doors), the din becomes so oppressively loud that it crosses the line from onerous to dangerous, and from there only gets louder. Anyone in the chamber must begin making Constitution checks every 20 seconds (thrice per round). The first check suffers a -2 penalty, the next is at -4, the third and any subsequent checks are at -6. Characters can only move at half their maximum movement because of the debilitating effects of the high decibel noise; a *silence* spell will not block this effect, but any character who is actually deaf will be immune.

Anyone missing a check falls to the floor in a vain attempt to stop up his or her ears with clutching hands. Keep track of the PC's location within the chamber, as it will become important. Once a character is overcome by the sound and falls to the floor, the PC only has a number of rounds equal to one-third of his or her Constitution score in rounds to





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get of the room or die of a massive brain hemorrhage! Once overcome, the PC in question can try to make a heroic effort to rise and run at a stagger from the chamber with a successful Constitution check at a -10 penalty. It is possible that the less hardy in the party might need to be carried from the room by others more resistant to such trials. Those who make it from the room require a full turn to rest but are otherwise not permanently damaged by this experience.

14.9 Blinking Lights (Test of Intelligence)

This chamber is bare but for a golden, frost-rimed plaque inset into the far door, which itself appears to be a sealed iron valve. The plaque contains five small gems. Brief flashes of light color the gems, causing them to flash in an apparently random fashion.

The valve is closed, and contains the same resistance to *teleportation*, *passwall*, and similar effects that the entire area possesses. The door doesn't open to any force, save a successful test of Intelligence embodied in the flashing gems. Those who take the time to study the gemstones can make a Wisdom check to note that a particular pattern of lights flash across the five gems (each gem is a different color), one gem at a time, for a total of 20 to 30 flashes (each gem stone flashes its color between 4 and 5 times in a particular sequence), after which there is a 30-second pause. Following the 30-second pause, a pattern that looks awfully similar to the first sequence of flashing lights repeats. However, once the pattern repeats the second time, an entirely new sequence of flashes lights up the gems after only a few seconds' pause. If a full 30 seconds pass again without actions on the part of the characters, the second sequence of flashes repeat, to be quickly replaced by a third, entirely new sequence, and so on.

If a rogue studies the gems and makes a successful Find Traps roll, the character notices that the gems are depressable, though no obvious trap seems to be triggered if the gems are depressed. The gems look as if they'll immediately spring back to their former position if pressed.

The test is simply this: a hero must observe the sequence of the flashing lights. When the sequence ends, the character must depress the same gems in

the same sequence. Some deduction and perhaps experimentation is probably necessary to determine the proper course of action. Three successful Intelligence checks allow a character to successfully complete the sequence, at which time the iron valve slides open, allowing passage to the chamber beyond. For each failed Intelligence check in the trio of checks, a character receives 2d4 points of damage from a jolt of electrical energy upon touching the last gem in the sequence attempted (someone failing all three checks takes 6d4 points of damage). The door does not slide open if the character fails even one check. Never fear, a new sequence soon flashes across the gems, allowing the characters to try their hands as many times as necessary.

14.10 Scything Blades (Test of Logic)

At the northwestern end of this wide, curving chamber is a spiral staircase of white stone providing a passage up. However, suspended in the intervening space between the entrance and the stairway are hundreds of curved blades on vanishingly thin metallic wires. Moving with almost complete silence, these blades oscillate back and forth in unsynchronized swings. The swinging blades momentarily part in such a way as to create a clear path through to the other side of the chamber, but then a heartbeat later a deadly blade scythes through an area that just seemed safe.

Those with patience and wit who take the time to study the various oscillations of the blades can puzzle out the pattern of swinging blades and map out a path through the razor-sharp moving maze. To successfully map a path, a PC must make two Intelligence checks and one Wisdom check. None of these checks are assessed a penalty if all the checks are successful; however, with each check missed, each subsequent check is at an additional -4 penalty! For example, if a PC misses the first Intelligence check, the next Intelligence check is at -4. If this check is successful, the penalty stays at -4 for the final Wisdom check, but if the second check is failed then the final Wisdom check is at -8.

A PC who succeeds all three checks slips through the room on a predetermined path planned out from the beginning. Each check a PC misses correlates to



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an error in judgment, which equals a faulty path through the scything blades. One failed check means that the PC has put himself or herself in the path of 1d4 blades (or, for flying characters, the razor-thin wire). Two failed checks mean that the PC is hit by 2d4 blades, and three failed checks means the PC is hit by 4d4 sharpened pendulums. Each blade causes 1d10 points of damage. A lenient DM may rule that a PC who is on the wrong path has a chance to dodge each blade with a successful saving throw vs. breath weapon (at a -3 penalty) as it swings down.

Those who successfully negotiate the path from the entrance to the stairs discover that the spiral steps lead 40 feet up to room 14.7.

14.11 Field of Glory

This level of the tower is almost completely bare; an echoing space tiled with wide slabs of white marble. The walls of the massive chamber seem to

be the curved walls of the tower itself. Swords, axes, polearms, dirks, spiked gauntlets, and more esoteric weaponry hang at intervals of 5 feet along the wall in a display that traces the entire circumference of the room.

Besides the apex of a spiral stair in the northern portion of the chamber, three curved walls block direct view of a circular area in the center of the chamber, from which leaks a dim, violet glow.

This area served as the battleground for those who wished to pursue the seminal honor of engaging in one-on-one combat with the Lord High Exaltant. To this end, the chamber was hung with all manner of weaponry, available to those who would put their mettle to the test. To this day, the weapons remain hanging here. The characters can find any normal hand-held melee weapon they can think of in this chamber; otherwise, merely roll for a random





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weapon on any of the various weapon charts from the *Player's Handbook*, DM screen, or *Arms and Equipment Guide*.

Faericles was the last of the Lord High Exaltants, and his fate was the same as most of the rest of the populace of Moil: he perished in his sleep and became a Moilian zombie. However, Acererak found that he had use for such martial prowess and rejuvenated Faericles to the point where he now remains constantly animated. In the process, Faericles became empowered far beyond "normal" Moilian zombies. Now, the exaltant has eternity to practice his martial arts and weapons kata, honing them to perfection. In return for this boon, Faericles is bound to pit himself against any transgressors of his dojo (this tower level).

If Faericles is forewarned of the party's presence by the horn call from area 14.1 or the music of the spheres in room 14.8, he stands ready just behind the walls of area 14.12 to spring out at the first sound of entry into his chamber. He appears as a leathery-skinned human who is illuminated with an eerie violet glow; this is a side effect of the necromantic energization that allows him permanent animation. He is wrapped in a dimly glowing vapor extending from him in all directions to a distance of 20 feet; this is also the range at which his life-draining abilities function. Acererak has taught Faericles the PCs' common tongue (albeit an archaic dialect) so he can challenge the PCs as he confronts them:

"Stand fast, you who journey in this City That Waits. If your desire be to pass me 'ere to the Dreaming Tower, then your worth you must prove.

"A champion select, one of sufficient strength of arm to contest me, the Lord High Exaltant of the Tower of Test. If victorious your champion emerges, all may pass. If defeat is the fate of your champion, then all must turn away, never to return. Choose!"

Nothing restricts the PCs to picking a champion to fight Faericles singly, but the exaltant is no dummy; the odds are against anyone in a conflict where the sides are not equal. If the PCs attack *en masse*, Faericles defends himself to the best of his ability. If the PCs pick a champion to fight the exaltant, and the champion loses, Faericles admonishes the

remaining PCs to be on their way. Regardless of whether they comply, they cannot pass Faericles as long as he "lives." If the PCs defeat the exaltant, singly or all together, nothing prevents them from traveling to the treacherous bridge detailed above under area 11.

Faericles' statistics can be found in the next section.

14.12 Faericle's Sensorium

Walled off by three sections of circular dark stone is a large space tiled with ice-glazed green stone. In the very center of the circular space is a mat, 10 feet square, lying on the stone. Around the mat are four dimly violet-glowing stones, each positioned at one edge of the mat.

Faericles spends at least 12 hours out of 24 on this mat in contemplation of the mysteries of his art. At the same time, the enchanted stones energize his body so that he can remain animate even without the nourishing presence of living beings. These stones (created by Acererak) emit a necromantic radiation capable of saturating living or once-living objects. This radiation has the effect of linking the saturated being with the Negative Energy Plane. For Faericles, an undead Moilian zombie, it means he can operate indefinitely as long as he gets his regular "fix."

For a living being, the radiation from the stones causes a sharp pain after one round's exposure. An unaccountable feeling of dread also surfaces, along with a desire to move out of the glow of the stones. An actual link to the Negative Energy Plane is forged at the end of the second round.

At this point, the life force of the affected being is drawn forth in one continuous discharge, killing the being and transforming him or her into a free-willed undead in one turn. The newly formed undead retains the Hit Dice and hit points that he or she had upon "death," as well as skills, proficiencies, spells, and class abilities (except for paladins, who lose all associated class abilities and become undead fighters). In fact, someone so affected may not even immediately realize his or her new condition!

With the passage of time, the individual will find that he or she does not require sleep, rest, food, or even air! The character's heart does not beat, and his or her skin takes on a waxy pallor. Wounds do not heal naturally, and healing spells cause as much damage as they were meant to heal. The individual is



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also subject to turning as if an undead of the appropriate Hit Dice. If you wish, consult the *Requiem: The Grim Harvest* boxed set from the RAVENLOFT® setting for rules on undead player characters.

As the Lord High Exultant, Faericles has in his possession the *Blade Perilous*. He will use the blade in any conflict that comes upon him. Other than the blade, Faericles possesses no items of value in his sensorium or on his person.

Faericles, Lord High Exultant, Moilian zombie: AC 0; MV 12; HD 16; hp 85; THAC0 5 (2 with *Blade Perilous*); #AT 2; Dmg 2d4+3 and wounding (*Blade Perilous*) x2; SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Int average (10); AL CE; XP 10,000.

Notes: life drain has 20' radius; living creatures in the radius must make special saving throws to avoid damage. Success requires a roll of 12 or better on 1d20. A character's hit-point adjustment from Constitution applies to the roll (characters of all classes can claim the warrior adjustment for purposes of the roll). Failure results in the loss of 1d4 hit points. The zombie transfers drained hit points to itself, up to its maximum (excess hit points are simply lost).

Once a round, the zombie can project a wave of frost at all foes within 30 feet. Targets who fail a saving throw vs. spell suffer 2d6 points of cold damage. Those who fail this first saving throw must make an additional save vs. paralyzation, or remain frozen in place by the sudden ice coating for 1d4+1 rounds.

Special equipment: *Blade Perilous* (see Appendix 2).

15. Dreaming Tower

The power of dream was very important to the ancient citizens of Moil. Through their dreams, the Moilians believed that the powers of mind were unlocked. They believed their dream selves could travel across the face of their world and others, into times long past, and also peer into possible futures. To this end, the Dreaming Tower was created so that dreams could be studied, enhanced, and directed by using a drug that promoted lucid dreaming. Rare was the Moilian who did not visit this Tower at least once for magical dream enhancement therapy.

With the advent of Orcus's curse of sleep, the strengthened dream consciousness of the city's citizenry survived beyond the death of their corporeal bodies; this was born the Vestige (see the

Maps & Monsters book). Since this tower was in part responsible for its origin, the Vestige most often lingers here; the Dreaming Tower can be considered its lair. It is very sensitive to any disturbance within the tower and is automatically drawn back to the tower if anyone enters.

Refer to tower 2, the Tower of Morning, for details on unmapped levels and unkeyed rooms. Only one level of the Dreaming Tower is detailed on Map 8 (on the highest bridge level). No matter how much the PCs look, they do not discover entrances to levels above or below these two, excepting windows on the outside of the tower itself that provide access only to an empty tower shell.

15.1 Entrance

The bridge leads south into a 20-foot-wide arched opening on the sleek side of a tower of gray stone and metal. The lintel of the arch is inscribed with a half-moon of inlaid silver, with a sprinkling of stars picked out with small gemstone flecks, although the layer of frost covering the carving makes it difficult to see clearly. Beyond the arch, darkness and silence prevail.

The moon and stars identified this place to the citizens of Moil; they possess no special qualities, and the gemstone flecks are too small to be valuable. From the moment the PCs pass through this entrance, or any other access (such as a window), the Vestige becomes aware of the characters' presence and begins moving steadily toward the Dreaming Tower.

15.2 Lethargatorium

This very large room has one wide aperture in the wall, allowing the strobing light of the outer city to illuminate what looks to be an abandoned barracks. Beds consisting of a wooden frame, a thick mattress, and woolen blankets are arranged in orderly rows down the curve of the chamber. A series of closed metallic cupboards are attached to the inner wall, each showing various symbols beneath the layer of frost that covers everything.

Here is where the common citizen of Moil would come for dream enhancement therapy as practiced by



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the dream mystics. The dream mystics were only too happy to apply the fruits of their research to those who sought it—for a substantial fee, of course. The beds allowed clients a place to slumber and dream in comfort and under the watchful eye of an attending mystic.

The dream mystics induced sleep in their clients by preparing a sleeping agent from the stores in the metal cabinets found in this room, mixed with *lucidaphen* (see room 15.3).

There are 10 metal cabinets, each of which is locked. Each cabinet holds a variety of different soporifics (10 in each cabinet), but all of them will induce deep sleep. The containers range from glass vials to clay bowls, and the consistency of each drug varies widely (use the table provided in the room 7.11 entry if desired). Each swallow or application causes deep sleep for 2 to 11 (1d10+1) hours. No amount of shaking or striking will awaken someone in this drugged slumber. Once a particular type of soporific's sleep time has been defined, the time will not vary for that substance.

Each container holds four doses. Downing more than one dose calls for a saving throw vs. poison, with a -1 penalty per additional dose. If the saving throw fails, the character suffers 2d10 points of damage per additional dose. If the saving throw succeeds, the character still suffers 1d10 points of damage per additional dose. In either case, the character also sleeps for an additional 1d10+1 hours per extra dose.

In a bed pulled up against the south wall, one of the clients remains concealed under the covers. If the covers are pulled back, a Moilian zombie is revealed.

Moilian zombie: AC 6; MV 9; HD 9; hp 0 (32 maximum); THAC0 11; #AT 1; Dmg 1d8 (fists); SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Int low (5); AL CE; XP 4,000.

Notes: See the area 2.5 entry or the Moilian Zombie entry in the *Maps & Monsters* book for details on the zombie's life drain and frost abilities.

15.3 Lucidaphen Stores

The wooden door to this chamber is well locked (~30% chance to pick) but not trapped. A copper plate on the door reads "Lucidaphen Stores" in Moilian script.

This large room appears to have once been filled with dozens of free-standing metal cabinets. Some cataclysm has tumbled them all to the floor, where they still lie dented, twisted, and even broken. Engraved upon the far wall is a half-moon of inlaid silver measuring fully 20 feet across and a sprinkling of stars picked out with small gemstone flecks.

Lucidaphen was a special drug developed by the Moilian dream mystics to enhance the realism and length of imbibers' dreams. The drug also allowed those who desired to direct their own dreams—to take a personal hand in designing the landscapes, themes, plots, and characters of each and every one of their dreams. Lucidaphen was a fashionable addiction in Moil, and in fact the drug possesses real addictive qualities.

The tumbled metal cabinets (30 total) are all normally locked, although 10 have split open and their contents (lucidaphen in glass vials) are smashed, spilling glass splinters across the floor. If characters search the remaining cabinets, roll 1d20 to determine how many intact cabinets must be searched before the PCs turn up the one unbroken vial of lucidaphen remaining in this chamber.

The vial contains 10 doses of the luminescent (glowing faintly red) lucidaphen, each dose marked by a line on the glass vial. Even though the vial has been kept preserved by the cold, the passage of many centuries have had a few deleterious effects upon the compound. For the drug to have any effect at all, the imbibers need to fall asleep in some manner within one hour of ingestion. Each dose has a 20% chance to act as a lethal poison (unless the character who drank it makes a successful saving throw vs. poison at a -2 penalty) and a 30% chance to be completely ineffective.

That leaves a 50% chance that the lucidaphen functions as designed: the dreamer has complete control of his or her dream, plus a 75% chance to learn an answer to some difficult puzzle. Such an answer may be revealed in cryptic or symbolic dream form. If you wish, each dose of lucidaphen can have a chance (DM determines) to propel the imbibers into the Nightmare Court described in the RAVENLOFT® boxed supplement *The Nightmare Lands*.

Unfortunately, each dose taken by the same individual also has a 1 in 6 chance to prove addictive.



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If the drug proves addictive, the user is unable to sleep without taking another dose of lucidaphen for each rest period. If the character cannot get lucidaphen, lack of sleep slowly erodes his or her effectiveness until he or she is completely useless (consider this a cumulative -1 penalty on all ability checks, saving throws, and attack rolls for each two days without sleep). Unless a *remove curse*, *heal*, or similar powerful magic is cast upon the character, he or she dies after suffering this condition for two months.

15.4 Fractured Floor

This massive chamber is dimly but erratically lit through a wide opening in the wall to the south. Some destructive force has smashed a rough hole in its stone floor. Cracked, splintered edges of the hole trace a chasm more than 100 feet wide from east to west, and perhaps half that north to south. The chasm lays bare the massive support column of iron and stone occupying the center of the tower.

Your eyes are drawn to trace the line of the wide column down into the lightless shell of the lower tower—truly a Stygian plunge—until darkness swallows its lower extent completely. Revealed through the shattered remains of the floor is a small, circular platform 30 feet below the level of the rest of this chamber, attached to the side of the support column. The light is insufficient to provide positive identification to the dim objects just visible upon the platform.

This chamber is where the Vestige is most often drawn in its wanderings through the city it once knew as Moil. Not coincidentally, Acererak has placed one of the mechanisms necessary to release the phantom flyer in room 16.7 on the platform.

Anyone approaching within 5 feet of the edge of the fractured floor (about 5 feet square) stands a 50% chance of causing a weakened section of the floor to break, tipping anyone who does not make a successful saving throw vs. breath weapon into the chasm, and hence a long fall into the mists at the base of the tower, finally depositing the poor sod into the Negative Energy Plane. Repeat the check for breakage each round the character remains near the edge.

15.5 Suspended Platform

This platform of stone juts out over the black abyss below, attached to the tower's central support column only on its northern end. The extensive edges of the shattered chamber above are picked out by flickering light, but below the jagged edge there is only chill darkness. The platform is traced with various decorative inlays of red stone, surrounding a 3-foot-tall stone dais. Securely fastened to the stone dais is an hourglass filled with blue sand. A message is engraved into the stone next to the hourglass in the same red stone as decorates the platform itself.

Display Illustration #41. The engraved message is scribed in the PCs' common tongue and reads "When the sands run out, bring the glass about." The frame of the hourglass is affixed to the stone of the dais by a thick rod sunk into the stone. The glass can be swung end over end, after which a click is heard and the glass cannot swing so again until all the sand has dropped into the lower chamber. Once all the sand has fallen past the waist of the glass (which strangely enough requires 1 hour), the entire frame of the glass can be rotated 180° like a large dial, after which another click is heard. By this mechanism, the **blue** portucullis in area 16.7 is raised.

What makes this otherwise simple operation extremely dangerous is that the Vestige is on its way to this chamber (it was alerted to the PCs' presence when they first entered the tower and has been moving toward its lair ever since). Acererak engineered the hourglass mechanism precisely to take advantage of the territorial nature of the Vestige; by forcing the PCs to spend an hour waiting to completely activate the mechanism, he insures that the Vestige will appear. In fact, the creature appears 1d4 turns after the hourglass is first flipped.

The Vestige makes its final approach from the southern side of the tower, flowing upward like a bizarre river of fog until it reaches the wide window opening in room 15.4. If all the PCs are down on the platform, they are not able to see it as it streams through the opening. The characters do notice it after it spreads out across the chamber's floor, then pours over the jagged edge of the fractured floor like an evil waterfall swollen with storm and spray; the direction of the fall is toward anyone on the

platform. The whispering susurrus of its mental emanations extend before it like tendrils of mist.

The Vestige is a fearsome opponent, and the PCs' best strategy might be to draw the Vestige off on a cat-and-mouse chase through the rest of the city. However, if the characters are not able to rotate the hourglass within 1 turn after the sands have run out, they must start the process over again. Note that each time someone enters the Dreaming Tower, the Vestige becomes aware of it and begins moving toward the tower, even if it has to break off pursuit of prey immediately before it.

Vestige: AC 10; MV Fl 6(A); HD 20; hp 100; THAC0 3; #AT 1d12; Dmg 2d6 (dissipation); SA fear, mind drain; SD +4 or better weapon to hit, immunities; SW hedged out by *protection from evil*; MR 90%; SZ H (bank of mist 10' high, 40' diameter); ML fearless (20); Int non-(0); AL NE; XP 21,000.

Notes: The Vestige is immune to *charm*, *hold*, *sleep*, cold, poison and death magic. Spells using fire or electricity deliver only half damage. *Protection from evil* keeps the creature at bay for 2d6 rounds before it breaches the barrier. Very powerful weapons of +4 or more enchantment can cut through its diaphanous form, inflicting damage equal only to the weapon's bonus.

When the Vestige comes within 100' of a sentient being, whispers, wails, and voices as if many people suddenly become apparent, causing fear; all in range must make successful saves vs. spells with a -4 penalty or be affected. Anyone who misses the save by 1-4 suffers a -4 penalty to saving throws, attack rolls, and ability checks. The effect lasts as long as the Vestige remains within 100 feet. Those who miss the save vs. spells by more than 4 lose all reason and run away in terror for one turn.

When the Vestige is within 20' of its prey, it attacks with 1d12 streamers of mist per round. The creature can divide up its attacks among as many creatures as it has attacks.

Opponents who become engulfed in the creature's misty body are not necessarily subject to the Vestige's physical attacks. Instead, the creature seeks to feed upon the victim's mind. For each round a sentient creature is engulfed in the mist, it must make an Intelligence check. Those failing temporarily lose 1d4 points of Intelligence. Those who cannot win free of the mist eventually have their consciousness sucked away into the Vestige. Foremore, the victim's mind is part of the





creature. Those whose minds are drained are then automatically dissolved to nothingness at a rate of 2d6 points of damage each round.

16. Spire of Black Ice

This magical construction is not an original tower within the City That Waits but is instead a monument created by Acererak as a gateway from this demiplane to his Fortress of Conclusion. Unlike the rest of the towers in the city, the spire is square, and it rises to a sharp peak. More exceptionally, the Spire is constructed completely of a darkly opaque ice. The frigid temperature of the City helps maintain this structure, but magic plays a greater part than engineering in keeping the construction upright, unmelted, and resistant to buckling under its own weight.

The Spire is mostly solid ice; only one area along the bottom of the spire has been carved to allow the addition of chambers. Here Acererak has placed a few final pitfalls to guard the single pathway that allows explorers who prove their mettle to reach him in his Fortress of Conclusion.

16.1 From Bridge To Stair

Read or paraphrase the following when the party is still at some distance from the spire.

A spire reaches up from the murky obscurity below like a single finger stretching vainly for purchase it will never discover. Unlike the surrounding towers, this one is perfectly smooth, almost like a very large but thin crystal. It rises to a bitter point far above your heads.

Read or paraphrase the following when the PCs have approached to within 50 feet of the tower via the bridge.

The bridge connecting the spire to the surrounding towers ends on a small landing built from the same slick, black material as the tower itself. The landing has neither an entrance nor any other means of ingress. In fact, you cannot see a single window opening over all the visible surface of the spire. From the landing, it appears that a set of steep, narrow stairs has been cut into the outer



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wall of the spire, descending down the side of the monument toward some questionable destination below. The far limit of the stairs is lost around the side of tower.

Characters who investigate the platform and the side of the spire itself can easily determine that both are made of ice. Due to the very cold conditions within the demiplane, the ice is not as slippery as it could be under more normal conditions. However, it is still ice and therefore poses some hazard. Any actions or circumstances that might normally require a Dexterity check incur an additional -2 penalty to any PC standing on the ice. If any conflict ensues, any PC who gives or receives a blow must make a Dexterity check with a +1 bonus or fall down (if this occurs while on the stairs, any combatant has a 50% chance to pitch over the side).

The ice of the spire, platform, and stair will melt normally if sufficient heat or flame is applied to it, although the magical nature of the tower causes the ice to magically regenerate at a rate of 1 cubic foot per turn until it has grown back to its original form. Note that items (or unconscious characters!) placed in a cavity thus created could wind up trapped beneath the regrown ice.

The stair descends around the exterior of the tower in a very loose spiral, circling the spire again and again. Approximately 300 feet separate each loop of the spiral, making it difficult to see the other courses of the stair with normal vision in this uncertain light.

16.2 The Descent

Read or paraphrase the following when PCs descend the exterior of the spire by way of the icy stair.

The black line of the spire's side cuts the horizon both above and below you, differentiated only by its absolute darkness from the dim, unenthusiastic light flickering through the empty space beyond. The stairs are only about 3 feet wide, and no curb or rail guards you against a misstep; a slip would send you cartwheeling into the abyss that awaits below.

PCs who descend by way of the stairs will expect to be attacked in such an exposed area, and the denizens of The City That Waits will not disappoint them.

The entire trip down the seemingly endless spiral of the staircase takes about one hour. At the midpoint of the careful trip down the side, a murder of negative fundamentals sweeps out of a concealed hollow in the ice just as a randomly selected party member walks by, necessitating a surprise check on his or her part. If the character is surprised, he or she must make a Wisdom check. Failure means that the startled PC instinctively jerks back before remembering the narrowness of the stair. This then requires a Dexterity check with a -2 penalty (as noted above) for the rattled PC to avoid hurtling into the cold void; a character who makes the Dexterity check tumbles 1d6+6 feet down the stairs instead, taking 1d4 points of damage. The negative fundamentals wheel and attack, trying to drive the player characters away from their nest.

Negative fundamentals (2d10): AC 3; MV Fl 18 (B); HD 1+1; hp 5 each; THAC0 19; #AT 1; Dmg 1d6 (ram); SA 30% chance in any encounter to team (the flock swarms a particular victim, reducing their THAC0s by 1 for every fundamental involved in the attack); SD immune to normal weapons, cold, and mind-affecting spells; SZ T; ML steady (12); Int semi-3; AL NE; XP 420 each.

16.3 The Base Of The Spire

The stair finally spirals down to its end, where what passes for the floor of the city exists: misty expanses of black-on-black vapor, roiling away in every direction from the foundation of the spire of black ice. The last step of the stair is part of a larger landing that seems to skim just above the churning mists.

The landing allows entry into a 20-foot-by-20-foot horizontal shaft bored directly into the ice of the spire. To either side of the ice tunnel stand what appear to be crude ice sculptures of jackal-headed humanoids in robes. Centered over the top of the passage is a large eye carved in bas-relief. Only complete and utter darkness is discernible from within this ominous passage.



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Display Illustration #42. This is the entrance into the interior of the spire. The images of the jackal-men and eye may evoke memories of similar figures in the original *Tomb of Horrors*. These carvings possess no special powers or properties other than to mark the entrance to the spire.

Unless noted differently, a light source only penetrates the ice to one-fifth of its normal radius. For example, a torch that normally illuminates to a range of 30 feet only penetrates the ice in the Spire to a distance of 6 feet.

16.4 Zombie Gauntlet

The corridor presses in on you like an icy sheath. Suddenly revealed by your light source are dim shapes caught within the translucent walls, floor, and even ceiling. As you move closer, the shapes resolve to the point of recognizability: humanoid forms are caught in the ice in a variety of orientations and contorted positions, like insects trapped in amber.

Acererak gathered a few dozen Moilian zombies from the city and froze them into place here in the corridor when he built the Spire of Black Ice. The sound of their constant screaming can be faintly heard as the PCs draw near. Anyone approaching to within 20 feet of the zombies begins to feel the effect of their life-draining abilities. The Moilian zombies in the walls extend for 30 feet down the passage, creating a gauntlet of sorts for characters who wish to pass through.

A PC may be tempted to run through with all possible speed in an effort to keep the effects of the life-leeching field to a minimum. Any PC with a movement rate of 6 or more can get through the area quickly enough to only require a single check.

Unfortunately, Acererak has provided for fools who rush in: 10 feet beyond the zombie gauntlet, the entire floor of the corridor is trapped for 20 feet. It only has the appearance of a solid floor. In fact, it is thin enough to break through (with a sharp *crack!*) if more than 20 pounds of weight are applied to it. Anyone who breaks the ice can attempt a Dexterity





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check to grab an edge of the hole as the character plunges through, but even if the check succeeds, the edge merely breaks off as well! Beneath, a 20-foot-by-20-foot square shaft drops 40 feet onto a bed of razor-sharp ice shards. Those falling take 4d6 points of falling damage plus an additional 1d6+5 points from the icy shards.

The most insidious part of this trap is that there are more Moilian zombies frozen in the ice walls around the bottom of the shaft in the same manner as described above, except there are no zombies in the floor. From the bottom of the shaft to the height of 20 feet, the interior of the shaft is bathed in a Moilian zombie life-leeching field—all except for a 2-foot-by-2-foot square at the exact center. For those who do not possess appropriate magic or quick-thinking friends, the bottom of the shaft will provide a quick death.

The ice of the trapped floor and the icy shards at the bottom of the shaft will slowly regenerate with time. The Moilian zombies within the walls are normal in all respects, except that they are held within the ice and thus cannot move. If the PCs take it into their minds to chip or blast these creatures free, the zombies show their lack of gratitude by immediately moving to attack. None of the zombies possess anything other than the clothing on their backs.

Moilian zombies (many): AC 6; MV 9; HD 9; hp 0 (32 maximum) each; THAC0 11; #AT 1; Dmg 1d8 (fists); SA life drain, frost projection; SD regenerate; SZ M; ML fearless (20); Int low (5); AL CE; XP 4,000 each.

Notes: See the area 2.5 entry or the Moilian Zombie entry in the *Maps & Monsters* book for details on the zombie's life drain and frost abilities.

16.5 Slither and Slide

The corridor finally terminates at a concave wall of slick ice. Bored into the center of the wall is a 4-foot-diameter shaft leading down at a 45-degree angle into darkness. Carved in bas-relief around the circular hole is a clutch of writhing snakes. The serpents are entwined in a many-segmented circle. The eyes of the translucent snakes seem to gleam with a cold, blue light.

Approaching this wall in darkness shows that the eyes of the carved snakes do indeed gleam like the

eyes of wild animals around a fire at night. The snakes are magically animated and lose their frozen immobility when any living being approaches within 20 feet of the wall. The ice snakes begin to writhe, slither, and twist as though alive, but remain attached to the wall of ice.

Each PC who moves within 3 feet of the wall is subject to 1d6+3 snake attacks by the animated ice sculptures. The tails of the snakes remain within the ice of the wall.

As these snakes are particularly vulnerable to fire-based attacks, a *fireball* targeted against the back wall might seem like a good idea. However, just as those who live in glass houses shouldn't throw stones, people standing in ice tunnels should be careful where they throw *fireballs*: a *fireball* will collapse the corridor for a length of 60 feet back toward the entrance; any PC caught in this area will be buried under tons of falling ice, suffering 10d10+10 points of damage. The heat of the *fireball* fuses the collapsed section, making it impassable. Short of smashing through 60 feet of solid ice, the PCs must cool their heels for a full week before the tower's regenerative powers open up a passage large enough to wriggle through.

It might be best to merely slay each of the snakes individually or suck up one round's worth of attacks and jump into the ice slide. In a rare mood, Acererak did not trap the ice slide; the slide itself is trap enough for unwary adventurers (see area 16.6).

Ice snakes (40): AC 2; MV 12; HD 3; hp 9 each; THAC0 17; #AT 1; Dmg 1d4 and poison (bite); SA type O poison (save vs. paralysis); SW fire inflicts double damage; SZ S; ML fearless (20); Int animal (2); AL N; XP 75 each.

16.6 A Cool Welcome

The slide empties you out onto a platform that overhangs a vast pit of roiling black vapor. The platform is slick, very narrow, and has no railings or projections to grab as you skid across and toward the yawning abyss beyond.

Characters who slowed their descent down the chute by using ropes, anchors, or some other means will emerge onto this platform safely.

Characters who slid willy-nilly down the chute will plunge over the edge into the mists below unless



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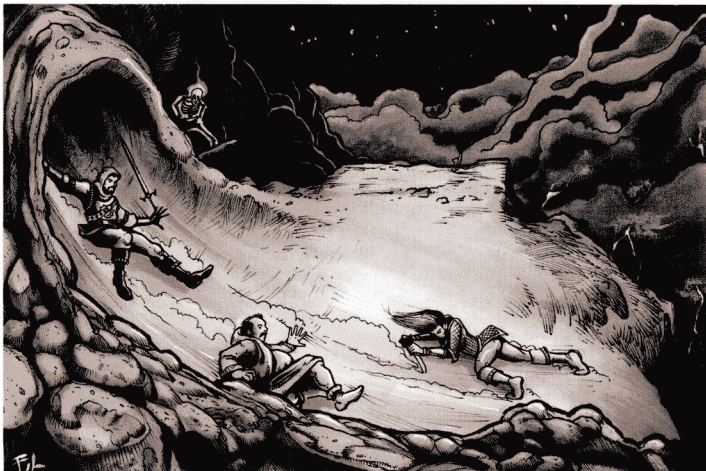
they can halt their progress in some way. The slick ice of the platform offers no handholds; the only way for characters to stop themselves from hurtling over the edge into oblivion is to sink some hand-held object into the ice (a hand axe, dagger, grappling hook, or even a short sword held in both hands might do). The character must make a successful attack roll; given their speed and awkward position, assume the ice has an Armor Class of 2. If the attack succeeds, then the weapon bites into the ice and the character comes to a stop.

Once stopped, a character can try to grab others who whiz by, giving a +2 bonus on the attack roll. If that attack roll fails, however, then both characters slide toward the edge, and each has one last chance to slide an anchor into the ice.

To make matters worse, a winter wight lurks out of sight of the chute against the wall on one side of its exit point and advances to welcome travelers hanging to life by their fingertips.

As you dangle on the platform, grateful to have stopped your slide before it precipitated you into the misty abyss, an ice-sheathed skeleton claims your attention as it lurches calmly toward you. The black flames burning on the monsters' skull swirl and flicker as it says in a hollow voice, "Ah! Guests! It has been so long! Allow me to be the first to introduce you to the Last Chasm!"

The winter wight proceeds to act in the best movie-villain fashion—stepping on the hands of anyone hanging on by his or her fingertips, kicking loose anchors or life-lines, and the like. In melee, it tries to wrestle the PCs (table 43 in the *DMG*). A "throw" result allows it to toss a PC over the edge immediately (a save vs. breath weapon allows the character to catch the edge—or the wight, if the character prefers). If the wight gains a hold, the held





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PC will be tossed into the chasm in the next round if he or she can't wriggle loose.

If the PCs succeed in slaying the winter wight, another will not be dispatched to this location for at least one year. This creature does not carry any valuables.

The Last Chasm is the vaporous base of the city previously described; those falling in pass through into the Negative Energy Plane.

On the far side of the pit, a multi-colored glow breaks through the darkness. To reach area 16.7, the PCs must either use magical means to fly across the chasm or contrive to traverse the ice walls or the 100-foot high domed ceiling above.

Winter-wight: AC 0; MV 9; HD 16; hp 64; THAC0 5; #AT 2; Dmg 5d4/5d4 (claw/claw); SA *Blackfire*; SD regenerates 3 hit points each round, immune to *charm, hold, sleep, cold, poison, and death magic*; SW may be turned; MR 30%; SZ M; ML fearless (20); Int average (9); AL CE; XP 14,000.

Notes: A melee hit causes the opponent to erupt in *blackfire* (see page 44 or the winter-wight description in the *Maps & Monsters* book).

16.7 The Phantom Flyer

Read or paraphrase the following text, modifying it appropriately if the PCs have activated some or all of the mechanisms necessary to lift the various portcullises.

A 30-foot-by-30-foot landing juts over the roiling black mist from the vast plane of ice constituting the eastern wall of this huge chamber. Flush with the ice face of the wall are a set of glowing red bars sealing off a 20-foot-square opening. Behind these bars are a horizontal set of green glowing bars, and beyond these can be made out a final set of coldly glowing blue bars, running vertically. In spite of all this light, shadows pool thickly in the void beyond.

Above the bars, a message has been inscribed into the ice. Suddenly, you spy movement as of two wings, a horselike back, and two black tentacles.

The message in the ice is written in the PCs' common tongue. It reads:

When the bars fall away,
The flyer stands revealed.
It can bring you my way,
By the route once concealed."

When the party has activated all the mechanisms and the portcullises have withdrawn, **Display Illustration #43.**

The triple-barred 20-foot-by-20-foot gap in the ice is a holding cell of very strong magical properties. For all intents and purposes, nothing short of a *wish* (including various magical effects such as *teleport* spells) can break through the bars, and each set of bars requires a separate *wish* to dispel. Those attempting to chip or bore through the ice from either side find that, from any direction except straight ahead, the chamber is not there; it exists in its own pocket dimension accessible only through the barred tunnel. The red bars open if the mechanism in area 9.3 is properly activated, the green bars will disengage if the mechanism found in room 13.6 is actuated, and the blue bars slide up when the mechanism found at 15.5 is properly used.

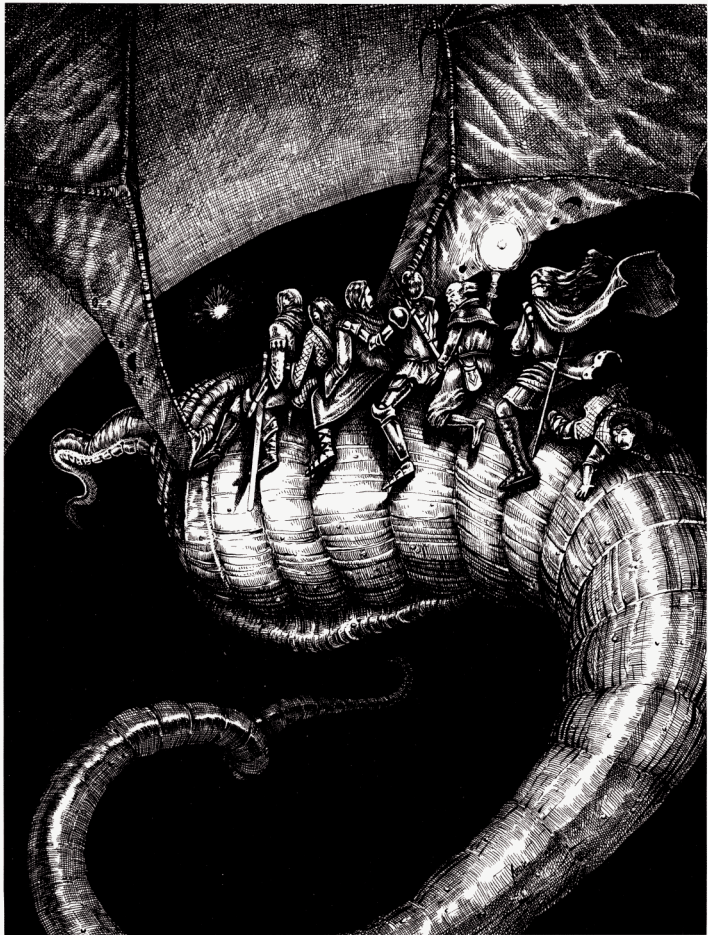
Golden manacles bonded to the wall inside the chamber immobilize the golem imprisoned within (see below), and only the key retrieved from area 5.6 will unlock them.

Within the chamber is a phantom flyer (described in more detail in the *MONSTROUS COMPENDIUM Annual Vol. II*).

This phantom flyer is large enough (it must fold its 40-foot wingspan to fit in the confining space) to carry 10 fully loaded human-sized creatures on its back, although player characters may be leery about climbing on board a creature larger than an elephant with tentacles sprouting where its eyes should be.

Acererak has specially empowered this phantom flyer so that it can find its way unerringly from The City That Waits to the Fortress of Conclusion, penetrating the interstitial planar boundaries as necessary. In fact, it can freely travel between any planes touched by the Ethereal Plane, making up to three trips a year. It has the further property of being able to enfold its riders in a habitable atmosphere regardless of its surroundings.

When released from the ice grotto, it moves out onto the platform and stretches its wings like some grotesque butterfly emerging from its chrysalis. It then squats down in a manner suggestive of taking on riders, but it will not speak. If the party mounts up (they can verbally command it to grab an





The City That Waits

additional object with its tentacles), it will wait for some sort of command such as “Go!” or “Take us to Acererak!” Following such a command, it bears the party aloft in the chamber, then dives into the roiling vapor marking the boundary of this demiplane. See the boxed text at the beginning of the Fortress of Conclusion section for a description of the trip. Those who do not ride on (or are not carried by) the phantom flyer cannot find their way on the incomprehensibly vast Negative Energy Plane to the Fortress’s single entrance.

Phantom flyer: AC 6; MV 3, fly 24 (C); HD 11; hp 50; THAC0 9; #AT 2; Dmg 2d8/2d8 (tentacles); SA shadow walk; SD hide in shadow, immune to fire and cold spells, +3 or better weapon to hit; SZ H (15’ body); ML fanatic (19); Int high (13); AL N; XP 8,000.

Notes: Phantom flyers are magical creations whose essence has been drawn from the Demiplane of Shadow (a *darkness* spell cast on it restores 1d8 hit points; a *continual darkness*, 2d8+1 points). It is 90% undetectable in torch light or dimmer illumination. The phantom flyer could conceal itself in a shadow of any size (only *true seeing* or the like can detect it), but it remains visible by command of Acererak. The creature has a Strength rating of 24.

There is, of course, no air to breathe. Even worse, life energy is drained away from living creatures at a rate of 2d6 hit points every round. This direct hit point loss is the source of the level- and ability-draining powers often possessed by undead tied to this plane. When a traveler’s hit-point total reaches 0, he or she (or it) perishes for good (no resurrection is possible by any means), and the creature’s physical husk is filled with the darkling power of unlife. Those who are protected by a *negative plane protection* spell are immune to the draining effects while the spell lasts, but breathing is still a problem without further magical assistance.

Any item with a magical bonus loses two “pluses” on this plane if the item was forged on the Prime Material Plane.

Those who are sufficiently protected from the baneful effects of this plane could conceivably cast spells. They will find that their conjuration/summoning spells only reach the planes of Ash, Dust, Vacuum, and Salt. Spells that cause damage inflict the maximum possible amount, while healing spells do the absolute minimum. Food, water, or walls (or other matter) created via magic here crumble to less than dust in a single round.

The Negative Energy Plane

A living being thrust into the Great Void fares about as well as a hot poker dropped into a barrel of crushed ice; the heat and life are drawn forth into the surrounding medium quickly and without compromise. The Negative Energy Plane is composed of an active absence of light, sound, energy, and life; it is the polar opposite of the Positive Energy Plane. There all things have their beginnings; here all things end, except those creatures who are the very antithesis of life itself: the undead.

As described in the PLANESCAPE® campaign setting, survival on this plane is difficult at best. The desire to move suffices to propel one through this plane of omission. However, with nothing to steer by and no landmarks for guidance, travelers to this plane usually perish before they can reach any destination.

While they remain on the back of the phantom flyer, the PCs are safe, but any character who jumps or falls from this cocoon of safety faces dire peril indeed.

FORTRESS OF CONCLUSION

The Fortress of Conclusion hangs on the very edge of the Negative Energy Plane, built by Acererak's powerful sorcery and a huge pool of Moilian zombies, which were mostly destroyed in the effort.

Flight Of the Phantom

The wings of the phantom buffet the air with insane strength, bearing you high above the languidly boiling deck of cloudlike black vapor. The flyer pauses for a moment, then folds its wings, diving straight into the center of the Last Chasm! You plunge through opaque mists that whip past your face with an icy chill, soaking you with freezing condensation . . . but thankfully nothing worse.

For a timeless moment you seem suspended in a void of shadow, darkness, and mist. Your extremities are beginning to lose feeling, and you seem to be having trouble remembering your own names, when suddenly the phantom flyer breaks through some interstice. Your faculties rally, and you perceive a vast wall of utter and complete blackness, stretching up, down, left, and right to the utmost limits of your vision; its scale is truly staggering. The flyer seems to be beating towards a barely visible sparkle of light, a solitary imperfection in an otherwise perfect void.

The Fortress serves as a final test of will and soul for potential explorers. Those PCs who survive these challenges possess the proper strength of spirit to catalyze the final step in Acererak's transubstantiation. The entire Fortress is ideally shaped and focused to allow Acererak to undergo his Apotheosis. The full details of Acererak's effort here are described in the area 31 entry.

As a post-demilich spirit, Acererak had the ability to range without body to planes and dimensions of his choosing, or to return and re-inhabit his demilich form. Because of peculiar energies invested in the Fortress of Conclusion, Acererak is able to freely inhabit any undead creature within the complex. Thus, he could inhabit the body of a winter-wight or a lowly skeleton with equal ease. If the undead body he is currently inhabiting is destroyed, his essence merely shifts to another undead body within the fortress. Within the text below, there are specific areas where the characters will run across an undead

creature inhabited by Acererak's spirit. The erstwhile demilich is aware of the party's presence almost from the start. He will help or hinder as described below, but will in the end be waiting to receive any survivors in room 30.

The PCs will encounter Acererak in the following forms (and possibly others):

Acererak, demilich form: AC -6; MV fly 21 (A); HD 12; hp 50; THAC0 nil; SA drain soul, howl as *death ray, curse*; SD immune to almost everything; SZ S (1' diameter); ML fearless (20); Int supra-genius (20); AL CE; XP 15,000.

Notes: The demilich can only be harmed in the following ways: A *forget* spell causes it to hover in place for one round before resuming its agenda. Each *shatter* spell inflicts 3d6 points of damage. A *dispel evil* spell inflicts 1d4+4 points of damage. A *power word, kill* cast from either the Astral or Ethereal planes would destroy it; unfortunately it is impossible to reach either plane from here. A *vorpal* weapon, a weapon of *sharpness*, or any +5 weapon inflicts damage upon the skull. A paladin with at least a +4 weapon or a weapon of *sharpness* or *vorpal* weapon can also harm the skull normally. (Remember, however, that magical items forged outside the Fortress lose one "plus" here.) A *holy word* inflicts 5d6 points of damage. Any character with a magical weapon of at least +4 or a *mace of disruption* can inflict one point of damage with each hit.

Acererak, skeleton form: AC 7; MV 12; HD 1; hp 5 each; THAC0 19; #AT 1; Dmg 1d6 (weapon); SD regenerate 2 hit points per round, immune to *sleep, charm, hold, cold, poison, and death magic*; SW can be turned (as ghost); SZ M (6' tall); ML Fearless (20); Int non-(0); AL N; XP 270.

Spells (5/5/5/5/5/4/3/3/2): 1st—*charm person, feather fall, magic missile* (x2), *wizard mark*; 2nd—*alter self, darkness 15-foot radius, ESP, invisibility, wizard lock*; 3rd—*fireball, fly, haste, hold person, lightning bolt*; 4th—*charm monster, detect scrying, dimension door, fire shield, polymorph other*; 5th—*advanced illusion, animate dead, cone of cold, contact other plane, wall of force*; 6th—*chain lightning, contingency, true seeing, vapor of idiocy/agonny*; 7th—*banishment, finger of death, prismatic spray*; 8th—*binding, Otto's irresistible dance, permanency*; 9th—*time stop, wish*.

*New spell (see Appendix 1)



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Acererak, winter-wight form: AC 0; MV 9; HD 16; hp 73; THAC0 5; #AT 2; Dmg 5d4 (pummeling ice claws); SA *blackfire*; SD regeneration (3 points per round), immune to *sleep*, *charm*, *hold*, *cold*, *poison*, and *death magic*; MR 30%; SZ M (6'); ML fearless (20); Int supra-genius (20); AL CE; XP 16,000.

Notes: Melee hit sets the opponent on *blackfire* (see page 44 or the winter-wight description in the *Maps & Monsters* book).

Spells: As in skeleton form.

Because the Fortress is erected within the Negative Energy Plane, the effects of that plane seep into the complex. Since Acererak is undead himself, he was not overly concerned about how this might affect fleshy beings. However, conditions are not nearly so bad as what a living creature would experience if directly immersed into the Negative Energy Plane itself. The effects are as follows:

- All undead are turned as five categories higher on the Turning Undead table. For example, the 9-HD Moilian zombies encountered in the Fortress turn as 13-HD undead.
- Any spells from the School of Necromancy cast within the Fortress have their casting times reduced by 5 units. For example, an *animate dead* spell cast by a mage would normally take 5 rounds. The casting time is considered instantaneous within the fortress. A *hold undead* spell, which normally adds 5 to the initiative roll, is also instantaneous here.
- Any freshly slain living creature of rat size or larger has a 95% chance of spontaneously animating as a zombie of the same HD as the original creature. Naturally, this applies to PCs who perish in combat or any of Acererak's fiendish traps. The animation takes 1 round.
- All undead within the Fortress are invigorated; even undead who do not normally regenerate do so in the Fortress at the rate of 2 hit points a round. Those undead that normally regenerate do so at their standard rate plus 2.
- Healing spells are only 50% effective within the confines of the Fortress of Conclusion. For example, a healing spell that would normally heal 20 points of damage only heals the recipient for 10 points (round fractions down, to a minimum of 0).

- It is supernaturally cold within the Fortress. Unless the PCs are magically protected from cold, they each suffer 1 point of damage for every hour of exposure. Infravision is almost useless; everything is saturated with the chilling cold and many of the creatures the PCs will discover here are undead that do not radiate any heat. There are some tanar'ri within the Fortress that do radiate heat.
- The Fortress of Conclusion for the most part exists *within* the Negative Energy Plane; therefore neither the Ethereal nor the Astral Planes can be accessed within its chambers. Only the ledge described below in area 1 is connected to the Ethereal Plane; attempts to transfer to the Ethereal Plane while within the Fortress fail.
- Items with magical bonuses lose one "plus" within the Fortress unless forged within the Fortress.

The End of the Line

The following entries refer to locations found on Map 9: Fortress of Conclusion.

1. Ledge Over The Void

A pale stone face of fiendish expression and massive dimension stands out from the immense black wall like a piece of flotsam on a vertical sea of frozen oil. A stone ledge protrudes from the lower portion of the mouth like a thick tongue. Your eerie beast of burden lights upon the platform and bends low, allowing you to dismount. At the rim of the ledge an iron post holds aloft a rusted lantern from which gleams an emerald light. The mouth overhangs a closed door of rusted metal; a pull ring hangs on the portal's right side. Upon the door the following words are inscribed: "Fortress Of Conclusion."

Display Illustration #44. The DM is free to orient the map in whatever way seems most pleasing; the Negative Energy Plane has no cardinal directions and so all directions will be referenced as right, left, forward, back, and the like. Within the Fortress itself, the walls, floors, and ceilings are composed of smoothed blocks of white stone measuring 5 feet to a side (unless noted otherwise). The ceilings have an average height of 10 feet, and corridors displayed on



Fortress of Conclusion

the map are 10 feet wide.

After the phantom flyer deposits the PCs upon the ledge, it will remain there (as it has been ordered to do by Acererak) for one month; after that time a group of tanar'ri will retrieve it and return it to captivity in the cell where the PCs found it. The phantom flyer is the PCs' only means of leaving the Fortress of Conclusion and returning to their own world (barring any unusual items or spells the PCs may possess), so it is within the party's best interest to leave it unharmed. To use it again, however, the PCs will need to discover the silver whistle that controls the beast.

A fall from this ledge sends the object or PC slowly spiraling into the Negative Energy Plane. The seeming barrier of air separating the blank wall of the plane from the lightless void beyond it is merely an effect of the ledge; beyond it there is no buffer.

The rusted iron door leading from this precarious ledge to room 2 is unlocked and untrapped; it opens with but a gentle tug on its iron pull ring. This is one of the very few uncontested portals the PCs will come upon within this place.

2. Room of Welcome

The interior of this square chamber is covered with a smooth plaster, upon which various scenes, pictures, and glyphs have been painted. These paintings not only adorn the walls but also the floor and ceiling in a disorganized visual jumble: insectoid dragons fly through scarlet clouds while doing battle with immensely long tentacles that rise up out of a dark seascape below; worms whose size is measured in miles squirm across the countryside mindlessly laying waste to wilderness and civilization alike; a dozen man-sized insects flee a horde of thousands of wriggling, swarming inch-tall humans. These and many other disquieting images blend in, one to the next, so that it is sometimes difficult to determine the boundaries of each particular scene. To one side a single open exit also serves as the gaping maw of a rampaging worm.

Display Illustration #45. In his wanderings from plane to plane as a disembodied spirit, Acererak





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encountered many strange landscapes. Being an eccentric being (at best), Acererak had his minions record in painted images some of his verbal descriptions of places he has seen. In his strangely extroverted fashion, he desires that visitors to his Fortress will know and understand all the strangeness that Acererak has seen over the aeons of his unlife.

There are no secret doors or exits concealed behind the paintings in this room (unlike the frescoed hall in the original Tomb). If the PCs decide to make a thorough search of the room by breaking the plaster away from the wall, they discover only blank stone walls behind the art. Unfortunately, Acererak dearly enjoys these pictures and has woven a curse into the plaster for those who might despoil the paintings. Any PC who strips or scrapes away a 1-foot-by-1-foot section of the plaster is subject to the curse (saving throw vs. spell to negate). Each additional 1-foot-by-1-foot section destroyed requires another save vs. spell with a cumulative -1 penalty, to a maximum of -5 . If a PC fails any of these saving throws, the wall draws the offending character's three-dimensional form *into* the two-dimensional paintings on the plaster. The final disposition of the picture reflects the last movements made by the PC, so an image of a screaming, flailing character painted with masterful likeness would not be uncommon.

The plaster regenerates any harm done to it at a rate of one 1-foot-by-1-foot section per turn, incorporating any newly captured character(s) into the scene.

PCs caught in the painting can only be permanently released by a *wish* spell. If one were very careful, it would be possible to lift the entire image *in situ* from the wall and transport it until such time as a *wish* or similar powerful spell becomes available. Of course, this involves damaging the plaster some more, and PCs involved in such a task would then be subject to the curse as well. Damage done to the image of a PC is damage done to that PC as well, but as long as an image remains undisturbed, there will always be a chance that someday it can be released.

Note that if the PCs attempt to burrow through the stone (using either magical or mundane means) here or in any other room within the Fortress of Conclusion, they are only a short 5 feet away from the Negative Energy Plane itself. Removing a block of stone reveals an oily black surface beyond, kept bound by a very strong magical warding. However, if any PC sticks a living digit, hand, or limb into the darkness, he or she must make a successful Strength check at a -4 penalty or be pulled directly into the

Negative Energy Plane (see effects as described on page 115).

3. Desatysso's Renewing Reward

The stones of this small, square chamber are unadorned. A metal hook has been affixed to the ceiling here. A human shape dangles from the hook on a leather strap. The figure wears only the tattered remnants of a robe, and so it is possible to see that its arms have been sewn to its sides and that its legs have been stitched together and, most disquieting of all, the same bulky black thread has also been used to sew the man's eyes closed and his lips shut. A low, inarticulate groan of pain issues from the dangling figure.

Display Illustration #46. The mage Desatysso successfully reached Acererak's Fortress of Conclusion, but his reception was not quite what he had hoped for. His misinterpretation of Acererak's true goals cost him dearly, and death would be a welcome release from his present fate. For some reason all his own Acererak decided that Desatysso's soul was unacceptable for the Apotheosis, or at least that Desatysso could serve him better in his present incarnation.

Desatysso yet lives, but only through the energies of a cruel enchantment of Acererak's devising. As can be seen from the boxed text at the beginning of this entry, the mage is in poor straits. However, the same enchantment that allows him to hold onto life also gives him the ability to communicate after a fashion. He can still hear, so unless the PCs are being remarkably quiet as they approach this chamber, Desatysso becomes aware of them and attempts to project his thoughts to the PCs. Characters whose Wisdom scores are 13 or better can hear Desatysso's words in their heads. He says, in a hoarse mental whisper, "Release me from this horrible bondage, I beg you: kill me! I've lost all track of time, but it seems an eternity since I, Desatysso, entered this most accursed of places!"

The party may be stunned to learn that the figure before them is Desatysso, the same wizard whose tracks they followed at the beginning of the adventure. The mage will agree to answer any questions the PCs have for him regarding the Fortress if they then agree to release him from his bondage. Once such a promise is secured, Desatysso relates what happened to him after he rode the phantom flyer to the Fortress. The ledge was not



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deserted; instead there he met a gaunt figure in a concealing cloak tending to the lamp. The figure watched Desatysso dismount from beneath its hood and stood mute for a few seconds after the mage first hailed it. It then said, "Only one? I've no use for just one. The investiture of my consciousness into the Void requires more; I'll have to wait a bit longer, I see. Now, then, what's to be done with you, eh?" The figure then raised skeletal arms and began to cast a spell, but Desatysso was quicker. To his surprise, a single lightning bolt was enough to demolish the creature; it seemed as if it were nothing more than a simple skeleton.

After this, Desatysso's recollection of events grows sketchy. He vaguely remembers entering the Fortress through the door, and remembers further navigating through many rooms and facing several dangers, although he can't quite recall all the details. He does recall a pit filled with animated bones, an entity of abyssal power kept bound and controlled, a dark laboratory dedicated to the production of foul wights encased in ice, and lethal traps everywhere. The last

thing Desatysso remembers is coming upon a huge crystal sphere with many facets. Phantom faces crying in anguish were visible within many of the facets, but before the mage could investigate further a darkness came upon him and he remembers no more.

Unfortunately for the PCs, Desatysso is a trap himself. In his cruelty, Acererak attempts to use the pity the PCs might feel for the mage's plight against them. Any PC who kills Desatysso's shriveled husk (AC 10, 1 hit point) must save vs. spell at a -4 penalty. Failure results in excruciating pain as the black stitches in Desatysso's form squirm free and then, in ghastly animation, sew themselves into the PC in the same position that they held on Desatysso. At the same time, the thong holding Desatysso drops his body to the floor so that it can hook itself into the PC, leaving the new victim to dangle from the hook.

Any PC so affected suffers 4d10 points of damage from the animate stitches, loses 1 level, and must make a System Shock roll at one-half the normal chance for success or die due to the horrific shock on the body. If the PC survives this terrible experience, he or she finds himself or herself in exactly the same situation as Desatysso previously was: they can mentally communicate with others, but by no amount of struggle can they free themselves. This torture could go on indefinitely, as no sustenance is required and aging is suspended. If someone were to kill that character, the curse would be passed on again. Otherwise, the affected PC's friends can elect to cut him or her down and remove the stitches by hand, a process that inflicts an additional 1d6 hit points for each stitch removed. There are 13 stitches in all, and while even a single stitch remains bound in the flesh, no healing magic of any level will function on the victim (therefore any good attempt to cut Desatysso free by removing the stitches will kill him, activating the curse).

The secret door in this room is activated by first pushing in and then sliding up the stone facade covering it. Characters can feel the stone give slightly when they push, but no amount of pressure opens the door unless someone pushes up. Knock spells prove ineffective, but *chimes of opening* work.

Frustrated characters can simply demolish the portal. The door has an Armor Class of 0 and 100 hit points. Slashing (type S) weapons inflict only 1 point of damage per hit. The portal resists energy attacks (such as fire, cold, or lightning) but is susceptible to disintegration.





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4. Corridor of Incremental Darkness

This corridor is bare, undecorated pale stone; however, the ceiling height here rises to 20 feet. The corridor appears to run straight to the limit of your light source; the corridor's end is cloaked in darkness. As you progress down the corridor, the already deadly cold air intensifies its bite, and there is a faint smell as of an open grave in winter. Your light doesn't seem to penetrate as much as it did even ten paces back. . . .

The far end of this corridor harbors a dreaded nightwalker (detailed in the *MYSTARA Monstrous Appendix*), one of the few Acererak was able to command. The erstwhile demilich has cast modified *continual darkness* on the creature so that those approaching notice that available light begins to dim 100 feet away from the point where absolute darkness reigns (a 10-foot radius). Only a *dispel magic* or similar spell cast directly within the 20-foot area hiding the creature will cancel the effect.

Nightwalkers are just one terrible example of the fell creatures native to the Negative Energy Plane. These creatures seem to embody the principle of destructive entropy inherent in that plane. Nightwalkers are jet-black and resemble humanoids in shape. The 20-foot-tall nightwalker that stands against the terminating wall of this corridor makes no move unless the PCs magically dispel its darkness or attempt to attack or probe it in some other similar fashion. When any of these conditions are met, the creature attacks and attempts to slay as many characters as it possibly can. Once conflict has begun, the creature pursues the PCs freely throughout the complex.

Nightwalker: AC -6; MV 15, fly 6 (C); HD 21; hp 96; THAC0 5; #AT 2; Dmg 3d10/3d10 (fists); SA see notes; SD immune to weapons of less than +3 enchantment, immune to spells of less than 6th level, immune to poison, petrification, illusion, *charm*, *hold*, and cold spell effects; SZ H (20' tall); ML fearless (20); Int supra-genius (19); AL CE; XP 18,000.

Notes: The creature's mere presence (a chill difficult to detect here in this chilly Fortress) spoils rations, water, holy water, and magical potions. The poisonous touch of the creature forces a foe successfully hit by its ebon fists to save vs. poison at a -2 penalty or die instantly. Furthermore, it can use the following spells at will, one per round at 21st level: *cause disease*, *charm person*, *cloudkill*, *confusion*,

darkness, *haste*, *hold person*, and *invisibility*. Once a day the creature can cast *finger of death*. Once a round, a nightwalker can use its gaze to *curse* an opponent (saving throw vs. spell to resist) up to 60' away. Those *curse*d in this manner suffer a -4 penalty to all attack rolls, saving throws, and ability checks until they receive a *dispel evil* or *remove curse* from a caster of at least 21st level. The nightwalker cannot both attack and use its gaze in the same round. The creature can be turned as special undead.

When attacking with its fists, a nightwalker's blows can crush shields and weapons that do not save vs. crushing blows; magical items add their magical bonuses to the saving throws. Additionally, a nightwalker can destroy any weapon or magical item (short of artifacts or relics) simply by picking it up and smashing it flat between its hands (saves vs. crushing blows apply).

5. Push Me

The corridor bends right, but then comes to an abrupt end at a blank stone wall. Situated in the center of this wall is a wooden lever handle. It is apparently holding a position halfway between two extremes. A rusted iron plate set above the lever reads simply, "Push Me."

If the characters move the lever either up or down, the 20-foot section of floor stretching from the apparent dead-end wall to the bend in the corridor quickly thrusts upwards, smashing anyone standing upon it against the roof for 4d10 points of damage. A successful Dexterity check at a -4 penalty allows nimble characters to jump back into the corridor and safety.

The secret here is to ignore the lever altogether and instead press the iron plate, as instructed. If any character does this, the secret door within the wall slides silently open, allowing the party to proceed. The party can batter open the secret door as described in area 3, but any assault on the portal triggers the trap. Characters trying to smite the door cannot attempt Dexterity checks to avoid damage.

6. Pit O' Bone

A 20-foot-wide hall leads to the right. However, only a narrow catwalk wends uncertainly through the room at the proper level. The catwalk is supported by stone arches rising from below at 10-foot intervals. To each side of the walkway, the level of the floor drops steeply away. In this hol-



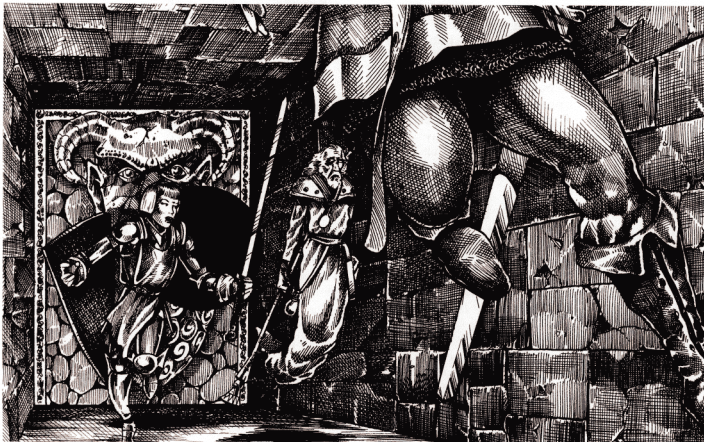
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low, hundreds, perhaps thousands, of bones of every conceivable type—from creatures humanoid, animal, and monstrous—lie in pale, dry heaps. The morass of bones fill the chamber from end to end to within a few feet of the level of the catwalk. It is difficult to determine to what depth the bones are piled.

Display Illustration #47. A strange essence inhabits the cast-off bony dross of this room, drawn here and shaped by Acererak's ever-busy hands. In his efforts to understand and fully grasp the true nature of the Negative Energy Plane, Acererak's paradigm shifted enough so that he was able to think of the plane as just another elemental plane, albeit an anomalous one. Following this line of reasoning, he was able to coerce the nihilistic essences of the plane into the dead bones within this chamber (with the help of his former servant Deverus; see entry 19). In effect, he brought into being bone weirds (see the *Maps & Monsters* book)—the first of their kind to exist.

The bone weirds within this chamber attack any who enter at least 10 feet into the chamber. A PC hit by a bone weird while upon the ledge must make a successful Dexterity check to avoid falling into the bones to either side of the catwalk, in addition to the saving throw vs. paralysis required by the bone weird's special attack. Anyone who falls into the bones initially suffers 2d6 points of damage from sharp edges. For every round spent within the bones, the agitation of the bones caused by the bone weirds causes the PC to take an additional 2d6 points of damage. To climb out of the half-animated bones and back onto the catwalk, the character needs to make a successful Strength check at a -2 penalty and then a successful climbing check at -10% (non-skilled characters have a base 30% chance for success).

To keep the creature focused, Acererak was forced to drop valuable gemstones into the chamber to act as a mystical anchor for the weird. If the PCs take the time and energy to comb the floor beneath the bones, they discover 5 opals worth 1,000 gp each; removing these from this chamber dissipates the enchantment that binds the weirds here.





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Bone weirds (4): AC 0; MV 9; HD 11+1; hp 73 each; THAC0 9; #AT 1; Dmg 1d8 (bite or blow); SA bone subsumption; SD Nonmagical weapons inflict only 1 point of damage per attack, and piercing weapons inflict no damage. Magical weapons inflict normal damage, save for those of the piercing variety, which only inflict 1 point of damage as if a nonmagical non-piercing weapon; SZ H (15'+ long); ML elite (14); Int very (11); AL CE; XP 8,000 each.

Notes: A successful bite attack requires the victim to save vs. death magic. Those who fail the save are subject to the weird's bone subsumption ability; 1d6 random bones of the victim are forcefully torn from the victim's body to meld with the form of the bone weird. This inflicts 4d10 points of damage and requires a system shock roll to avoid death. The bones lost are random and could be as inconsequential as a pinkie bone or as vital as the hip bone.

Spells that affect undead and priestly turning abilities have a 25% chance to be effective per use (other spells have no effect). For turning, treat a bone weird as a lich.

A bone weird reduced to 0 hit points is not destroyed, just disrupted. In four turns, the bone weird is able to reassemble itself at full hit points. Reducing the creature to -10 hit points destroys it completely.

7. Tiles of Trepidation

Another 20-foot-wide hall stretches away into the darkness ahead of you. The floor of the hall has been broken up into green stone tiles of approximately a foot square. Each tile bears a symbol. Most of the symbols appear to be letters, but some are numbers, and some few look more arcane. Additional symbols in a less random arrangement have been inscribed upon the facing walls of the hall.

Display Illustration #48. The message upon the facing walls reads "Name me true or name me false. Your decision shall lead to loss." This message is designed to confuse and thereby thrust unwise adventurers into peril they could otherwise avoid by simply walking across the chamber. The message on the wall should be interpreted loosely as "If you spell out any of my names (either Acererak or Devourer), you'll be sorry." Stepping on random tiles, or tiles that do not in some way name Acererak, causes each tile so stepped upon to glow black as a deep, ominous chime knells through the chamber. This is mere

show, designed to cause trepidation in the party. Similarly, if the PCs decide to bypass the entire affair by flying through the chamber, the tiles below glow as each is passed over, and low notes suggestive of falling tombstones echo through the hall, but to no effect.

Those who attempt to spell out either "Acererak" or "Devourer" will find that the tiles are arranged in such a way that a path can be picked out through the tiles from one side of the room to the other without too much trouble; letters that appear twice in the name (e.g., "e," "r," or "a") also appear more than once upon the tiles. There are 8 letters in each name; therefore a PC stepping on each tile with those letters to spell out either name is subject to 8 saving throws vs. spell—the first at no penalty but then each subsequent save accruing an additional -1 penalty (the final letter stepped upon would involve a save vs. spell at -7).

The effects the PCs are subject to are, in order, (1) 1d6 points of cold damage, (2) 1d6+2 points of cold damage, (3) 1d6+4 points of fire damage, (4) 1d6+6 points of fire damage, (5) 2d6+6 points of electrical damage, (6) 3d6+6 points of electrical damage, (7) lose 1d2 levels, and (8) lose soul to Acererak's Phylactery in room 30. In each case, the potential damage or loss done to the character is magically transmitted up through the tile itself. If a PC survives this lethal journey across the tiles, and therefore correctly spells out the name, the full futile magnitude of the magic in the hall is activated: the PC is teleported back to the entrance to this chamber.

8. Another Great Green Face

Beyond the tiles lies a space clear of inscription immediately before the end of the hall. Upon the wall is a great carving in green stone of an evil visage. The mouth on the face is open in a grimace almost as wide as a human is tall. The space within the mouth is dead black; no light illuminates what might lie beyond it.

Display Illustration #6 from the facsimile of the original Tomb. In all respects, this face looks exactly like that first face. This is Acererak's sign, the sign of the Devourer. This face contains a different threat than the *sphere of annihilation* contained in the first, and one more capable of direct action; there is a blackball (fully described in the *MYSTARA Monstrous Appendix*) "lairing" within the mouth, absorbing all light falling upon it. The creature remains quiescent



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until probed or prodded with a physical object (this physical object is, of course, disintegrated) or targeted by any spell. Acererak does not command this creature lightly; in fact, it was one of his most personally dangerous feats to bind it as he has done.

In essence, the blackball acts like an animated version of the *sphere of annihilation*; when disturbed it levitates free of the mouth toward its new prey at a movement rate of 3. It always moves towards the nearest intelligent creature within 60 feet (it can magically sense sentient beings within this range). Whatever solid or liquid matter the blackball touches simply *disintegrates* (no saving throw), allowing this entropic sphere to freely move through anything. This quality is effective against magical items as well (including even powerful weapons); only artifacts and relics may, at the DM's discretion, be exempt. Needless to say, contact with flesh is absolutely lethal. The advance of the blackball is utterly relentless; running away is beyond doubt the best way to deal with this creature. If the PCs are able to put at least 60 feet between themselves and this entity, it loses interest in them and moves back to its cradle.

Hidden at the back of the 5-foot-by-5-foot cavity normally occupied by the blackball is a secret door. If the PCs want a chance to access this door, they need to lure the blackball out and keep it occupied long enough to do a secret door search (1 turn). Under Acererak's command, the entity will not move into the corridor beyond the secret door, so if the PCs can gain this ground they are safe . . . from the blackball, at least.

Anytime a PC tries to dart past the moving blackball in a 20-foot-wide corridor, he or she must make a successful Dexterity check to avoid coming into contact with it. If a PC attempts to dart past the creature in a 10-foot-wide corridor, a Dexterity check at a -3 penalty is required to avoid contact. The DM who wants to avoid disintegrating the entire party here is free to choose the consequences of contact with the blackball or to roll 1d6 and consult the following chart to find out what the PC has lost:

1	hand
2	arm
3	foot
4	leg
5	lower body
6	completely absorbed

Of course, if a PC loses a leg or his or her entire lower body, the crippled character's movement is probably restricted enough so that the next round the blackball will simply sweep through the area where he or she lies, leaving only a shallow groove in the stone floor behind as it sweeps the character from existence.

There are only a few ways to stop or slow down a blackball short of a *wish*. If a *rod of cancellation* is used against the entity, the rod is destroyed and the blackball ceases to move for one round. The blackball is unaffected by either a *bag of holding* or a *portable hole* alone; however, the blackball can be moved to another plane if within 10 feet when a *portable hole* is placed within a *bag of holding* and a gate to another plane is opened. If a blackball touches a real *sphere of annihilation*, the blackball is sent to another plane and everything else within a radius of 200 feet is completely destroyed, including the *sphere of annihilation*.

Blackball: AC 10; MV 3; HD none; hp none; THAC0 nil; #AT 0; Dmg nil; SA disintegration; SD immune to almost everything; SZ M (5' diameter); ML fearless (20); Int non- (0); AL N; XP 8,000.



9. Vapourdrome

Wisps and tatters of vapor visible in the 20-foot-wide corridor originate from the far end, where the corridor seems to give out into a larger area. It is impossible to determine the size of this chamber because it is filled with a silvery mist shot through with delicate streamers of ebony. The mists slowly writhe and rotate, glowing internally with a silver radiance. The sound of a periodic whimper, groan, and even a shrill but faint scream can be heard emanating from within the shrouding mists.

The chamber is a 20-foot-radius (40-foot-diameter) hollow sphere of stone completely filled with the gleaming vapor. A tanar'ri (a dretch) in extreme distress lies bound in the chamber's bottom. This dretch serves merely to ease the unearthly boredom of the Overseer in room 10. This chamber was originally designed to hold captured explorers, but the lack of adventuring parties has caused the overseer to turn on his own tanar'ric kind for amusement, and he now regularly binds least and lesser tanar'ri in this chamber of vaporous pain. See entry 25 for more information on tanar'ri within the Fortress of Conclusion.

If the dretch bound within the chamber hears the PCs through the mist, it squeals for help. This also immediately alerts in the Overseer in room 10 to the PCs' presence, and the tanar'ri seeks to ambush them while they are within the mist. If the PCs follow the sound of the dretch's pain-wracked voice, they find a gaunt, squat (4-foot-tall) humanoid with withered, rubbery skin lying spread-eagle at the bottom of the sphere, chained in place by golden manacles that are enchanted to prevent it from using any spell-like abilities. Its mouth, slack and drooling, is filled with many small fangs, and its sparse and bristly hair exposes pointed ears that hang limply from either side of its head. The manacles have obvious keyholes, but are hard to pick (~50% to open locks rolls). The Overseer wears the key on a chain around its neck. It is while the PCs are dealing with, and perhaps attempting to free, the pathetic dretch that the overseer will attack (see entry 10 for statistics and more details). If the PCs are successful in freeing the dretch, it is pathetically grateful, although its essential evil nature makes it a dangerous ally at best. Its knowledge of the Fortress is confined to this room alone as it was only gated in recently by the Overseer and then immediately bound here.





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This mist is similar to that which filled room 22 in the original Tomb (*vapor of idiocy*; see the section on new spells). However, its effects are more in line with that of a permanent version of a *cloudkill* spell.

Acererak modified his original *vapor of idiocy* spell so that it also had the capability of causing intense pain and agony in those beings who were caught within its confines (then he made it permanent). Any humanoid who enters into the mist (even if holding his or her breath) must save vs. poison each round or suffer 1d6 points of damage through the affliction of extreme agony. Those who successfully save still take 1 point of damage as the malign power of the mists seeks to destroy life through absolute pain. Outerplanar creatures are immune to the damage but still feel the scourge of extreme discomfort.

On one curving lower side of the sphere is a secret door that opens into a small 4-foot-by-4-foot crawlspace. The crawlspace leads to a connecting secret door in room 18.

Dretch: AC 4; MV 9; HD 2; hp 6; THAC0 19; #AT 3; Dmg 1d4/1d4/1d4+1 (claw/claw/bite); SA *scare, stinking cloud* (1x/day), *telekinesis*, 50% chance to gate in 1d4 dretches (1x/day); SD see entry 25; SZ S (4' tall); ML steady (11); Int low (6); AL CE; XP 1,400.

10. Overseer of Agony

A stench as of a decrepit fish market at high noon rolls from this chamber. Stone, wood, parchment, bone, and rotting flesh are piled high in this chamber, the apparent source of the stink. Nestled in the center of the morass is a smooth hollow, a despicably nest formed from the detritus of broken masonry and malignant anatomy. Hanging from the 20-foot-high ceiling of the chamber are various lengths of rusted chain, each bearing a dark iron hook at the end. All the hooks are empty now; however, you can't quench the feeling that the hooks themselves would like it otherwise; half-vocalized whisperings constantly issue from each.

Display Illustration #49. Here the Overseer, a glabrezu (true tanar'ri), lairs in its fetid domain consisting of a single room. In the same way that Acererak has bound the other tanar'ri to his service, so he controls this fiend through his command of Tarnhem (see page 136). The Overseer has spent nearly 500 years in this chamber, or in the adjacent chamber (room 9), unable to move from beyond

these bounds physically or magically by express command of his lord. His duty is to waylay potential explorers. Unfortunately, the Overseer has spent the most part of the last few centuries alone, save for the half-sentient hooks that hang over him, and the occasional dretch or other least tanar'ri he gates in to torment as a way of relieving the boredom.

If the glabrezu hears any noise in chamber 10, he immediately investigates, pausing only to activate his *ring of invisibility*. If he can, he allows PCs to enter into his lair before attacking. His preferred method of attack is to invisibly sneak up behind one of the smaller PCs, grab the poor character, and thrust him or her up onto one of the 3 *rending hooks* (see Appendix 2). The hooks dangle 10 feet above the ground, so most PCs planted on a hook will be rendered ineffectual. After this, the tanar'ri attacks normally, relying heavily on its *power word, stun* ability to allow it to quickly place other PCs upon the remaining two *rending hooks*.

The Overseer is typical for his breed, standing 15 feet tall and sporting four arms, two of which end in powerful crustaceanlike pincers. His head resembles that of a rabid dog, and his skin is as black as the Abyss.

In addition to the evil hooks (attached to the ceiling with normal chains to a metal bolt), a thorough search (requiring two full hours) through the grisly morass yields 3,567 sp, 2,421 gp, a jade bust of exquisite artistry worth 500 gp, a platinum ring set with amethysts and diamonds worth 250 gp, crystal earrings worth 20 gp apiece (these are also enchanted to function together as a *ring of protection +1*), and a *vorpal blade*. Clearing away the offal from the floor of the far corner of the chamber also reveals a secret door in the floor. The secret hatch connects to a 4-foot-diameter crawlspace leading to room 11.

Glabrezu: AC -7; MV 15; HD 10; hp 72; THAC0 11; #AT 5; Dmg 2d6/2d6/1d3/1d3/1d4+1 (pincher/pincher/claw/claw/bite); SA see notes; SD immune to weapons of less than +2 enchantment, and various attack forms, see entry 25; SZ H (15' tall); ML fanatic (17); Int exceptional (15); AL CE; XP 12,000.

Notes: In addition to those powers available to all tanar'ri (see entry 25), glabrezu can use the following spell-like powers at 10th level: *burning hands*, *charm person*, *confusion*, *detect magic* (always active), *dispel magic*, *enlarge*, *mirror image*, *power word stun* (7x/day) *reverse gravity*, and *true seeing* (always active). Once a day a glabrezu can gate in one greater, lesser, or least tanar'ri with a 50% chance of success. Normally, he



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could *plane shift* at will, but the terms of his service in the fortress prevent it.

11. Parting Is Such Sweet Sorrow

Up ahead the narrow secret tunnel comes to an end, opening into a larger area. Visible through the circular aperture is a stone floor scattered with the remains of many unlucky humanoid (at least a dozen). The skeletal remains still possess some clothing and equipment. Besides the dead, nothing of apparent interest is visible within this dead end chamber, save numerous arcane runes decorating the entryway.

The humanoids gathered in this chamber were collected from prime worlds by some of Acererak's free roaming tanar'ri for their own nefarious purposes. When the tanar'ri tired of such pursuits, they teleported their victims into this chamber, where they were struck down by the ward guarding the exit.

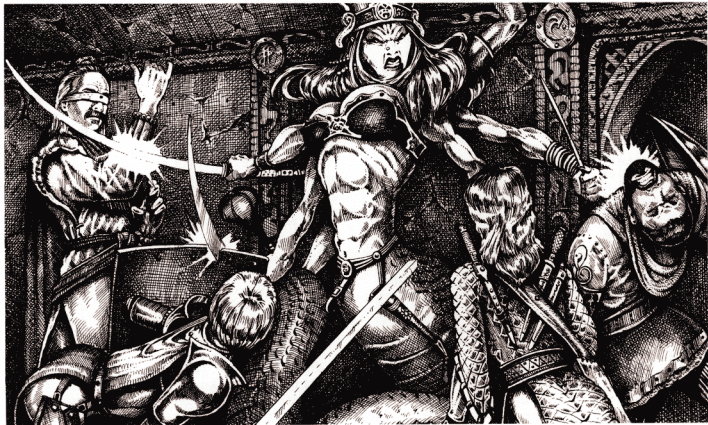
The exit is enchanted with a *death ward* spell (see *Wizard's Spell Compendium Volume I*), but the aperture bears an enchantment that makes the spell one way.

The ward can kill up to 42 Hit Dice worth of creatures who leave the room. Those who fail a saving throw vs. death magic at a -4 penalty are killed, using up a potency of the spell equal to their level or Hit Dice. For example, if a 12th-level thief crawled into the chamber she would suffer no ill effects, but when she tried to leave she would have to make a saving throw. If the saving throw failed she would die and at the same time subtract 12 levels of potency from the *deathward*, leaving 30 levels of potency remaining. Any time a creature exiting through the aperture possesses more levels or Hit Dice than remains in the *deathward*, the creature is unaffected.

The aperture radiates enchantment, abjuration, and necromantic magic. A rogue can detect the magical trap at half the character's normal chance.

Acererak resets the spell roughly once a week. The victims' bodies tend to pile up in the exit, but the tanar'ri periodically visit the chamber and randomly scatter the corpses.

The skeletal remains here have been infused with unlife by seepage from the Negative Energy Plane that surrounds the Fortress. As soon as a single PC enters the chamber, the undead rise to the attack.





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Possibly the worst thing about this room is the fact that Acererak instantly becomes aware when anyone passes through the aperture. When so notified, he shifts his spirit to one of the undead in the rear of the chamber. If any PC is killed by passage through the aperture and then turned into undead by the Negative Energy seepage, Acererak promptly inhabits the new undead. In the guise of what was just recently a party member, Acererak attacks, using his full repertoire of deadly spells. His Hit Dice will be that of the party member he has inhabited, and any armor or special protection worn by the PC will now shield Acererak from the rest of the party. If the undead form he inhabits is killed before Acererak has done significant damage to the party, he shifts his control to one of the skeletons (if any are still standing). Keep track of the spells Acererak uses in this and future encounters; it takes a full 24 hours for him to regain expended spells (or for him to replace an expended spell with another chosen from his spellbooks in room 27).

If the party has the chance to search, they find the following among the possessions of the dead: 367 cp, 126 sp, 32 gp, and a *two-handed sword* +2 (reduced to +1 in the Fortress).

Skeletons (12): AC 7; MV 12; HD 1; hp 5 each; THAC0 19; #AT 1; Dmg 1d6 (weapon); SD regenerate 2 hit points per round, immune to *sleep, charm, hold, cold, poison, and death magic*; SW can be turned (as ghost); SZ M (6' tall); ML Fearless (20); Int non-(0); AL N; XP 120 each.

Acererak, skeleton: See page 116.

12. Hall of Artistic Splendor

The floor of this 20-foot-wide, 20-foot-high hall is inlaid with tiles of marble, and the ceiling is decorated with myriad points of white light. The ghostly glow half illuminates darkly rendered paintings upon both walls. In addition to strange signs and glyphs, animals, and human-animal hybrid creatures, there are also depicted a range of beings of particularly disturbing form and visage. Each full 10-foot-by-20-foot wall section appears to be devoted to a creature so well rendered that the loathsome, degenerate character of each is painfully apparent.

Display Illustration #50. Amid a clutter of lesser artworks, various types of tanar'ri are depicted with

shocking realism in dark hues. Most of the paintings are nothing more than they seem. However, four of the paintings are actual tanar'ri who have been grafted into the wall in a manner similar to the cursed walls of room 2.

A search for secret doors along the walls has a chance to reveal the four secret doors keyed on the map. Any attempt to access each of the secret doors frees the tanar'ri guarding it. These tanar'ri serve Tarnhem (see entry 25), and each fights to the death with anyone attempting to access the secret door behind it. Acererak had them magically bound here among other horrific paintings to add "authenticity" to the work, and to guard the chambers' secret exits.

A Nalfeshnee guards the secret door to room 13.

Display Illustration #51. This creature is 20 feet tall, combining the worst features of ape and boar on an obese frame. Wings so small as to appear vestigial grow from its shoulders.

Nalfeshnee: AC -8; MV 12, Fl 15 (D); HD 11; hp 66; THAC0 9; #AT 3; Dmg 1d4/1d4/2d4 (claw/claw/bite); SA see notes; SD never surprised, immune to weapons of less than +2 enchantment; SW vulnerable to cold iron; MR 70%; SZ H (20' tall); ML fanatic (17); Int godlike (21); AL CE; XP 17,000.

Notes: Nalfeshnee possess a special *color spray*-like ability (usable thrice per day) that inflicts 15 points of damage upon every creature within 60 feet (save vs. spell for half damage). An additional successful save vs. spell (with a -2 penalty) is required to avoid being stricken dumb with a vision of the affected victim's greatest fear. The nalfeshnee also possess the following spell-like abilities (aside from the abilities which all tanar'ri share; see entry 25) as 11th-level casters: *alter self, bind, call lightning, chill touch, detect invisibility* (always active), *distance distortion, ESP* (always active), *feeblemind, forget, giant insect, invisibility, know alignment* (always active), *mirror image, protection from good* (always active), *raise dead, slow, and web*. These tanar'ri also have a 50% chance of success twice per day to *gate* in 1d6 babau or 1 vroock.

A vroock guards the secret door to room 14. **Display Illustration #52.** This creature is 8 feet tall and resembles nothing so much as a cross between a human and a diseased vulture.

Vroock: AC -5; MV 12, Fl 18 (C); HD 8; hp 48; THAC0 13; #AT 5; Dmg 1d4/1d4/1d8/1d8/1d6 (rake/rake/claw/claw/bite); SA spores, screech; SD never surprised, immune to weapons of less than +2



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enchantment; SZ L (8' tall); ML fanatic (17); Int high (13); AL CE; XP 19,000.

Notes: Vrocks can eject stinging spores from small glands secreted about their bodies, inflicting 1d8 hit points on all opponents within 5 feet. Spores that inflicted damage in the previous round begin to grow and sprout, inflicting an additional 1d2 points of damage per round for a total of 10 rounds, at which time the victim is covered with thick, vinelike growths. The spores can be killed by *bless*, *neutralize poison*, or similar spells, or by the application of holy water. *Slow poison* also stops the growth. Vrocks can screech once per battle, stunning for 1 round all within 30 feet who fail a Constitution check. Vrocks additionally possess the following special abilities (aside from the abilities which all tanar'ri share; see entry 25) as 10th-level casters: *detect invisibility*, *detect magic*, *dispel magic*, *mass charm*, *mirror image*, and *telekinesis*. Once per day they can attempt (with a 50% chance of success) to *gate* in 2d10 manes, 1d6 bar-lgura, or 1 nalfeshnee.

A marilith guards the secret door to room 15.

Display Illustration #53. These tanar'ri are 7 feet tall, resting upon the torso and tail of huge snake. The upper half of a marilith is that of a beautiful human female with six arms, each of which grasps a weapon, and each weapon is different; they attack with all six simultaneously in combat.

Marilith: AC -9; MV 15; HD 12; hp 82; THAC0 9; #AT 7; Dmg 4d6/1d4+2/1d6+3/2d4+3/1d4+4/2d4+1/1d4+4 (tail/dagger +2)/footman's flail +2/morning star +3/sickle +3/broad sword +1/hammer +3, *dwarven thrower*; SA tail constriction; SD never surprised, immune to weapons of less than +2 enchantment; MR 70%; SZ L (7' tall); ML fanatic (17); Int genius (17); AL CE; XP 23,000.

Notes: Snake-like body constricts a victim for 4d6 points of crushing damage each round. Every round of constriction, the victim must make a successful Constitution check or lose consciousness. A victim with a Strength score of more than 15 can attempt Strength checks to break free of the tail. In addition to the special abilities common to all tanar'ri (see entry 25), mariliths have the following abilities as 12th-level casters: *animate dead*, *cause serious wounds*, *cloud-kill*, *comprehend languages*, *curse*, *detect evil*, *detect magic*, *detect invisibility*, *polymorph self* (7×/day), *project image*, *pyrotechnics*, and *telekinesis*. Once per hour these generals of the tanar'ri can attempt (35% chance of success) to *gate* in 2d10 least tanar'ri, 1d6

less tanar'ri, 1d4 greater tanar'ri, or 1 true tanar'ri. If the marilith is killed, she soon dissolves into a pool of ichor, although her weapons remain; at the DM's option, each weapon may act as a *cursed* weapon unless in chaotic evil hands. In any case, each weapon loses one plus when removed from the fortress.

A molydeus (a guardian tanar'ri) appropriately guards the entrance to the last secret door in this chamber. **Display Illustration #54.** Molydei are formidable, red-skinned humanoids who possess two heads; one head is that of a snarling wolfhound while the other is a long prehensile snake's head. The 12-foot-tall creature grasps a mighty twin-bladed battle axe in its crimson grip.

Molydeus: AC -5; MV 15; HD 12; hp 75; THAC0 4 (+5 axe); #AT 3; Dmg 2d6/1d6/2d10+5 (hound head/snake head +5 *vorpall* axe of dancing); SA see notes; SD cold iron or magical items to hit, never surprised; MR 90%; SZ H (12' tall); ML Fearless (19); Int Exceptional (15); AL CE; XP 21,000.

Notes: A molydeus can simultaneously attack with both heads (the snake-head's bite transforms victims who fail a saving throw vs. poison into a manes in 1d6 turns) and its axe acts as a *vorpall* and *dancing* weapon. In addition to the powers all tanar'ri share (see entry 25), molydei have the following abilities as 12th-level casters: *affect normal fires*, *animate object*, *blindness*, *charm person or mammal*, *command*, *Evard's black tentacles*, *fear*, *improved invisibility*, *know alignment*, *lightning bolt* (7×/day), *polymorph other*, *sleep*, *suggestion*, *true seeing* (always active), and *vampiric touch*. Once per hour they can attempt (35% chance of success) to *gate* in another molydeus, 1d2 chasme, or 1d4 babau. When a molydeus dies, its axe disappears. The axe also vanishes if taken from a living molydeus.

13. Lure

Beyond the secret door, a corridor about 20 feet long terminates at an iron door fitted with a pull ring. The door's surface shimmers with a faint blue light.

This is a trap. The door on the far side of the short corridor is magically charged with electrical energy. Anyone touching the door or pull-ring receives an electrical blast good for 4d6 points of damage. Uninsulated objects that touch the door will conduct



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a charge to the object's holder. The portal sports an obvious keyhole for which no key exists. The portal is well locked (-45% chance to pick), and anyone attempting to pick it must somehow deal with the electricity coursing through it. If the door is opened, the stone wall beyond is apparent.

14. Enticement

Beyond the secret door is a 20-foot stretch of corridor terminating at a steel door fitted with a pull ring. Door and ring glow a dull red.

Another trap. The door at the far end of the hallway is magically heated to red-hot temperatures. Anyone touching door or metal ring takes 4d6 points of damage. Inanimate objects that touch the door must make an item saving throw vs. magical fire for every two rounds of contact or be destroyed (screaming all the while, in the case of intelligent swords and the like). A large keyhole in the center of the door glows with the heat of the rest of the door, requiring lockpicking tools to save vs. magical fire just as any other object.

To a creature with infravision, the door gleams like a searchlight in this chilly place. Characters with infravision tend to become disoriented if they stare at the door too long. At the end of each round of looking, the character must roll a 14 or better on 1d20 (the character's magical defense adjustment for Wisdom applies to the roll). If the roll fails, the character suffers from a splitting headache and blurred vision for 2d4 turns. While afflicted, the creature's vision (both normal and infravision) is limited to 20 feet and the creature suffers a -4 penalty to all attacks, ability scores, and saving throws. A *heal* or *cure blindness* spell ends the affliction.

The party finds a plain stone wall if they open the door. A successful search of the wall reveals what looks to be a secret door but is in fact the mechanism for another trap. If the PCs try to open the secret door, they trigger one of Acererak's special magical "patented" no-miss spear traps. Allow all the PCs in the corridor to save vs. spell; a spear shoots out and strikes a randomly determined PC who failed the save for 2d8 points of damage. The magical spear evaporates into nothingness after use. If the characters keep fiddling with the door, the trap fires again and the bombardment continues until they leave the door alone.

15. Entrapment

This corridor of unadorned stone runs 20 feet to a narrow door of heavy wood. The wood looks swollen and warped as if repeatedly immersed in liquid; its edges seem jammed hard against the doorframe.

Anyone studying the chamber finds faint horizontal lines upon the stone wall; a successful Intelligence check suggests that the room has been filled to various levels with an unknown liquid in the past. A successful search for traps reveals that the door is indeed rigged. The only fact discernible is that opening the door will simultaneously pull a metal cable, activating something from beyond the door. A successful Remove Traps roll allows the PCs to detach the cable from the door before opening it. Unfortunately for the PCs, a second successful Find Traps roll would tell them that the obvious trap is itself a trap; cutting or detaching the cable in an effort to remove the trap is in fact what triggers the trap, while opening the door normally is the way to avoid this trap.

If the cable is detached, a counterweight beyond the door is triggered, releasing the contents of a tremendous vat of jellied acid. The acid dissolves the wooden door in one round and inundates the hallway to the height of 6 feet before pouring out into room 12. Anyone in room 15 at this time suffers 3d6 points of damage initially and continues to take 1d6 points of damage for 1d10+5 rounds as the sticky jellied acid clings to the character's clothing and skin. Exposed clothing and equipment must make item saving throws vs. acid or be destroyed. It takes at least three gallons of water to remove the acid.

The acid remains spread out on the floor of this hallway and room 12 in a very shallow pool until such time as *tanar'ri* are recruited to clean it up, reset the trap, and replace the door (some 30 days). Anyone walking through the acid pool in the meantime risks severe burns; if his or her footwear fails its item saving throw vs. acid, the wearer's feet take 1d6 hit points each round for the following 1d10 rounds or until the jellied acid is scraped or washed off.

16. Vestibule

A space of unadorned stone about 10 feet on a side. There is a wooden door on the far wall, carved with abstract designs that relay no immediate meaning.



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This chamber is not trapped in any way, and the door (whose carvings possess as little meaning with study as upon first impression) is not locked.

17. Weight Of The Wait

This rectangular chamber is lit by some 14 torches placed in sconces on the walls at 10-foot intervals. The light provided by the torches does not flicker in the manner of firelight but rather remains steady and unwavering in its intensity.

A block of obsidian squats in the center of the chamber, altarlike in its dimensions (about 10 feet long, 5 feet wide, and 3 feet tall). Red candles stand at each corner of the block, their flames strangely motionless. Three scroll-like rolls of parchment lie in the center of the block. Clay seals secure the rolls.

Display Illustration #55. Acererak's early research as a lich covered many categories of knowledge. Fascinated with the *time stop* spell, Acererak spent many years modifying, revising, and designing enchantments and magical effects based on the principles behind the spell. In fact, information discovered through temporal research was the basis for the eventual enchantments Acererak utilized in preserving selected portions of *The City That Waits* from the ravages of time.

Another fruit of this research was the *weight of the wait* spell (see Appendix 1). Each of the three scrolls upon the obsidian block was ensorcelled with this spell by Acererak more than 1,000 years ago. Since that time, each scroll has been storing up time in its immediate vicinity. The scrolls in this chamber make lethal traps for those unaware of their significance. The practical

result of this is twofold.

Most immediately apparent is the slow-down of time within a 20-foot radius of each scroll. When the PCs first stare into the chamber from the outside, it appears that the flames of the torches inside the chamber are motionless. The torches are indeed burning, but at a very slow rate (careful study reveals this on a successful Intelligence check). To any character who enters the chamber, the flames appear to suddenly begin burning at their normal rate, but to the investigator's companions outside the room, the character on the inside has begun to move so slowly as to appear motionless.

The rate of time slip equals 4 minutes of real time for every 1 minute that passes within each scroll's area of influence; the scrolls magically store the other 3 minutes. The DM should keep track of how much time a PC spends in this chamber so that an accurate record of real time is preserved.

The secondary effect of this stored time is apparent if any of the scrolls are

moved more than 10 feet from their original placement, or if any of the seals securing the scrolls are broken. All the stored time (in this case, 755 years per scroll) is released in a catastrophic burst.

Everything within a 20-foot radius is instantaneously aged as the "packaged" time is released to rejoin the timestream.

Those PCs who fail a saving throw vs. spell are aged 755 years. Items and beings that make successful saves are still caught in the backlash of released time; they are aged 37 1/2 years.

Candles and torches burn to dust in a second. PCs feel the effects of the years; humans age and

fall to dust in only seconds (even elves' and dwarves' lives are snuffed out). A character's remains will be more than 700 years old (humans with longer lifespans will leave behind less ancient





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remains). In most cases even *resurrection* spells cannot restore the slain characters to life. Those whose natural life-spans can absorb the *weight of the wait* still require a system shock roll when nearly 40 years of time is thrust upon them. Failure results in death.

Hidden in a secret compartment within the obsidian block is some paraphernalia dating from Acererak's interest in temporal research. He stored them here long ago and has forgotten about them in the long interim. The compartment contains 1 *potion of vitality*, 4 *elixirs of youth*, 2 *potions of longevity*, and 1 scroll of *time stop*.

18. Trouble Afoot

This corridor ends in a wooden door fitted with a pull ring.

The door is false and serves only to draw curious explorers down the hall. The door is mechanically trapped such that a pull on the ring activates scything blades in the lower section of the hallway's walls. The scything blades are circular, projecting outward in deadly spinning arcs from hidden grooves in the walls' stonework, then retracting back into the wall. Anyone standing in the last 20 feet of the corridor is subject to the enchanted (+3) blades' ankle-level attack. A roll of 12 or higher on 1d20 allows a character to jump clear; the character's reaction adjustment from Dexterity applies to the roll. If the roll fails, a character suffers 4d6 points of damage. Roll each PC's damage separately; if a character sustains 12 or more points of damage from this attack, one of his or her feet is cleanly severed at the ankle. If a PC sustains 18 or more points of damage, both feet are severed. In addition to the obvious drawback of losing a foot, the injured character loses 1d4+4 hit points per round from bleeding from each such wound. A tourniquet and healing spells totaling at least 10 points are necessary to staunch the grievous bleeding. Curing spells alone give temporary relief, but bleeding continues without a tourniquet (or a *heal* spell).

Each severed foot permanently reduces a character's Dexterity by 2 points and Constitution by 1. After the proper amount of healing, a character can walk (with a crutch) at a movement rate of 6 (a prosthetic foot or pegs increase this to 9 but do not restore ability loss). A *regeneration* spell negates all of these penalties as it grows a new foot for the character.

A *find traps* spell or successful use of the find traps ability reveals that the door sports a mechanical trap

but does not reveal the trap's true nature. A character studying the walls with a *true seeing* spell or *gem of seeing* notices the hidden grooves in the walls. The trap proves difficult to remove (-35% penalty to remove traps rolls), and any failed attempt to remove the trap triggers it. The blades either effortlessly slice through anything jammed into the grooves or simply push such impediments out.

19. Temple Of Elemental Oblivion

A palpable dimness seems to obscure your vision of this small, rectangular chamber. Braziers in the corners burn with black flames and shed gloom instead of light. Two short rows of stone columns lead the eye to a shallow alcove in the center of the wall opposite the entrance. Within the alcove resides a stone sculpture of a robed man. The statue has one arm thrown over its face. The dimness apparent within the whole chamber seems thicker near the statue.

Display Illustration #56. The braziers hold blackfire (see page 44 or the winter-wight description in the *Maps & Monsters* book). The statue is the mortal remains of Deverus, who was once among the very short list of living creatures who served Acererak. Deverus was a wizard and sage whose specialty was the Negative Energy Plane. The sage's knowledge proved invaluable to Acererak, making possible the creation of powerful new undead beings (such as winter-wights) and in the particulars of Acererak's Apotheosis itself.

Deverus was fascinated by his own theory of the Void as an element, and one of his most significant breakthroughs was the development of the magical knowledge necessary to manipulate the Negative Energy Plane. He helped Acererak call the bone weird in room 6, but then went on to call into being creatures of the Void that mimic the elementals of the four standard elemental planes. Aptly enough (at least in his own mind), Deverus named these creatures negative energy elementals. To control the manifestation of these extraordinarily dangerous creatures, Deverus also fashioned a *ring of negative elemental mastery* (see Appendix 2). Unfortunately for the sage, he tried to hide the ring as insurance against Acererak's sudden rages; the ring grants a measure of protection against undead by its very nature. Ironically, Deverus's subterfuge led Acererak to take the wizard's life.

The medusa Isafel was still in Acererak's good



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graces at the time (see entry 24 below and entry 6.6 of *The City That Waits*), and the task of bringing down Deverus fell to her. It wasn't too difficult for Isafel to take the sage unaware, transforming his living flesh to stone with her ruthless glare. The sage was placed here by tanar'ri at Acererak's order as both a testament to stupidity and as a potentially dangerous encounter for future intruders.

The danger from the statue stems from a negative energy elemental Acererak set to guard the figure. The murkiness of the air in the chamber is a telltale sign that the elemental is nearby (in any location not already as chilly as the Fortress, the icy-cold air would also serve as a warning). Any attempt by the party to investigate Deverus's stone form causes the elemental to fully coalesce. It then moves immediately to attack the individual nearest to the statue, leaving the room in pursuit if necessary to prolong the confrontation.

If the PCs deal with the elemental, they can examine the statue in peace. A thorough search reveals that the stone figure is sculpted as wearing only a robe and boots. Strangely enough, the ring finger on the statue's right hand is completely missing, as if roughly broken off (this occurred when Acererak claimed the ring). Hairline cracks in the front of the statue easily give way like sections of an eggshell to reveal that the chest cavity of the statue is hollow. After Isafel petrified Deverus, she removed many of the stone organs to use as components in vile magical items of her own creation. If a *stone to flesh* spell is cast upon Deverus with the intention of then casting some sort of resurrecting prayer upon him, it wouldn't do any good anyway; Acererak long ago extracted his spirit and placed it into his Phylactery. Because of this, those turning the stone to flesh may be nonplused when the flesh, with no spirit to occupy it, instantly molders to dust in a single round, leaving only the robe and boots behind. Both these items radiate magic due to a *Nystul's magical aura* spell cast upon them; neither has any actual magical properties. Apart from the robe and boots, nothing else of value can be discovered here.

Negative energy elemental: AC 2; MV 12; HD 16; hp 128; THAC0 7; #AT 1; Dmg 3d8; SA level drain; SD immune to weapons of less than +2 magical bonus; SZ H (16' tall); ML fanatic (17); Int low (6); AL CE; XP 13,000.

Notes: A successful attack inflicts damage and drains two levels of experience. Touch causes items made from organic material to save vs. acid or rot away.

Susceptible to other elemental manifestations. Attacks made by any other type of elemental or elemental being gain a +2 to hit and +2 points per damage die delivered. Additionally, negative energy elementals save against manifestations of elements (*fireball*, *lightning bolt*, and the like) with a -2 penalty.

The creature has an aura of negative energy, but conditions within the Fortress take precedence over it.

20. The Mother of 4-armed Gargoyles

A corridor leads to the hulking statue of a winged, four-armed monstrosity somewhat larger than a human. The sculpture looks menacing but stands motionless. A leather collar studded with dull black stones is clearly visible on the sculpture's neck. At the foot of the statue sits a cracked pot of variegated clay.

Display Illustration #8 from the original Tomb facsimile. In his multiplanar travels, Acererak picked up various odd servant creatures, and the breed of four-armed gargoyles is one such variety that piqued the erstwhile demilich's fancy. Similar to the 4-armed gargoyle in the original tomb, this creature stands motionless in *temporal stasis*, out of synch with time. However, unlike the first creature, this gargoyle will not come out of stasis until the PCs attempt to remove the collar from its neck, at which time it attacks with its full fury (it is a bit stronger than the creature the PCs may remember from the original tomb).

If the PCs recover the collar and resolve the subsequent conflict, a successful examination of the item reveals a hidden compartment holding a slip of parchment. The parchment reads:

"Ahead the lines of access squarely meet
The path to glory is at your feet."

The initial "A" follows the verse. This rather awkward message refers to the secret trap door in the floor at the end of the passage opposite the gargoyle. The secret door leads to a crawl space, which quickly deposits explorers into room 21.

PCs who investigate the pot find that it is empty save for dust. It possesses no special significance or value.

The Mother of four-armed gargoyles: AC -4; MV 12, FI 15 (C); HD 16; hp 111; THAC0 5; #AT 6; Dmg 3d4 (x4)/4d4/2d6 (claws x4/bite/horn); SA two successful claw attacks against a single opponent auto-



matically inflict an additional 12 points of damage; SD immune to weapons of less than +3 magical bonus; SZ M (7' tall); ML fearless (20); Int low (5); AL CE; XP 7,500.

21. Magical Archway

This chamber is tiled almost completely with sections of dull black stone about a foot square. An archway framed in rough stone pierces one wall. Whatever might lie beyond the archway is obscured by a thickly rolling orange-hued haze. As your gaze lingers upon the arch, the keystone at the top of the arch begins to glow a hazel color, while the left base stone emanates a jade light, and the right base-stone glows pearly white.

Display Illustration #5 from the original Tomb facsimile. This archway is similar to ones found in the original tomb. This archway is perilous, as improper activation of the portal has dangerous consequences for the PCs. However, unlike the archways within the original Tomb, it is necessary for the PCs to use this one to complete their quest.

PCs who merely walk through the archway into the mists are magically teleported to room 2 in the Fortress while all their items and equipment are simultaneously teleported to room 31. What's worse, each PC so teleported must save vs. spell or be caught up in the curse of room 2; unfortunate PCs are horribly aware of their translation from flesh to paint and plaster subjects within the mad mural of room 2. All the parameters of room 2 apply to the PC just as if he or she had invoked the chamber's *curse*.

If any of the glowing stones of the archway are pressed in any order, its light fails. When all three stones have been pressed and their glows extinguished, the haze veiling the archway fades. Room 22 becomes visible through the cleared archway. The characters can see the chamber with its floor of blue tile (see the boxed text in the room 22 entry). They cannot see the room's guardian tanar'ri nor can they detect its terrible stench.

If the PCs are so bold, they discover that a short step through the archway deposits them safely in room 22. However, it is not safe to step through the arch until such time as all the glowing stones have been extinguished; passage through the arch when just one or two of the stones have been pressed affects the traveler as if none of the stones had been pressed.



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Note that attempts to leave this chamber through the secret door connecting to room 8 will be hampered when the blackball returns to its fiend-shaped cradle.

22. The Final Approach

This chamber is tiled completely with sections of vivid blue stone about a foot square. You see a single archway leading into darkness ahead and to the right. A gagging stench makes you choke. It's source seems to lie behind you.

The stench comes from a hezrou tanar'ri Acererak placed here as a sort of doorman to monitor tanar'ric movement to and from the inner and outer complex. When it sees the party, it gives in to its long-suppressed aggression, leaving the niceties of reports for after the conflict.

If the party comes here from area 21, they arrive near the room's center, with their backs to the hezrou and the magical arch it guards (the first arch the characters see is a normal exit). The magical arch looks and functions just like the one in area 21—if properly activated, it transports creatures to area 21.

The hezrou is not as powerful as many of the creatures and traps detailed in this text; however, with the application of a bit of strategy, this tanar'ri becomes a real threat. The hezrou attempts to make use of the magical arch in two ways. Initially, it attempts to scoop up any PC who is overcome by its stench (see the creature's statistics below), tossing the victim through the arch without first deactivating the glowing stones. The hezrou is lightning-quick, and if it wins initiative (it is impossible to surprise), it is able to complete this action uncontested. The hezrou must allocate one of its claw attacks to pick up a helpless character. It continues this strategy once it enters melee. If the hezrou successfully hits the same PC with both claw attacks, rather than squeezing the character in a bearhug it takes the opportunity to toss the helpless PC through the archway; he or she must make a modified Strength check at one-half the PC's Strength score to win free.

Hezrou: AC -6; MV 12; HD 9; hp 32; THAC0 11; #AT 3; Dmg 1d6/1d6/4d4 (claw/claw/bite); SA bearhug, stench; SD immune to weapons of less than +2 magical bonus, half-damage from nonmagical attacks, never surprised; SZ L (7' tall); ML fanatic (17); Int average (9); AL CE; XP 7,000.

Notes: The dank skin of the hezrou emits such a

foul reek that any creature within 10 feet must save vs. paralyzation or fall to the ground in extreme nausea. Those who make successful saving throws still make all attack and initiative rolls with a -2 penalty.

In addition to the powers all tanar'ri share (see entry 25), hezrou have the following spell-like powers at 9th level: *animate object*, *blink*, *duo-dimension* (3x/day), *produce flame*, *protection from normal missiles*, *summon insects*, *unholy word*, and *wall of fire*. Thrice a day it can attempt (50% chance of success) to *gate* in 4d10 manes or rutterkin or 1d4 chasme or nabassu. Once per day, it can attempt (20% chance of success) to *gate* in 1 true tanar'ri (of any type detailed in this text).

23. Hall Of Bygone Minions

The series of five rooms clustered together at this corner of the inner Fortress was set aside by Acererak to house current and possible future living minions. However, things being what they are, Acererak had only limited patience for the foibles of those that breathe. Slowly, one by one, his servants made lethal mistakes in the eyes of the erstwhile demilich, forcing Acererak to do away with them.

Four of the rooms are mostly bare (the map shows them as unkeyed), with only small amounts of wooden and stone debris within them to indicate that they ever possessed furnishings. A search through each of these rooms gives a 10% chance per chamber to uncover 1d2 minor magical items hidden under the debris (the DM can roll randomly for the items, keeping in mind that any items discovered should be of little consequence). One of the chambers, room 24, was Isafel's chamber and stands only recently abandoned.

24. Isafel's Quarters

This chamber was once richly appointed with lavish decoration and expensive furniture. However, it now looks as if some very large, very angry animal was let loose here. Tapestries are pulled down and shredded, wooden tables are splintered, display cases holding delicate sculpture are broken and their contents powdered, and what was once a luxuriant bed and frame has been reduced to only so much lumber and stuffing. It looks as if the chamber also once held a fair amount of statuary, but unfortunately this fared no better than anything else, save for the statue standing in the corner depicting a figure in a voluminous robe and cowl.



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This was Isafel's chamber while she was still in favor with Acererak. For the most part, she served only as a "yes man" to Acererak's scheming; however, she was also very proficient in the use of her own abilities. The subject that interested her most was the strange quality of "death in life" that her petrified victims possessed. Many of her experiments were aimed at creating animated statues by linking their spirits to the Negative Energy Plane, just as standard undead are so linked. Her efforts were spotty and unreliable; however, she had one success.

The statue in the corner was a human captured and brought to the Fortress of Conclusion by one of the resident tanar'ri. Isafel turned her stony gaze upon the poor fellow, turning him to stone, after which she subjected her new sculpture to the negative energies of the Dim Forge (room 29). In this one instant, Isafel knew success; in effect she had created an undead statue. Acererak subjugated the new entity for Isafel, and the medusa tried to use it as a model and control for all her future experiments, but the effort went for naught.

Worried about the cantankerous ways of the roaming tanar'ri, Isafel's last command to the statue was to slay on sight any creature so bold as to penetrate her chamber. If the PCs enter the chamber, the undead statue moves to the attack. In most respects, the undead statue possesses the attributes of a stone golem, except that instead of being able to cast a *slow* spell every other round the statue drains one experience level from living creatures with every successful hit.

A search of the chamber reveals the following items scattered amidst the debris: 498 sp, 742 gp, 3 bejeweled rings set with precious stones (200 gp value each), a magical *quarterstaff* +5, and a cursed *broadsword* +2, *nine lives stealer* (on a natural 20, it steals the spirit from the wielder, not the opponent). Both items have one less "plus" here in the Fortress.

Undead Statue: AC 5; MV 6; HD 14; hp 60; THAC0 7; #AT 1; Dmg 3d8 (punch); SA energy drain; SD immune to weapons of less than +2 enchantment and most spells; SW *stone to flesh* renders the creature vulnerable to normal weapons for one round; SZ L (7' tall); ML fearless (20); Int non-(0); AL N; XP 8,000.

Notes: A *transmute rock to mud* spell slows the statue for 2d6 rounds. Its reverse, *transmute mud to rock*, heals the statue, restoring all lost hit points.

25. The Father's Sins

This chamber has the shape of a pentagon. Where the planes of the walls meet at wide-angled corners, large pillars of carved stone stand as supports for heavy wooden shelves. The shelves cover the five walls from floor to ceiling, filled with all manner of items: tomes, bottles, vials, small statuary, unidentifiable odds and ends, and the odd bone or two, including a couple of skulls. In the very center of the chamber is a 5-foot-diameter cylindrical crystal vessel that is firmly set in collars of red stone at its base and at the ceiling 10 feet above. It appears that a nightmarish creature with dark red skin has been jammed into the vessel; leather wings, muscle-corded limbs, clawed hands and feet, and multifarious scaled body parts are pressed into a space too small to hold it. Suddenly, the creature caught within the cylinder shifts to present a fanged, demonic visage staring straight at you, pressed up flat against the crystal wall that distorts its already disturbing features.

Display Illustration #57. The bolor (a true tanar'ri) called Tarnhem is held imprisoned in this chamber through powerful dweomers and Acererak's knowledge of its truename: *Maansgheldur*. Acererak discovered the name because it was a requirement of his particular ritual of transformation from cambion to lich—he needed to know his supernatural father. Tarnhem's ravishment of a human female engendered the half-tanar'ri child whom his mother named Acererak (see *Desatysso's Journal* for details).

Acererak never forgave his father for the curse of his childhood and the death of his mother. In gleeful revenge, the erstwhile demilich has enslaved Tarnhem these many hundreds of years. In fact, it is through his mastery of Tarnhem that Acererak indirectly controls the hosts of tanar'ri who helped him build all his works and who also maintain constant vigilance to this day in the upkeep of the original Tomb, the puzzles in The City That Waits, and the traps found here in the Fortress of Conclusion. Thus, Acererak's revenge on his father also serves double duty in furthering the vengeful spirit's Apotheosis of power.

Tarnhem becomes aware of any living creature entering the chamber, even while he remains bound in the crystal vessel. Upon spying the PCs, the bolor says in a muffled abyssal voice, "Primes! I beseech your help! Quickly, before my son becomes aware of your penetration! Release me, and I will help you



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defeat him. I give one of you temporary leave to safely take up my sword, there upon the shelf, and shatter this most accursed of containment vessels!"

Upon one of the shelves, a *vorpal sword* in the form of a free-standing lightning bolt lies guttering with actinic power. Normally, if anyone but the owner picks it up, the character must attempt a saving throw vs. death magic. Failure brings death and success still results in 10d6 points of damage. As Tarnhem said, in this instance a PC has special dispensation from the weapon's master to use it against the balor's crystal vessel. This should be a moral quandary for Good PCs: should they attempt to free this chaotic evil creature from its bondage in the interests of the greater good? If any PC picks up the sword and uses it as requested by the balor, the crystal shatters with an explosive blast, inflicting 1d10 points of damage to everyone within the room and simultaneously freeing the balor, who stands exultant over a circle of crystal shards.

Only the balor's sword, a *vorpal sword*, or a *wish* can free the balor. If the PCs question Tarnhem before releasing him, the tanar'ri describes Acererak's true goals and the meaning of the Apotheosis (see page

146). If the balor is finally released, Acererak senses it immediately and teleports into the chamber within two rounds while possessing the form of a winter-wight. When Acererak arrives, he says to the PCs, "Your ingenuity surprises me; your reward awaits you at the Hub. As for you, Father," Acererak says turning to the balor, "your usefulness is at an end!"

The winter-wight controlled by Acererak attacks Tarnhem physically, attempting to start the tanar'ri on *blackfire*. Acererak battles to the death of the winter-wight he inhabits; after that he transfers his controlling spirit to another winter-wight or the demilich skull in the Hub (room 30). Acererak has access to his full complement of spells, but declines to use them against Tarnhem due to the tanar'ri's high magic resistance (70%). In actuality, Acererak need not battle his father physically; he could subdue him with the usage of Tarnhem's truename; however, the erstwhile demilich seeks to burn the life out of the tanar'ri in final retribution against a struggling foe in this unreasoning instant. Besides, he loses nothing if this particular battle goes against him.

If Acererak as the winter-wight is victorious over his father the balor, he then attacks the PCs, this time





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using his potent spells. If the winter-wight is defeated and Tarnhem yet lives, the balor grins hugely and says "Free at long last!" before vanishing in a burst of brimstone as he is yanked away through the use of his truename by Acererak controlling a fresh winter-wight. Unfortunately for Tarnhem, this time Acererak immobilizes the tanar'ri through the use of his truename, then sets him as an additional guard on the phylactery in room 30. Any PC still holding the balor's sword at the time of Tarnhem's disappearance or defeat is suddenly subject to the blade's baneful effects.

The shelves of the room contain a wide variety of spell components, arcane tomes of reference, and a bounty of strange odds and ends seemingly collected for their strangeness, not their usefulness. Aside from the spell components, other useful (and dangerous) items can be found upon the shelves with a thorough search, including the balor's sword (which cannot be taken up without facing its baneful effect unless permission is given by Tarnhem), a *violin of tanar'ri taunting* (sounds made on the violin grate upon and

enrage any tanar'ri who can hear it), a *manual of bodily health*, a *tome of amorality* (any Lawful or Good character who reads this book experiences unsettling visions and dreams for 5d4 days and has a 5% cumulative chance per day of contracting some form of insanity), and a glass jar containing 10 *hotberries* (if thrown they detonate on impact for 1d8 points of damage; if chewed, proximity to detonation causes 10d8 points of damage with no saving throw).

Tarnhem, balor: AC -8; MV 15 Fl 36 (B); HD 13; hp 81; THAC0 7; #AT 1 or 2; Dmg 2d6 (fists) or 1d12+3/1d4 (*vorpal sword*/whip); SA see below; SD immune to all nonmagical attacks of fire, gas, acid, etc., and to weapons of less than +3 enchantment; SZ L (12' tall); ML fanatic (17); Int supra-genius (19); AL CE; XP 26,000.

Notes: In addition to the powers which all tanar'ri share (see below), Tarnhem cannot be surprised. Searing flames surround the balor, and any creature touching them takes 4d6 points of damage. Tarnhem has lost his whip (it lies in room 31) and so cannot use it here. Any creature of less than 20th level (or 20 Hit Dice) touched by the balor's fists must save vs. spell at a -6 penalty or flee in terror for 1d6 turns. Tarnhem can also use the following powers (at 20th-level): *detect invisibility* (always active), *detect magic* (always active), *dispel magic*, *fear*, *pyrotechnics*, *read magic*, *suggestion*, *symbol* (any type), *telekinesis*, and *tongues*. Once per hour he can automatically *gate* in 1d8 least, 1d6 lesser, 1d4 greater, or 1 true tanar'ri.

Powers All Tanar'ri Share:

All tanar'ri share the spell-like powers of *darkness 15' radius* and *infravision* (most tanar'ri and baatezu have lost the ability of *teleport without error*; see the PLANESCAPE adventure *Hellbound* for full details). Tanar'ri resist various attack forms as follows:

Attack	Damage
acid	full
cold	half
electricity	none
fire (magical)	half
fire (normal)	none
gas	half
poison	none
silver	none



Acererak, winter-wight form: See page 117.



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Remember to keep track of spells used in this and later encounters; Acererak regains a used spell (or a new one of his choosing from his spell books) after a full 24 hours have elapsed.

26. Theater Of The Dead

A dry susurrus of sighs, cries, wails, and sobs forms a single voice of pain from out of the darkness ahead. Feebly moving pale shapes resolve from the dark as the bloated flesh and blasted bones of creatures that, by their refusal to stay still in the face of mortal injury, can only be undead. Heaped along both walls of the 20-foot-wide hall as far as you can see are humanoids missing arms, legs, large portions of flesh, heads, and worse, but who still manage to maintain animation. Amidst this squalor, the sight of the occasional animated head, hand, or whole arm is just one more horror to add to an already overburdened list.

This long, “U”-shaped hall serves Acererak as both a pool of body parts for his experiments with his Dim Forge (room 29) and as a place to dump those experiments that did not yield the proper results. As such, cast off undead of every sort and type can be found in this chamber, and almost without exception every single one of them shares a flaw in physical makeup or mental ability.

A clear space between, about 4 feet wide, winds through the heaped undead and provides a trail connecting every archway and door contiguous with this chamber. Every other available inch of floor space is covered with crawling, meeping, and groaning undead and undead fragments.

At first glance, the undead within this chamber seem utterly unconcerned with the party. Pulling a random crawling hand out of the morass or the attempted interrogation of a head, corpse, or skeleton yields up nothing but silence or a helpless gibbering. It is only when the PCs attempt to traverse the clear space, making their way from one doorway or archway to the next within the Theater itself, that they face danger. There is a cumulative 3% chance per 10 feet the party travels through the chamber that the aggregation of creatures surges forward as a unified wall of undead flesh, pinching the narrow walkway closed where the PCs stand and at every other location throughout the hallway; no clear space is left free of swarming undead. The conglomeration rises to an average height of 4 feet in the 10-foot-high chamber.

Anyone caught standing in the chamber when the mass surges forward is immediately swarmed by individual claws, teeth, and blows. This has the affect of automatically inflicting 1d10+2 points of damage per round to any creature subject to normal attacks. Additionally, flawed and unfit for Acererak’s purposes though they might be, the combined aura of unlife generated by the creatures is sufficient to cause an additional 1d12+4 points of damage from spontaneous cell death (a *negative plane protection* spell will shield PCs from this second effect).

PCs caught within the morass of cast-off undead in this chamber must make a successful Strength check at a –3 penalty for every 5 feet they attempt to travel. An unsuccessful check means that the PC remains rooted in place by the crush of undead and subject to another round of automatic attacks. PCs attempting to *fly* or otherwise navigate the chamber without putting foot to the floor avoid the press. However, regardless of whether the PCs fly or simply press through, they encounter a flawed and cast-off but still dangerous winter-wight amidst the undead agglomerate at the place marked “W” on the map.

Acererak experimented with nonhumanoid forms during his research into the creation of the winter-wight. After some limited success, the spirit of the demilich abandoned these efforts due to his inability to graft sufficient intelligence into the creations for his purposes. Acererak destroyed every one of his mentally dim formulations save for the one that lingers yet in this chamber. In the mood for a bit of novelty, Acererak invested the skeletal structure of a giant toad with a *blackfire* link to the Negative Energy Plane after the manner of a true winter-wight. As such, this creature’s squatting bones are ice-sheathed and ice-clawed, but its broad head is clear of ice and burning with a corona of black flame. Its wide mouth is filled with needle-sharp teeth, and its empty eye-sockets reflect only death. This creature’s bite and claw attacks can catch living beings on *blackfire* just as a normal winter-wight.

The toad-based winter-wight is able to clear a path through the undead debris to attack PCs even if PCs are being swarmed as described above. It automatically attacks any living creature that comes within 20 feet of it, but because of its crouched posture, PCs are only 10% likely to casually notice it amongst the other cast-off undead.

Winter-wight (giant toad): AC 0; MV 6, hop 9; HD 16; hp 57; THACO 5; #AT 3; Dmg 3d4 and special/2d4 and special/2d4 and special (bite/ice claws/ice



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claws); SA *blackfire*; SD regeneration (3 points a round), immune to *sleep, charm, hold, cold, poison*, and death magic; MR 30%; SZ M (5' tall); ML fearless (20); Int average (9); AL CE; XP 14,000.

Notes: A male hit causes the opponent to erupt in *blackfire* (see page 44 or the winter-wight description in the *Maps & Monsters* book)

27. Archives Arcane

This chamber's full dimensions are hidden by floor-to-ceiling shelves stuffed to capacity with iron-bound tomes. The shelves appear to be constructed of crystal or glass, and white light shines from them, brightly illuminating the chamber. The shelves are set close together, allowing only a few feet of access between them. The metal-shod volumes visible upon the shelves seem weathered, dented, and in some cases rusted, but arcane symbols are still readily apparent on some of them.

The private arcane library of Acererak is awesome in its magical significance. It is possible that there is no more complete a collection of magical esoterica captured in print than that which exists in this chamber. Many practitioners of the craft would go so far as to give portions of their flesh in payment for knowledge that could be found here.

Most of the topics covered in the tomes upon the glowing crystal shelves concentrate on magical theory, spell casting, and every conceivable facet of sorcery. Because of this vast range of knowledge, any wizard doing spell research with access to this reference collection in its entirety saves 50% in total cost and time over what the effort would normally require. Additionally, access to the entire reference collection adds a 1d20+5% chance of success in the formulation of an original spell. PC wizards who examine this library easily tumble to this fact. If a PC wizard desires to make off with a few choice reference volumes with the intention of using the tome for reference when creating a particular spell or effect, a 35% chance exists to find significant reference tomes for each specific search. A success indicates that the PC has discovered 1d4 reference tomes that all together add 1d4+2% to the chance of success for the spell research check in question. Unless a way can be contrived to carry off the entire collection, this is the best a wizard can hope for in this regard. (The whole collection consists of some 38,000 volumes which occupy about 10,000 cubic feet of space and weigh about 550 tons.)

Perhaps more important to some wizards is the collection of spellbooks that can be found upon the shelves. Scattered among the reference volumes, there are several dozen metal-bound tomes whose pages contain in sum every wizard spell described in the *Player's Handbook*. Each tome contains 1d10+5 random spells. Every turn spent searching through the stacks confers a 35% chance to find one of these valuable tomes. Each of these books is protected by an *explosive runes* spell cast at 20th level and a *symbol* of death or discord (50% chance for either). The symbols are triggered if anyone but Acererak handles the books, and everyone within a 60-foot radius is subject to a triggered *symbol's* effects.

There is a cumulative 5% chance that each successful search through the stacks will yield up *Acererak's Libram*, a unique and valuable work Acererak created centuries ago.

A search that fails to reveal any sort of special book has a 50% chance of uncovering a normal book treated with a *symbol* and *explosive runes* as noted above.

Acererak's Libram is a spellbook bound in black adamantite, and its pages are sheet mithral stamped with the runes and glyphs of various spells. In the center of the front cover there is a magical symbol that has two semblances. Each glance at the symbol has a 50% chance of revealing a capital "A" entwined with serpents; otherwise the simple Sign of the Devourer is visible. *Acererak's Libram* contains the following spells: *audible glamer, levitate, magic mouth, web, lightning bolt, enchanted weapon, animate dead, enchant an item, programmed illusion, phase door, reverse gravity, teleport without error, antipathy/sympathy, permanency, and temporal stasis*. The Libram also contains two new spells, *Acererak's blackstone* and *create winter-wight*. (Dragon magazine #225 has a complete description and history of *Acererak's Libram*, though the details presented here differ slightly from the magazine's version.)

Needless to say, Acererak resents any attempt to loot his library. Should any PC succumb to the traps in here and become an undead creature, the demilich instantly occupies the body and attacks the survivors.

28. Parts & Preps

The room before you holds broad stone workbenches running down both side walls. Wooden shelves are affixed to the walls above the tables. The shelves, workbenches, and the space beneath the workbenches are packed to capacity with glass bottles, of different sizes, filled with unidentified



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liquids, solids, or gases. Some of the bottles' contents shine with their own luminance, others are as black as tar, while still others are merely transparent. Movement from a few of the bottles catches your eye; one large bottle directly across from you contains a pale snake weakly squirming. Other organisms, in whole or in part, are also visible, but most of these specimens are partially dissected and preserved in a hazy greenish liquid.

The contents of the Archives (room 27) and the Dim Forge (room 29) are visible through the common exits they share with this chamber.

This room is literally filled with spell components of every imaginable type and variety. Mundane items such as thread, seeds, powdered stone, glass beads, clay, and various articles of clothing are only a few of the thousands of items stored here (the lists in Chapter 5 of the *PLAYER'S OPTION™: Spells & Magic* book should provide plenty of examples). Not only can mundane items be discovered here, but also items of real value that are sometimes used for spell components. For example, each turn of searching through the jumbled bottles confers a 35% chance to find 1d4 gemstones worth 1d6 thousand gp each, to a total of 12,000 gp in the entire chamber. This room contains at least one of every component necessary to cast any of the wizard spells found in the *Player's Handbook*. For items of more esoteric nature, assign a 35% chance to find the item for every 1 turn spent searching.

A thorough search of this chamber is not without its dangers. Some few of the components found here are not perfectly miscible with air or living beings. Therefore, for every turn spent searching through bottles and opening their contents for complete identification, there is a 3% cumulative chance that an opened bottle will react in one of the following ways:

Component Miscibility Failure Table (1d4)

1. Release a xeg-yi (see below) that immediately attacks the party.
2. Release a spray of acidic bubbles that inflict 1d4+4 points of damage to all within a 15-foot radius.
3. Implode for 1d6 points of damage to all within a 10-foot radius.
4. Melt the opener's body into a pool of flesh-colored goo if he or she fails a saving throw vs. death magic.

Once a mishap occurs, the chance for another occurrence drops back down to the base 3%. Once all four of the mishaps described above have occurred, the DM is free to create more or to give the PCs a break. (The table of effects for the wand of wonder from the *DUNGEON MASTER Guide* and Wild Surge table from chapter 1 of the *Tome of Magic* are good sources for additional mishaps.)

The bottle containing the xeg-yi appears to hold a viscous black tar before opening. Once opened, the black protoplasm streams upward, taking shape as a 3-foot sphere sprouting five equally-spaced ebony tentacles. Two eyes of the same dull black as the rest of the creature suffice to anthropomorphize the beast. **Display Illustration #58.** Xeg-yi (fully described in the *PLANESCAPE MONSTROUS COMPENDIUM Appendix III*) are creatures native to the Negative Energy Plane. It attacks and fights to the death.

Xeg-yi: AC 0; MV Fl 6 (B); HD 8; hp 32; THAC0 13; #AT 5; Dmg 1d6+6 and special; SA corrosive touch, energy blast; SW harmed only by magical weapons of +1 or better enchantment and immune to most spells and forms of energy; MR 15%; SZ M (4' diameter); ML steady (11); Int high (13); AL N; XP 8,000.

Notes: The xeg-yi's touch causes aging and rotting of materials derived from organic sources such as food, parchment, wood, and cloth; a successful item saving throw vs. acid negates the effect. The Xeg-yi can also send a single blast of negative energy current through the air up to 10 feet once a round instead of its normal attacks; this tendril inflicts the same amount and type of damage as a touch against those who fail a saving throw vs. spell. The blast rots organic material as noted above and corrodes metallic items that fail item saving throws vs. electricity.

Slaying a xeg-yi releases a burst of negative energy in a 10-foot radius, inflicting 2d6+12 points worth of damage and corroding materials just as if everything in the area of effect had been subjected to one of the creature's blasts.

Only the following spells can affect a xeg-yi: *disintegrate* and *magic missile* work normally; a *shield* spell blocks the creature's attacks; *abjure*, *banishment*, *dispel magic* (treat the creature as a spell effect cast at 16th level), *holy word*, *limited wish*, *plane shift*, and *wish* send the creature back to the Negative Energy Plane; a *rod of cancellation* or *mace of disruption* negates the creature's attacks.



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29. Dim Forge

This chamber appears to be the locus of significant research of an ominous sort. Thick parchment—heavily marked and diagrammed—covers almost every wall surface, overlapping in some places. The designs visible on the parchment mostly detail the anatomy of humanoids. However, many of these diagrams indicate some strange flow of energy through various points running along the spine; none of the diagrams showing these spinal energy points are labeled. Other diagrams, apparently unrelated, depict various cutaway views of colored spheres within spheres. On every diagram, the innermost sphere is dead black and devoid of all detail or decoration.

A large and unfamiliar device stands on the floor in the center of the room situated directly under a blister of black crystal projecting from the ceiling. The device on the floor is primarily composed of a burnished black metal canister whose shape vaguely suggests a blank sarcophagus. The ominous-looking device is set at a 45° angle so that one end is within 3 feet of the dome-shaped ebony crystal above it.

The contents of the Archives (room 27) and the Parts & Preps chamber (room 28) are visible through the common exits they share with this room.

It is here in the chamber of the Dim Forge that Acererak spends large segments of time putting his theoretical knowledge of Negative Energy mechanics to practical use. The designs, sketches, and diagrams apparent on the walls readily illustrate the thrust of his researches, but a successful Wisdom check by a priest or wizard is required for the PCs to gain insight into the true gist of the drawings: the interaction of the material body of a sentient being with its spirit, and the interaction of both of these elements with the entropic principle exemplified by the Negative Energy Plane.

The blank canister in the chamber is part and parcel of Acererak's researches. Acererak calls the device a Dim Forge, and with it he is able to enervate immensely powerful undead beings such as his most recent invention, the winter-wight (although a specific spell exists to create winter-wights, one of the material components of the spell is a negative-energy focusing device, such as the Dim Forge). While the Dim Forge is a potent tool for undead creation, it is prone to spawn failed experiments. Hundreds of unfavored beings have left the black canister of the

forge only to be relegated to room 26, the Theater of the Dead.

Although not apparent to the observer, the crystal dome located above the Forge represents the end-point of an array of magically protected antennas that reach into the Negative Energy Plane. The antennas are over a mile long and branch many times. Through a series of complex enchantments, Acererak has created a means of collecting, concentrating, and amplifying negative energy down the length of the antennas so that the crystal blister in the room acts to focus negative energy into the canister.

If the characters inspect the canister, they find only a latch and a pair of heavy-duty hinges that allow the weighty lid to be thrown back. Within the canister, there is a chill space large enough to contain one human-sized creature. Activation of the Dim Forge is automatically accomplished merely by closing the lid, as the PCs may discover—possibly to their dismay—with a minimum of experimentation.

Upon activation of the Dim Forge, the large unseen antennas draw in the essence of the Void. A thrum of magic vibrates through its mile-long length. The characters hear a gonglike thrum. The noise has no more volume than normal conversation during the first round, but quickly builds, reaching a thunderous crescendo three rounds later. At the end of the third round, the blister on the ceiling releases a single bolt of negative energy, so black that it appears to be a rip in the fabric of reality itself. The energy discharges from the ceiling pod into the black canister below. All is silent after the discharge, and nothing moves save for a bit of residual *blackfire* (as the spell; stand back!) upon the surface of the canister. The flames dissipate in the space of a round.

If a body of any size that can fit (living, dead, or undead) is within the closed Forge at the time of discharge, consult the table below to determine the result of the concentrated annihilating energy. Even fully empowered undead (such as a winter-wight) can be destroyed by a second exposure to the Forge's energies. If the canister contains an inanimate object or is empty, a negative energy elemental is always generated. If the spell *create winter-wight* is cast in conjunction with the activation of the Dim Forge, add +2 to the die roll.

If the canister is open when the energy discharge strikes, the bolt fragments and showers the room with sparks of negative energy. Objects in the chamber suffer no ill effects, but creatures must attempt saving throws vs. breath weapon. All who fail suffer the effect noted on the table.



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Dim Forge Activation Results (1d8)

1. Not even dust remains within the canister.
2. The object is destroyed and small carbon fragments burn fitfully with *blackfire* for 1d6+6 rounds.
3. Body is burnt almost past recognizability; the smell is truly ghastly.
4. Burnt body animates as a standard zombie; no remnant of personality remains.
5. Body internalizes energy and animates as a standard spectre; no personality remains.
6. Body completely internalizes energy and is destroyed; negative energy elemental is generated and personality is lost.
7. Body internalizes energy and animates as a half-strength winter-wight (8 Hit Dice); original personality is destroyed.
8. Body internalizes energy and animates as a winter-wight; original personality, if any, survives with a successful Wisdom check.

If the Dim Forge brings an undead creature of any sort into being (even a PC who retains his or her personality), Acererak becomes aware of the presence in the chamber within 1d6+3 rounds and transfers his spirit into the strongest newly created undead present. Acererak is easily able to utterly subjugate and control the new undead, locking any newly undead PC into a corner of his or her own mind as a helpless spectator to what follows. From this position, Acererak will attack the PCs with his spells. Remember to keep track of spells used in this and later encounters; Acererak regains a used spell (or a new one of his choosing from his spell books) after a full 24 hours have elapsed.

30. The Phylactery of The Apotheosis

A red crystal glowing like a rabid eye pours down light from the apex of this large domed chamber. Unmistakable in the crimson light is a multifaceted crystal, as big as a haystack, in the center of the room. The facets of the crystal allow intermittent emerald gleams to pulse forth, giving rise to random shafts of illumination that reflect ominously from the red-splashed walls. Ghostly faces mouthing in silent agony appear and vanish within the frames of individual facets. The giant crystal is supported by a tripod of black metal, higher than a human could reach, above a hole in the chamber's floor even larger than the gem. This hole opens on a chasm of cold, absolute darkness.

If the PCs make it to this chamber, they are safe for the moment from further encounters with traps, winter-wights, negative energy elementals, and *tanar'ri*. Unfortunately, in surpassing all the tests and hurdles in this long adventure, the PCs have proven themselves to be of the proper mettle to merit their final reward: their souls are destined to be the catalytic energy to initiate Acererak's Apotheosis.

One round after the characters have fully entered the chamber, a voice bespeaks with the sound of bone being rubbed over stone:

"Through hazard and danger you have made your way here, surpassing challenges both martial and cerebral. The journey was a hard one, but with each test you bested, your souls were further purified, until you stand before me now with empowered, shining spirits visible to those with the eyes to see. I have use for such souls; you will provide the final catalyst for my union with the Negative Energy Plane itself! Let the Apotheosis begin!"

Display Illustration #59. With that, the red light on the dome begins to descend. Only now does it become obvious that the light streams forth from one jeweled eye of a humanoid skull; a bejeweled skull disturbingly similar to the original soul-sucking demilich found in room 33 of the original tomb.

When the PCs entered the chamber of his phylactery, Acererak was instantly aware of the intrusion. The spirit of the demilich transferred his spirit to a second demilich skull that constantly levitates above this chamber, providing grim illumination with one glowing-eye gem. With Acererak's spirit inhabiting this skull, it functions much as the first skull discovered in room 33 of the original tomb. However, in this case Acererak is not passive; he actively seeks to drain at least three souls; one to each of his skull's ruby eyesocket jewels (50,000 gp value each), and at least one other to one of the 6 marquis-cut diamonds set as teeth in its jaw (5,000 gp value each). If Tarnhem the balor yet lives, Acererak probably has already placed him here as a guard, now armed with both whip and blade (taken from room 31), to help keep the PCs busy while the demilich draws out their souls. Otherwise, Acererak calls Tarnhem here to help him confront the party.

To draw forth a soul, Acererak must be within 20 feet of a victim (usually hovering overhead). Once he selects what he, on the basis of his vast experience,



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believes to be the most powerful party member, he instantly draws forth the soul and traps the victim in his skull's right eye-jewel; the body of the victim collapses inward on itself like a fast-motion study of the rotting process—nothing remains of the body after a round but dust. The demilich requires two full rounds to fully subsume a stolen soul and thus will only attempt to suck a soul every third round. Once he has subsumed three souls, he ignores any remaining PCs ("the unworthy who must witness") and initiates the Apotheosis, as described below.

PCs who elect to bring the battle directly to the skull itself must contend with its horrific powers, which it shares for the most part with the demilich skull found in the original tomb.

If the skull is destroyed before the initiation of the Apotheosis, each trapped soul is visible within its gemstone as a glimmer of light. If the gem is crushed, the spirit is released. The spirit will enter an empty material body (for example, a nearby corpse) within 10 feet; otherwise the soul is drawn into the nearby open pit of the Negative Material Plane; the spirit struggles vainly before vanishing with a tortured scream. Such spirits are lost forever. A spirit released on the Prime Material Plane goes to "rest" on the outer plane associated with its alignment. If a PC has been drawn into a gem, the character can be restored by placing the gem within character's physical remains and casting *resurrection* spell on them.

Acererak, demilich form: See page 116.

The Phylactery: The key to the Apotheosis is the phylactery, the huge gem. The souls trapped in mad despair within its crystal lattices have reached the critical number (2,692). This criticality has disturbed the equilibrium of the Negative Energy Plane, causing the manifestation of the Dark Intrusion on the Prime Material Plane around the site of Acererak's original tomb, via *The City That Waits*. With the catalyst of just *three more* tested and purified souls (this is where the PCs come in), the Apotheosis can begin; these souls are the "fuel" that Acererak will burn to propel the investiture of his spirit into the essence of the Negative Energy Plane itself (see the Apotheosis section, below).

Touching the crystal surface of the phylactery with bare flesh is a death sentence; the transgressor's soul is drawn into the lattice with no saving throw, and the body probably drops away into the Void below.

The pit below the crystal is indeed naked Negative Material. Anyone touching or falling into it is pulled

immediately into its harsh environment. Thick iron rods form a huge tripod stand, holding the 20-foot-diameter faceted crystal firmly above this dark plunge.

If the PCs engineer a way to destroy at least two of the tripod's legs, the crystal phylactery drops into the darkness, lost forever, with the same effects as if the PCs had physically destroyed the phylactery itself (see below). Each leg as an Armor Class of 0 and 66 hit points. It is susceptible to blunt weapons, magical electricity or acid, and disintegration. Spells such as *lightning bolt* or *Melf's acid arrow* inflict normal damage, or half damage if the tripod rolls a saving throw of 12 or better. A *disintegrate* spell destroys one leg. A blow from a blunt weapon inflicts normal damage. A successful bend bars roll at a -25% penalty destroys one leg. The iron tripod proves invulnerable to all other assaults save for those that destroy metal, such as the touch of a rust monster or black pudding.

The destruction of the phylactery itself through physical means requires at least 100 points of damage with magical weapons of +4 or greater enchantment (weapons of *sharpness* and *vorpal weapons* also serve). The phylactery has an Armor Class of 8. Magical effects and spells (including *teleport*) are merely absorbed into the phylactery and nullified, except for effects that re-create the light of the sun (see below).

If the crystal is destroyed through physical force, Acererak's soul is also truly and finally destroyed, and his threat is ended forever. However, this also damns the over two thousand trapped souls to absorption by the Negative Energy Plane. PCs engaged in hacking away upon the crystal suddenly feel sure that by destroying the phylactery they are finally destroying Acererak, but they are simultaneously confronted by terrified faces in the facets. The voices cry out, "To destroy Acererak's phylactery is to destroy us as well! The void will claim our spirits forever!"

At the same time, other voices cry out "Release us! Free us!" PCs hearing this are visited with the additional knowledge that to release the souls from the Phylactery would disperse Acererak's essence . . . but it would not kill him. A quandary is before the PCs: put an end to Acererak forever by destroying the Phylactery but at the same time damning all the spirits trapped within, or free the souls knowing that Acererak will be diminished for a time, but may return someday in the future to pursue evil schemes yet again.

PCs who choose to free the souls may cry out in their extremity, "How?" In any case, the face of a





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young girl appears in one of the facets closest to a PC. She says, "Only the light of the sun will open a way for us; it is our guide to peace." The spirit of the young girl is in fact repeating what the PCs may remember hearing from the mad necromancer Danelev upon entry E of the Skull City section (see page 35). A *sunray* spell, a *sunburst* effect from the *wand of illumination*, a charge from the *wand of days* that the PCs may have recovered from The City That Waits (see page 63), other magical items that focus sunlight, or a properly worded *wish* spell (one that would shine sunlight upon the phylactery) are all equal to the task of safely freeing the souls to the final rest and dispersing Acererak's essence for a time.

The Apotheosis: Currently, Acererak can shift his controlling spirit to any undead creature within his fortress. If his Apotheosis is a success, Acererak will be able to shift his controlling spirit to any undead creature on any world or plane. Acererak would in a sense *become* the Negative Energy Plane, investing it with his consciousness. Thus every creature that relies upon the Void for animation would be susceptible to the erstwhile demilich's complete and utter domination. Acererak's potential for wickedness in this form would be without bound, as he would become untouchable; the destruction of an undead body inhabited by him would merely cause him to skip to another undead creature nearby, or to one on another plane entirely, with equal ease. Even a perfectly worded *wish* will be insufficient to extract Acererak's essence from the Negative Material Plane once it has successfully joined.

Read or paraphrase the following boxed text if the Apotheosis is allowed to begin:

The abominable skull moves to a position directly over and 10 feet above the huge gem. A beam of deepest emerald suddenly bursts up from the crystal to the skull, enfolding it in coruscating light. The skull's jaws are thrown open and a gleeful scream of unholy proportion rips through the chamber, reverberating with insane intensity. The ghostly faces visible through the facets of the Phylactery writhe in a fever-pitch of frenzied movement, and their cries become suddenly audible, blending cacophonously with the scream of the skull.

The visual display described above marks the beginning of the Apotheosis. At this point, the

destruction of the skull alters nothing; only the destruction of the phylactery halts the investiture. If not stopped, the Apotheosis is complete 10 rounds after its initiation. At this point, the skull crumbles to dust as a mighty blast of emerald light ignites the collected souls, cementing Acererak and the Negative Energy Plane with an unbreakable bond. The green blast flushes through the bottom of the crystal before being swallowed completely by the dark pit below the phylactery. Following this display, the crystal receptacle goes utterly dark; the souls are consumed, lost. Refer to the Conclusions section at the very end of the text that details various resolutions and the associated repercussions.

31. Acererak's Retreat

A winter-wight is normally in its place upon the stool in the center of this chamber. If the PCs released the souls or destroyed the phylactery, the creature is still here. If the PCs managed to destroy the physical shell of the demilich skull in room 30, the winter-wight was possessed by Acererak and then used as a vehicle through the *maelstrom gate* in the alcove; in that case, do not read the bracketed text in the following boxed description. If the PCs reach this room without resolving the issue of the phylactery, Acererak becomes instantly aware of the intrusion and transfers his spirit to the winter-wight on the stool. In this form, he attempts to force the PCs out into the chamber of the phylactery.

A short but broad space opens into the corner of a small chamber. The pale stone walls of the room are stark and unadorned, aside from the long-dried reddish-brown stains spattered in chaotic patterns. A single lamp hangs from the ceiling on a short iron chain; directly under that is a simple stone stool. [Sitting upon the stool is a skeletal being wrapped in ice whose skull burns with an ebon flame.] The lamp also sheds a strong golden light upon the contents in the far corner of the chamber. An ornate wrought-iron stand supports a smooth, square-cut slab of marble, upon which lie a variety of disparate items. To the left of the table squats a large iron chest heavily carved and inscribed with arcane symbols and glyphs. Above the chest, a grim looking mask hangs upon the wall. On the other side of the marble-topped stand is a square alcove cut into the wall, through which is visible a tapestry of flowing rainbow colors.



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Display Illustration #60. This chamber serves to store particularly precious, important, or useful items, including one final winter-wight for use in an emergency. If at any time Acererak perceives that his situation is utterly hopeless, he attempts to ride the winter-wight through the rainbow-hued *maelstrom gate* tucked into the alcove.

The *maelstrom gate* is a permanent magical effect immovably lodged into the stone alcove to the right of the marble table. It resembles a vertical standing pool of turbulent water upon which a sheen of oil breaks the light into its constituent hues of the rainbow. The effect is reminiscent of the color wall separating the Border Ethereal from the Deep Ethereal, to those familiar with the phenomena. However, passage through the *maelstrom gate* is chancy at best; anything passing through the veil of color is sent to a completely random world or demiplane.

Furthermore, the *maelstrom gate* does not transport living objects, so anything passing through alive becomes inert and lifeless at the far end. This is not a hindrance as far as Acererak is concerned.

If any of the PCs' items were teleported to this chamber through improper use of the portals in rooms 21 and 22, those items lie in a pile immediately in front of the small table. The marble-topped stand itself holds a variety of items of potential use and interest to the party. The item that should prove most practical for the PCs is a silver whistle in the shape of a miniature phantom flyer; this will allow the PCs to assume command of the real phantom flyer that transported them to the Fortress (making a return trip out of the Fortress possible). In addition to the whistle, the table holds Deverus's *ring of negative elemental mastery*, a *crystal ball with ESP*, an *illuck stone*, and a *brooch of access* (see Appendix 2). Unless Tarnhem joined the conflict in room 30, the balor's whip lies wound in a tight coil on the table as well.

On the left side of the table a mask hangs upon the wall with the shape of the Sign of the Devourer. The mask is a potent magical item created by Acererak called the *mask of the devourer* (see Appendix 2).

The iron chest on the floor below the mask is a cube 3 feet to a side. It is closed and locked, but the copper key is in the keyhole. The weight of the chest and its contents easily surpasses a quarter-ton, so transporting it in its entirety could prove difficult. If the chest is unlocked and opened, it reveals a heap of booty. First, it holds abundant crystalline wealth: 64 cut gemstones of various types (each worth 150 gp); a 6-inch statue, carved from a single sapphire, depicting a rampant stallion (10,000 gp value); a fist-sized

ruby whose crystal matrix catches all available light in a breathtaking blaze (23,000 gp value); and an 8-inch statue, carved from emerald, depicting a prowling panther (46,000 gp value). Next, rare gold coins of intricate, artistic, and ancient mint are also contained within the chest. The hoard contains 7,433 coins. To a knowledgeable collector of such items, each coin possesses up to 10 times its face value.

Finally, the chest contains numerous magical items: a *decanter of endless water*, a *pouch of dust of tracelessness* (13 pinches), *gauntlets of swimming and climbing*, a *hat of disguise* (currently shaped like a fez), *Hevard's handy haversack*, four *ioun stones* (incandescent blue sphere, vibrant purple prism, scarlet & blue sphere, pink & green sphere, or DM's choice of any four stones that aren't "dead"), and a *pearl of power* (2nd-level spells or DM's choice). Within the *handy haversack* may be found a matched pair of enruned *dragon-slayer long swords* +2 (+4 against true dragons). One sword is enruned as "Umbrā" and preferentially slays black dragons, while the other sword is enruned as "Incarnadine" and preferentially slays red dragons. The swords may possess additional powers and intelligence at the DM's discretion.

Winter-wight: AC 0; MV 9; HD 16; hp 59; THACO 5; #AT 2; Dmg 5d4 (pummeling ice claws); SA *blackfire*; SD regeneration (3 hit points per round), immune to *sleep*, *charm*, *hold*, cold, poison, and death magic; MR 30%; SZ M (6' tall); ML fearless (20); Int average (9); AL CE; XP 14,000.

Notes: Melee hit causes the opponent to erupt in *blackfire* (see page 44 or the winter-wight description in the *Maps & Monsters* book)

Conclusions

If the PCs are unsuccessful in halting the Apotheosis, Acererak's transformation gives him godlike power. With access to any vampire, lich, or other powerful undead body and stronghold in any location and on any world, not too many goals are beyond Acererak's reach. At first he can only inhabit one undead creature at a time, but it is almost certain that with time he will master the ability to control multiple undead simultaneously. Perhaps the new entity will seek to dominate all worlds through a multidimensional empire of pure evil, or perhaps he will be content for a time to observe the progression and evolution of the multiverse, allowing knowledge to filter down to him from hundreds of worlds. Such



Fortress of Conclusion

conjecture goes beyond the bounds of this text. Suffice it to say that surviving PCs are left with the knowledge of their failure, and the task of finding their way out of Acererak's Fortress. The Fortress remains anchored, and Acererak will no doubt make use of it, in time. No story experience awards are appropriate in this situation.

If the PCs destroy the demilich skull but do not destroy the phylactery, Acererak's threat is not ended. However, Acererak is not stupid; realizing that the PCs are even more than he bargained for, he sends his essence to room 31 and escapes (see page 146). Unless the PCs follow on his heels, Acererak seizes the *ring of negative elemental mastery* as he exits the Fortress. (The erstwhile demilich has no real need for the ring, but he has a fondness for it.) He flees to a prime world far removed from the world where his original tomb was constructed. From here, he begins his evil plan all over again. The PCs earn 25,000 additional experience points in this case for dealing him a temporary setback; however, they all have the lingering hunch that Acererak is still around, and that he may one day be back.

If the PCs physically destroy the phylactery, read or paraphrase the following boxed text:

From the point of impact of your last blow, a tracery of jagged cracks spread out over the surface of the crystal, accompanied by the sound of shattering glass. The ghostly faces in the facets all begin to scream in terror, but their voices are almost immediately drowned out by the overarching shriek of utter defeat that seems to emanate from the air itself! It is the voice of Acererak screaming in one long, dying gasp, "NOOOooooo!!!!!!!" The gem continues to disintegrate before your eyes, falling like a hard crystal rain into the black gulf below. As individual facets drop into the Void, their glimmering contents are extinguished, and as the last piece disappears, the voice of Acererak dies as well, silent forevermore.

Acererak is destroyed and all his plans come to nothing. Those undead and tanar'ri still under his control are freed of all compulsion. Without a controlling intellect, the Fortress of Conclusion slowly (in one year) merges completely with the Negative Energy Plane. The City That Waits finally crumbles into utter ruin without Acererak's enchantments to continue to support it. Those tanar'ri who were charged with the upkeep of the

traps of the original tomb abandon these duties, ensuring that the structure will slowly lose its deadliness in time. The denizens of Skull City find that the efficacious influence of the nearby tomb has evaporated. No longer are their enchantments enhanced, nor do they any longer receive dark insight in dreams concerning the intricacies of the Dark Art. In time, the city is abandoned with its focus lost.

Unfortunately, the destruction of the Phylactery also sends all the collected souls directly into the Negative Energy Plane, where they are obliterated. In this case, paladins, priests, or PCs of strong affiliation with a good deity may face recrimination and possibly abandonment; a quest may be necessary to restore a PC's good standing. In any event, of the souls lost in this way, some possess the strength of spirit to become undead creatures and penetrate to the Prime Material Plane of the PCs' own world. In the future, the DM shouldn't feel too bad at setting random specters, ghosts, and the like upon the PCs at undefended moments. Each such undead cries in hatred at the injustice of their plight, seeking the PCs' lives as retribution for their own miserable state caused by the PCs' actions.

Nevertheless PCs who put an end to Acererak's evil by destroying the phylactery earn a suggested 75,000 experience points.

If the PCs contrive to shine the light of the sun upon the phylactery, read or paraphrase the following boxed text:

Sunlight bathes the Phylactery. Suddenly, an answering beam of golden light springs up from the crystal towards the dome of the chamber, passing through the stone roof as if intent on illuminating something far beyond it. Visible within the shaft is a stream of ghostly beings, moving up through the guiding light and beyond the confines of this dark enclosure. In the span of two heartbeats, the last of the souls is away. As the golden beam flickers and dies, a voice emanates from the air itself, the voice of Acererak! It speaks in a fading gasp, "I am undone . . . for now . . ." The voice ends in the faintest of whispers, and total silence follows. A presence you were unaware of is suddenly made apparent only by its departure; the spirit of Acererak has been dispersed!

The freeing of the souls also disperses Acererak's essence, fragmenting it to such a point that his



consciousness, which has been perpetually aware for the last millennium, suddenly knows darkness. As described above under the physical destruction of the Phylactery, all of Acererak's well-laid plans are thrown down in ruin. His servants are freed, and areas tended by his magic and his tanar'ric servants fall into disrepair . . . for now.

Acererak's essence is not completely destroyed under this scenario. It lingers yet, and as the ages unfold, the disparate fragments of his ill spirit will gather towards unity, until once again the malignant entity becomes self-aware. At such time, it is certain that the creature will seek to resume its warped agenda, unless it has hatched an even more despicable plot in the years it spends one with oblivion. It is uncertain as to how long it would take for such a thing to occur, but it is bound to require many ages of time (and the DM's discretion).

However, it cannot be forgotten that even for just briefly pushing back the darkness, over two thousand innocent spirits were freed from certain oblivion or worse. The sheer gladness of the souls' release should be enough to outweigh any qualms about eventual retribution by the foiled spirit of the

demilich. Good PCs who accomplish this task in this manner should earn 100,000 experience points for dispersing Acererak, foiling his plan, and freeing the souls trapped within the phylactery, allowing them to find the just and proper peace within the beneficence of their individual moral alignments.

Very powerful, determined, and lucky parties might destroy Acererak *and* free the spirits trapped in the phylactery. To do so, the party must destroy the demilich skull in room 30 and every undead creature in the Fortress of Conclusion (including all the misshapen creatures in room 26). If Acererak has not yet escaped through *maelstrom gate* in room 31 before the final undead creature is destroyed (and Acererak will vigorously try to do so if the tide turns against him), the erstwhile demilich is left with no bodies to inhabit and must retreat to the phylactery. The party can then release the spirits from the phylactery and destroy the phylactery afterward. The party should receive 250,000 experience points for this extraordinary feat.

This concludes the *Return To The Tomb Of Horrors*. The author hopes you and your players found it exciting, challenging, and rewarding.

APPENDIX I: NEW WIZARD SPELLS

The necromancers of the Black Academy created most of these spells, though a few come from Acererak. Acererak's spells (*vapor of idiocy/agonny*, *Acererak's blackstone*, *create winter-wight*, and *weight of the wait*) are unique and available to the player characters only if they recover the demilich's spell books from room 24 in the Fortress of Conclusion. The remaining spells are rare, but available to any graduate of the Black Academy (or to characters who obtain spell books belonging to the staff).

Corpse Candle

(Alteration/Necromancy)

Level: 2

Range: Touch

Duration: Permanent

Area of Effect: 60-foot radius

Components: V, S, M

Casting Time: 2

Saving Throw: None

This spell resembles a muted *continual light* spell. It is not as bright as full daylight but provides even lighting within the entire area of effect equal to strong candlelight. The subdued illumination suits many creatures associated with the dark arts.

The *corpse candle* is permanent; however, it burns so low as to appear dead during daylight, returning to full luminosity once the sun has set. Unlike the *continual light* spell, *corpse candle* can only be cast upon a specially prepared candle whose tallow includes many rare and difficult-to-obtain ingredients, including rendered fat from a once-living intelligent human, demihuman, or humanoid creature. The dweomer consumes the candle, but only at a slow rate (perhaps an inch every decade).

A *corpse candle* carried into an area of magical darkness temporarily negates the darkness while the candle is present. Similarly, a *corpse candle* carried into an area of a *light* or *continual light* spell negates the light in favor of the dim illumination the candle provides. If either darkness or light is cast so that its center of effect is upon the *corpse candle's* wick, both spells are canceled; otherwise the light of the *corpse candle* prevails.

Enlarge Undead

(Alteration/Necromancy) (reversible)

Level: 5

Range: 60 yds.

Duration: 1 rd./level

Area of Effect: Up to 8 undead in a 10-foot radius

Components: V, S, M

Casting Time: 5

Saving Throw: None

This spell affects only corporeal undead of 2 Hit Dice or less (such as ghouls, zombies, and skeletons). When the necromancer casts this spell, all designated undead of the appropriate type within a 10-foot radius (to a maximum of eight undead) grow to twice their normal size. The effects of this growth are doubled Hit Dice (with accompanying improvement in THAC0) and doubled damage in combat. The spell lasts one round for each level of experience of the spell caster.

The reverse, *reduce undead*, reduces the size of appropriate undead by half, reducing Hit Dice (with reduced THAC0) and damage by half as well.

The material component for both versions of this spell is a pinch of powdered bone.

Shadow Barge

(Evocation)

Level: 6

Range: 20 yds.

Duration: 24 hrs. +1 hr./level

Area of Effect: Special

Components: V, S, M

Casting Time: 1 round

Saving Throw: None

With this spell, the caster draws sufficient material from the demiplane of Shadow to create a craft composed of solidified shadow. The magical creation is 24 feet long, 8 feet wide, and 6 feet deep. An ebony mast holds a square-cut shard of shadow as a sail, and a small cabin lies aft, behind the mast. The craft can hold 10 human-sized creatures (about 2,500 pounds) total. If this capacity is exceeded by even one pound, the spell fails and the *shadow barge* evaporates back into nothingness. In any case, once the spell has run through its duration, the *shadow barge* fades as if it had never been.

The *shadow barge* can fly through the air at a movement rate of 30 (E). The caster of the spell directs the direction and speed of the craft or can designate another to control the craft at the time of the spell's casting. If the controller of the ship is ever knocked



Appendix 1: New Wizard Spells

unconscious or killed, the *shadow barge* continues at the heading and speed of its last command.

The material components of this spell include a drop of mercury and a splinter of a ship dashed to pieces on rocks or cliffs in the dark of the moon.

Sunward

(Abjuration)

Level: 6
Range: 0
Duration: One hour/level
Area of Effect: 1-4 creatures

Components: V, S, M
Casting Time: 6
Saving Throw: None

By means of this spell, the wizard coats one to four targets (but not clothing or possessions) with an invisible barrier. This layer of protection completely blocks penetration by direct sunlight, although reflected light and light from other non-solar sources is unaffected. Creatures protected by this spell appear eerily dim and shadowy in the full light of the sun, as they are illuminated only by the second-hand light from their surroundings, not the sun itself. The spell has no visible effects in artificial light.

The *sunward* spell alleviates all harmful effects of solar radiation. Normal creatures affected by this spell can spend all day in the direct light of the sun without worry of sunburn or overheating. This spell is exceptionally powerful (thus its high level), so that creatures with special vulnerabilities to sunlight are also able to operate at full efficiency during daylight hours (as if in the dead of night) if the *sunward* spell has been cast upon them.

The material components of this spell are a drop of aloe secretion and a gem worth at least 500 gp that has been cut and polished in absolute darkness.

Vapor of Idiocy/Agony

(Evocation)

Range: 20 yds. + 10' /level
Duration: Special
Area of Effect: 20-foot radius

Components: V, S, M
Casting Time: 6
Saving Throw: Special

In its standard incarnation, this spell generates a rolling mass of silvery mists highlighted with streaks of gold. Within these enchanted vapors, vision extends only 6 feet in normal daylight. Any creature with less than 4 Hit Dice that steps into the mist immediately becomes an idiot (as if *feebleminded*). Creatures with 4

to 6 Hit Dice must save vs. poison at a -2 penalty or become similarly affected, and creatures with more than 6 Hit Dice must save vs. poison (at no penalty) or lose all reasoning capability. The condition of idiocy caused by this spell lasts until the victim(s) can breathe untainted air in the full light of day.

The caster of this spell can modify the shape of the area of effect (it fills a volume of about 33,000 cubic feet). Once the spell is cast, the mists do not move from the point where they were evoked, nor does the area of effect fluctuate. Even a strong wind has little effect on the enchanted vapors. In this version of the spell, the mists last until dispelled by a caster of equal level (or higher level) to the caster who originally cast the *vapor of idiocy*. Components for this version of the spell require a sprinkle of water from the River Lethe.

A variant of the spell, *vapor of agony*, lasts only for 1 hour per level of the caster or until dispelled. Vapor evoked by this spell is silvery, shot through with poisonous strands of darkness. Creatures enveloped in the mists suffer pain and must attempt saving throws vs. poison each round. Failure results in 1d6 points of damage. Creatures who make successful saving throws still take 1 point of damage. Outer-planar creatures are immune to the damage but still suffer a biting affliction and torment. The physical component of this spell requires the poison gland of an enchanted arachnid such as a drider or retriever.

Animate Moilian

(Necromancy)

Level: 8
Range: 10 yds.
Duration: Permanent
Area of Effect: 1 body or body part

Components: V, S, M
Casting Time: 8 rounds
Saving Throw: None

This incantation allows the caster to animate bones, body fragments, or complete bodies of dead humanoid of up to human size. Creatures created in this way are referred to as *Moilian* (after Moil, the city of their origin), rather than simply undead. This is because their energy of animation does not come from the Negative Energy Plane but rather from the life energies of living creatures nearby. Examples of creatures created by this spell include the Moilian heart and the Moilian zombie (see the *Maps & Monsters* book for details).

Moilians created by this spell obey simple verbal commands from the caster. Mobile Moilians can



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follow the caster, remain in an area to attack any intruders, and perform other uncomplicated tasks.

This spell only animates a single corpse or body part with each casting. Regardless of the caster's level, the Moilian created has 3 Hit Dice if a body part or 6 Hit Dice if it is a full body. The magic cannot be dispelled, but creatures created can be turned at the appropriate Hit Dice.

The material components required are the body or body part, a drop of blood, a pinch of bone powder, and the perspiration of fear. Only evil beings would consider using this spell.

Blackfire

(Necromancy)

Level: 8

Range: 40 yds. +10 yds. Components: V, S, M
/level

Duration: Special Casting Time: 8

Area of Effect: 1 living creature Saving Throw: Neg.

In the same way that a conventional fire burns and propagates by consuming combustible fuel, *blackfire* burns on the fuel of a living being's life force. This spell allows the caster to fire a bolt of ravaging *blackfire* at a single target. If the target successfully saves against death magic (at a -2 penalty), the bolt of *blackfire* misses and the spell is spent. If the bolt hits, the *blackfire* engulfs the target in cold flames the color of midnight.

The target must immediately make a check to determine what happens. On a roll of 11 or more on 1d20, the target suffers no damage that round, and the *blackfire* burns lower; the target's hit-point adjustment from Constitution applies as a bonus or penalty to the roll (all characters can claim the warrior hit point adjustment for purposes of the roll). If three successful checks are made in three successive rounds, the *blackfire* gutters out. If the check fails, the target temporarily loses 1d2 points of Constitution, losing any associated hit points and special abilities. Each round that the *blackfire* burns on the victim's life force, another check must be made. If the creature's Constitution score reaches 0, it dies.

If any other living being comes within 2 feet of a victim who is engulfed in *blackfire*, that being must make a successful saving throw vs. death magic or face the same effects described above. Those killed by *blackfire* are irretrievably consumed; not even a *wish*

can restore them. *Blackfire* cannot be smothered by conventional means. However, *blackfire* will not burn in an *antimagic shell* or on a being protected by a *negative plane protection* spell, and it can be blown out by the force of a *fireball*, *lightning bolt*, or similarly energetic spell (of course, the victim suffers damage from these normally) of at least 8 dice. Those who survive *blackfire* recover lost Constitution at the rate of one point an hour.

The material component of this spell is the ash of victims who met their end in a standard fire mixed with the dust of a vampire which was destroyed in the light of the sun.

Acererak's Blackstone

(Alteration, Evocation)

Level: 9

Range: Touch Components: V, S, M

Duration: Special Casting Time: 1 turn

Area of Effect: Special Saving Throw: Special

The material components of this spell include a large black gemstone of 5,000 gp value and any functional *ioun stone* of spell absorbing; when the spell is cast, the gemstone and *ioun stone* are merged into a single object. When complete, the *blackstone* is able to absorb magical energy from spells, spell-like powers, or spells cast by magical items. Spells directed at the *blackstone* itself are instantly absorbed. A *blackstone* within the area of effect of a spell, or entering an area of effect of an active spell, will likewise absorb and cancel the active magic. If the *blackstone* is touched to the surface of a magically created barrier (such as a *wall of force*, *shield*, or *prismatic sphere*) or touched to a creature or object under the influence of a spell (*charmed* or *summoned* creatures, *held doors*, or the like), the contacted magic is absorbed and canceled. Permanent items such as rings, weapons, and armor are not affected if touched, but magical energy released by these items can be absorbed. All spells, spell-like abilities, and magical effects are absorbed by any entity carrying a *blackstone*.

While the *blackstone* may seem useful at first, it can be quite baneful to an owner unaware of the complete parameters of the spell (or to someone who finds or steals a *blackstone* from its owner). The *blackstone* can absorb a number of spell levels equal to the capacity of the *ioun stone* used in the item's creation. Thus, if the *ioun stone* was able to absorb 14 spell levels before burning out, the *blackstone* can also



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absorb 14 levels. If this number is ever exceeded, the excess energy is absorbed and the *blackstone* instantly explodes in a wave of raw magical energy.

All creatures within 60 feet of the *blackstone* at the time of its explosion suffer 4 points of damage per spell level absorbed (including the excess levels that caused the explosion); a successful saving throw vs. breath weapon reduces the damage by half. All inanimate items within the area (including carried items) must make item saving throws vs. disintegration or be destroyed. Any creature actually holding the *blackstone* when it explodes suffers a -4 penalty on the saving throw and suffers double damage (8 points of damage per spell level absorbed).

Create Winter-wight

(Necromancy) (Reversible)

Level: 9

Range: 10 yds.

Duration: Permanent

Area of Effect: 1 body

Components: V, S, M

Casting Time: 1 round

Saving Throw: None

This spell turns a properly prepared body into a winter-wight. Preparation of the body requires many days, though the spell itself can be cast on the prepared body in only a single round. *Create winter-wight* can only be cast in conjunction with unique devices (such as the *Dim Forge*) capable of focusing and concentrating Negative Energy into a skeleton as part of the preparation step. Even with the use of this spell with the proper Negative Energy focusing devices, the spell is only effective 1% to 10% (1d10) of the time. Failures range between mere dust to warped, fragmented undead of little mobility and wit.

Once properly animated, the winter-wight obeys the commands of its creator. The personality of the created creature may vary widely but is certain to combine calculating intelligence with cold cruelty, unless animal bones are used in the process (in which case little intelligence can be found in the final deadlly undead construct).

Once animated, the winter-wight remains active until physically destroyed. Destruction is also possible if the undead creature is subject to the reverse of this spell, *destroy winter-wight*, that utterly annihilates any single winter-wight that fails its saving throw vs. death magic.

Weight of the Wait

(Alteration)

Level: 9

Range: Touch

Duration: Special

Area of Effect: 1 body

Components: V, S, M

Casting Time: 9 rounds

Saving Throw: Special

Casting *weight of the wait* requires that the wizard prepare a special parchment with a clay seal (the material components of the spell). The clay seal must contain a pinch of ash from a magical tome, libram, or manual (a timeless work) wholly destroyed in a fire. Once the spell is cast the sealed parchment begins to collect temporal energy. The spell stores three out of every four minutes that pass in a 20-foot radius. Creatures within the area of effect do not notice anything strange near the scroll, although everything beyond the radius of the spell is obscured in a luminous gray haze. To those outside the area of effect, objects and beings within appear frozen in place, as unmoving as statuary. The storage process slows down time, which flows only one-quarter as fast within the area of effect as it does outside.

If the enchanted scroll at the spell's center is moved more than 10 feet beyond its position at the time of casting, or if the seal upon the scroll is broken, the weight of all the accumulated time is released. Everything within a 20-foot radius is immediately aged. For example, if an enchanted scroll had been accumulating time for 10 years before opening, everything within 20 feet at the time it is opened is suddenly aged about 7.5 years. Living beings who succeed in their saving throws are still affected by the release of the temporal energy but only aged 10% of the total stored time. So a creature making its save vs. a scroll that has 7.5 years' worth of accumulated time is only aged .75 years, or 9 months. Any creature whose adjusted age exceeds its maximum life span dies of old age. In any case, aged creatures must make successful system shock rolls to survive the ordeal.

Nonliving matter is affected by the temporal burst as well. For example, a burning torch subjected to the release of temporal energy of more than a few hours would burn through its fuel in an instant. The DM's discretion must be applied to determine other effects of extreme aging on objects. Perishable objects will spoil. Fragile objects should attempt item saving throws vs. disintegration to avoid cracking or crumbling.

APPENDIX 2: NEW MAGICAL ITEMS

Many the items listed here were created by the necromancers of the Black Academy, others by the citizens of Moil during the days of their city's glory, and still others by Acererak himself.

Acererak's Haphazard Wheel

The *haphazard wheel* has six equally spaced slots about its periphery, each of which is plainly labeled with a number (1 to 6); the rest of the face of the disc shows convex bumps. If any PC standing within 10 feet of the magical roulette wheel calls out any number between one and six, the *haphazard wheel* is magically activated. The disc lights up and begins to spin. A small sphere appears and goes bouncing across the surface of the spinning *wheel*. The spinning slowly draws to a halt, and the sphere comes to rest in one of the six available slots upon the machine (determine randomly by rolling 1d6). If the slot the PC chose matches that of the random spin, the PC's prime requisite is raised to 21 (if the character has more than one prime requisite, randomly determine which one is raised). If the sphere falls into a slot other than the one the character selected, the character suffers the malign effect keyed to the slot the ball lands within:

- 1 Character permanently loses 10 hit points.
- 2 Character's prime requisite is reduced by 2 points.
- 3 Character is aged 30 years.
- 4 Character's level is reduced by one-quarter (round the loss down).
- 5 Character's eyes, ears, and hands are simply erased.
- 6 Character is forsaken; the character's soul is transferred to Acererak's phylactery of souls (see page 144).

Anyone who stops the spinning roulette wheel prematurely is affected as number 6 above, and the spin is voided for the character actually "playing." The negative effect of a losing spin can only be countered by a *wish*. The wheel can only ever function once for each individual who spins. Note that those playing who hold a *luckstone* can influence the final resting point of the sphere by plus or minus one slot. If the character carries an *illuck stone*, roll 2d6 and take the *worst* result for the character.

XP Value: Nil

GP Value: 10,000

Amulet of the Void

This pendant hangs on a chain of black steel. The *amulet* itself appears as a disc of dark metal, holding a very large midnight-black jewel (an opal of highest quality) in its very center. On one side, letters written around the periphery of the disc seemingly hold some message, apparently in an unknown language. The *amulet* is currently broken, and only half of it hangs from the chain, rather like half of a yin-yang symbol, so that the jewel (normally enclosed in the center of the disc) is exposed on one side. It is not immediately obvious that half the *amulet* is actually missing. The letters on the first half of the *amulet* read:

WKH IDFH RI WKH ILHQG GRHV PRUH
WHDQ GHYRXU

When the party eventually finds the second half of the *amulet*, they discover that the two parts easily fit together. The letters on the second half of the *amulet* read:

ZLWK WKH OHDVW RI P(Y) IRUP, WLW WKH
JDS WR SRZHU

The *amulet* bears a message, *but read magic* and similar spells dealing with language don't make it clear; the letters are encrypted according to the following simple key: move forward three places in the alphabet from a given letter to arrive at the actual letter (thus "d" is used for "a," "e" for "b," and so forth). Decrypted, the letters read:

THE FACE OF THE FIEND DOES MORE THAN
DEVOUR

WITH THE LEAST OF MY FORM, 'TIS THE GAP
TO POWER.

Desatysso's Journal contains the key to the encryption. Acererak introduced "errors" into the encryption (for example, "than" should be written "wkdq") to make the task of decryption all the harder, which Desatysso mentions in passing.

The meaning within the rhyme is that the great green devil face in room 6 of the original tomb doesn't act as a *sphere of annihilation* for Acererak; to him it is a magical portal to the next level of his demesne. The PCs can use this knowledge to their



Appendix 2: New Magical Items

advantage by gathering even a pinch of Acererak's dust from room 33 of the original Tomb, where the remains of his physical form linger as the demilich. With this dust in hand, they can safely travel through the fiend's mouth, to be transported to area 1 of the City That Waits.

It is probable that the PCs may decipher the first half of the rhyme and attempt to act on it before they become aware that there is a second half to the *amulet*. If the PCs are frustrated from experiments with the face based on reading only the first half of the rhyme, another examination of the amulet reveals that a piece is missing (with a successful Wisdom check). With this prompting, Grunther (if he is with the PCs) suddenly volunteers that he remembers seeing the *amulet* broken in the crypt of the demilich himself.

XP Value: Nil

GP Value: 15,000

Blackcloak

This item is in part prepared by each aspiring student of the Black Academy. Initially, the aspirant must ritually prepare a cloak with his or her own hands from the skin of a living creature of appropriate size, using the appropriate secret rituals. When all is in readiness, the student necromancer petitions for admittance into the school. If all goes well for the necromancer, the headmistress of the school confers the blessing of Acererak permanently into the garment, giving it a shadowy, light-absorbing appearance.

The finished cloak is partially animated, and in combat it stiffens and moves to provide the best protection against enemy attacks, giving the wearer an Armor Class of 7. The way the cloak moves and shifts about can be unsettling for foes, but the wearer of the cloak is unaffected and can move and cast spells normally. A *blackcloak* cannot be turned. Only Evil beings would consider using this item.

XP Value: 1,500

GP Value: 9,000

The Blade Perilous

This sword is the size of a two-handed sword; however, its enchantment is such that it can be wielded as a short sword with respect to encumbrance, weight, speed factor, and ease of use. Anyone with proficiency in either short sword or two-handed sword is able to make proficient use of the *Blade Perilous*.

The *Blade Perilous* is an intelligent weapon forged with a special purpose: defeating warriors. It was created in the city of Moil for use by the Lord High

Exultant to defend the city against aggressors. The weapon's alignment is chaotic neutral, and it has an ego of 31. The sword can communicate telepathically with its owner, regardless of the language spoken by the wielder.

In normal combat, the blade is +3 and glows a ghastly red, leaving a fading phosphorescent trail of crimson in the air. It can *detect invisible* objects in a 10-foot radius and can *entrance* three times a day. To use the *entrance* power, the wielder must swing the blade overhead with at least two complete circuits. The glowing red pattern created causes all creatures looking at it (even allies of the wielder) who fail a saving throw vs. spells at a -3 penalty become fascinated as long as the wielder continues to swing the blade, plus 1d4+1 rounds thereafter (or until attacked). The number of beings so *entranced* can equal up to three times the wielder's level in total Hit Dice; double that if the wielder is a High Lord Exultant (a 10th-level fighter wielding the *Blade Perilous* could *entrance* 30 Hit Dice worth of spectators, while Faericles as Lord High Exultant can *entrance* over 100 Hit Dice of player characters).

When fighting a warrior (includes fighters, rangers, paladins, multi-classed fighters, etc.), the *Blade Perilous* can use its special purpose power of *wounding*. As with a standard *sword of wounding*, any hit made by the *Blade Perilous* cannot be healed by regeneration or magic. In subsequent rounds, the opponent so wounded automatically loses *two* hit points for each wound inflicted by the sword (unlike a standard *sword of wounding*, which only wounds for 1 hit point each round). Loss of the extra points stops only after the passage of 10 melee rounds from the time of wounding.

XP Value: 6,000

GP Value: 30,000

The Blood Codex

This evil tome contains Mistress Ferranifer's instructions for wizards who wish to transform themselves into free-willed vampires. Any character perusing a significant portion of the text must make a successful Wisdom check or become preoccupied for 1d4 weeks. During this time the character broods on the text and is 25% likely to ignore any situation. When the affliction strikes, the character acts as if he or she has no interest in the matter at hand. If attacked, the character simply tries to withdraw.

When the period of preoccupation ends, the character must attempt a saving throw vs. death



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magic. If the save fails, the character's alignment shifts one degree towards evil (good characters failing this saving throw become neutral, neutral characters become evil).

In any event, only wizards of 13th level or higher possess the knowledge to act on the philosophies and rituals revealed in the *codex*. The instructions are lengthy and initially involve the gathering of a host of nasty, esoteric materials. The preparations require two months of effort and an expenditure of 50,000 gp. Thereafter, the reader must perform rituals and incantations that consume another two months and an additional 50,000 gp in expenses.

If the reader of the *codex* meets the level requirement and performs the rituals given in the book, he or she stands an 80% chance of becoming a free-willed vampire over a three-day period (commencing once the rituals are completed). If successful, the character retains all special class abilities (except those dependent on non-evil alignment) and proficiencies, but also gains the special abilities (and vulnerabilities) of a standard vampire as noted in the *Monstrous Manual*. The character gains 8d4+3 additional hit points, but no additional Hit Dice. If the attempt fails, the reader falls to dust and is forever destroyed (*wishes* and similar magics cannot restore the reader).

XP Value: Nil

GP Value: 50,000

Bonemail

Bonemail armor was developed by students of the Black Academy. Among other enchantments, *bonemail* acts as *chain mail* +3 when worn. The mail is fashioned from bones, usually from humanoid, and appears as an external framework of bone (exoskeleton). Thick ribwork attached to a supporting spine and the long bones of the armor provide protection to the wearer against blows. *Bonemail* acts as if permanently enchanted with the spell *transmute bone to steel*, a 6th-level spell found in *The Complete Book of Necromancers* (the enchantment makes the bones in the mail as strong as steel). Additionally, *bonemail* is partially animated and serves to enhance the Strength of anyone wearing it. The animated bones sense movements made by its host and augment it. Anyone wearing *bonemail* gains a +2 damage bonus in physical combat. Most suits of *bonemail* come with a helm that is the upper portion of a large skull modified to fit over a humanoid head. Anyone wearing the helm gains the ability to view the world with *infravision* in

addition to normal vision. Since the bones are partially animated, *bonemail* is subject to turning by priests (treat as "special"). If successfully turned, the wearer's movements are suddenly hindered by the exoskeleton so that he or she suffers a -4 penalty for physical ability checks and attacks for 2d4 rounds.

XP Value: 2,500

GP Value: 15,000

Bonewand

This item appears to be a small wand of porous bone. Carved subtly along the entire length of the wand is an elongated humanoid skeleton whose arms are raised above its head. The secret of these wands' manufacture was discovered at the Black Academy, and only a few of them exist. The wand can be used once per round to perform one of the following effects:

- Cast *bone blight** on two targets of the caster's choice simultaneously (2 charges).
- Cast *suffocate*† on one target (2 charges).
- *Fuse Bone*: Emits a thin ray of gray light at any target within 60 feet. Those failing a saving throw vs. paralysis suffer complete bone fusion; every bone in the victim's body is permanently welded together. *Dispel magic* is not sufficient to remedy this situation; only *heal*, *limited wish* or similar spells can restore the stricken creature's mobility (3 charges).

Only Evil beings would consider using this item.

XP Value: 4,000

GP Value: 30,000

* New spell

† Spell from the *Tome of Magic*

Brooch of Access

This item is a piece of silver jewelry sometimes referred to as a collar stud; it is designed to fasten the collar of a formal shirt or cloak at the neck. The stud is usually set with obsidian or some other dark gemstone. The *brooch of access* also contains a potent magical enchantment designed to allow the wearer entry through locked, barred, or sorcerously held doorways and portals. In fact, the *brooch of access* functions much like a continuously active *knock* spell centered on the wearer. The wearer can bypass every appropriate



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impediment simply by laying his or her hand upon the surface of the door, secret door, restraining chain, or other closure. In the case of *wizard locked* portals, the *brooch* merely bypasses the magical lock, suspending its effect for one turn. In every other situation, locks, bolts, welds, and other fastenings are undone until physically relocked or re-established. Unlike the *knock* spell, the power of the *brooch of access* also functions against portcullises and similar impediments. The brooch functions at the 12th level of ability and is thus able to affect a portal of up to 120 square feet of surface area (a 10-foot-by-12-foot door). The brooch functions 101 times without fail; after that each additional usage incurs a 1% cumulative chance that the brooch will burn out. A burned out *brooch of access* is a melted and useless lump of metal.

XP Value: 4,000

GP Value: 24,000

Cursed Rending Hooks of Dargashaad

The *rending hooks* are semi-sentient items of baneful manufacture. Created during the Warlock Strife, these items contain the essence of three evil sisters whose names were Athalin, Kaerys, and Cinerine. The trio served the demigod Dargashaad and his malevolent goals. The sisters' names are inscribed, one to a hook, to this day. Through the treachery of the demigod, the three sisters were transformed into these implements of cruel torture and death. In their current form, the *rending hooks* obsessively remember life and animation and seek to drain it from those who still possess it. As such, the hooks could be wielded as *daggers* +4 against living beings. If used in this fashion, each hook has a 1% cumulative chance per strike to turn upon its wielder.

When the razor-sharp end of a *rending hook* punctures the flesh of a living creature, the hook physically and magically joins with the flesh of the victim. Only a *remove curse* (cast at 15th level) or more powerful magic will separate a hook from its prey before it has finished its "meal." Every round that the hook remains embedded in flesh, the creature so caught must make a successful saving throw vs. death magic or permanently lose 1d4 points from one ability score (determined randomly) as the hook absorbs the life and essence of the creature caught upon it.

Regardless of the success or failure of the saving throw, a creature stuck with a hook suffers terrible agony and must make a successful Constitution check each round to take any action other than scream and writhe. When any attribute drops to 0,

the victim dies and the victim's spirit passes into the hook to be devoured. Using these fearsome items to harm creatures is an evil act.

XP Value: 1,500

GP Value: 15,000

Deathtooth

This dagger is in part prepared by each aspiring student of the Black Academy. The aspirant must ritually prepare a common dagger with his or her own hands. This is a secret procedure, but the preparation is known to take at least one year and requires the lives of many living creatures. When all is in readiness, the student necromancer petitions for admittance into the school. If all goes well for the necromancer, the headmistress of the school confers the blessing of Acererak permanently into the blade. From this point on the dagger takes on the metallic semblance of a long, vicious tooth of a particularly aggressive predatory animal.

The *deathtooth* acts as a *dagger* +2 and is partially animated. On a natural attack roll of 20 it twists in the wound of its own accord, automatically causing an additional 1d4 points of damage. (If the campaign uses the optional critical rules from the *Combat & Tactics* book, the extra damage applies in addition to any critical effect that might occur.) A *deathtooth* cannot be turned. Only Evil beings would consider using this item.

XP Value: 300

GP Value: 2,500

Ferranifer's Brooch

This is a simple brooch pin of obsidian bearing the etched image of a single fang. Ferranifer invented and created the item herself. Its power allows an undead creature wearing it to resist turning. If subjected to a turning (or controlling) attempt, the wearer makes a saving throw vs. spells as a wizard of a level equal to its Hit Dice (or level, whichever is higher). If the saving throw succeeds, the turning (or controlling) attempt has no effect regardless of the turning roll or the result indicated on the Undeath Turning table (Table 51 in the *Player's Handbook*). Living creatures who don *Ferranifer's brooch* immediately feel a soul-numbing chill. This has the same effect as the 7th-level wizard spell *finger of death* cast on the wearer. If the creature survives, wearing the *brooch* has no further ill effects unless the fool removes the *brooch* and dons it again.

XP Value: 1,000

GP Value: 5,000



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Gauntlet of Guard

The *gauntlet of guard* provides its wearer defense against attacks: the *gauntlet* confers a base Armor Class of 0 on its wearer by growing to encompass the wearer's entire body in a metal-hard casing of imposing aspect upon command. This armor is in fact enchanted leather, and it encumbers as such. The *gauntlet of guard* can provide this covering for up to eight hours a day before shrinking back into a normal-looking, non-arming gauntlet. While so armored, the wearer gains 20% magic resistance.

Three times a day (regardless of the state of the armoring power) the wearer can project a bolt of searing neon-violet energy from the *gauntlet's* fingertips at a single enemy up to 60 yards away. The creature targeted by the blast suffers 10d6 points of damage; a successful saving throw vs. breath weapon negates the damage. The wearer can hurl only one blast in a single round.

XP Value: 3,000

GP Value: 20,000

Headsmen's Axe of Moil

In the hands of anyone proficient with a battle axe, the *headsmen's axe of Moil* acts similarly to a *vorpal sword* +3. The special additional power this *axe* confers is the ability to automatically decapitate any creature who is standing or lying motionless before the wielder, regardless of armor, hit points, or other mitigating factors. It is up to the DM to determine what situations qualify to activate this special power; normal melee does not allow the *axe* any more than its already potent *vorpal* capabilities. Those decapitated are, of course, automatically killed unless they belong to a group not inconvenienced by the loss (mimics, golems, incorporeal creatures, and the like).

XP Value: 10,000

GP Value: 50,000

Headsmen's Hood

The *headsmen's hood* fits over a human-sized humanoid head, completely cloaking the identity of the wearer under folds of black leather; two eyeholes allow the wearer to peer out. Anyone wearing the hood has the power to compel up to three creatures each day to complete one task or series of related actions. The power is similar to the 3rd-level wizard spell *suggestion*, except that creatures failing their saving throws will work to complete the command to the exclusion of all other concerns. Those command-

ed are allowed normal saving throws against nonspecific commands, but if the wearer commands a creature to place its head on a chopping block and lie motionless, the victim of the command suffers a -5 saving throw penalty against the powerfully specific compulsion.

The subject does not have to understand the language of any command the wearer issues; such is the magic of the hood.

XP Value: 2,500

GP Value: 30,000

Illuck Stone

This magical item at first approximation appears to be a *stone of good luck* (*luckstone*), and as such appears as a bit of polished agate or similar mineral.

However, whereas the possessor of the stone might believe that he or she is receiving a +1 bonus on all dice rolls involving factors such as saving throws, maneuvers, ability checks, etc., in fact that PC is suffering a -1 penalty (-5% where applicable) on the very same dice rolls. Fortunately, this bad luck does not affect attack and damage rolls or spell failure dice.

XP Value: Nil

GP Value: 1,000

Mask of the Devourer

This green-hued item possesses very powerful enchantments but holds great peril for any wearer besides Acererak. It radiates powerful chaotic evil for those who have the ability to detect such. In shape, the mask mimics Acererak's personal symbol, the Sign of the Devourer. It appears to be composed of semi-rigid leather and possesses two leather straps, allowing it to be fastened securely to the head of a human-sized creature. The eyes of the mask allow direct vision to the wearer, but the mouth opens into a chasm of utter darkness.

The *mask of the Devourer* is a permanently *shapechanged* tanar'ri bound into the form of a mask. Anyone who puts on the mask is suddenly aware of warmth and subtle pulsations indicating a living creature. Unfortunately, once the mask is put on, it cannot be removed by any means short of a *wish* or a true dweomer; the mask has melded itself to the wearer's flesh. The wearer can now gain nourishment or speak only through the mask's enchanted pit of a mouth. If a *wish* is used to remove the mask, it peels away to reveal only a blank expanse of flesh, featureless save for the eyes and



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two small nostril holes: the wearer's face has been completely subsumed by the mask. His or her mouth, teeth, and tongue have been erased, along with all associated abilities (talking, eating, etc.). Another *wish* or true dweomer is the only means of recreating the missing portions of the wearer's face.

For the most part, the mask and its powers are under the control of the wearer. However, there are a few minor quirks associated with the mask, as might be expected from a chaotic item. Whenever the wearer sleeps, the mask is 20% likely to begin chortling in maniacal glee, belch forth sulfurous gas, drool copiously, or engage in some other annoying or disgusting behavior. The wearer is not aware of this and does not awaken. His or her companions are not so lucky and will find that only waking the wearer of the mask causes the disgusting mouthings to cease.

The *mask of the Devourer* confers many powers upon the wearer (at 20th level of ability), including *detect invisibility* (always active), *dispel magic* (once a day), *fear* (twice a day), *suggestion* (thrice a day), *telekinesis* (at will), and *tongues* (always active). The wearer is also resistant to cold, heat, and gas, taking only half damage from any of these attack forms, and no damage whatsoever from poison.

The most significant power (and curse) of the mask is its *devouring* ability. Once a day, the wearer of the mask can make a bite attack with the mask (with a THAC0 of 7). When this attack is used, the mouth of the mask magically opens up to 10 times its normal size. If the wearer makes a successful bite attack against a human-sized or smaller creature, the target is literally *sucked* into the mouth, which immediately shrinks back down to its normal size and begins to go through the motions of chewing. In fact, the creature sucked into the mouth of the *mask of the Devourer* is magically subsumed into the flesh of the mask and its wearer in a single round! 1d10 memories or spells (or both) of the devoured creature are transferred to the wearer over the period of one turn, the only remnant of the victim. Items and possessions of the victim are similarly lost. Note that these memories may slowly drive a non-evil wearer of the mask insane. Spells acquired in this manner remain in the wearer's memory only until cast.

Every time the wearer of the mask attempts to make any attack, there is an 18% chance that the mask instead activates its *devouring* bite attack (if it has not already been used in the previous 24 hours) regardless of the intentions of the wearer. Each use of the *devouring* ability of the mask confers a 2% cumu-

lative chance that the mask turns upon its wearer, inverting itself so that it is the wearer who is sucked into the mask and *devoured*. In this case, once the wearer has been sucked into the orifice, the mask falls limply to the ground, still chewing. The wearer is lost forever; even a *wish* does not suffice to recover that individual.

XP Value: Nil

GP Value: 25,000

Ring of Negative Elemental Mastery

This ring is the only one of its type, and as such probably should be known as *Deverus's ring of negative elemental mastery*. Regardless of name, this powerful item grants its wearer various powers over negative energy.

The ring allows the user to summon a single negative energy elemental once a month. The elemental, which responds in 1d3 rounds, will be typical for its kind (see the *Maps & Monsters* book). Once summoned, the elemental stands no closer than 5 feet to the wearer (the ring does not permit it any closer) for 1d6 rounds; after that it will disperse back to the Negative Energy plane. If the wearer desires, he can forego the protection the ring offers and attempt to gain mastery over the elemental. Allow the elemental a saving throw vs. spells with a -2 penalty. If the attempt at mastery fails, the ring's protecting influence fails, allowing the summoned elemental to attack its summoner. If the saving throw fails, the elemental must obey the wearer and remains until dismissed, slain, or banished. The wearer cannot summon another negative elemental while the first remains under his or her control.

The *ring of negative elemental mastery* also confers protection against creatures of the Negative Energy Plane other than elementals (since most undead are inescapably linked to the negative, the ring's protections apply against undead as well). Affected creatures attacking the wearer suffer a -1 penalty to their attack rolls, and damage to the ring-wearer from successful attacks is reduced by 1 point on each damage die (but each die must inflict at least one point of damage). The wearer also gains a +2 bonus to all appropriate saving throws from those attacks. Additionally, all attacks by the wearer made against creatures of this type gain a +4 attack bonus and a +6 damage bonus in addition to any other bonuses or penalties. Any weapon used by the ring wearer can hit negative energy elementals or negative energy creatures even if it is not magical.



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The wearer of the ring is also able to converse with negative energy elementals and creatures, including undead. Such creatures recognize that the wearer bears the ring, and their reactions will vary according to the wearer's alignment and relative power level: fear if alignment is opposed and the wearer is strong, hatred if the wearer is weak, or respect if alignments are similar. Unfortunately, the ring's strong ties to the negative energy plane adversely affect the wearer against every other element (and most forms of energy); the possessor suffers a -2 saving throw penalty against attacks involving fire, petrification, water, cold, and electricity.

Finally, the wearer of the *ring of negative elemental mastery* affords certain spell-like powers to the wearer. These abilities operate at 18th level and have a +5 initiative modifier. These abilities are *negative plane protection* thrice per day, *vampiric touch* twice per week, and *ruin* once per week. The ruin power dissolves up to 18 cubic feet of organic material (wood, cloth, leather, or the like) by touch unless the object makes a successful item saving throw vs. acid.
XP Value: 5,000 **GP Value:** 25,000

Ring of Universal Movement

The *ring of universal movement* bestows upon the wearer the ability to move with a base speed of 21 on normal terrain. Further, the ring allows the wearer to move on *any* surface, regardless of orientation or solidity, at a base rate of 18. For example, someone wearing the ring could walk on water or on the underside of a tree branch with equal facility. Finally, when no surface is available to walk upon, the wearer of the ring can choose to walk on the air itself at a speed of 9 (effectively flying with class C maneuverability). The ring allows movement in any environment but does not confer any special protection against dangerous conditions, nor does it allow its wearer any special power to move *through* water or physical barriers.

XP Value: 2,500 **GP Value:** 15,000

Sentinel Mask

The *sentinel mask* is a dark leather half-mask that fastens around the wearer's eyes, with a sturdy iron buckle behind the head holding it in place. One of the eyeholes is open and allows free vision, but a dark violet crystal sphere covers the other hole.

The violet sphere in the left eyehole acts as a *gem of seeing*; the user can detect all hidden, illusory, invisible, astral, ethereal, or out-of-phase objects within 300 feet five times a day for 10 minutes each time. Additionally, the gem allows the wearer to visually penetrate darkness, mist, dust, or water to a range of 160 feet four times a day for 10 minutes each time. Finally, the gem functions as a *ring of x-ray vision* thrice a day for 10 minutes each time.

The ancient Moilians created the *sentinel mask* at great expense (covered by the Lords of the Tower of Chance) so that their many treasuries would remain secure under the guardianship of the wearer of the mask.

XP Value: 4,000

GP Value: 40,000

Spirit Shroud

Only a few cloaks of this type exist. They appear as fashionably cut garments of midnight black cloth. The cloaks have been invested with the essences of wraiths.

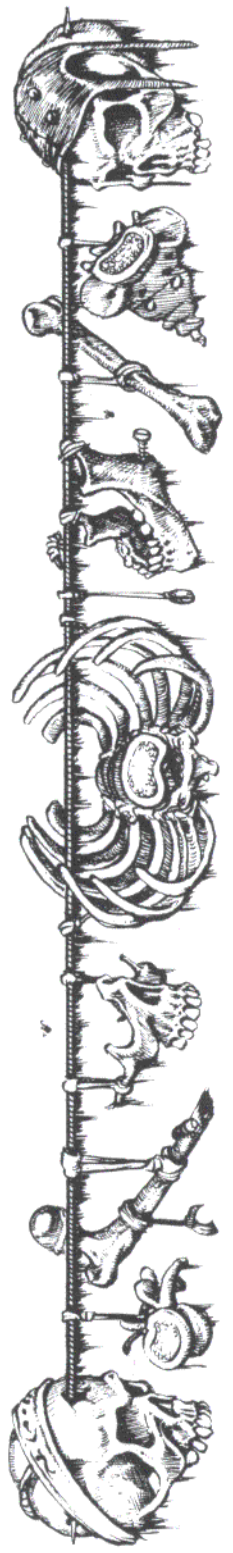
The wearer is immune from the level-draining abilities of the wraith woven into the garment by a magically insulated inner lining (this protects against level-draining attacks by other undead as well). On command, the *spirit shroud* wraps tightly around its wearer so that he or she appears shadowy and vague. This confers an Armor Class of 4 and makes the wearer immune to nonmagical and nonsilver weapons. If in melee range, the wearer can command the *spirit shroud* to attack foes independently of the wearer. In this event a trailing edge of the cloak animates and attacks with the abilities of a standard wraith (MV nil; HD 5+3; THAC0 15; #AT 1; Dmg 1d6 (cold) + drain 1 level).

Successful attacks against the wearer of a *spirit shroud* are 75% likely to be taken by the wearer and 25% likely to be absorbed by the cloak. If the cloak sustains 43 points of damage during a single day, the essence of the wraith is destroyed and the cloak loses all power, reverting to a normal (and tattered) cloak. Foes who realize the true nature of a cloak can attempt to turn it as if it were a Special creature. Successfully turned cloaks revert to a normal appearance and do not function again for a full day. Only Evil beings would consider using this item.

XP Value: 4,000

GP Value: 30,000





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Illustration #1



Illustration #4

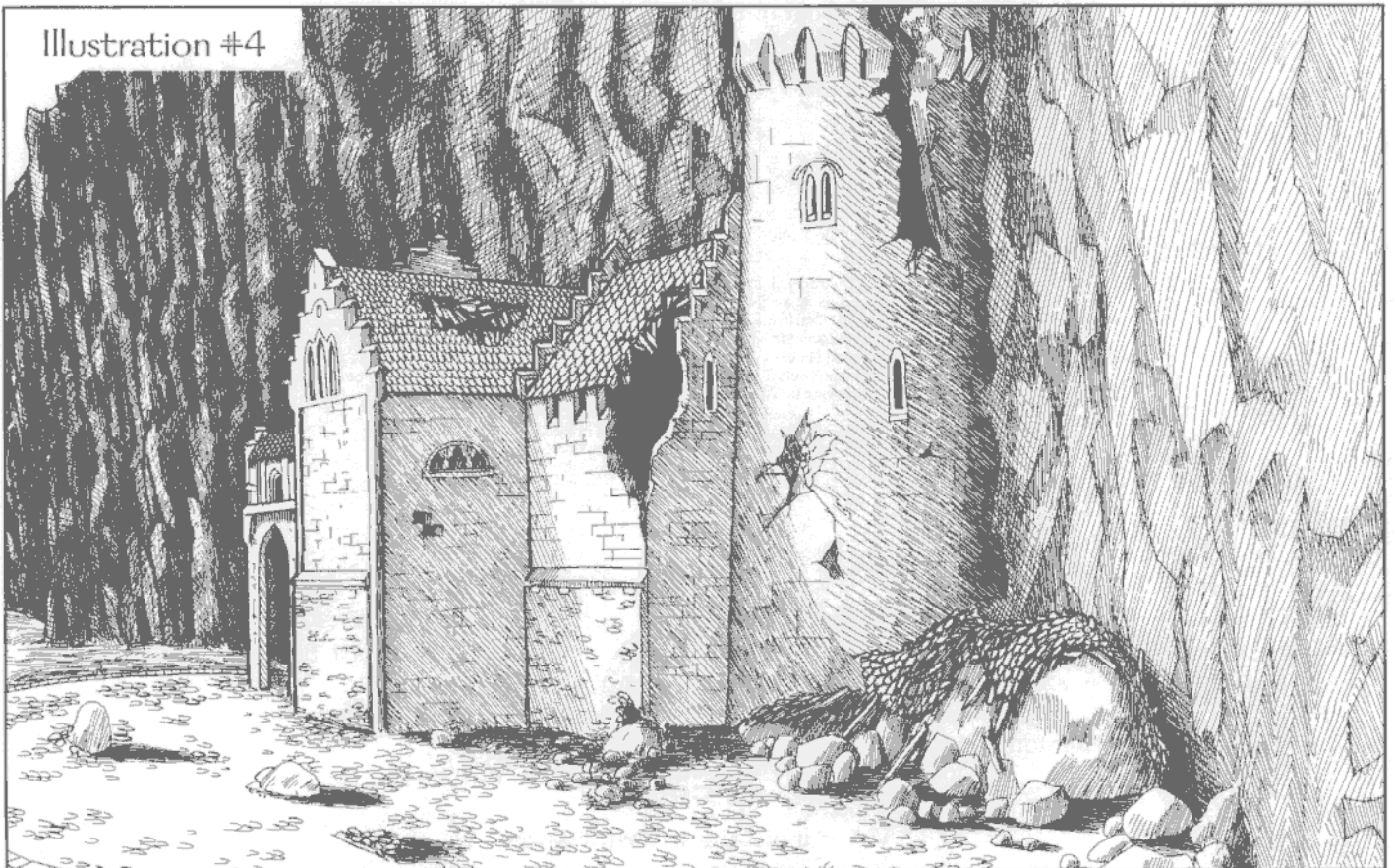


Illustration #2



Illustration #3

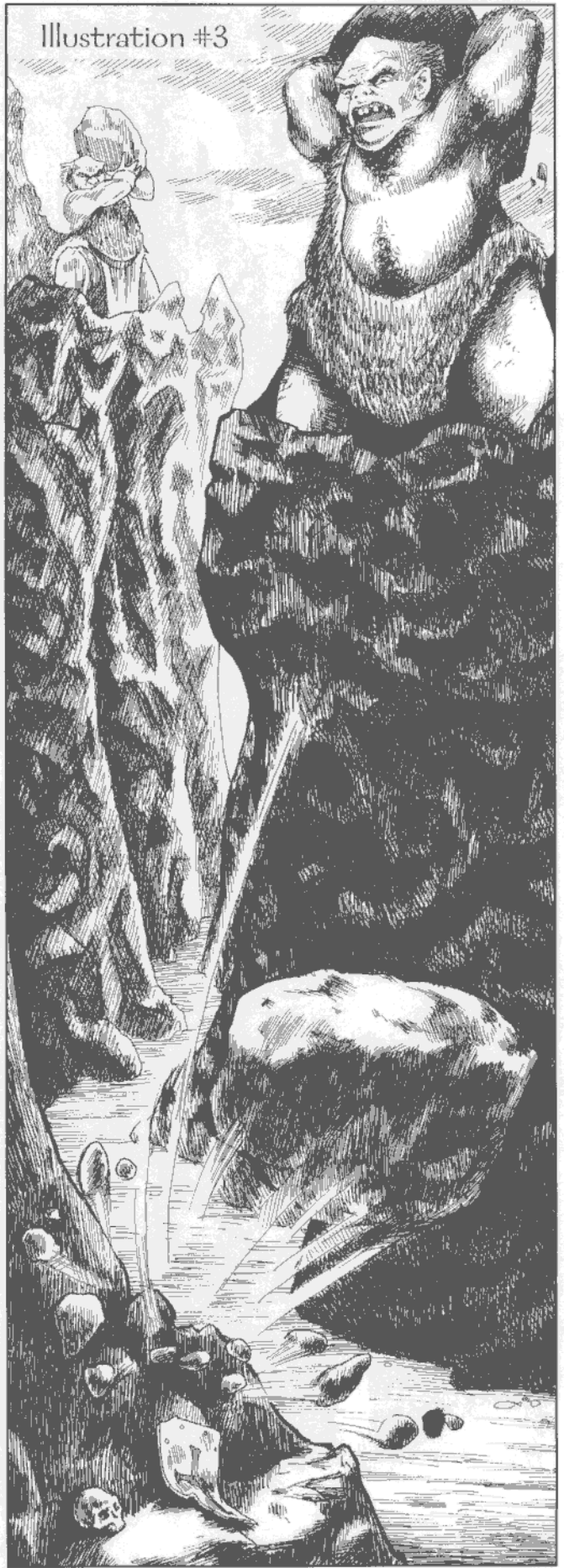


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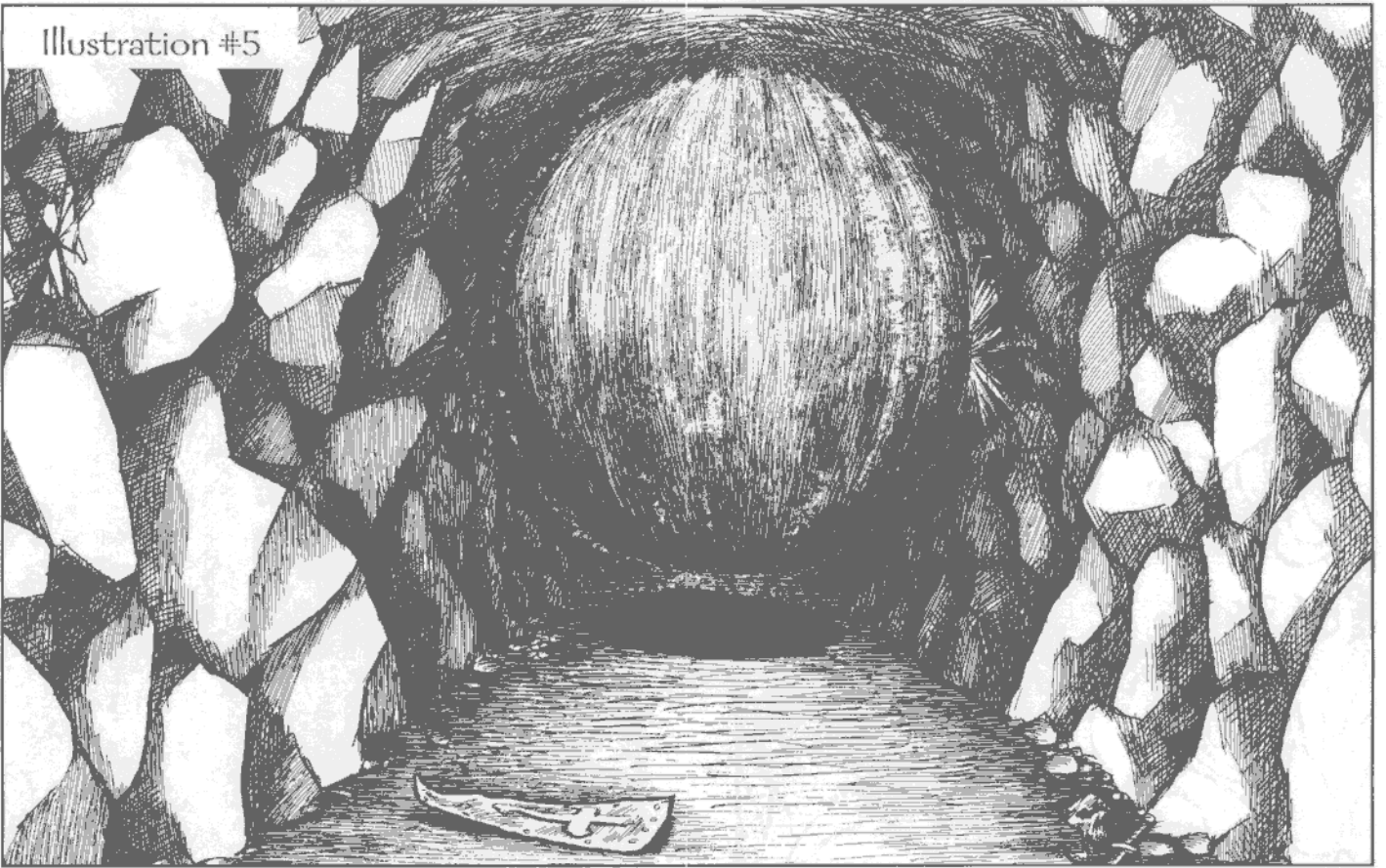


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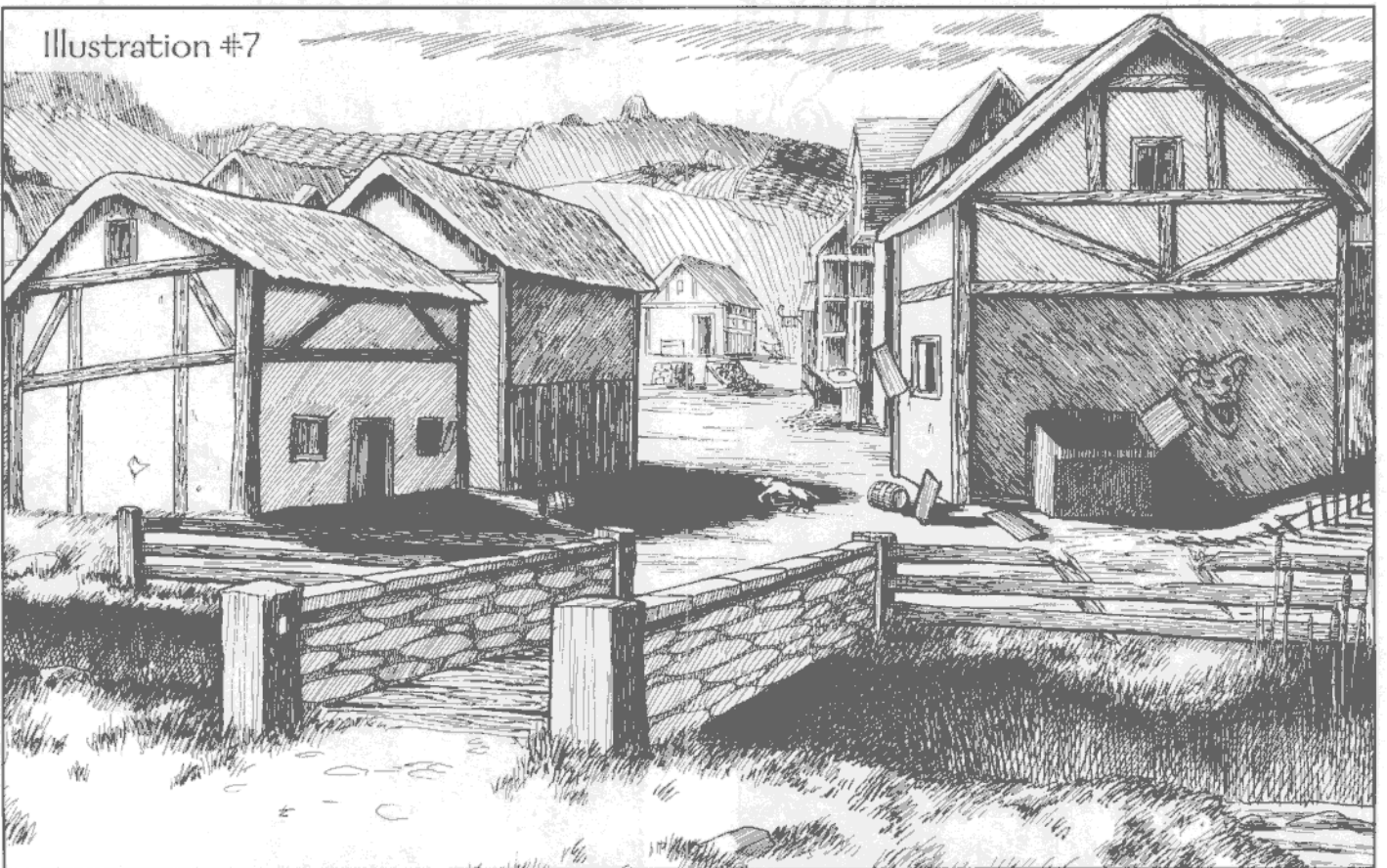


Illustration #6



Illustration #8



Illustration #9



Illustration #10



Illustration #11

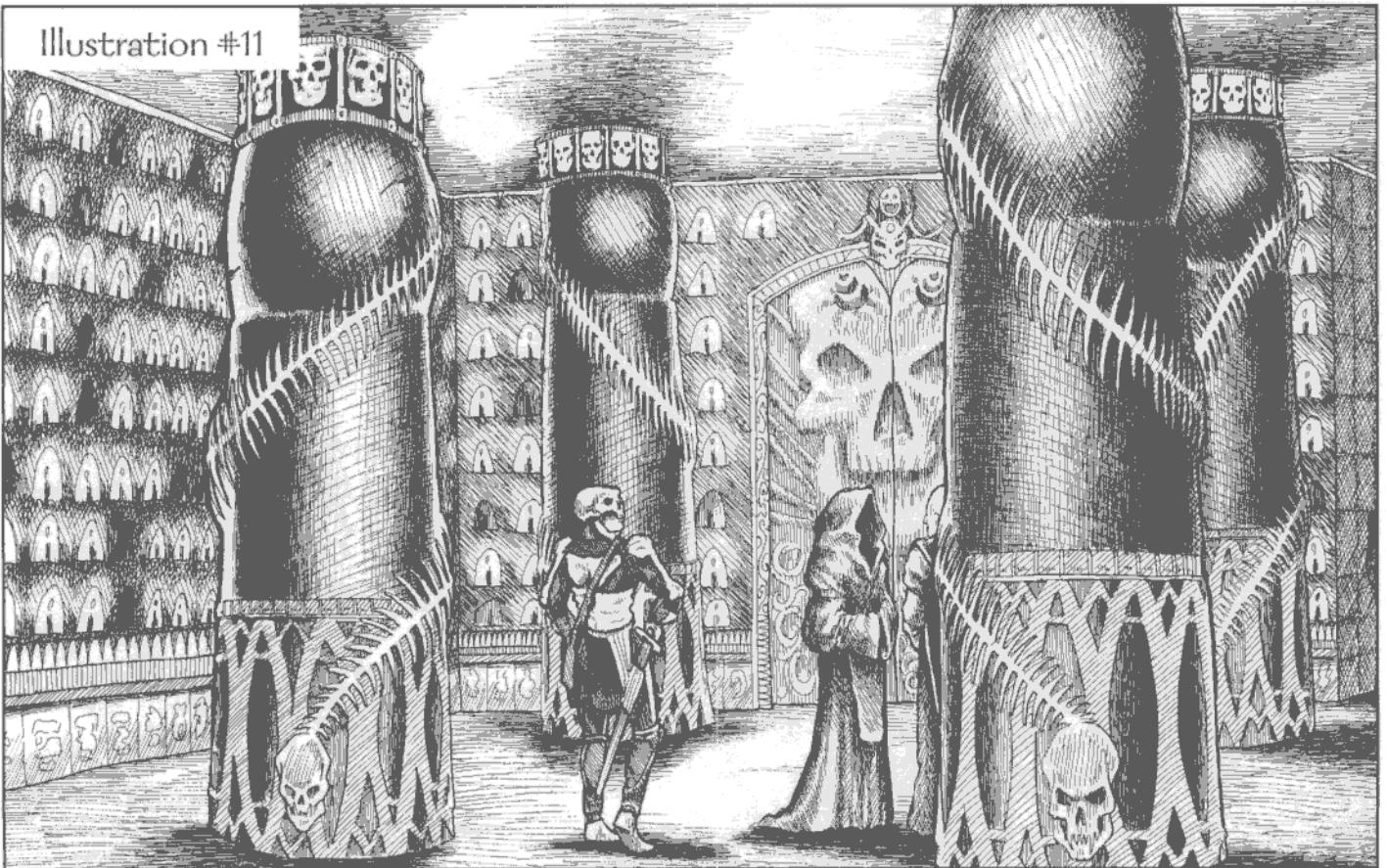


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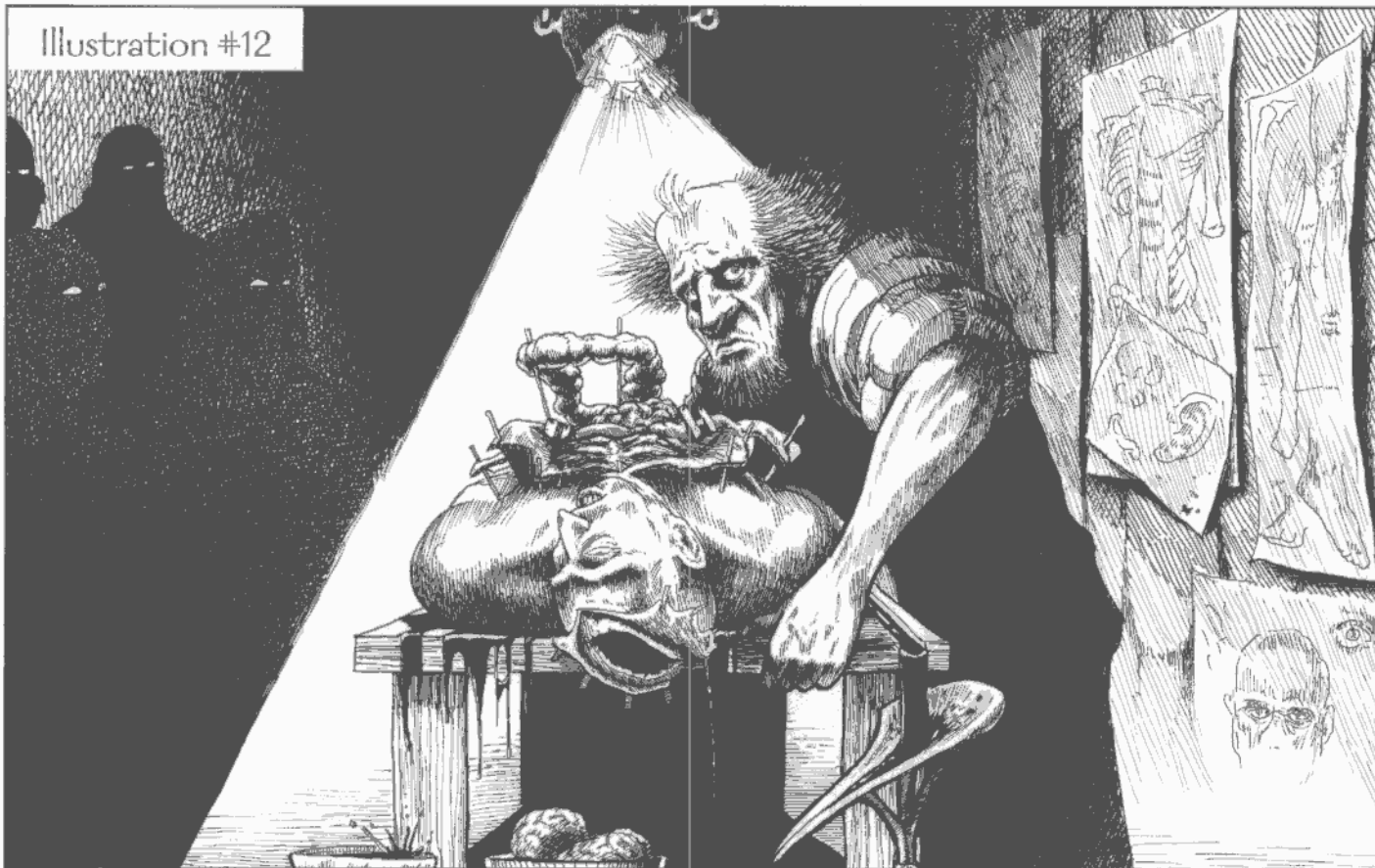


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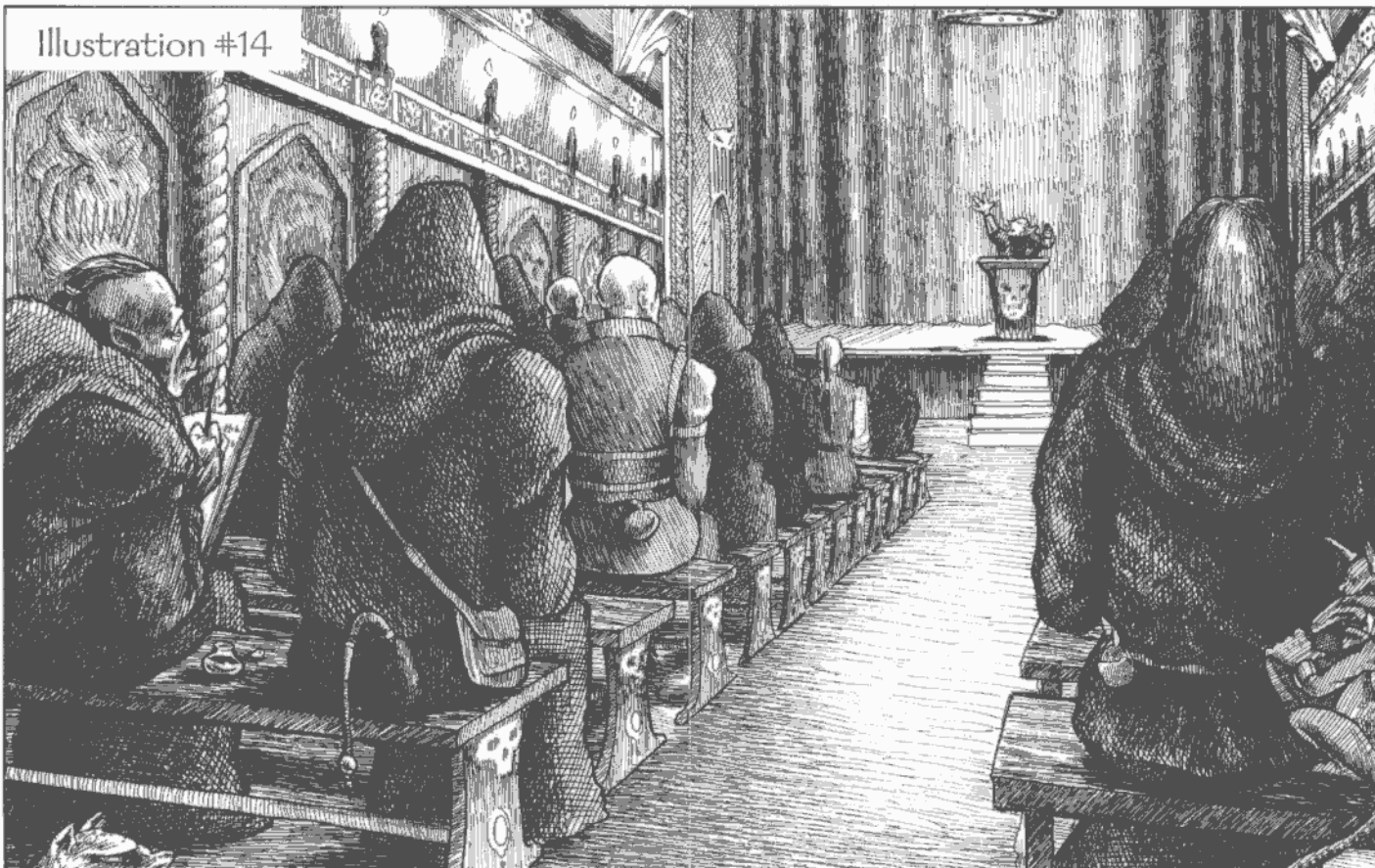


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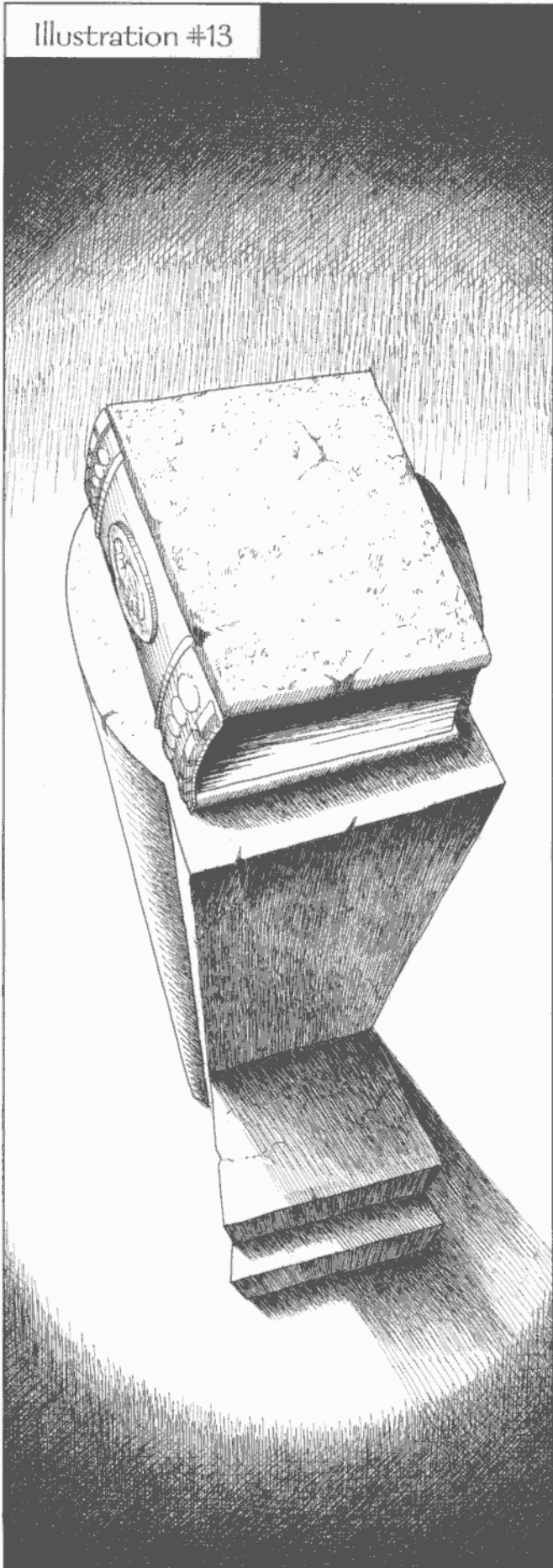


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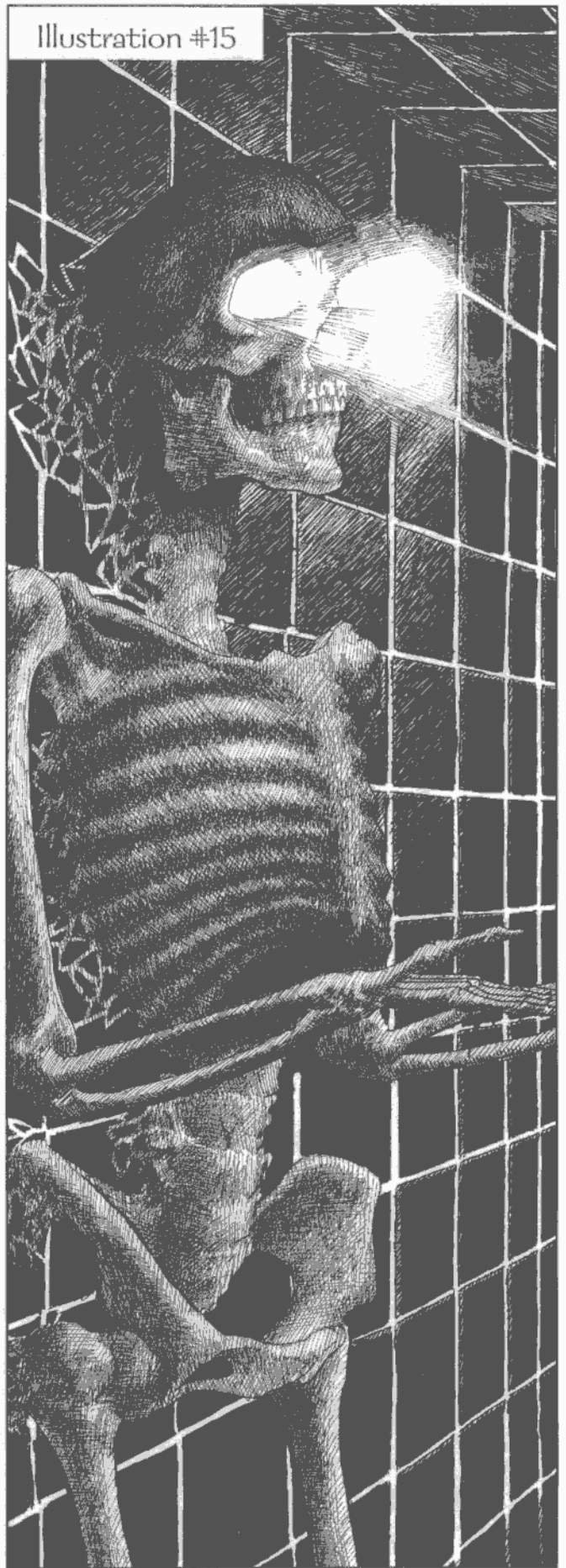


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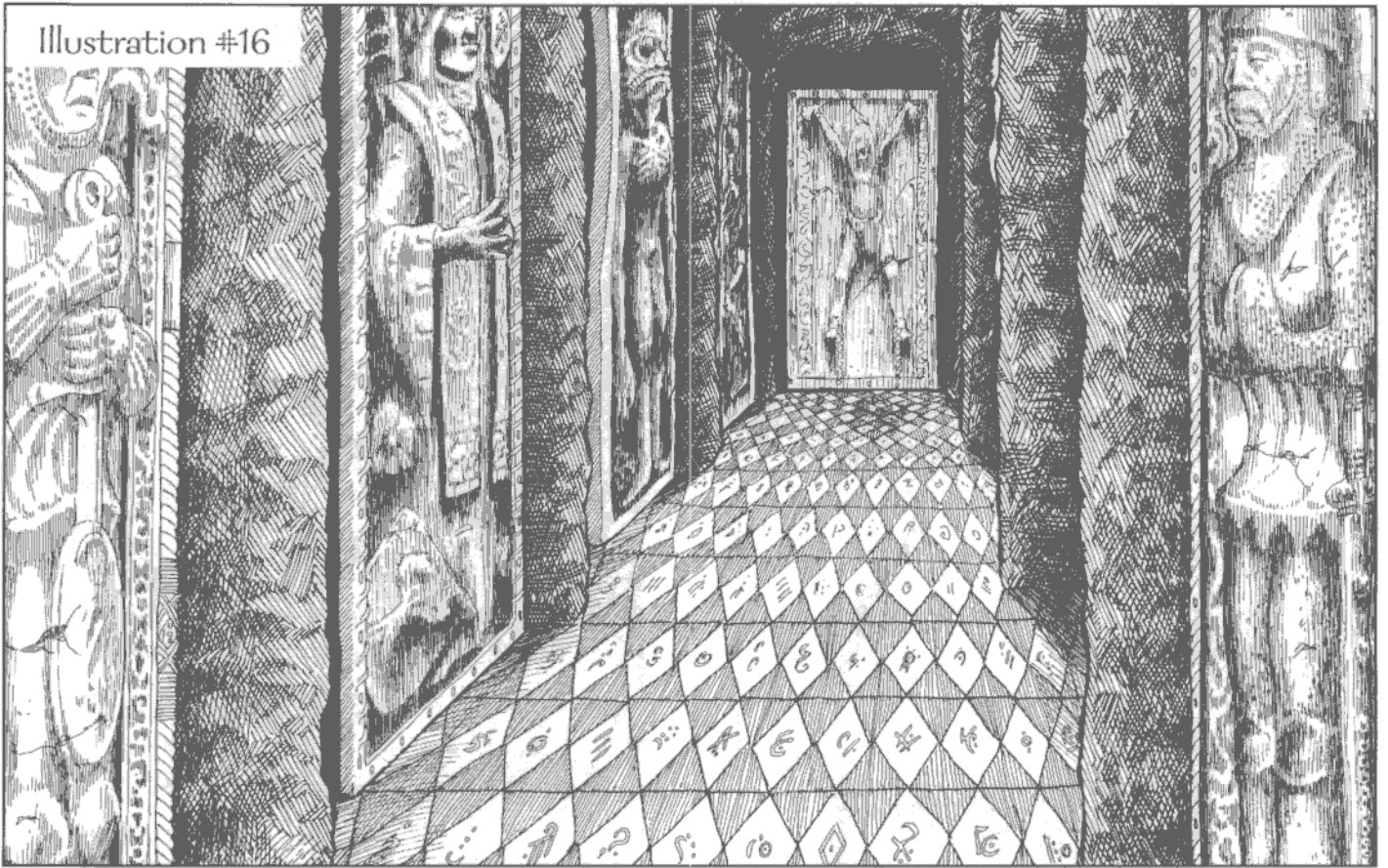


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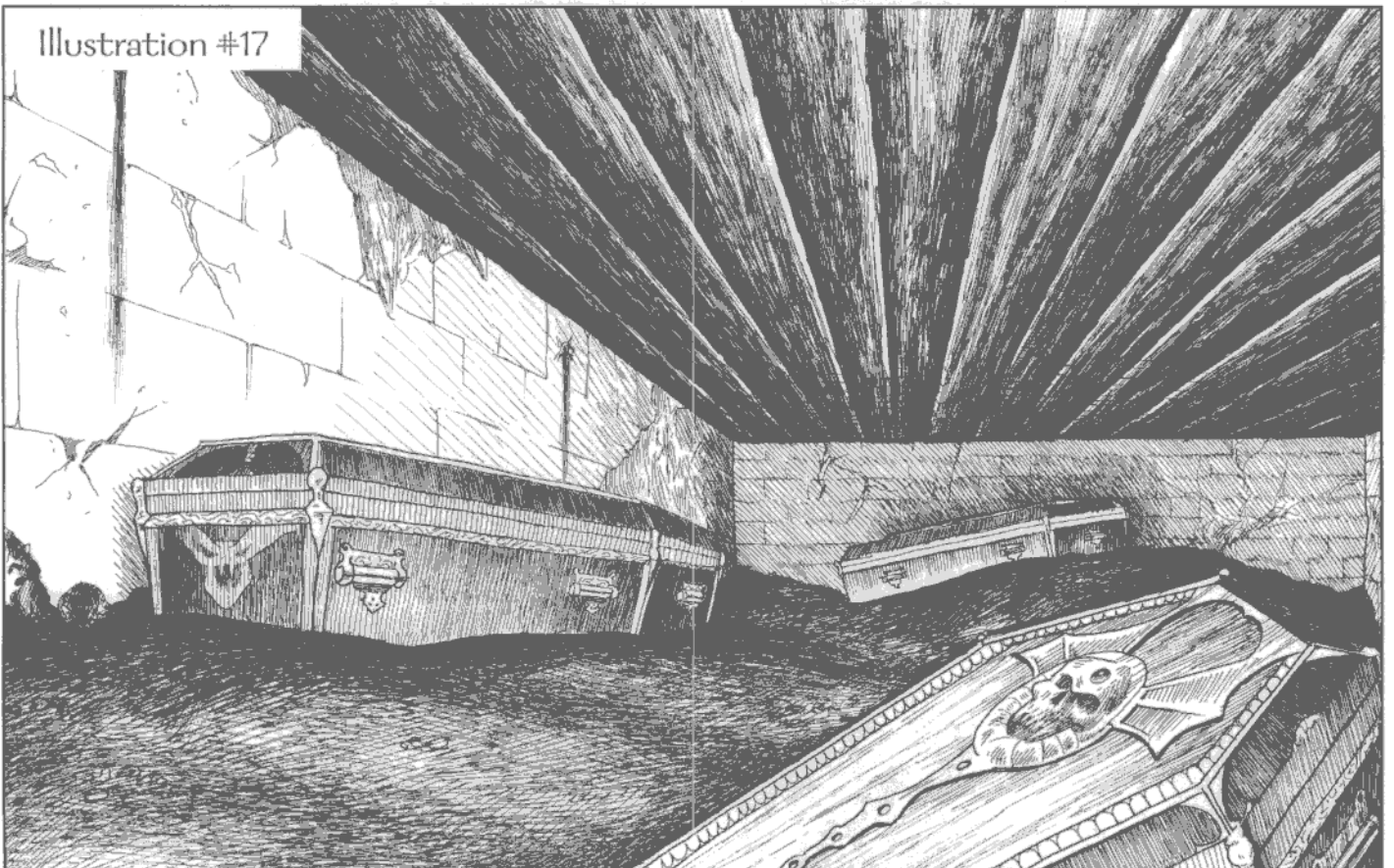


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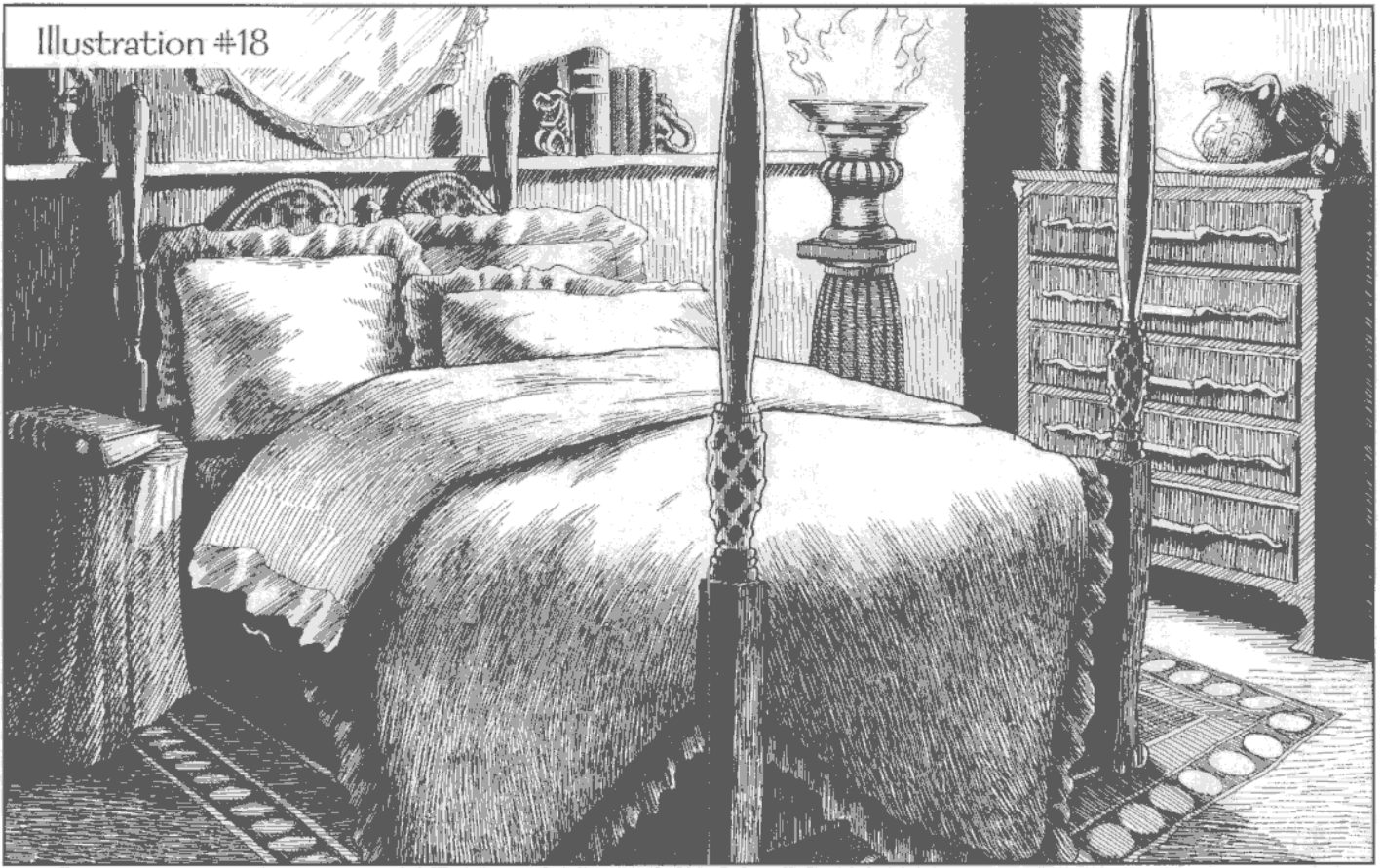


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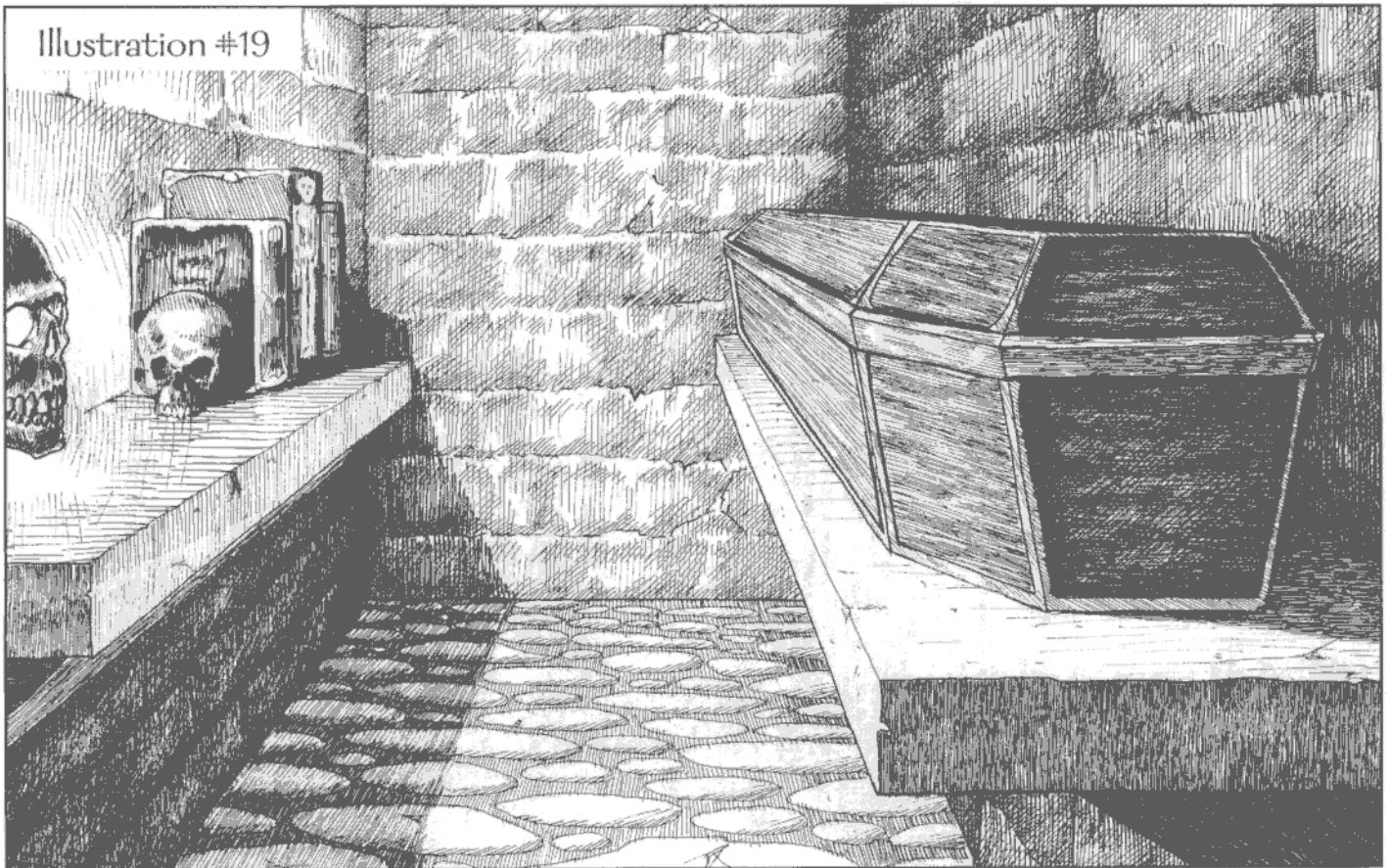


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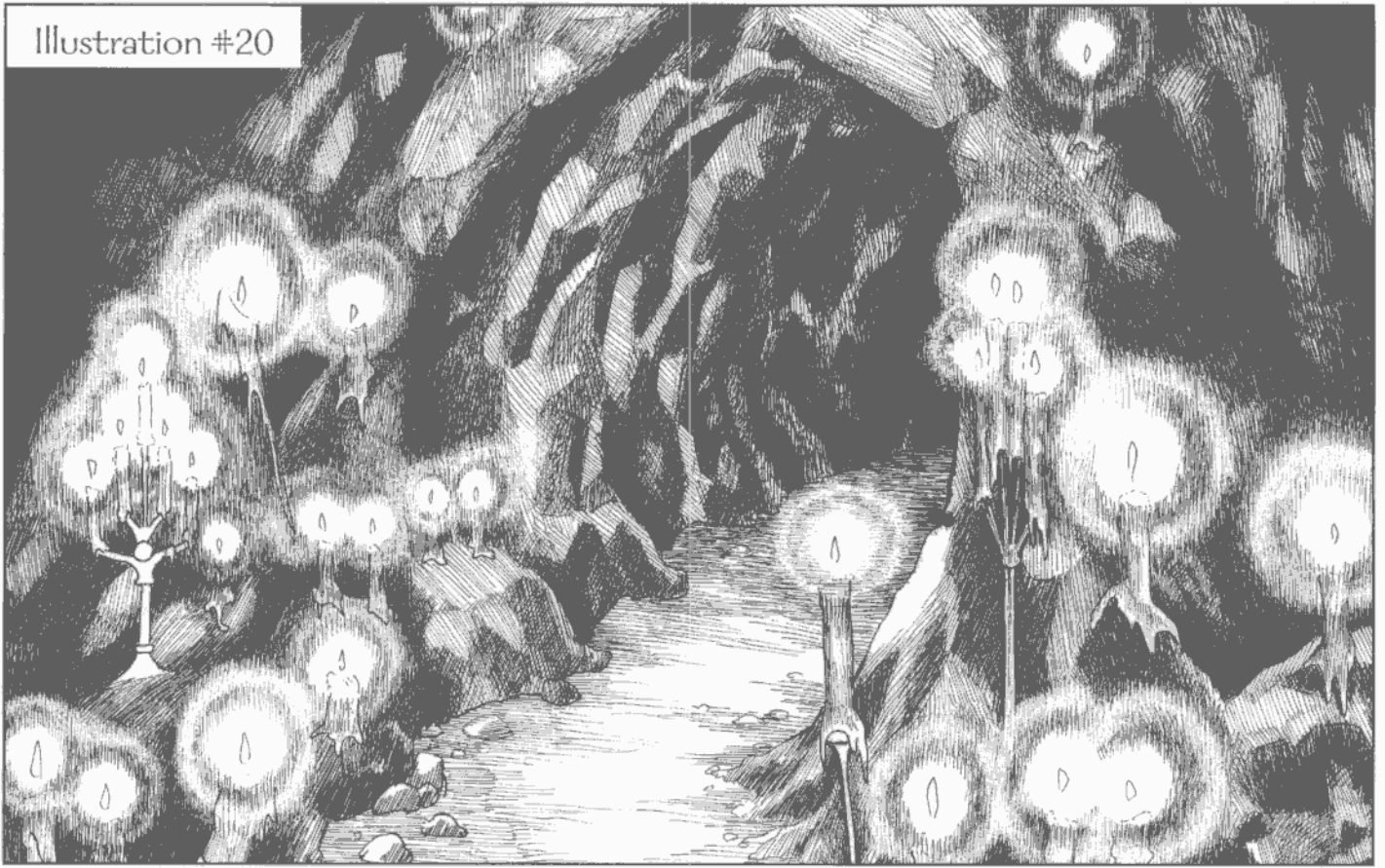


Illustration #22



Illustration #21

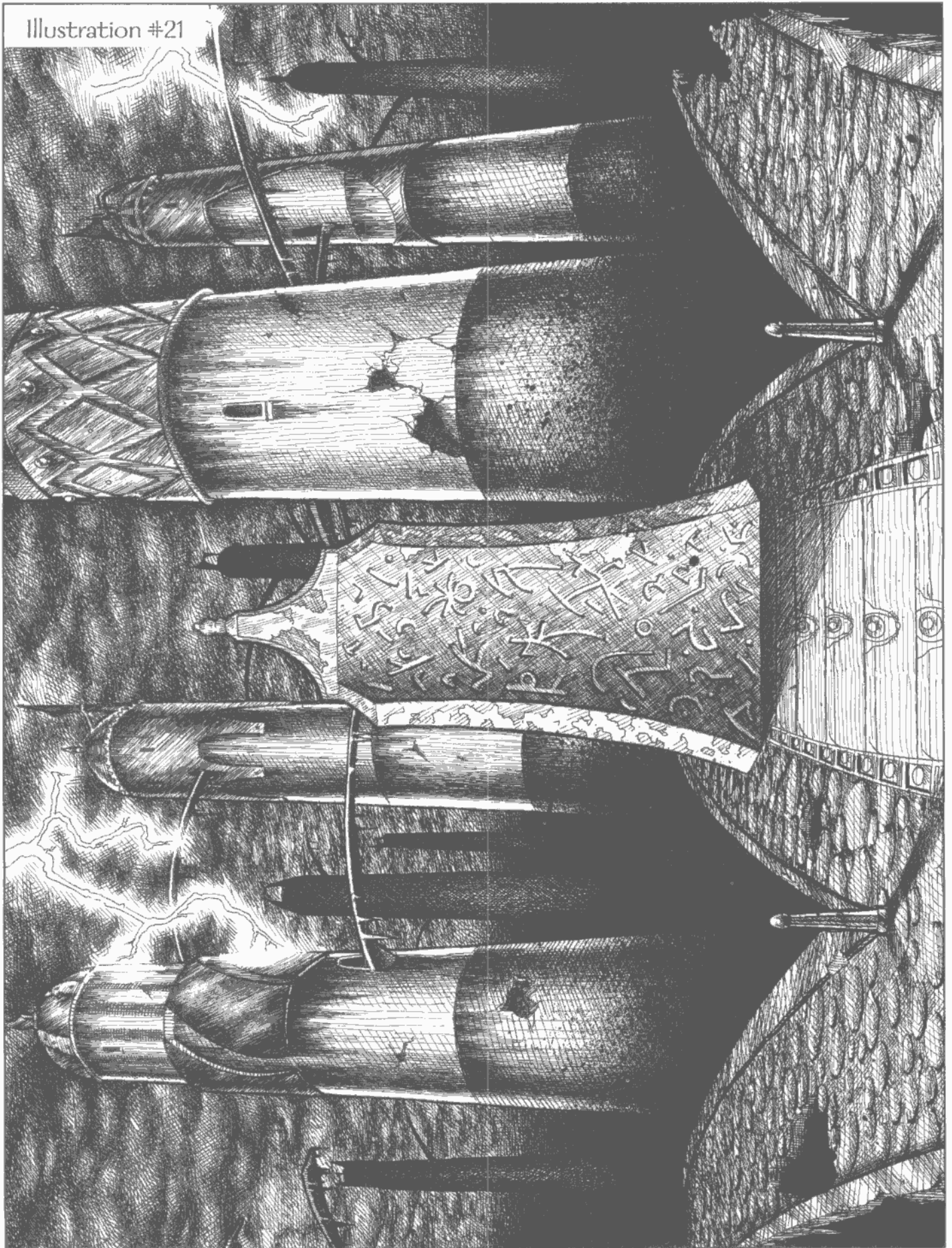


Illustration #23



Illustration #24

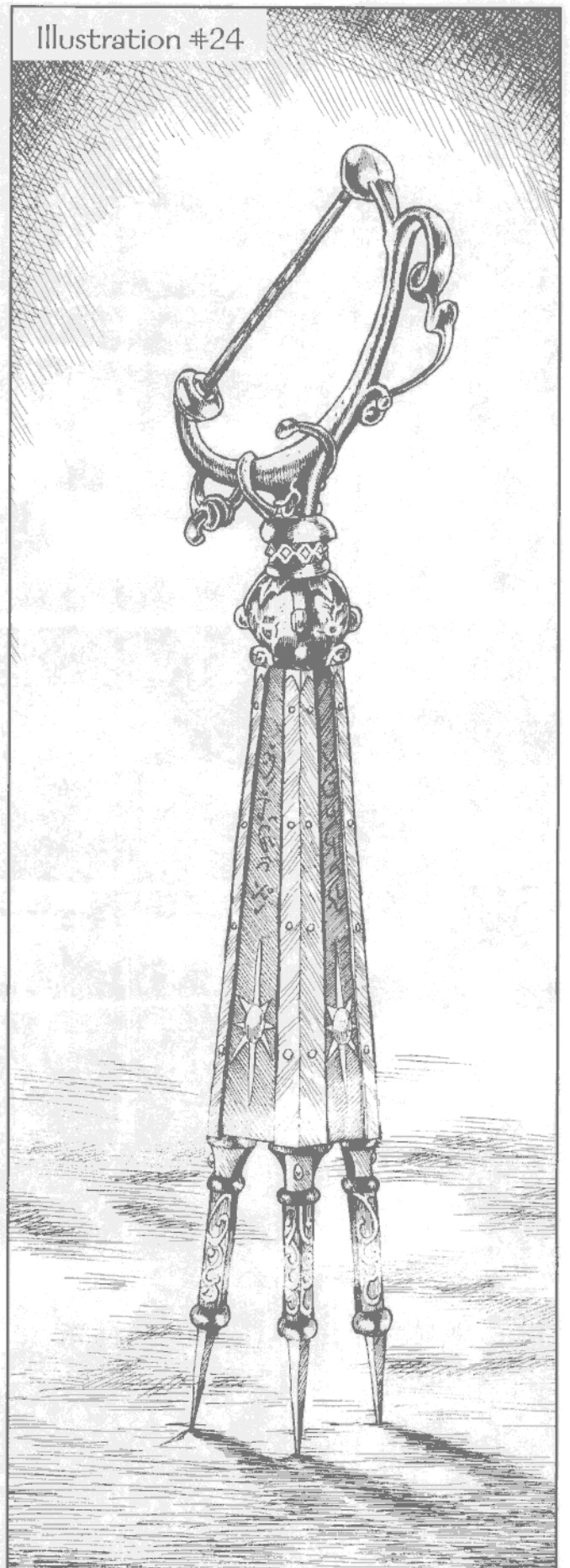


Illustration #25



Illustration #28

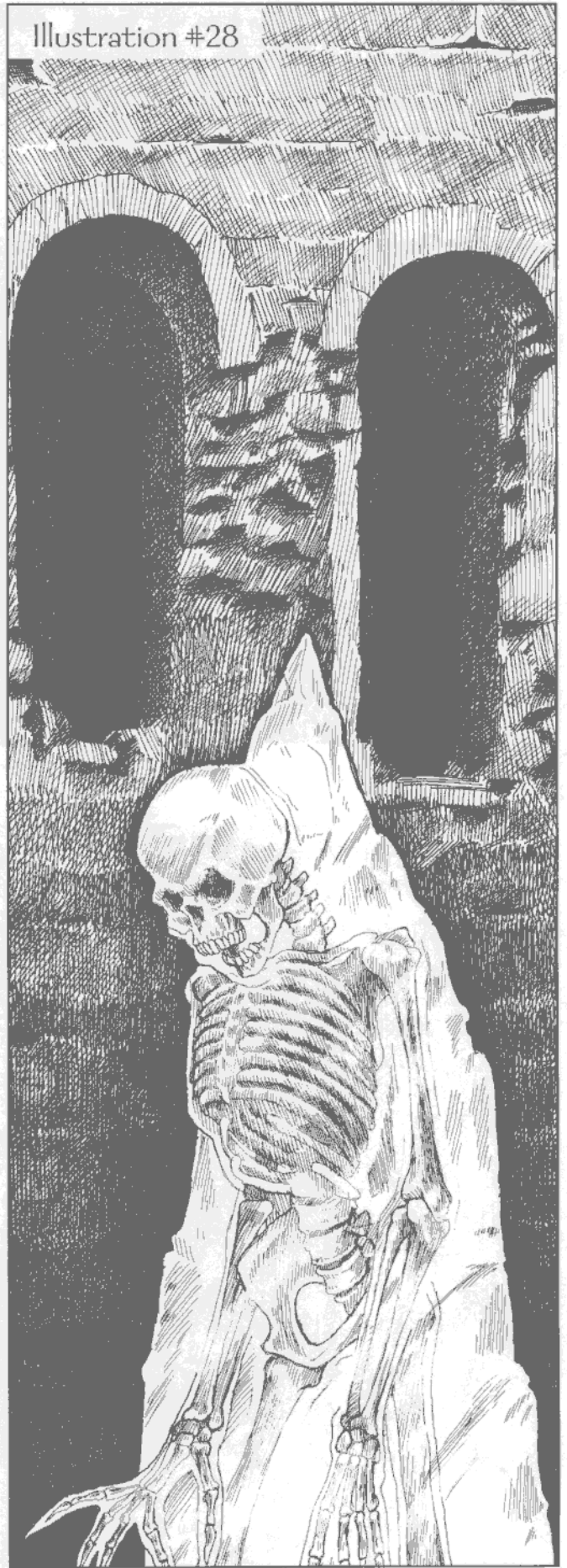


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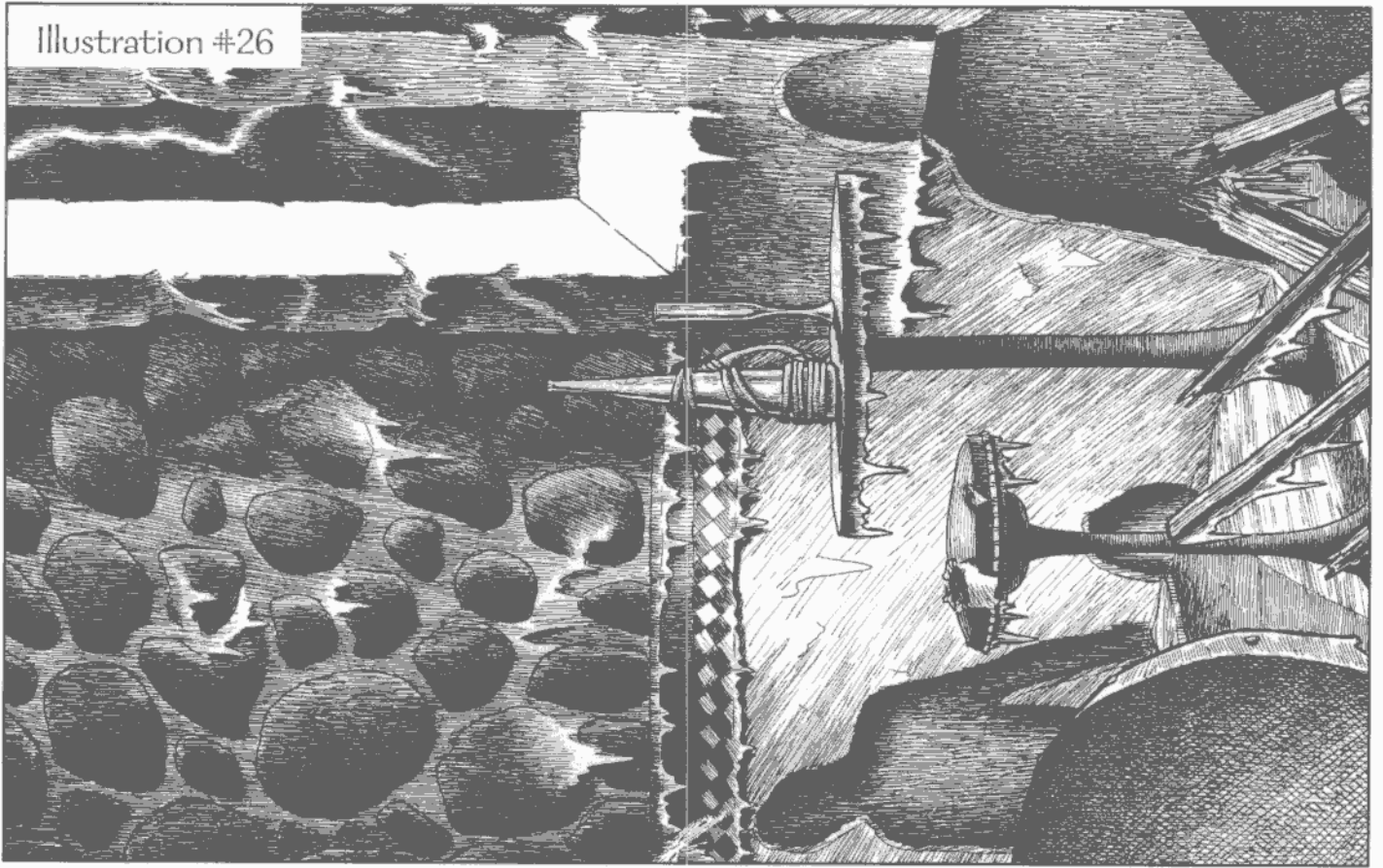


Illustration #27



Illustration #29

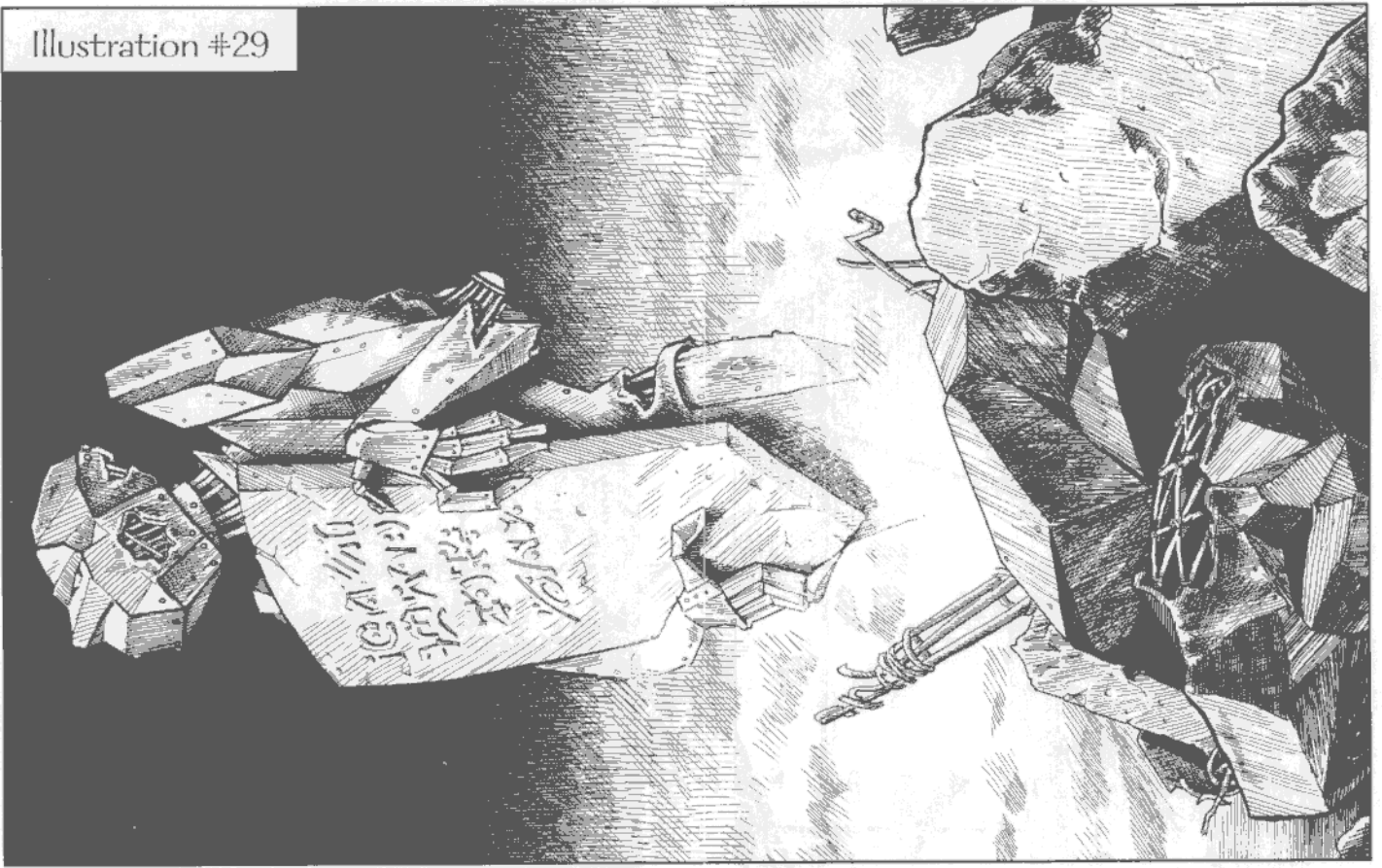


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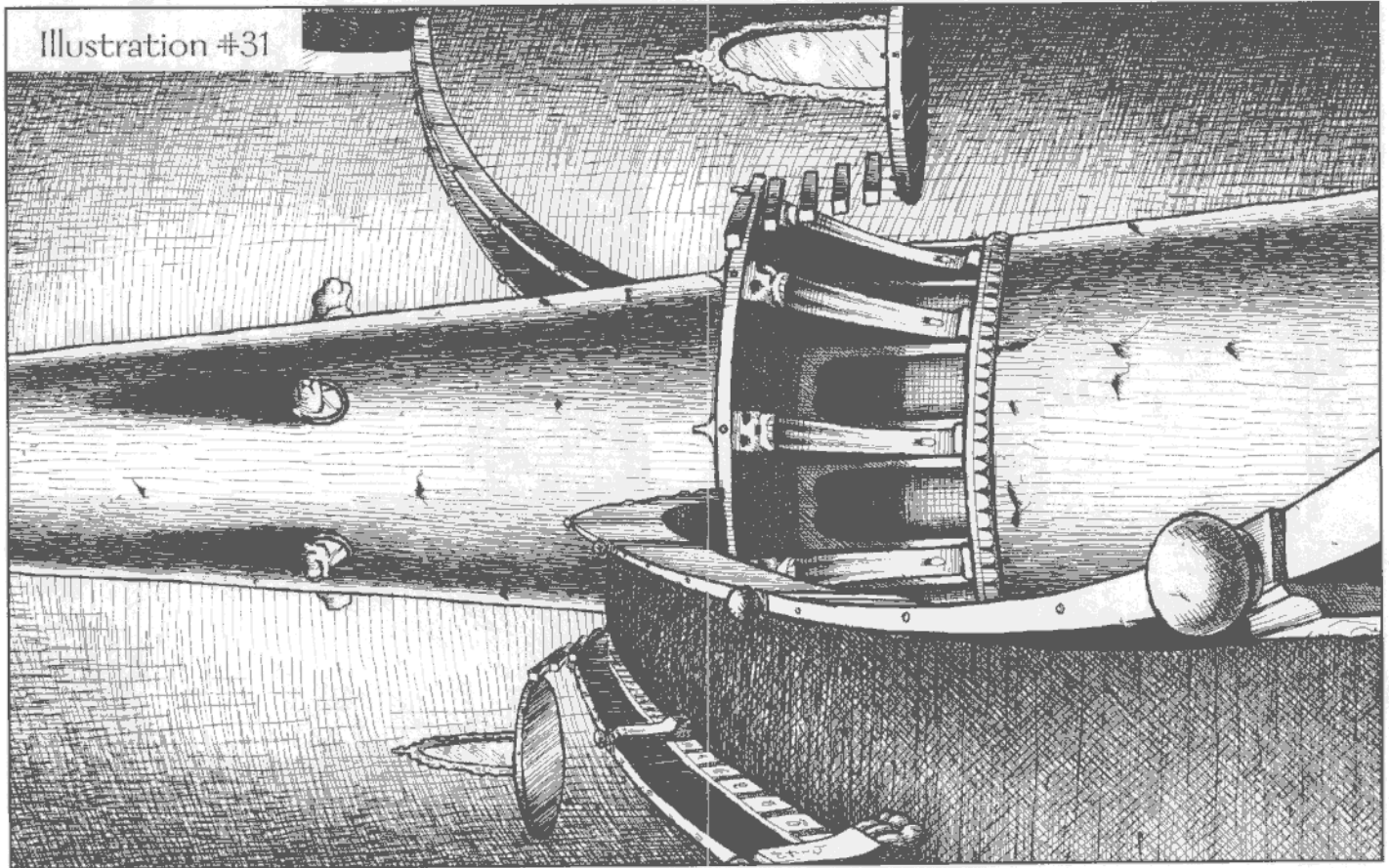


Illustration #30



Illustration #34



Illustration #32

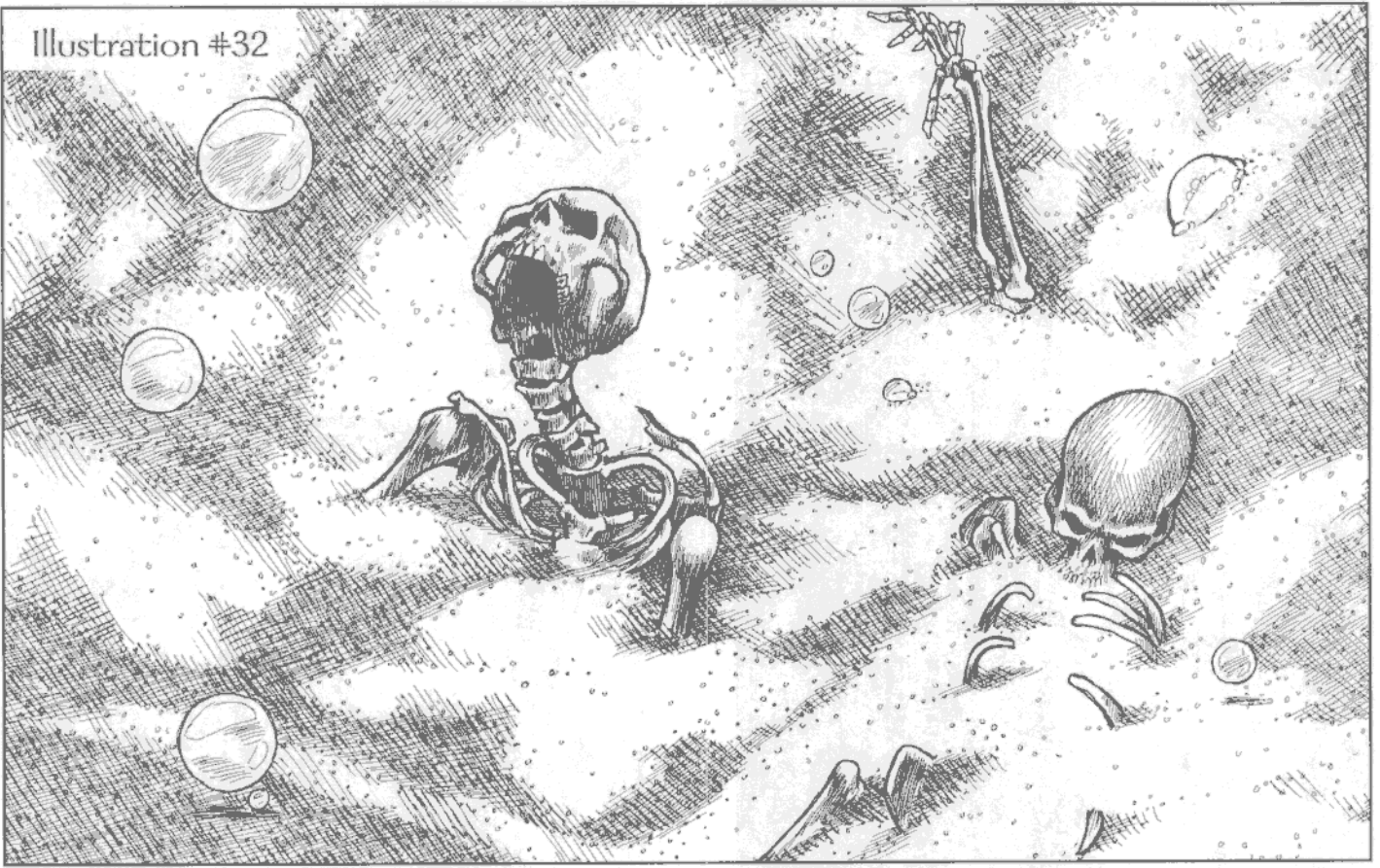


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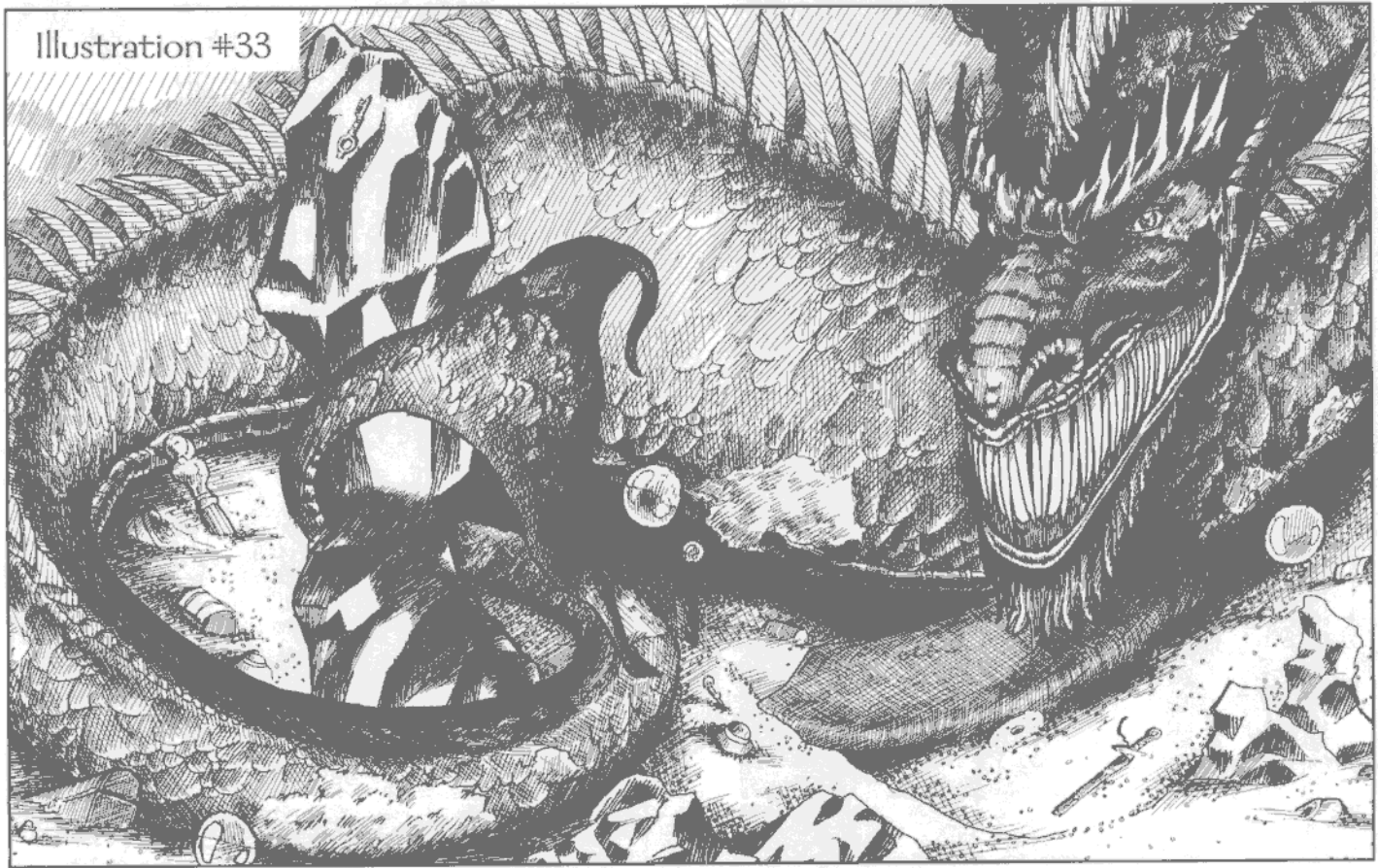


Illustration #35



Illustration #37

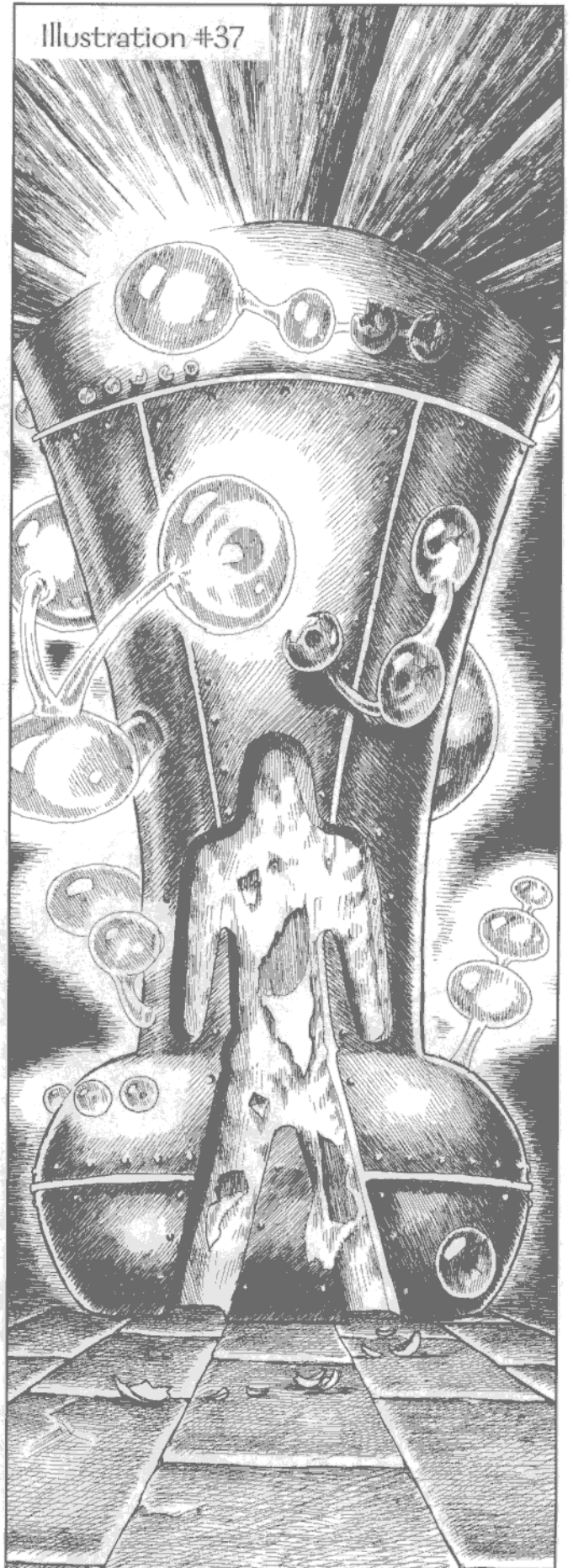


Illustration #36



Illustration #40

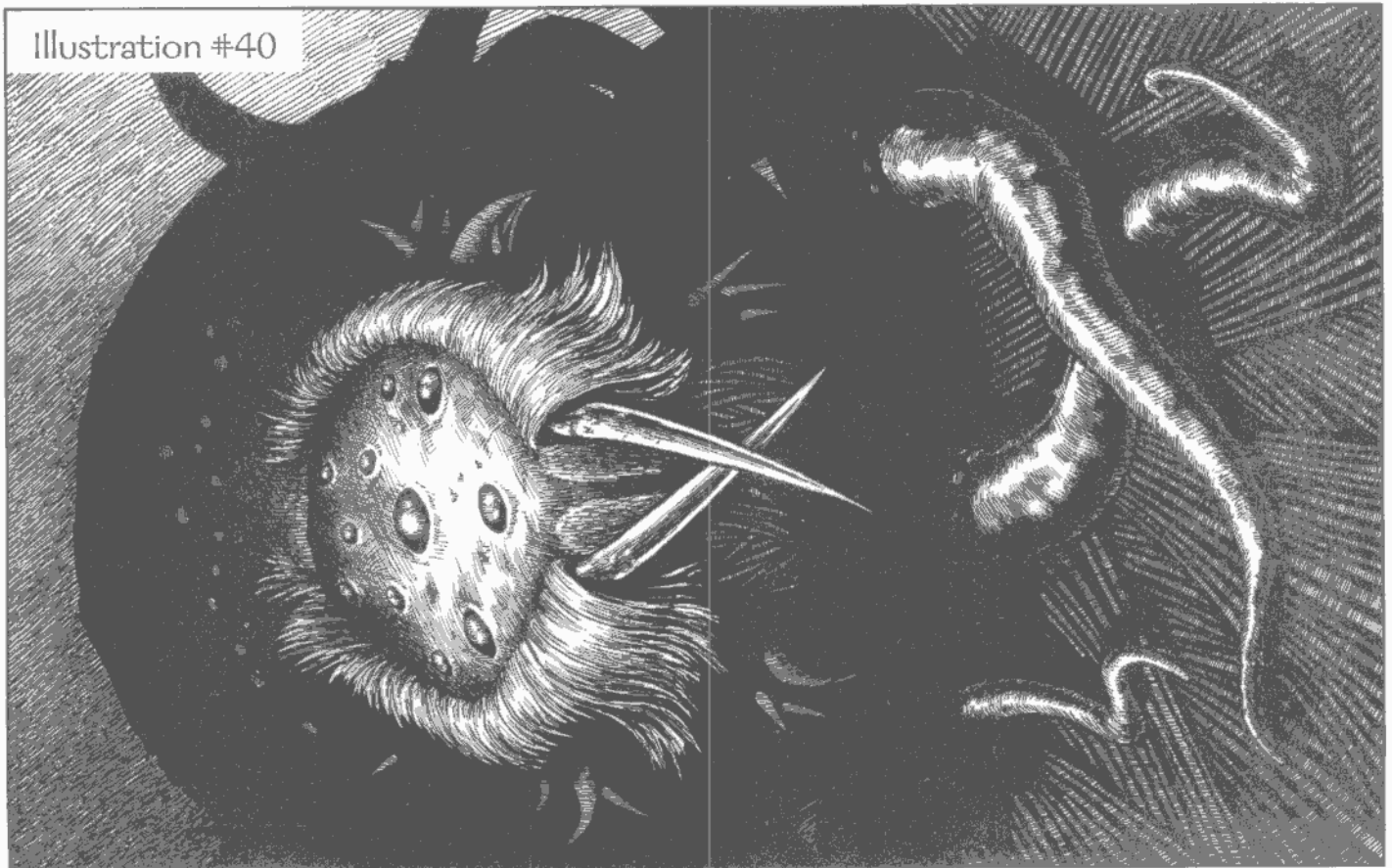


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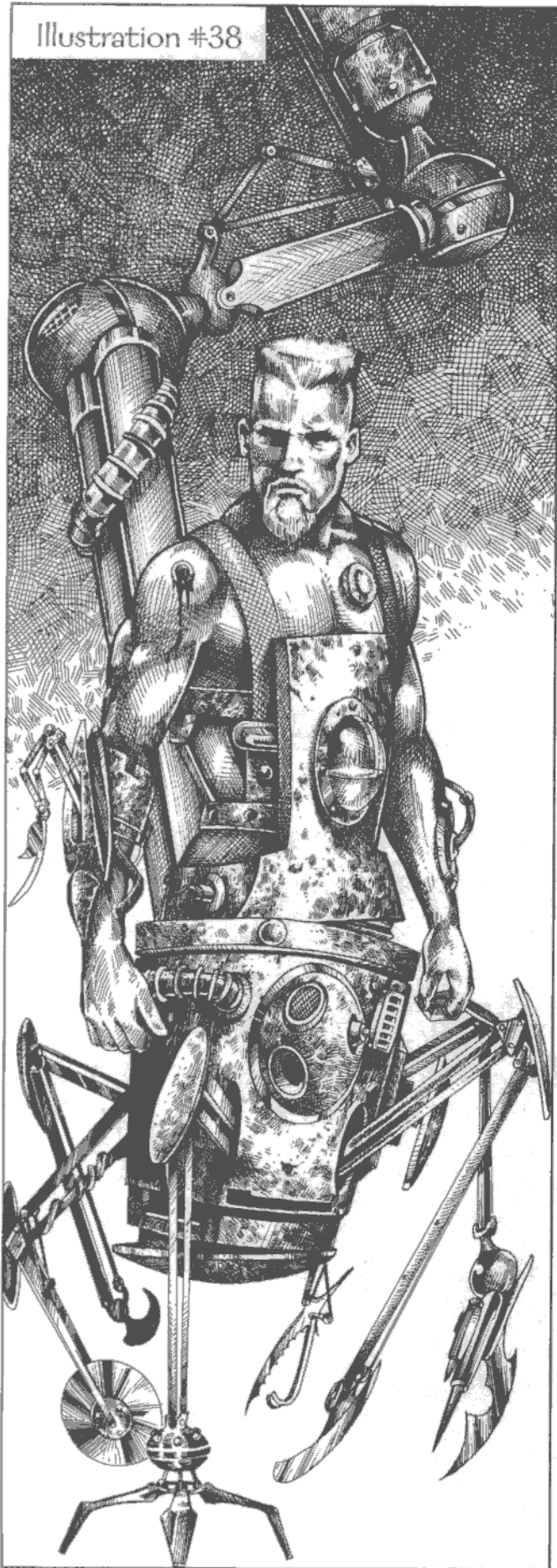


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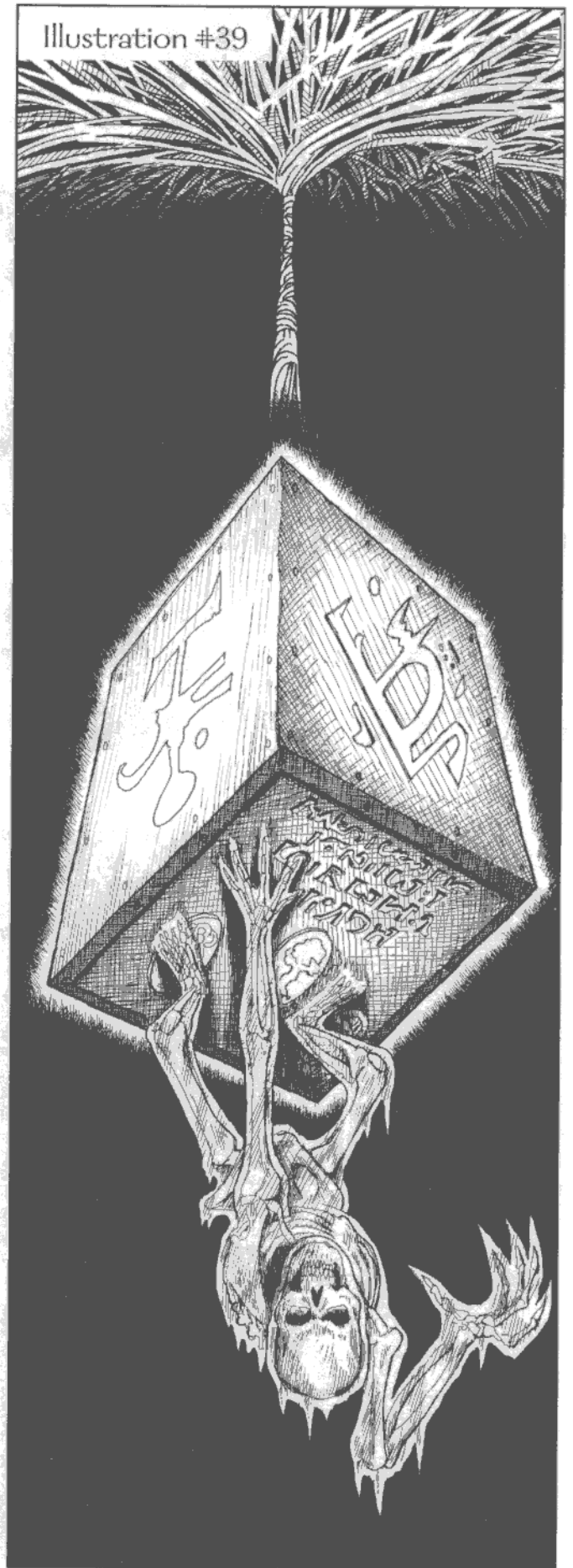


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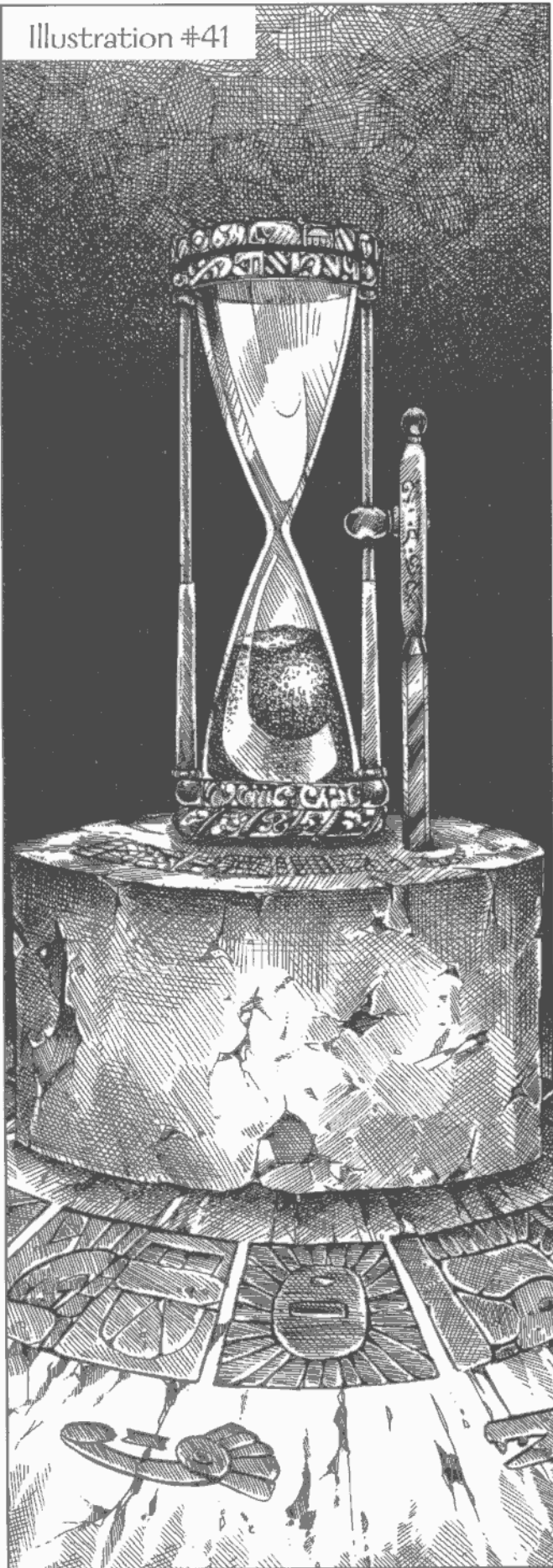


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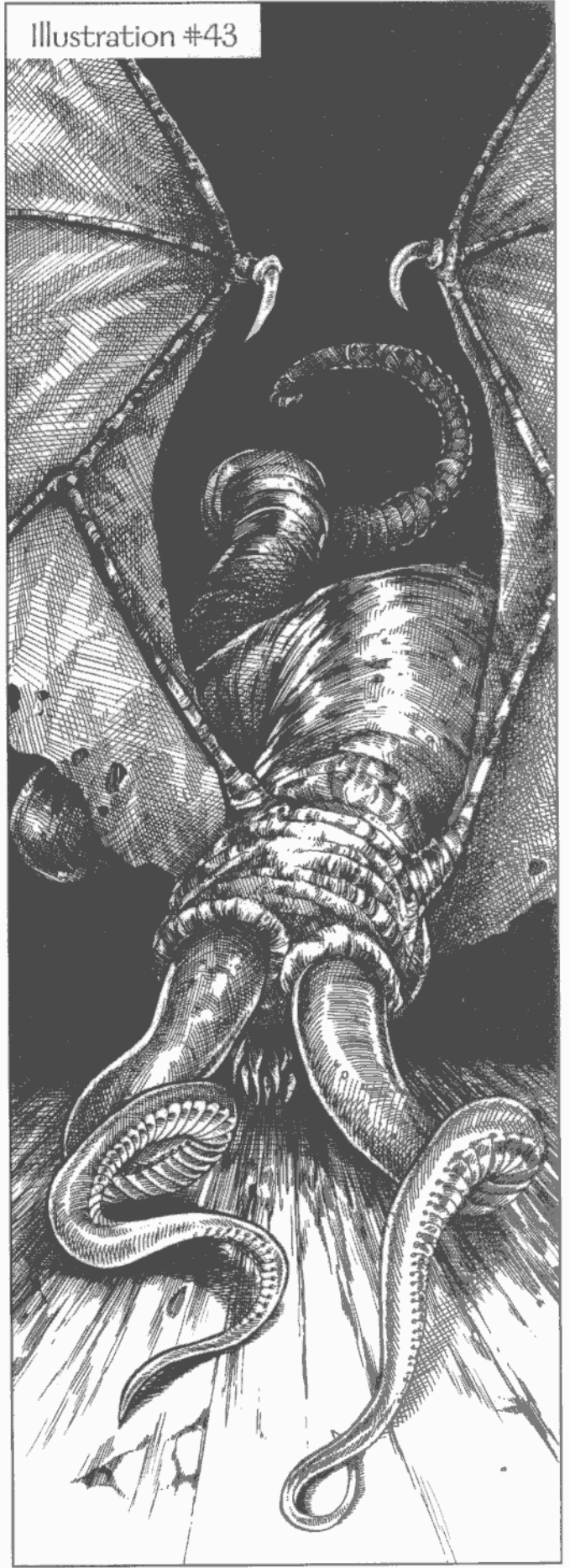


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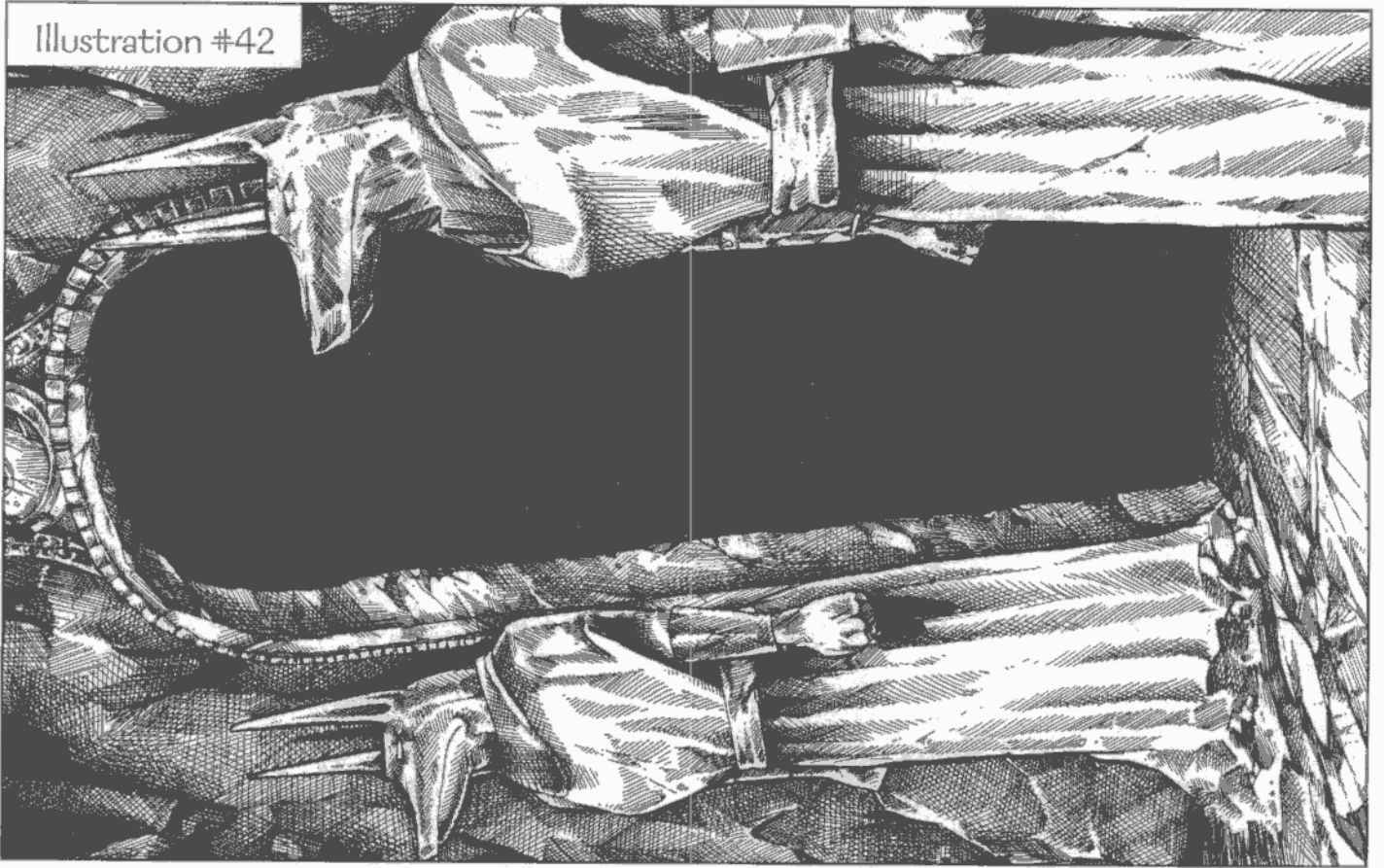


Illustration #45



Illustration #44



Illustration #46



Illustration #47



Illustration #48

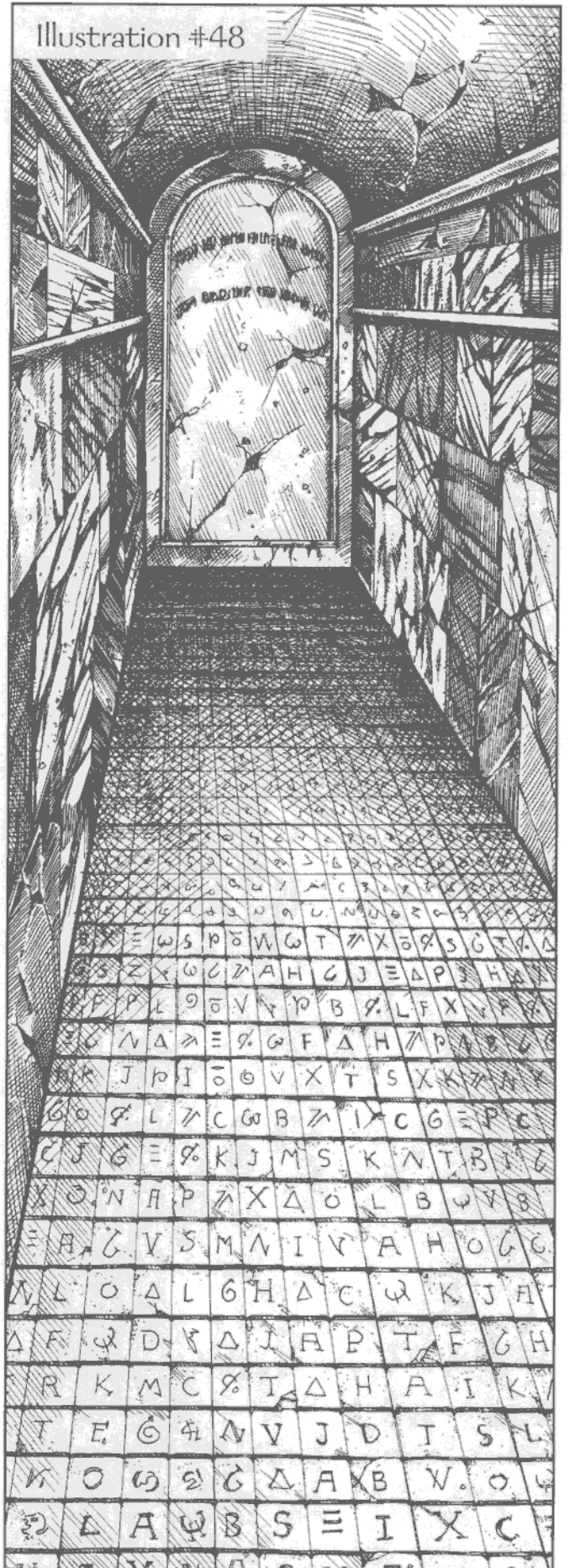


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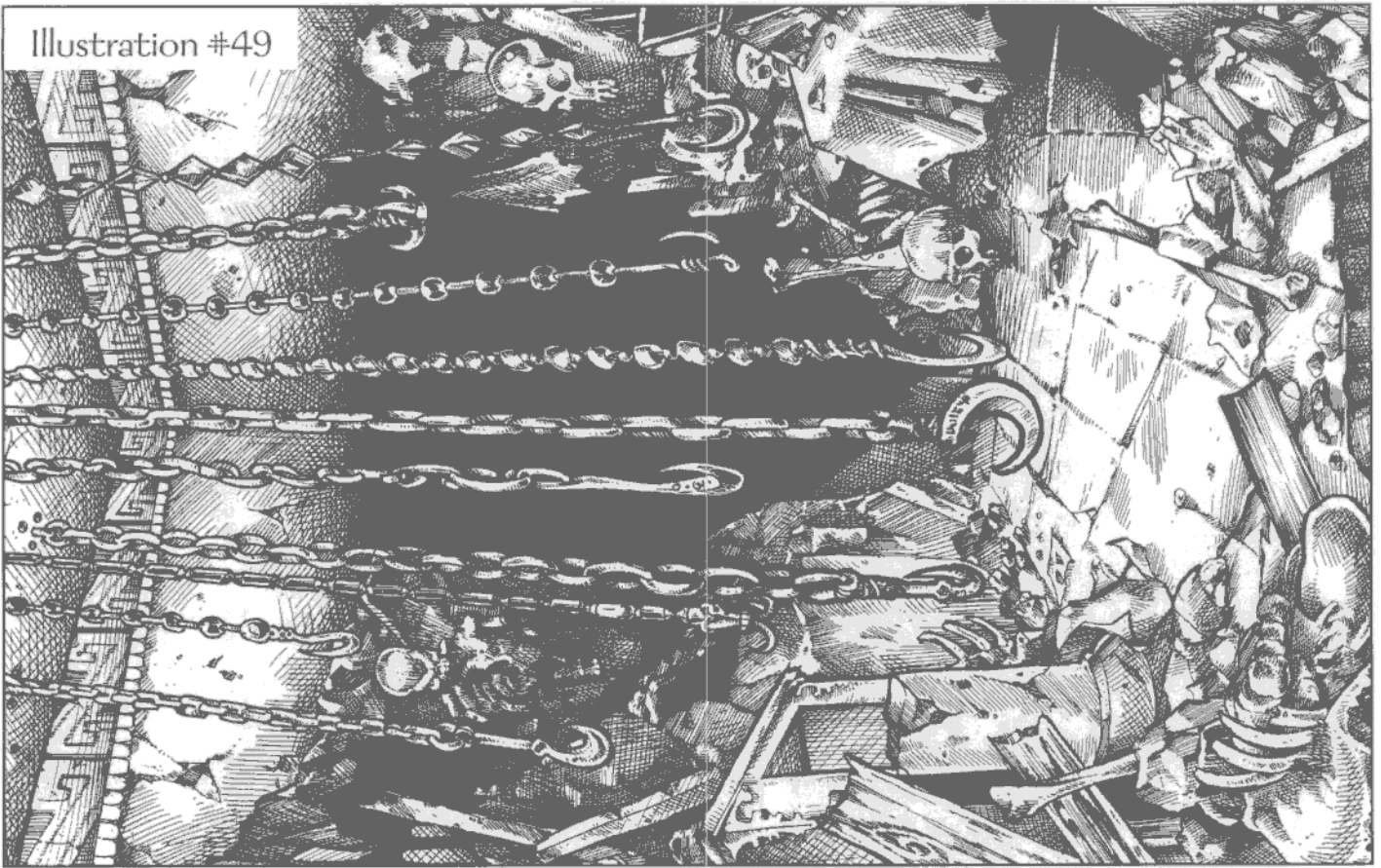


Illustration #50



Illustration #51



Illustration #52



Illustration #53

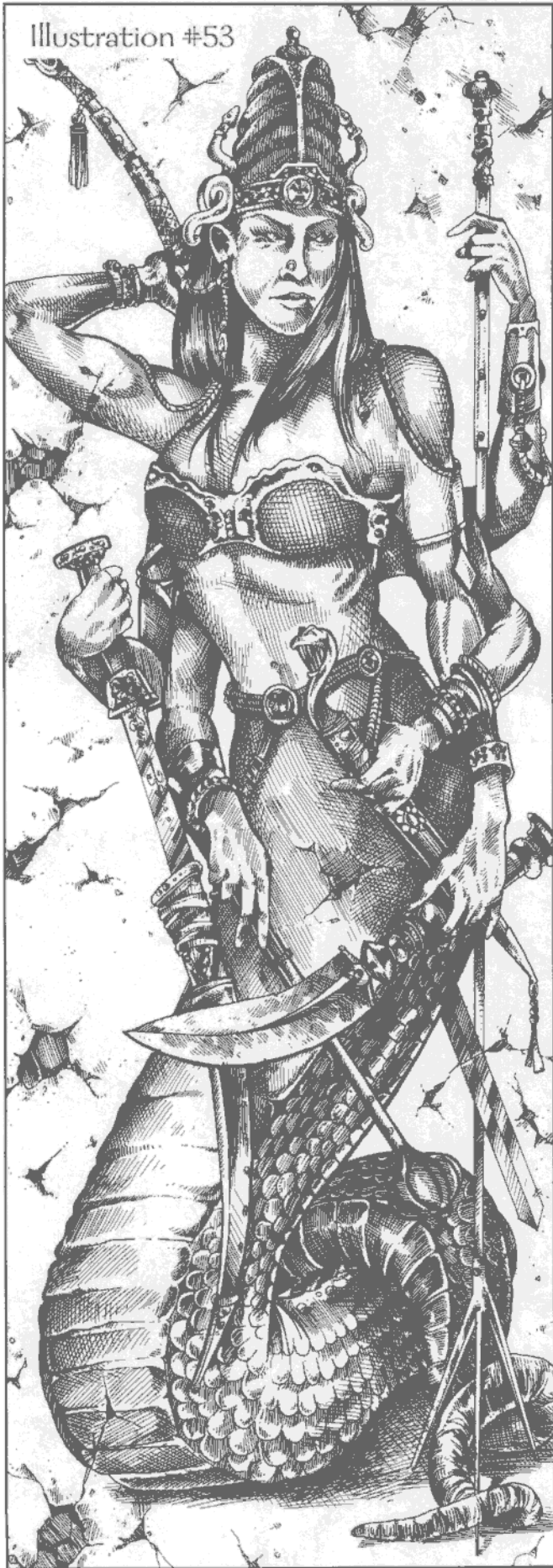


Illustration #54



Illustration #55

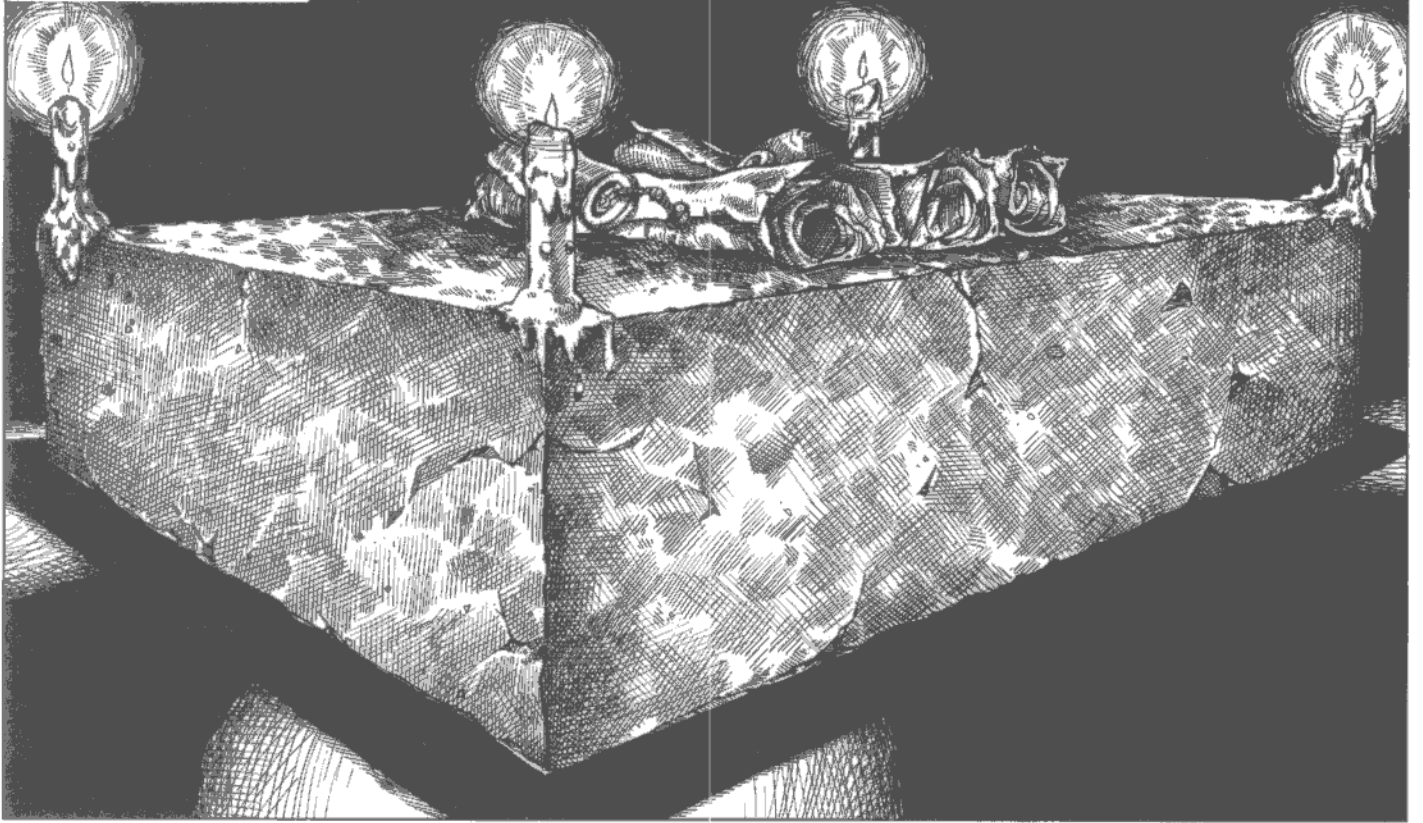


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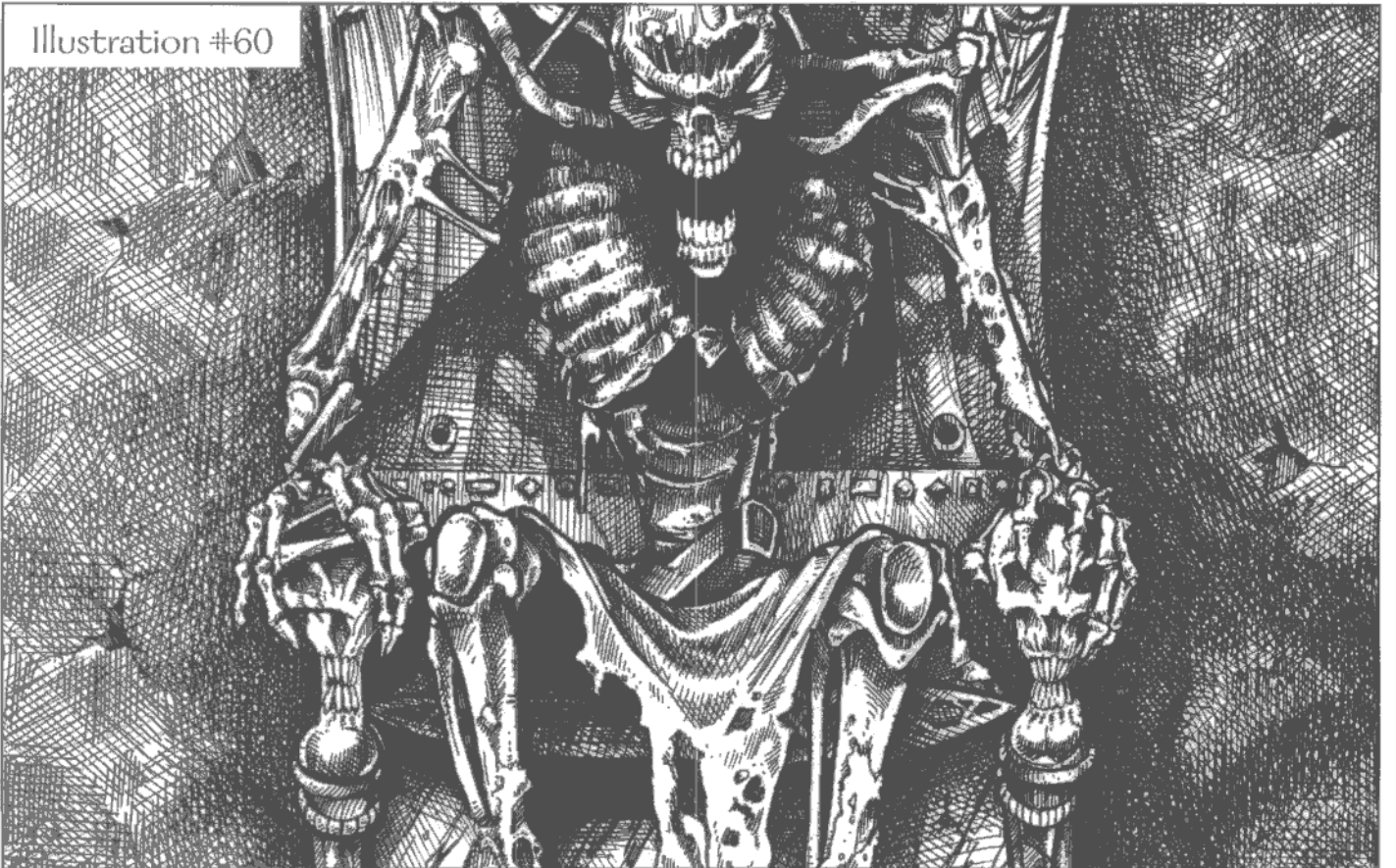


Illustration #56



Illustration #57

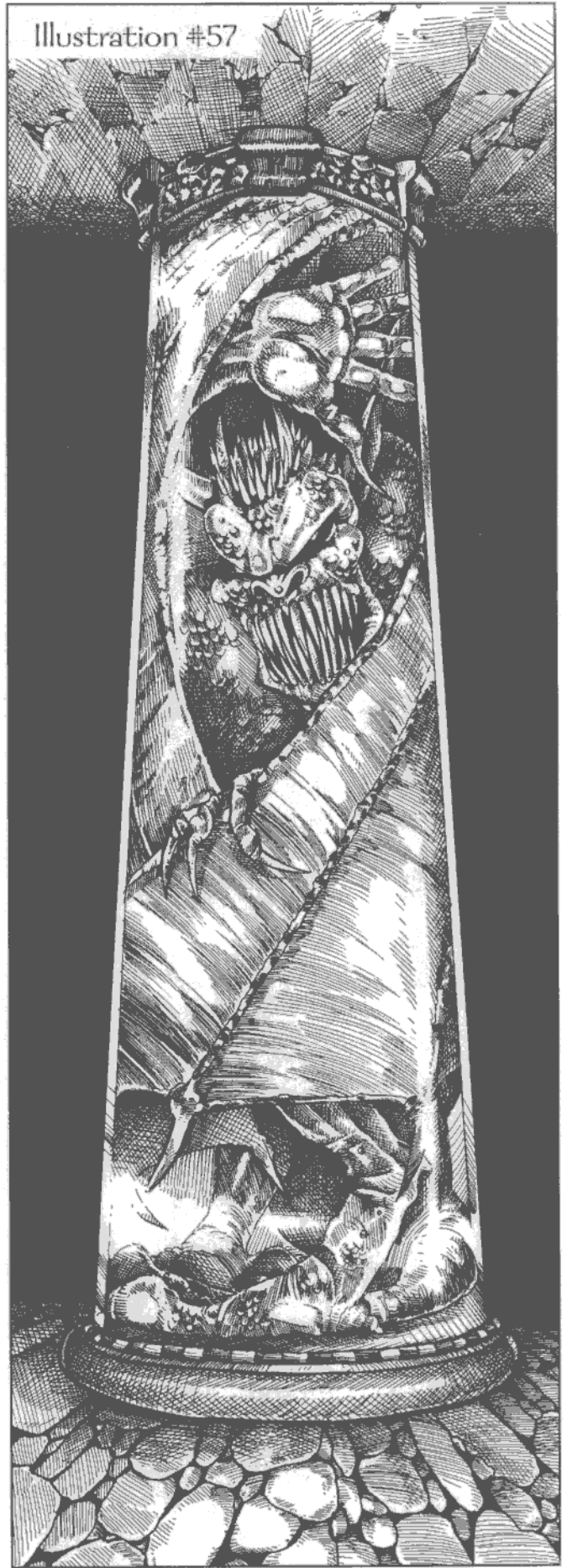


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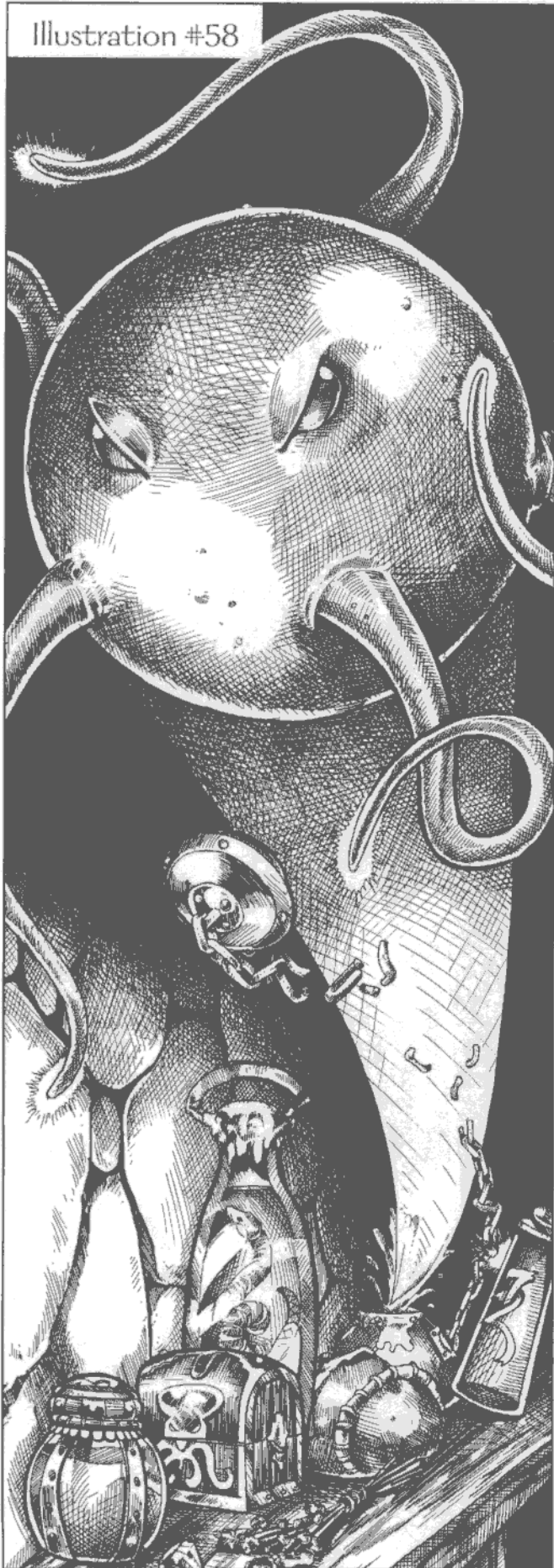
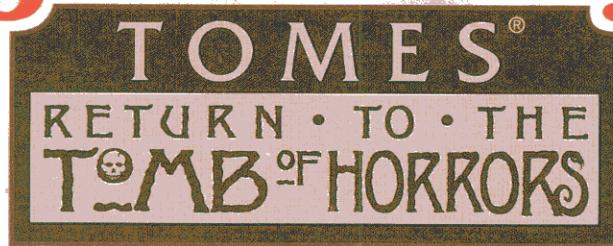


Illustration #59



Advanced Dungeons & Dragons®



MAPS & MONSTERS BOOK

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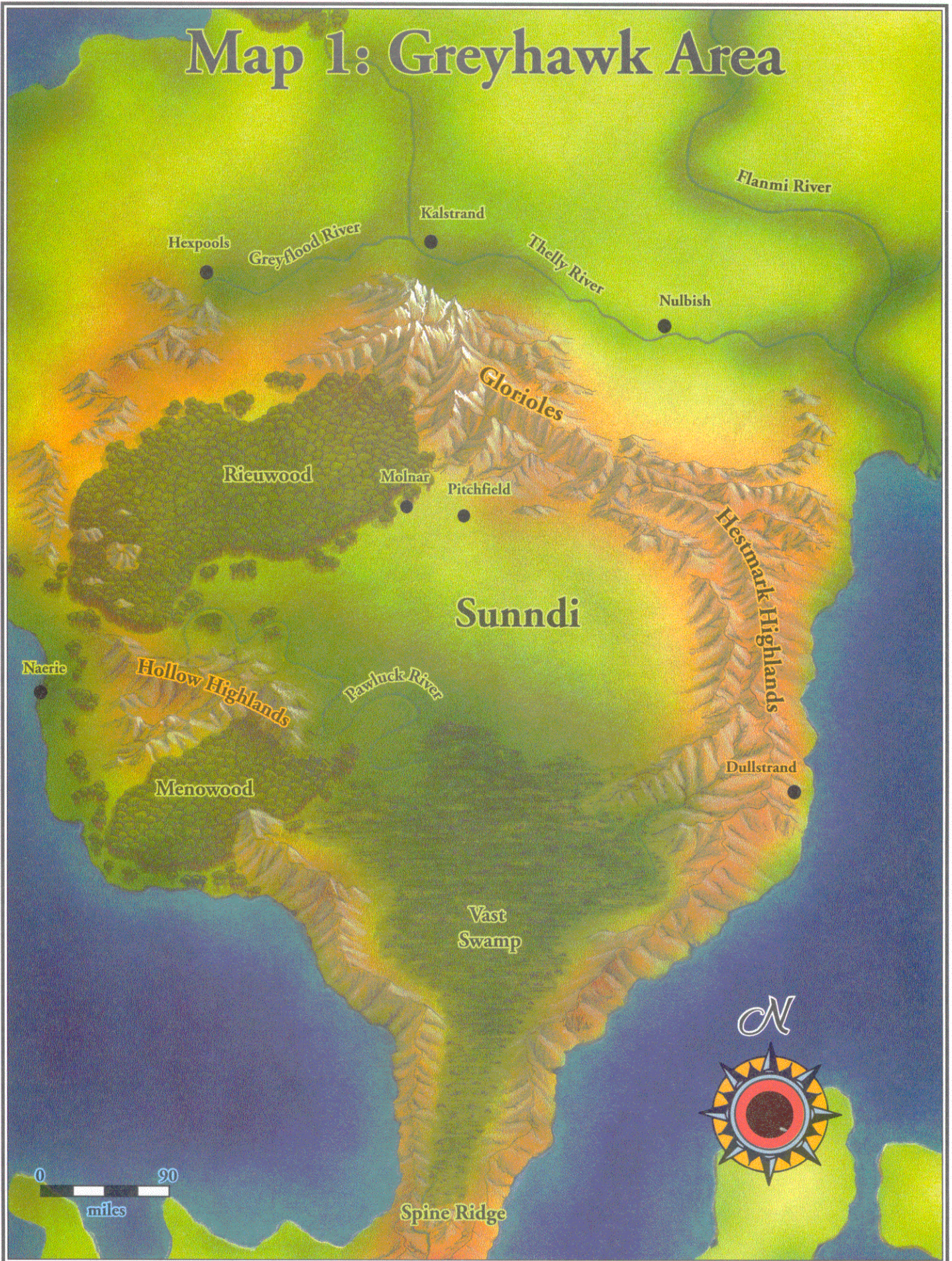
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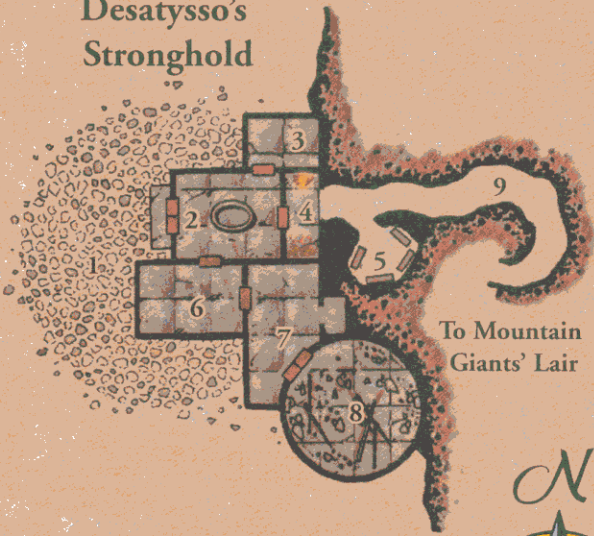
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Map 1: Greyhawk Area

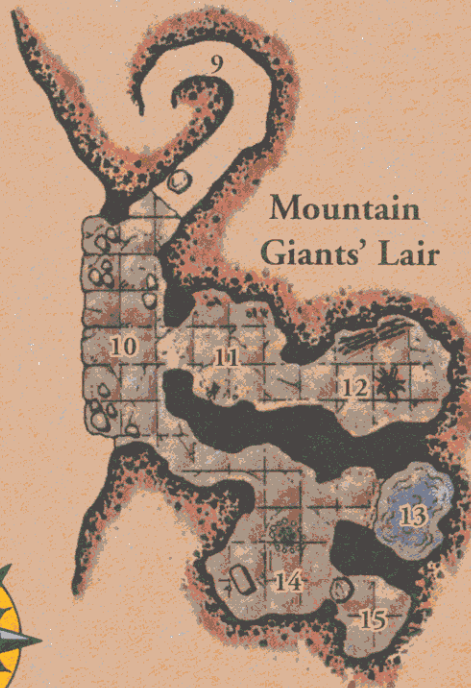


Desatysso's Stronghold



one square = 10 feet

Map 2: Desatysso's Abode

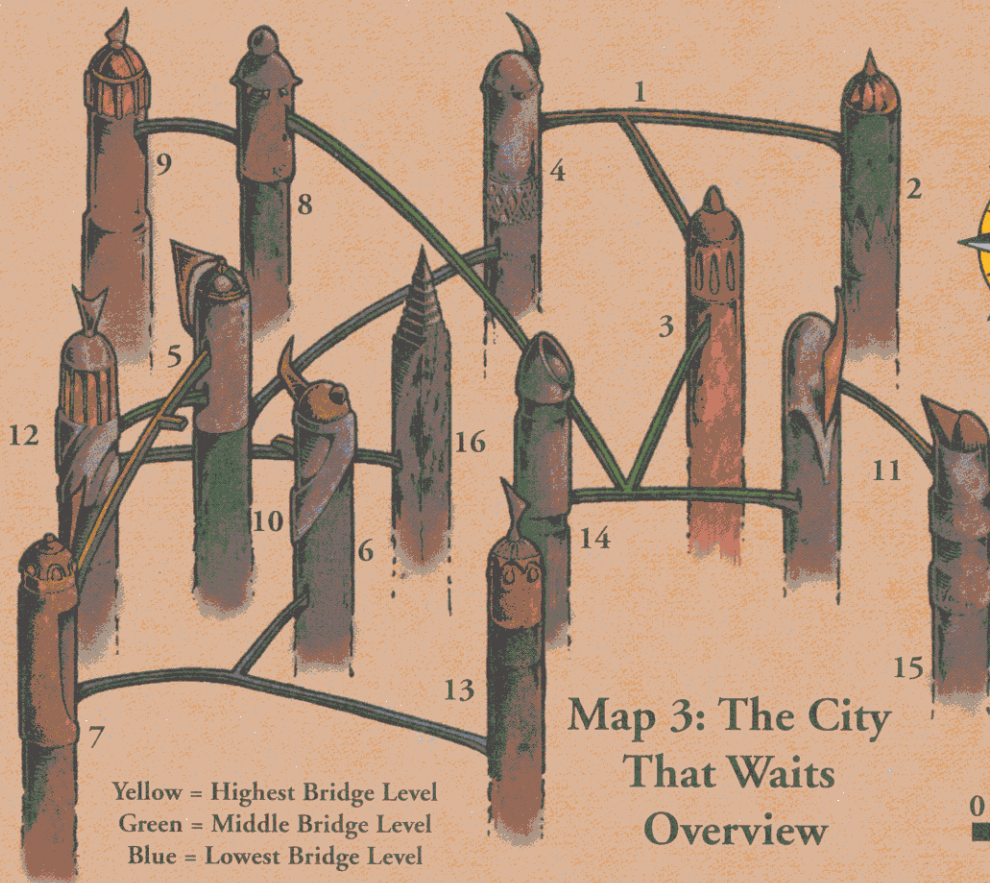


Mountain Giants' Lair

Desatysso's Stronghold



Cross Section (Not to Scale)



Yellow = Highest Bridge Level
Green = Middle Bridge Level
Blue = Lowest Bridge Level

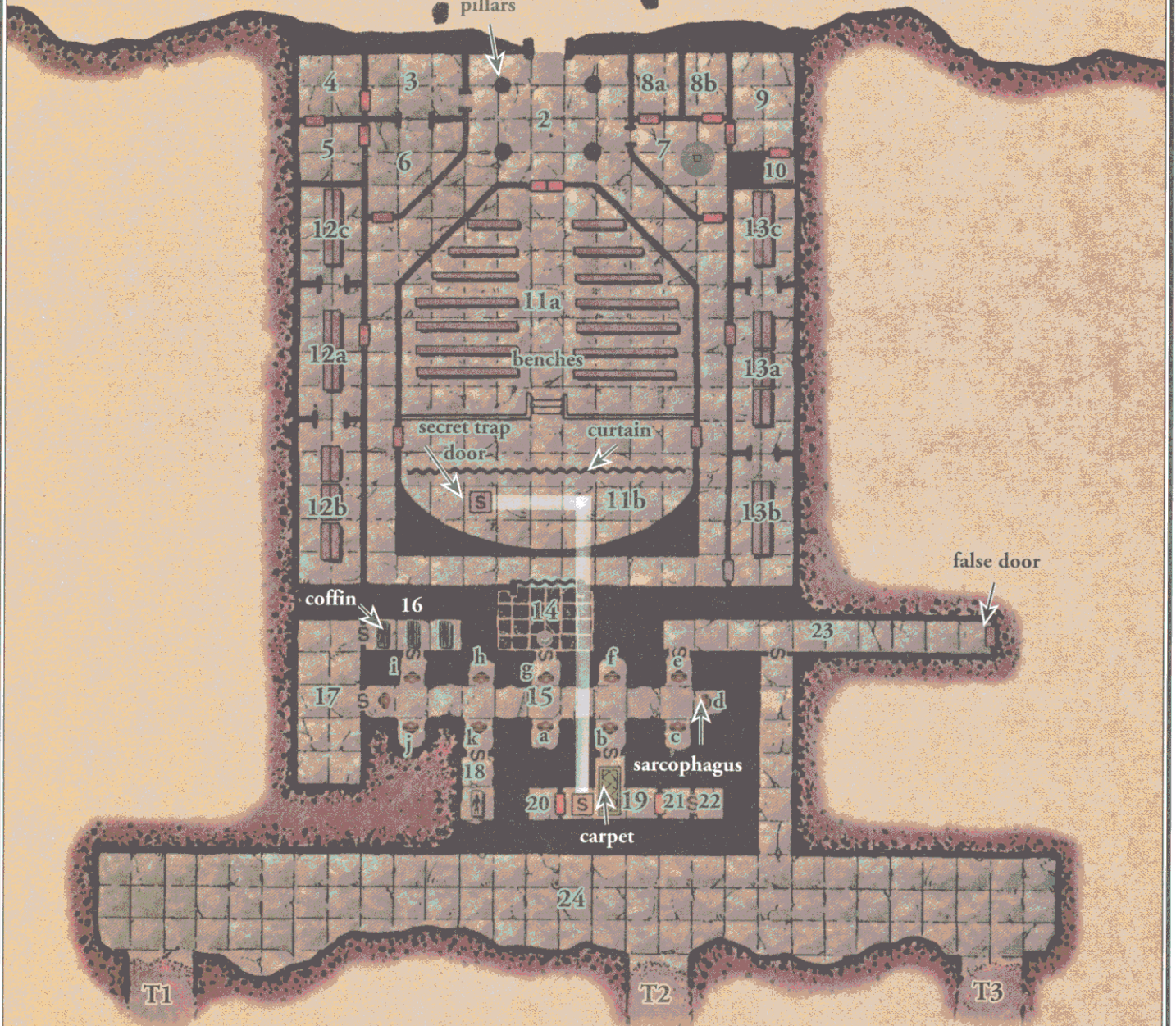
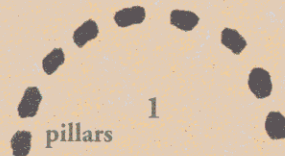
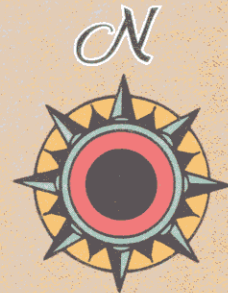
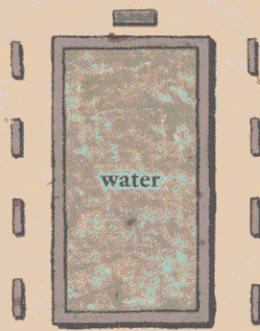
Map 3: The City That Waits Overview



Map 4: Skull City



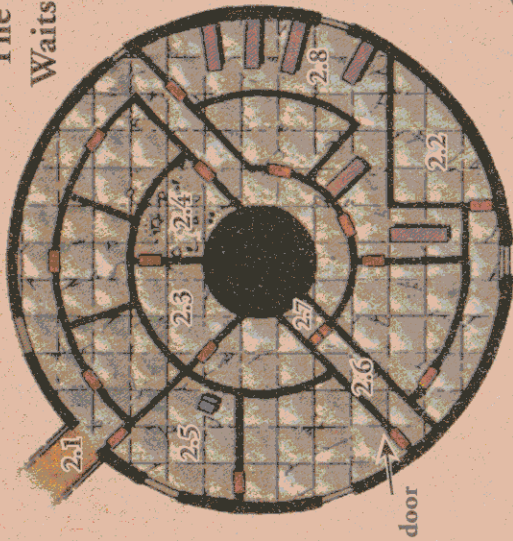
Map: 5 The Black Academy



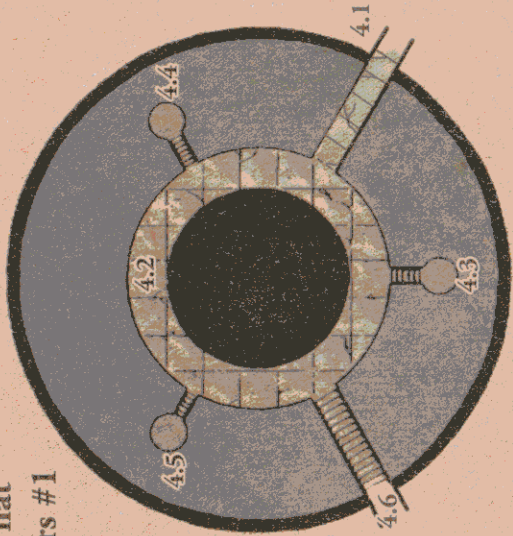
one square = 10 feet

**Map 6:
The City That
Waits Towers #1**

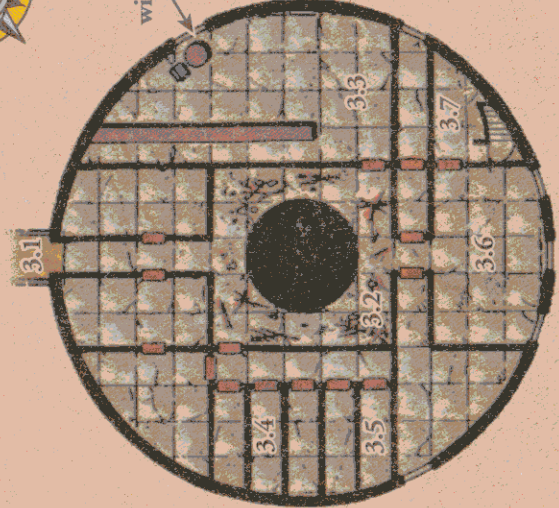
2. Tower Of Morning



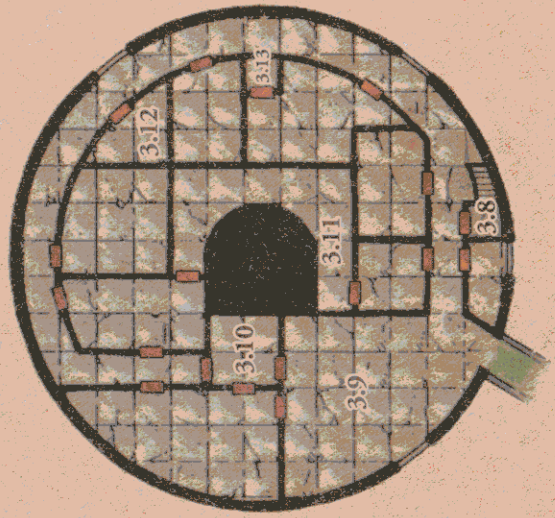
4. Tower of Portals



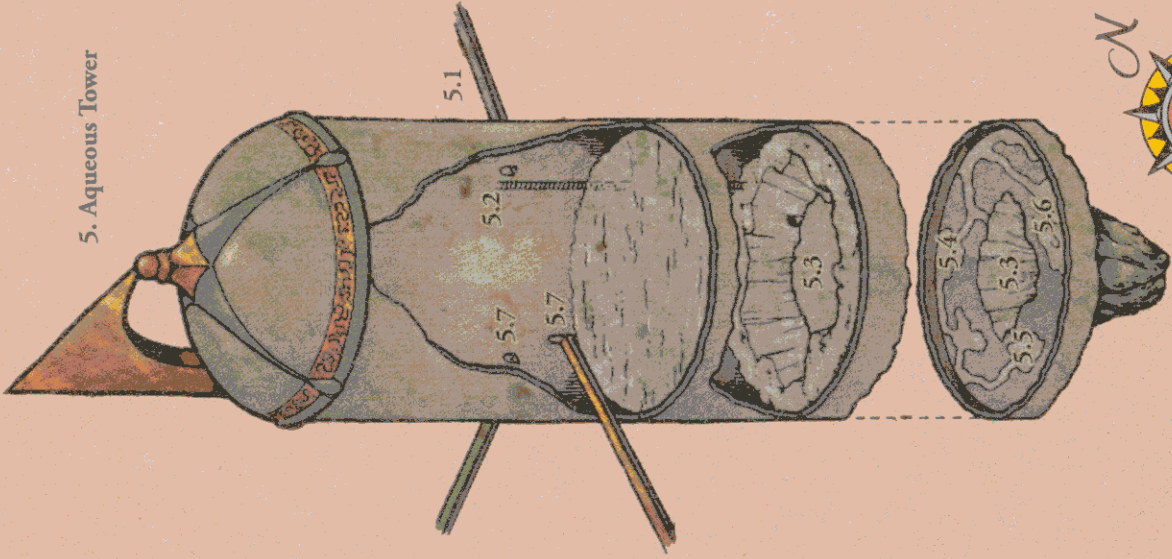
3. Tower of Chance, Level 1



3. Tower of Chance, Level 2



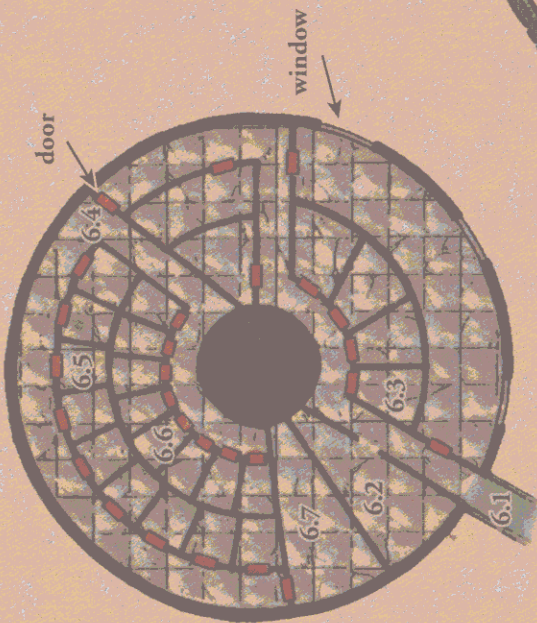
5. Aqueous Tower



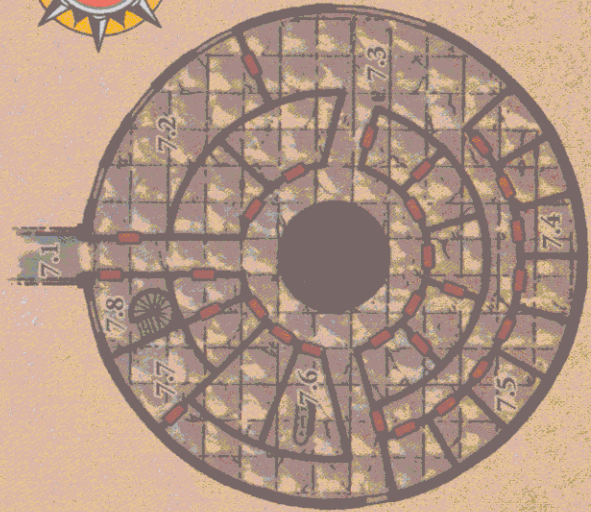
one square = 20 feet

Map 7: The City That Waits Towers #2

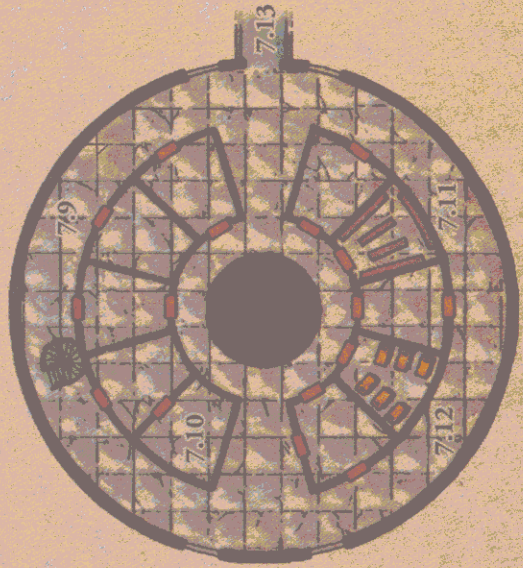
6. Tower Of Discipline



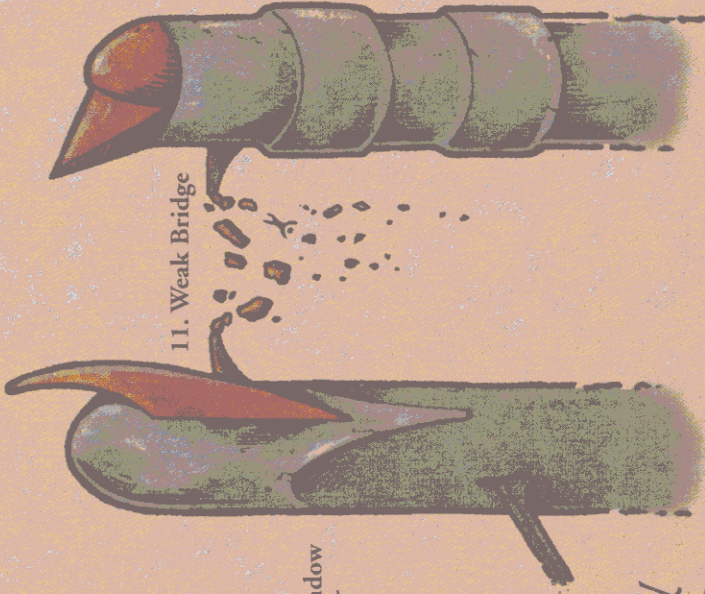
7. Tower of Health, Level 1



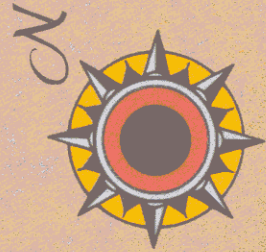
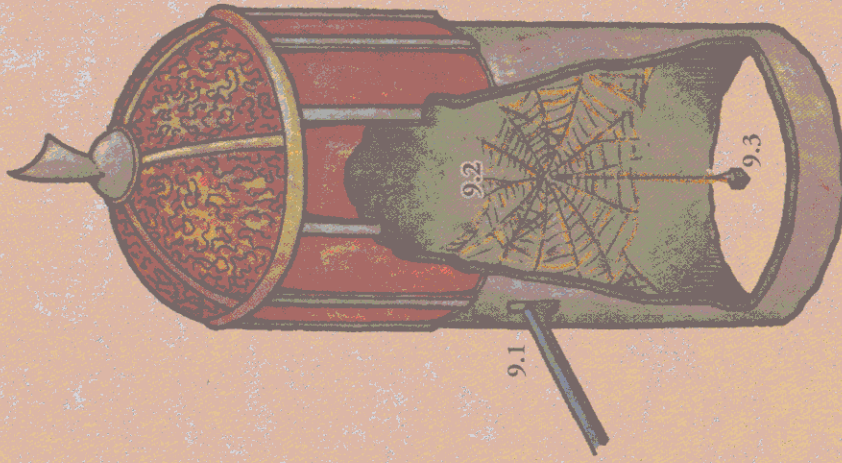
7. Tower of Health, Level 3



11. Weak Bridge

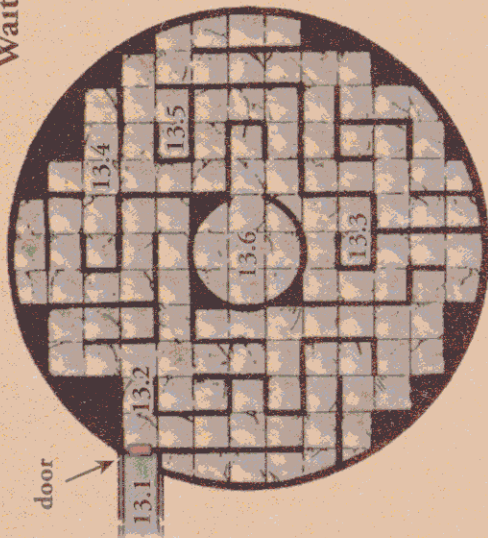


9. Tower of Webs



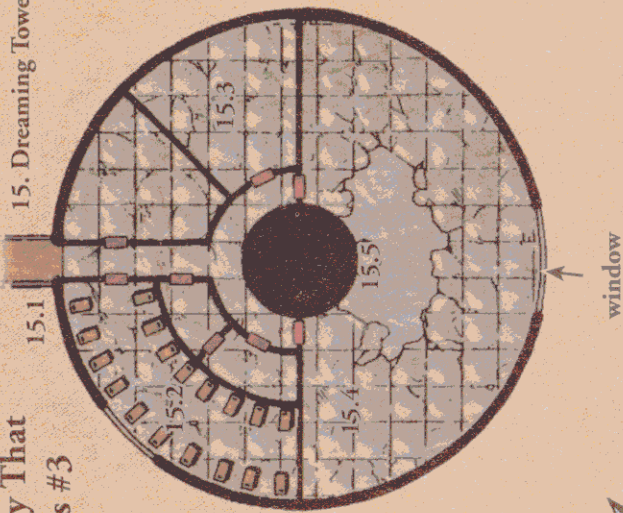
one square = 20 feet

13. Tower of the Forsaken One

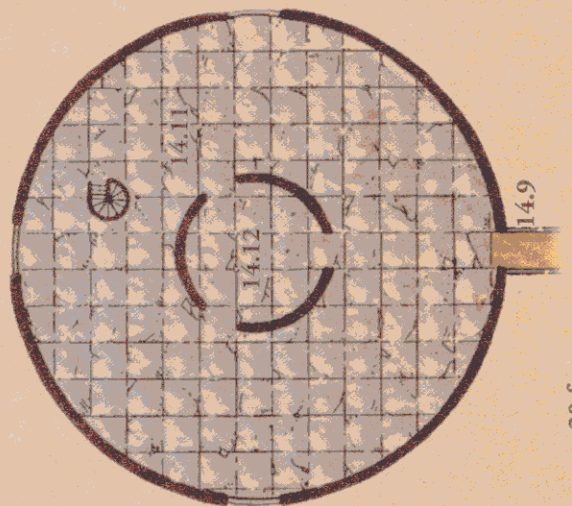


Map 8: The City That Waits Towers #3

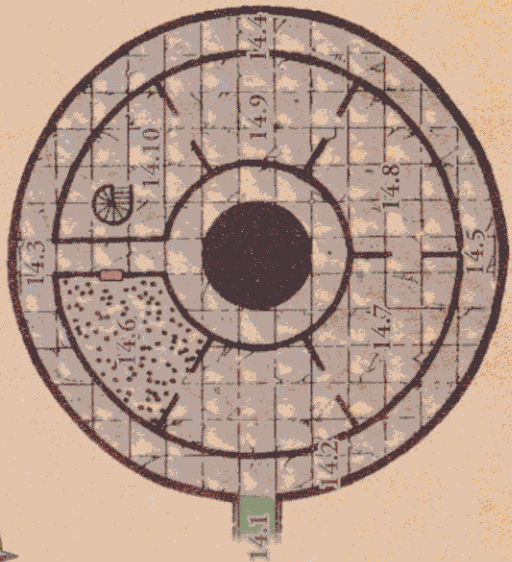
15. Dreaming Tower



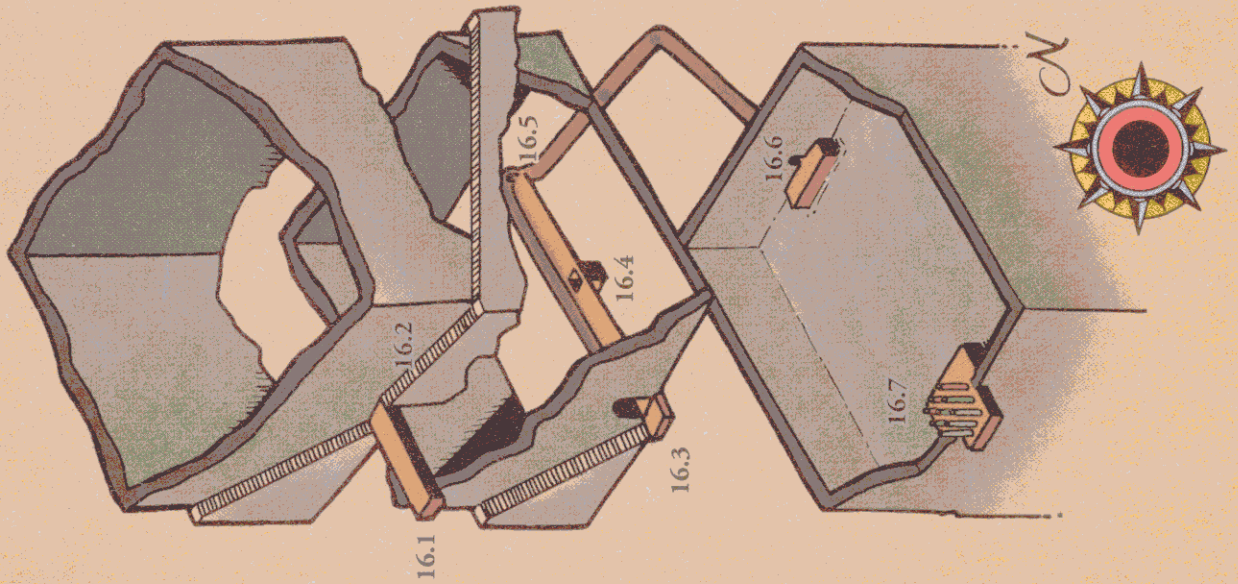
14. Tower of Test, Level 1



14. Tower of Test, Level 2

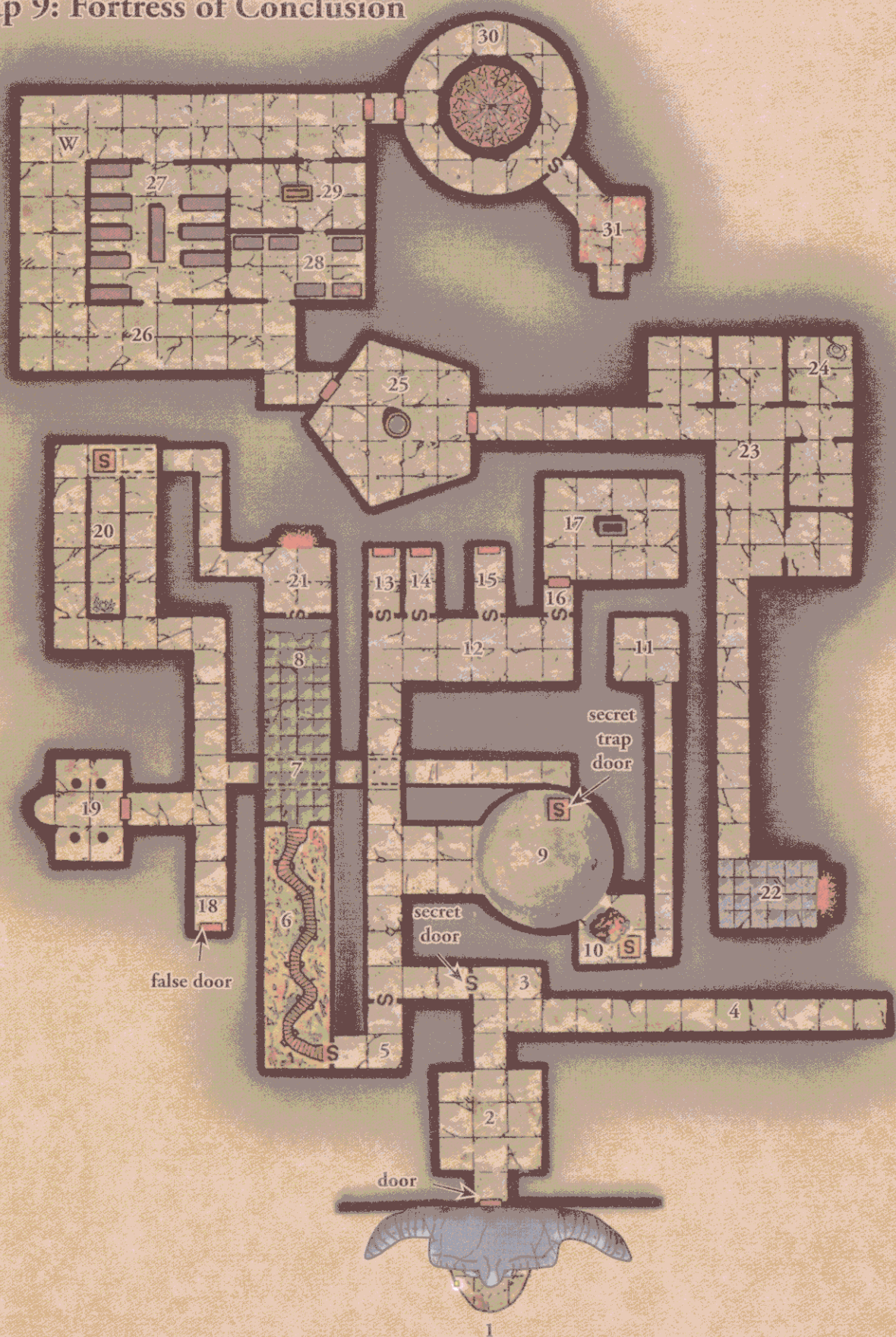


16. Spire of Black Ice



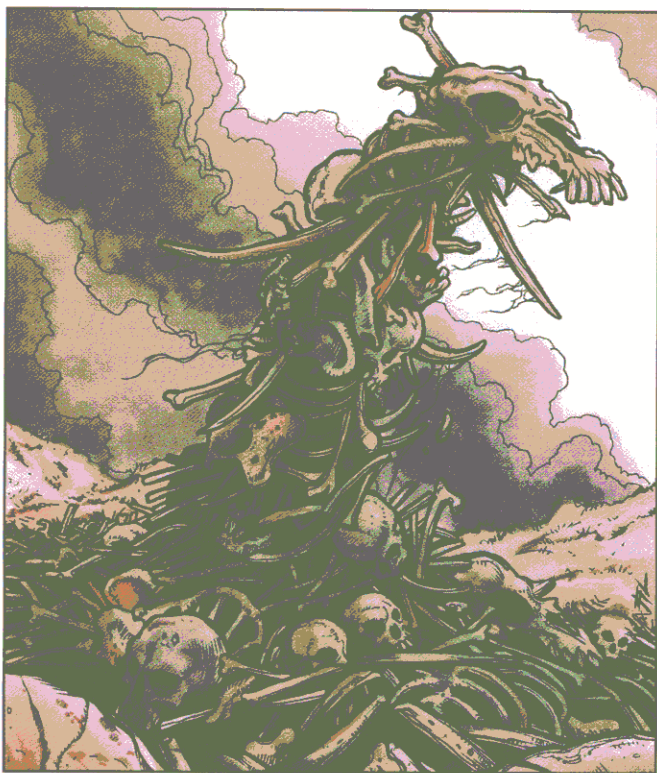
one square = 20 feet

Map 9: Fortress of Conclusion



one square = 10 feet

BONE WEIRD



CLIMATE/TERRAIN:	Any collection of bones
FREQUENCY:	Rare
ORGANIZATION:	Group
ACTIVITY CYCLE:	Any
DIET:	Life Force
INTELLIGENCE:	Very (11–12)
TREASURE:	I, O, P, Y
ALIGNMENT:	Chaotic Evil
NO. APPEARING:	2–5
ARMOR CLASS:	0
MOVEMENT:	9
HIT DICE:	11+1
THACO:	9
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d8 (strike or bite)
SPECIAL ATTACKS:	Knockdown, bone subsumption
SPECIAL DEFENSES:	Immune to piercing attacks and most spells
MAGIC RESISTANCE:	Nil
SIZE:	H (15' + long)
MORALE:	Elite (13–14)
XP VALUE:	8,000

A bone weird is a formless creature from the Negative Energy Plane with the ability to inhabit the cast-off bones of once-living creatures on other planes of existence. When active, it appears as a mass of bones in the shape of a malevolent serpent. It uses the skull of some ferocious animal or vicious humanoid, if available, to serve as its own ominous head.

While these creatures are very intelligent, it remains doubtful as to whether they have the ability to communicate with other creatures.

Combat: Until a bone weird assumes serpentine form, it is impossible to detect; a *detect invisibility* spell reveals a strange shimmer of peripheral movement, but nothing more definite. Once the bone weird senses living beings within 10 feet, it gathers itself into a bony serpent. The process takes two rounds. Once formed into a serpent, the creature attacks anything within reach.

The bone weird has two attack strategies to choose from. There is a 50% chance that the creature attempts to knock a victim into the pile of bones where the bone weird is based. Opponents hit with this attack take 1d8 points of damage and must attempt saving throws vs. paralysis. Opponents who fail are knocked into the bony heap. Each round spent within the bones automatically inflicts 2d6 points of damage. Under normal circumstances, a successful Strength check at a –2 penalty is required to break free of the bones.

The bone weird can also choose to attack with a bite for 1d8 points of damage. A successful bite attack requires a saving throw vs. death magic. Those who fail the saving throw are subject to the weird's *bone subsumption* ability; 1d6 bones are torn from the victim's body to meld with the form

of the bone weird. The bone loss inflicts 4d10 points of damage and requires a system shock roll to avoid death. The bones lost are determined randomly and could be as inconsequential as a pinkie bone, or as vital as the hip bone.

Nonmagical weapons inflict only 1 point of damage per attack on bone weirds, and piercing (type P) weapons inflict no damage. Magical weapons inflict normal damage, save for those of the piercing variety, which only inflict 1 point of damage. Priestly turning abilities and spells that affect undead have a 25% chance to be effective per use; if such prove efficacious, treat the bone weird as a lich. Bone weirds are unaffected by other spells.

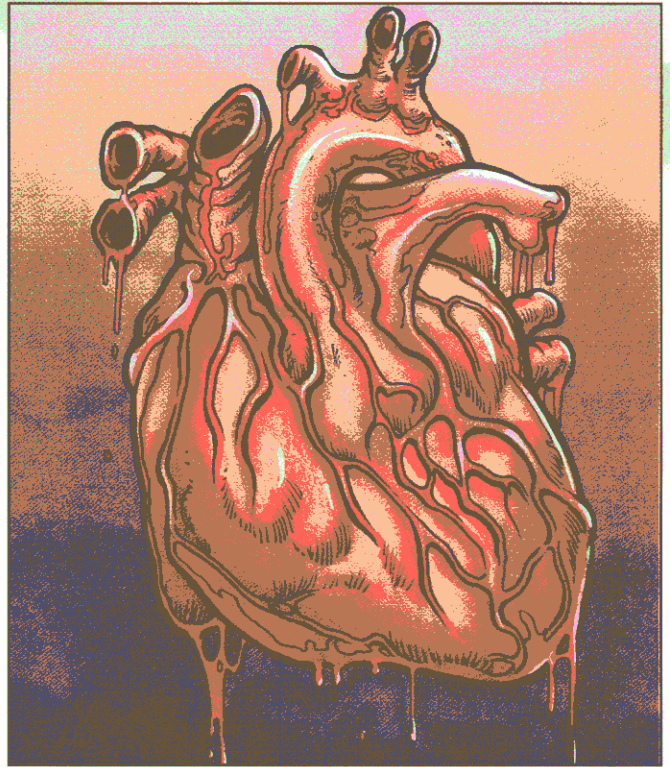
A bone weird reduced to 0 hit points is not destroyed, just disrupted. In 4 turns, the bone weird reassembles itself at full hit points. Reducing the creature to –10 hit points destroys it completely.

Habitat/Society: Unlike elemental creatures of a similar nature (such as water weirds), bone weirds are never found alone; they always appear in groups of two or more. It is doubtful that bone weirds are called into existence by mere chance; a wizard or necromancer of powerful ability is most commonly the cause for their appearance.

Ecology: A bone weird automatically absorbs the life essence of any creature killed within the weird's heap of bones. The victim's skeletal remains serve to enlarge the bone pile. In the absence of suitable victims, bone weirds can remain quiescent for great lengths of time without suffering. Bone weirds are unable to survive, however, if the supply of available bones falls below an amount which would loosely fill 125 cubic feet of space (a 5-foot cube) per bone weird.

MOILIAN HEART

CLIMATE/TERRAIN:	Any
FREQUENCY:	Very rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Nil
INTELLIGENCE:	Non- (0)
TREASURE:	Nil
ALIGNMENT:	Neutral Evil
NO. APPEARING:	1
ARMOR CLASS:	10
MOVEMENT:	Nil
HIT DICE:	3
THACO:	Nil
NO. OF ATTACKS:	None
DAMAGE/ATTACK:	None
SPECIAL ATTACKS:	Life drain, frost
SPECIAL DEFENSES:	Regeneration
MAGIC RESISTANCE:	Nil
SIZE:	S (heart sized)
MORALE:	Fearless (20)
XP VALUE:	975



A moilian heart is an example of a previously undiscovered class of undead creatures created by the dissolution of the lost city of Moil. Moilian undead of all types are usually cloaked in a thin layer of hoarfrost, so it is hard to get a good look at them before they animate. Breaking away the rime reveals a disembodied humanoid heart trailing arteries and veins in a sinister tangle. A moilian heart beats only when it can drain life.

Combat: If deprived of living creatures to supply it with life force, the heart sinks into quiescence. It does not beat, nor does it regenerate; it appears utterly lifeless. No matter how long the heart exists in this condition, it revives if any living creature comes within 20 feet. The heart then drains life to vitalize its own dead flesh. Each round, living creatures in range must make special saving throws to avoid damage. Success requires a roll of 12 or better on 1d20. A character's hit point adjustment from Constitution applies to the roll (characters of all classes can claim the warrior adjustment for purposes of the roll). Failure results in the loss of 1d10 hit points. The heart transfers drained hit points to itself, up to its maximum (excess hit points are simply lost). The hit points drained by the heart do not heal naturally; the stolen life force can only be returned through magical healing. If any being reaches 0 hit points through draining, it dies. Anyone slain in this manner stands a 13% chance of animating as a moilian zombie within 24 hours of death.

A moilian heart beats for as many days as it has hit points. The heart loses one hit point a day until it reaches 0, at which point it lapses into quiescence.

A moilian heart is sessile and has no physical attacks.

However, the heart can project a wave of frost at all opponents within 30 feet, inflicting 2d6 points of damage. A successful saving throw vs. spell negates the effect. Cold attacks cannot occur until the heart begins regenerating.

Only consumption by flames, dissolution in acid, or similar means will permanently destroy a moilian heart.

Moilian hearts can be turned as mummies. Being immobile, they do not run away if turned, but cease attacking when successfully turned, unless attacked themselves. Moilian hearts are immune to *charm*, *hold*, *sleep*, *cold*, *poison*, and *death* magic.

Habitat: Moilians are not directly linked to the Negative Material plane during phases of quiescence. A conduit to the Negative Material Plane springs into existence while a moilian drains hit points, but the conduit fades as soon as this feeding ceases. In the absence of a permanent Negative Material connection (like standard undead possess), moilians remain animated only for as long as they have stolen life force to sustain them.

Ecology: The moilian heart is an entirely artificial monster, created by dark necromancy. Moilian hearts only exist where they have been placed by their creators, as they cannot move on their own.

The artificial animation of moilian creatures involves a very rare spell researched and codified by the necromancer Drake of the Black Academy, who has discovered the unique undead creatures of Moil, the City That Waits. The moilian heart represents the necromancer's first essay into this new avenue of the Dark Arts, but certainly not his last.

MOILIAN ZOMBIE



Moilian zombies usually look like sprawling, frost-coated humans. They lie as dead, although they are not marked by violence, as their deaths came to them in dark slumber. Neither is there any rot apparent, due to the supernatural cold which permeates the air in the city of their origin, Moil. When moilians animate, tearing free of their icy coverings, it is hard to mistake their undead origins; their eyes reflect the vacuum of the Void, their touch chills to the bone, and their very presence drains life itself.

Combat: Moilian zombies usually lie in an inanimate state. Any living creature that comes within 20 feet of a moilian zombie must make a special saving throw to avoid damage. Success requires a roll of 12 or better on 1d20. A character's hit point adjustment from Constitution applies to the roll (characters of all classes can claim the warrior adjustment for purposes of the roll). Failure results in the loss of 1d4 hit points. The zombie transfers drained hit points to itself, up to its maximum (excess hit points are simply lost). The hit points drained by the zombie do not heal naturally; the stolen life force can only be returned through magical healing. If any being reaches 0 hit points through draining, it dies. Anyone slain in this manner stands a 13% chance of animating as a moilian zombie within 24 hours of death.

A moilian zombie remains animated for as many days as it has hit points. The zombie loses one hit point a day until it reaches 0, at which point it lapses into quiescence.

An animated moilian zombie actively moves toward its victims, attempting to keep living beings in range of its draining effect. It will bring any nearby weapon to bear, or pummel with its fists for 1d8 points of damage. Once a round, a zombie can project a wave of frost at all foes within 30 feet. Targets who fail a saving throw vs. spell suffer 2d6

CLIMATE/TERRAIN:	City of Moil
FREQUENCY:	Uncommon
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Nil
INTELLIGENCE:	Low (5-7)
TREASURE:	F
ALIGNMENT:	Chaotic Evil
NO. APPEARING:	1-6
ARMOR CLASS:	6
MOVEMENT:	9
HIT DICE:	9
THACO:	11
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	By weapon (1d8)
SPECIAL ATTACKS:	Life drain, frost
SPECIAL DEFENSES:	Regeneration
MAGIC RESISTANCE:	Nil
SIZE:	M (5'-6' tall)
MORALE:	Fearless (20)
XP VALUE:	4,000

points of cold damage. Those who fail this first saving throw must make an additional save vs. paralyzation or remain frozen in place by the sudden ice coating for 1d4+1 rounds.

Only consumption by flames, dissolution in acid, or similar means will permanently destroy a moilian zombie.

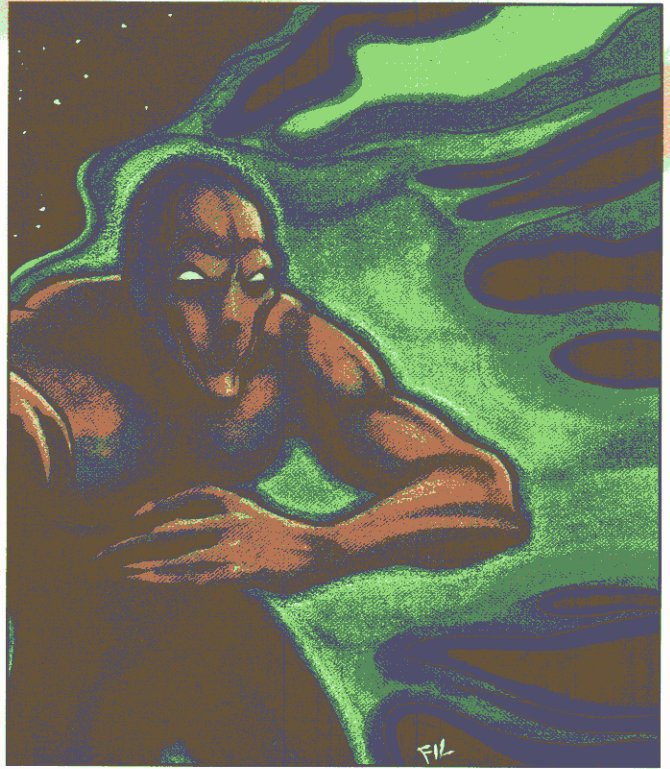
Moilian zombies can be turned as vampires. They are immune to *charm*, *hold*, *sleep*, cold, poison, and death magic.

Habitat/Society: There was once a city called Moil that daily saw the light of the sun. The inhabitants of Moil were a foul people, as evidenced by their worship of the powerful tanar'ri lord called Orcus. With the passage of time the Moilians' faith in their deity slipped. The tanar'ri lord sought vengeance, and placed a curse upon Moil; its inhabitants fell into an enchanted slumber which would lift only with the dawn. Orcus then removed the city from its natural site and transformed it into a nightmarish demiplane with ties to the Negative Energy Plane, assuring that the sun would never again shine upon Moil. Over time, the slumbering moilians all perished in their dark sleep. Because of their proximity to the Negative Energy Plane, the frozen forms of the inhabitants became undead moilian zombies.

Ecology: Unlike normal undead creatures, moilian zombies are not directly linked to the Negative Energy plane during phases of quiescence. A conduit to the Negative Energy springs into existence while a moilian zombie drains hit points, but the conduit fades as soon as this life force has been consumed. In the absence of a permanent Negative Energy connection (like standard undead possess), moilians remain animated only for as long as they have stolen life force to sustain them.

NEGATIVE ENERGY ELEMENTAL

CLIMATE/TERRAIN:	Negative Energy Plane
FREQUENCY:	Very Rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Life Force
INTELLIGENCE:	Low (5–7)
TREASURE:	Nil
ALIGNMENT:	Chaotic Evil
NO. APPEARING:	1
ARMOR CLASS:	2
MOVEMENT:	12
HIT DICE:	8, 12, or 16
THACO:	8 HD 13 12 HD 9 16 HD 5
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	3d8 (fist)
SPECIAL ATTACKS:	Energy drain
SPECIAL DEFENSES:	+2 weapons to hit
MAGIC RESISTANCE:	Nil
SIZE:	L to H (8' to 16' tall)
MORALE:	Fanatic (17)
XP VALUE:	8 HD 5,000 12 HD 9,000 16 HD 13,000



Negative energy elementals are so named because they are composed of the “material” of their home: the Negative Energy Plane. They appear as vaguely humanoid sheets of ebony flame. When on planes other than their home plane, negative energy elementals leave death and decay in their wakes.

Combat: The mere presence of these creatures is anathema to life; everything within a 30-foot radius of a negative energy elemental is affected as follows:

- Undead within the area are more difficult to turn; they turn as if two categories higher.
- All undead regenerate at a rate of 2 hit points a round. Undead that already have regeneration abilities add 2 hit points a round to their usual rate.
- Freshly slain creatures in the area have a 50% chance to spontaneously animate as standard zombies.
- Healing spells in the area of effect only cure half the hit points rolled.
- A supernatural chill inflicts 1 point of damage per turn to those who do not possess magical protection against cold.

When a negative energy elemental attacks, it either forms a humanoid fist to deliver a hammering attack or it merely sweeps over its victim in a midnight wave of death. A successful attack inflicts 3d8 points of damage due to cell death plus the loss of two levels of experience. Their touch also causes up to 1,000 cubic feet (a 10-foot cube) of materials derived from organic substances (such as food, parchment, wood, cloth, and the like) to rot and be destroyed. A successful item saving throw vs. acid negates the effect.

Because of its close association with the Negative Energy plane, these creatures are particularly susceptible to elemen-

tal manifestations. Attacks made by any type of elemental or elemental being against a negative energy elemental gain a +2 attack bonus and +2 points per damage die delivered. Additionally, negative energy elementals save against manifestations of elements (*fireball*, *lightning bolt*, etc.) with a –2 penalty.

Habitat/Society: These creatures do not leave the Negative Energy Plane by choice, but they can be summoned by the appropriate spells or spell-like abilities. If a summoner of a negative energy elemental loses control of the creature, he or she must immediately make a successful saving throw vs. death magic or lose 1d4 levels of experience in a negative backlash. Additionally, the elemental attacks its summoner for three rounds before fading back into the inner plane of its birth.

Ecology: When away from the Negative Energy Plane longer than a day, a negative energy elemental is forced to consume life force. If it is unable to consume at least 10 hit points or 1 level each day, the creature returns to its plane of origin. Therefore, it is difficult for one of these elementals to remain hidden in any area for too long before its appetite gives it away.

If a negative energy elemental were to be bound into a magical item in just the proper way (an exceedingly dangerous undertaking), the effects of the negative aura could prove a beneficial item to an evil wizard or necromancer. However, for every month a negative energy elemental remains bound into an item, there is a 5% chance it will burst free. An elemental that finds freedom is uncontrollable afterwards and seeks to slay the creature who bound it until one or the other is dead.

NEGATIVE FUNDAMENTAL



Negative fundamentals are weakly empowered manifestations of the Negative Energy Plane. They resemble pairs of flapping batlike wings devoid of bodies, heads, or other features. These creatures infest the Negative Energy Plane in great murders (flocks), winging their way endlessly through the final Void.

Negative fundamentals are only semi-intelligent; they have no language of their own and are unable to learn other languages. However, these creatures share a low-level empathic bond amongst themselves. With this bond, they are able to congregate and maneuver in unison, even though they possess no overt means of sensing their environment. A negative fundamental is always aware of others of its kind within 100 feet.

Combat: Negative fundamentals target living beings as prey, drawn by raw life force (negative fundamentals can sense living beings within 100 feet). When a murder senses life, the fundamentals rise as a group into the air, then descend upon their prey; because of the fundamentals' dead-black coloration, opponents suffer a -2 penalty on surprise checks in conditions of low light.

Negative fundamentals most often attack by ramming their prey; contact with living flesh drains life force, causing 1d6 points of damage.

Negative fundamentals can coordinate their efforts through their empathic bond, greatly increasing the efficiency of each individual's attack; this is referred to as a *team* attack. When a murder *teams* (30% chance each encounter), the flock swarms a particular victim, buffeting and wheeling with their midnight wings so thickly that the THAC0 of each *teaming* fundamental drops by 1 for every fundamental involved in the attack. For example, if a group of 10 negative fundamentals successfully *team*, the THAC0

CLIMATE/TERRAIN:	Negative Energy Plane
FREQUENCY:	Rare
ORGANIZATION:	Murder
ACTIVITY CYCLE:	Any
DIET:	Life Force
INTELLIGENCE:	Semi- (3)
TREASURE:	Nil
ALIGNMENT:	Neutral Evil
NO. APPEARING:	2-20
ARMOR CLASS:	3
MOVEMENT:	Fl 18 (B)
HIT DICE:	1+1
THAC0:	19
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d6 (ram)
SPECIAL ATTACKS:	Team
SPECIAL DEFENSES:	Immune to normal weapons, cold, and mind-affecting attacks
MAGIC RESISTANCE:	10%
SIZE:	T (2' wingspan)
MORALE:	Steady (12)
XP VALUE:	420

of each is 9 rather than 19. *Team* attacks last for 1d4+4 rounds, and the creatures' THAC0 can be reduced to a minimum of 5.

Negative fundamentals are harmed only by magical weapons, and 10% of spells cast upon these creatures are merely drained harmlessly into their bodies. Mind-affecting powers and attacks involving cold have no effect upon negative fundamentals.

Habitat/Society: Negative fundamentals are native to the Negative Energy Plane, and it is only very seldom that any ever find their way to more populated planes and realms. From time to time, however, 1d10 of these creatures will be drawn to the Prime Material Plane when a powerful undead creature is created. For example, when a vampire rises from the dead, a link between it and the Negative Energy plane is formed for the first time. A murder of these creatures can sometimes be drawn down this conduit, so that when the vampire first breaches its tomb, a burst of midnight wings also emerges.

Ecology: Natives to the Negative Energy Plane, these creatures are sustained in their unending flights by the medium of their own existence. However, when drawn into any plane other than their home plane, negative fundamentals are drawn to feed on the life force of living creatures.

A negative fundamental that is able to absorb at least six points of life force a week for six weeks has a 50% chance to split into two in a sort of asexual fission. Each new creature has exactly the statistics of the previous single creature. A negative fundamental which is unable to absorb at least six points of life force in one week while on a plane other than its home plane simply evaporates into nothing.

VESTIGE (UNDEAD DREAM)

CLIMATE/TERRAIN:	City of Moil
FREQUENCY:	Unique
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Nil
INTELLIGENCE:	Non- (0)
TREASURE:	Nil
ALIGNMENT:	Neutral Evil
NO. APPEARING:	1
ARMOR CLASS:	10
MOVEMENT:	Fl 6 (A)
HIT DICE:	20, hp 100
THACO:	3
NO. OF ATTACKS:	1-12
DAMAGE/ATTACK:	2d6 (touch)
SPECIAL ATTACKS:	Fear, mind drain
SPECIAL DEFENSES:	+4 or better weapon to hit, immunities
MAGIC RESISTANCE:	90%
SIZE:	H (10' high, 40' diameter)
MORALE:	Fearless (20)
XP VALUE:	21,000



The Vestige is a creature born from the nightmares of every citizen of the city of Moil as they died in cursed sleep. It appears as a bank of creeping mist. A flickering, dim luminescence lights the creature from within.

Combat: The Vestige constantly travels the heights and depths of its city; it can flow equally well along floors and bridges, tower walls, and the empty spaces between. It can detect sentient minds within 1,000 feet and unerringly flows toward anyone it detects.

Creatures entering the city of Moil have a 20% chance of encountering the Vestige every four hours, regardless of whether the visitor stays on the move or holes up. The Vestige can seep through even the smallest of cracks; only a truly airtight seal could keep it out.

The Vestige is immune to *charm*, *hold*, *sleep*, cold, poison, and death magic. Attacks using fire or electricity deliver only half damage to it. *Protection from evil* and similar spells keep the creature at bay (no magic resistance roll allowed, but the creature can breach any such barrier in 2d6 rounds). Weapons of +4 or more enchantment can cut through its diaphanous form, inflicting damage equal only to the weapon's magical bonus.

When possible, the Vestige stalks prey out of sight along a rooftop or along the underside of a bridge. A slow buildup of dread, which any sentient being can feel, heralds the creature's arrival. When the Vestige comes within 100 feet, whispers, moans, and murmurs as of many lamenting people become apparent (even through *silence* spells). All in range must make successful saving throws vs. spells with a -4 penalty. Those who miss the save by 1-4 suffer a -4 penalty to all actions, including attacks, ability checks, and saving throws for as long as the Vestige remains within 100 feet. Those who miss the saving throw by more than 4 lose all reason and flee in terror for a full turn.

If the Vestige comes within 20 feet of its prey, it attacks with 1d12 streamers of mist each round. Each streamer can attack a different creature; a hit causes 2d6 points of damage and dissolves a portion of the victim's flesh.

The Vestige siphons away the consciousness of any creature it can engulf in its misty body. For each round a sentient creature remains in the mist, it must attempt an Intelligence check. Those failing temporarily lose 1d4 points of Intelligence. If completely drained, the victim's mind remains a part of the Vestige forevermore. The victim's associates will be able to hear the voice of their friend amongst the eerie cacophony accompanying the creature. Only a well-worded *wish* can recover devoured consciousness from the Vestige.

The mindless husk of a body left behind will soon perish, as the body automatically loses 2d6 hit points a round until completely dissolved. Mindless creatures (such as undead) engulfed in the fog immediately begin losing hit points. The dissolution of mindless bodies occurs in addition to any attacks the creature makes with its streamers. Creatures that survive encounters with the Vestige recover 1 point of lost Intelligence every 12 hours.

The Vestige cannot be turned.

Habitat/Society: The Vestige is a singular creature and has no motives to speak of other than to wander the demiplane that was once Moil and make plain its anguish, fear, and misery. The creature is bounded by the City, and it would dissolve to nothingness if it left.

Ecology: The Vestige constantly seeks more minds and consciousness to add to its own collective. In a sense, it feeds off sentient minds, but these minds then become a part of the Vestige, sharing its pain and demented existence for eternity.

WINTER-WIGHT



CLIMATE/TERRAIN:	City of Moil
FREQUENCY:	Uncommon
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Nil
INTELLIGENCE:	Average (8–10)
TREASURE:	Nil
ALIGNMENT:	Chaotic Evil
NO. APPEARING:	1
ARMOR CLASS:	0
MOVEMENT:	9
HIT DICE:	16
THACO:	5
NO. OF ATTACKS:	2
DAMAGE/ATTACK:	5d4/5d4 (claw/claw)
SPECIAL ATTACKS:	Blackfire
SPECIAL DEFENSES:	Regeneration, half damage from physical attacks.
MAGIC RESISTANCE:	30%
SIZE:	M (6' tall)
MORALE:	Fearless (20)
XP VALUE:	14,000

Winter-wights are undead creatures of tremendous power. They appear as humanoid skeletons sheathed in thick casings of clear ice, save for their skulls. When provoked, their skulls ignite with coronas of black flame. The ice acts as frigid “flesh” for the creatures, and huge shards of jagged ice act like claws. Despite the ice, these creatures can move normally, flexing their icy limbs as if unhindered by their frozen shells.

Combat: A winter-wight’s razor-sharp ice claws allow the creature two attacks a round for 5d4 points of damage with each swipe.

While a winter-wight’s physical attacks are not to be ignored, the real threat this creature possesses is that its touch causes *blackfire*. In the same way that a conventional fire burns and propagates by consuming combustible fuel, *blackfire* burns on the fuel of a living being’s life force. Those touched in combat are engulfed in cold flames the color of midnight. The afflicted character must immediately make a check to determine what happens. On a roll of 11 or more on 1d20, the character suffers no damage that round, and the *blackfire* burns lower; the target’s hit point adjustment from Constitution applies as a bonus or penalty to the roll (all characters can claim the warrior adjustment for purposes of the roll). If three successful checks are made in three successive rounds, the *blackfire* gutters out. If the check fails, the target temporarily loses 1d2 points of Constitution, losing any associated hit points and special abilities. Each round that the *blackfire* burns on the victim’s life force, another check must be made. If the creature’s Constitution score reaches 0, it dies. Those killed by *blackfire* are irretrievably consumed. Nothing but a blackened, crumbling skeleton clad in undamaged clothes remains of the victim. Not even a *wish* can restore them.

If any other living being comes within 2 feet of a victim

engulfed in *blackfire*, that being must make a successful saving throw vs. death magic or face the same effects described above.

Blackfire cannot be smothered by conventional means. However, *blackfire* will not burn in an *antimagic shell* or on a being protected by a *negative plane protection* spell, and it can be blown out by the force of a *fireball*, *lightning bolt*, or similarly energetic spell (the victim suffers damage from these normally) of at least 8 dice. Those who survive *blackfire* recover lost Constitution at the rate of one point an hour.

Winter-wights can sublimate moisture from the air to repair damage to their icy flesh, regenerating 1d10+3 hit points a round. If these creatures are brought to -10 hit points or below, they cease to regenerate. The enchanted nature of their physical forms allows them to take only half damage from physical attacks, however fire and heat attacks cause double damage.

Winter-wights are turned as special undead. They are immune to *charm*, *hold*, *sleep*, cold, poison and death magic.

Habitat/Society: Acererak created winter-wights in his quest for knowledge and power. Because these undead could potentially burn away the life of a foe with but a touch, Acererak initially felt that he had reached the pinnacle of undead manifestation. However, the evil lord soon realized that these creatures were too corporeal for his hidden purposes. The winter-wights he had created he placed within the City That Waits and within his own lair to act as sentries.

Ecology: Acererak creates winter-wights from lower forms of undead in a special process. This process involves the immersion of the undead in a bath of amplified radiation from the Negative Energy Plane, in conjunction with powerful rites of binding and animation.

The Journal Of The Tomb

Year of the Stag, Day 111

I, Gerik Desatyssa the Sorcerer of Burntstone, contracted my old companions of the Band of the Hand to accompany me on my quest to discover the true tomb of that ancient, but oh, so illusive mage, Acererak. To this end, I've been following clues, digging up old relics, and researching ancient documents. I've learned enough now to feel confident that I stand a far better chance than most of navigating Acererak's legendary burial site, and finally discovering the real truth behind the Tomb. The reward promises to be mighty indeed ...

The Band of the Hand is led by Falon T'relvin, who has a reputation of skill and prowess exceeded by few others. Further, I know this is a strong group by direct experience. I don't doubt their competence, but this may prove to be their most trying adventure if my information is correct. In any event, they accepted the commission; the Band is charged to accompany me and protect me in my explorations of Acererak's Tomb, which is located in the Vast Swamp to the south.

I have assured Falon and the rest that that there will be plenty of loot for all, although I've repeatedly insisted that I'm more interest in knowledge than in treasure. In fact, I've told them the truth, that I have been researching the archmage Acererak for many years, and the venture to the Tomb is but the first step in a greater undertaking. Falon muttered something to the effect of, "I'm sure dusty texts and forgotten knowledge are reward enough for a mage, but me, I'm looking for cold, hard cash and maybe a little excitement." I replied that he was certain to find excitement enough for a lifetime.

Day 119

Sather and Lyla have never gotten along. It didn't help matters yesterday morning when Sather the priestess woke to find Lyla rifling through her component pouch. After seven days of difficult journeying through the Vast Swamp, tensions were already high. It was touch and go there for a while; I didn't know if Lyla was going to get god-cursed or if Sather was going to sprout a brace of knives. Thankfully, I was able to diffuse the violence before anything serious occurred.

We made camp last night in front of a flat-topped hill which we hope will provide us entry into the Tomb.

When the light of day illuminated the hill this morning, we noticed how the piles of rocks and boulders were arranged to give the entire hill the semblance of a giant, grinning skull. This ominous sign does not deter us, however. While Lyla and Tiefon the dwarf search for a possible means of entry, Falon, Grunther, Sather, and Aaron busy themselves with concerns of their own, and thus I quickly pen this in my journal.

Day 120

Choosing the proper entrance between the two openings we uncovered was a challenge in itself, but soon enough we entered by what I felt was the proper route when we discovered Acereraki's boastful verse. The verse was not immediately clear to us, but we endeavored to decipher its meaning as best we could. I'm sure that if I had the time that I devoted to studying the Amulet, the meaning of the rhyme would become clear as well ... but we don't dare tarry for so long.

We chose firstly the arch, but I fear it may not have been the most productive, as we ended up in what seemed a forsaken prison; a room with seemingly no exits and no features save for a set of three ominous looking levers. We all breathed easier when a little experimentation yielded a configuration for the levers that opened up a previously concealed door in the room.

Suffice it to say that we traversed a few rooms in this manner, side-stepping traps where we could, and wincing in pain when we could not. We are resting now in what appears to be some sort of ancient chapel. I am at the end of my watch; it's time for me to wake Tiefon so I can get some rest myself.

Day 121

A day much like yesterday. I'm exhausted; we've hardly moved from our last location. I'll write more tomorrow if we gain any ground.

Day 123

Much has happened, and my heart is sorely heavy; we lost Tiefon the dwarf yesterday. Today, Grunther lost an arm.

A damnable patch of green slime covered Tiefon head to foot in but an eyeblink. The dwarf didn't even have a chance to scream before he was rendered into just so much putrescent plasma himself. We couldn't even recover his belongings in the mess. Never has a companion been lost to me so suddenly or so completely; we don't even have a body for Sather to attempt to restore the tie to. I shall speak no more of Tiefon, as it grieves me too much.

To compound matters, Grunther the big warrior and Falon's friend stuck his arm where he shouldn't have during one of our backtracks. With a horrible scream he pulled it back, but it was completely gone, cut as if by a razor edge. Only Sather's powerful magic prevented all the life blood of the dim-witted Grunther from spilling out upon the uncompromising stones of the Tomb's floor. I expect he'll be able to still swing that axe of his with all his strength once he's calmed down a bit. It's taking all of Falon's leadership to restrain the big man from embarking upon a rampage of destruction through the Tomb for vengeance. Of course, that would only be suicide, and thus Falon proves his friendship by restraining his companion.

At the moment we are taking our rest in what appears to be some sort of abandoned laboratory. We hope that nothing will disturb us here as we attempt to take stock. I am determined to go on, and Falon is bound by his contract to accompany me. He would anyway; he is not the sort to back down from any enterprise once it's fairly begun.

Day 124

Disaster seems to dog our every step now. It seems that with every chamber we win through to using our wits as our guide, we pay the price of another life. It is Aaron to which I allude. The elven archer was felled by a strange gas, and before we could retrieve him, a massive, magical

juggernaut on stone rollers issued from a hidden door and rolled over the supine elf, crushing him to a pulp in less time that it takes me to write this entry. When the gas cleared and the juggernaut retreated, we recovered the body. Sather tried her best, but the damage was too extensive; Aaron's life had permanently fled from him. Sather was heart broken. I think she and Aaron were very close, closer than the rest of us ever realized. We composed the remains as best we could, but Sather sits and stares now, and the rest of us worry about her. If she can't go on, further hurts and harms which befall us will be difficult to withstand. We shall rest another day before we attempt to persuade her to venture onward.

Day 126

Thankfully, I have nothing but good news to write about for a change. After a day of rest following Aaron's untimely demise, we moved inward, towards our goal. We came then into a truly large pillared throne room. Upon an ebony dais sat a silver throne. As if an offering from the gods of balance for our recent losses, the implements to our quest's end lay in easy reach upon the throne itself; a crown and scepter. After a few false starts, we were able to move toward the physical remains of Acererak.

We found an imposing chamber with a ceiling all of silver, complete with a granite sarcophagus. The statuary, the chests, and the gold filigreed urn all indicate that we have finally discovered our real goal. The road has been long, the dangers fierce, and the loss of life is unconscionable; I hope that what I seek makes this all worthwhile. We are resting now before we open the sarcophagus. We need to be utterly fresh and rested, and completely alert when we crack it open. The ancient document which I perused so long ago leads me to believe that this could be our most desperate struggle yet. But if we succeed, I will have the means to proceed to the next part of my plan ...

Day 127

How arrogant of me to think that with but a hop, skip, and a jump I should have delivered into my hands the singular material necessary to move on to the last City and Fortress which I seek. I should have done more research, I should have been more careful, I should have ... not brought my friends here to die.

Allow me to start over so that you may know what befell the once strong company known as the Band of the Hand. We were diverted in the opening of the sarcophagus when the ever-observant Lyla discovered what appeared to be another concealed route. Excited, we issued down this new passage. It seemed that luck was with us; in short order we were able to penetrate two consecutive secret doors. Overeager, perhaps, we at long last discovered the vault of Acererak's physical remains.

A hoard of glittering, flashing treasure first caught our eyes. The quiescent skull seemed of little import; in fact it seemed a treasure itself with its gemstone fixtures. I must admit that I was distracted from my goal at the sight of such treasure. All of us soon payed, some of us more than others.

Alas, the physical remains of Acererak were still connected with his far-roaming essence! If only I had thought to destroy the skull immediately ... before I could do more than stare, the dust of the demilich's body had swirled into a manlike shape and began to press an attack. We reacted as quickly as we could. Some of us targeted this apparition, some the skull ... but this availed us not at all: Acererak sucked the life from Lyla before she could do much more than shriek. Her body mouldered to dust in the next heartbeat. Falon was next; his spirit was stripped from him as easily as an anteater might suck a morsel from an antmound. Sather brought the full power of her deity to bear upon the horror that was killing us; it was in vain. Abandoning all thought of the quest, she and Grunther gathered up Falon's body (which did not moulder away as Lyla's had) and fled. My most powerful battle spells were having absolutely no effect and neither did the Amulet when I presented it strongly in hopes of recognition. Fearing imminent death, I grabbed what I had come for and fled as well.

It is now two hours since we have run screaming from the vault. The demilich has not followed us, thank the good gods. I have to believe that if it had made the effort to pursue us, we would all now be dead. However, alive though she is, I fear that Sather has finally broken with reality: she has been cursing the name of her deity for the last half hour. I know only one thing. I have what I came for. I must harden my heart and move on to the next part of my plan. To not do so would make the loss of lives here utterly vain. My conscience could not support such an additional burden, although I now believe that I was out of my reckoning. Acererak's gauntlet

may be too much for me. Be that as it may, I will continue on the long road that I have begun.

Day 128

If you are reading this, then my struggle for knowledge has not been in vain. My quest has led me to this questionable precipice, and now, finally, I leave this legacy behind me if I should not return myself. Few have preceded me to where I go now, and I'm not certain that I'll have the strength to succeed against the might of the one who names himself Acererak. The road to this point has not been easy, and the loss of many of my erstwhile companions is a sore blow. In any event, I add this short epilogue to the actual journal of my quest into Acererak's tomb of horrors in order to give any future reader an understanding of myself and my goals.

My interest in this subject was roused many years ago, when in my wide travels I chanced upon a document which was obviously many centuries old. I quickly deciphered the old mode of common in which it was written, and was amazed to realize that it was penned by none other than the legendary Acererak, who had disappeared from common knowledge almost a century past. What quite intrigued me is that by the date, the document was over 1,000 years old! In fact, the document was so aged that I'm afraid that it soon crumbled to dust. However, I was able to discover a great many things regarding the origin of this mythic figure.

The document apparently was a sort of personal memorabilia, being the last thing he wrote as a living being. In the same way that I am upon a boundary of no certain returning writing these pages, so also was Acererak writing a quick encapsulation of his earlier life before he moved on to another level of existence from which there was certainly no coming back. He penned the document immediately before he undertook the ritual which he believed would transform his living flesh to that of an undead lich. The parallel intrigues me, but I hope that my journey is not quite so transfigurative as Acererak's ...

In the record, Acererak claims to have been the bastard son of a tanar'ric entity and an unfortunate human female named Valinda. The woman survived the ordeal, and gave birth to a son. The woman did not cast aside the progeny of this union. She could easily have done so because of Acererak's obvious supernatural deformities, but instead raised him with

the love only a mother can lavish upon even the most disfigured of children. A strange tale, I grant you, but the document indicated that Acererak's early years were not unlike many a normal child's upbringing.

This idyllic existence ended in Acererak's 10th year. A mob of nearby villagers, frightened of the boy's appearance, put torch to the house and killed Acererak's mother. The boy lived only because of his cambionic (half-demon) nature. The child became a desperate, hunted fugitive, and only barely survived to adulthood. It was during these years that every vestige of love, mercy, loyalty, and pity were driven from the cambion. Acererak became a cold, hard man with hate in his heart and revenge on his mind for the humans who had killed his mother and hunted him near to death.

Acererak found the means to study the arts of sorcery and evil necromancy. Being an entity of enchanted lineage himself, these arts came quickly to him, and he soon became a master of spells. In the text, there was also a reference to someone or something called Tenebrous, to which Acererak owed much of his power, but the details are unfortunately not explained. In any event, it was during this time that Acererak decides that he shall enhance his magical power by becoming a lich. However, maddeningly, Acererak hints that lichdom is but the first step in some elaborate scheme which he does not deign to describe!

Next, the document discussed a Tomb, a City, a Fortress, and finally something called the Amulet of the Void. It is my belief that the three locations named constitute actual places which Acererak planned to build. Further, it was intimated that through this Amulet passage from one to the next would be made possible. The last sentence of the document read, "And so in the fullness of time I shall cast the Amulet out into the lands of Men, that it may draw to me those of proper mettle. Only those of keenest luck and greatest skill will win through to me in my ultimate Fortress of Conclusion. There, they shall receive a magnificent reward for their persistence."

As you can probably imagine, this greatly intrigued me. A little research into the matter indeed divulged that there was said to be a hidden Tomb of he who called himself Acererak, but nowhere in all my searches was there ever any mention whatsoever of a Fortress of Conclusion. It came to me then that perhaps only I, of all who had sought after it, had access to this secret knowledge. If the Amulet truly existed, and was in the hands of living men, its significance was probably unguessed. Otherwise, it probably

lay long forgotten in some treasury or burial mound. In either event, I decided that I would have it for myself.

Suffice it to say that after a long, arduous search, I ultimately gained the Amulet of the Void. I gaze upon it now, and as I do so, the memory of the years of effort I spent in acquiring it and then the effort I spent in deciphering its encrypted runes rushes through my mind. What a devilishly simple key it was, after all. For those who follow me on my journey of discovery, apply this key to the runes on the Amulet: subtract three, then read. There are two exceptions, but not troublesome ones.

It has all led to this. I regret nothing. When my pen leaves this page, I shall step forward through the portal, leaving behind this record and the Amulet for those with the bravery to follow me.

The Wizard is Now Gone.

He led me and mine to our doom. He gives me this Journal and this Amulet as if it makes up for the loss of everyone and everything I hold dear.

I spit upon him. I hope he finds nothing but death.

I stand now outside the Tomb, looking at the lonely hill of one long undead, one left better off undisturbed. I have cast the Amulet at the base of the hill. Let the wild beasts of the swamp fight over it, or use it if they will.

My goddess has abandoned me, and I can find not a single shred of compassion for any that walk on two legs. least of all, will I carry out the last wishes of he who I despise

above all others: Desatysso.



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