



Advanced
Dungeons & Dragons[®]
Adventure
Monstrous Arcana[®]

Masters of Eternal Night



by Bruce R. Cordell

Advanced Dungeons & Dragons[®] Monstrous Arcana[®]





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Acknowledgment: Steve Winter promulgated the use of a card mechanic in conjunction with an AD&D adventure.
 "Searching the Crater" is the fruit of that desire.

Dedication: To the author of The Dao of Chaos, Katya Walter, whose writing introduced me to chaos theory, the Ho River Writing, and the real relationship between circumference and diameter.

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Inception

"No light; no life; no least stir of spider in the dust or worm in the cold earth. Rock, and dark, and time not passing."

—Ursula K. Le Guin, *The Tombs of Atuan*

Introduction

Masters of Eternal Night is the second adventure in a trilogy—originating with *A Darkness Gathering*, continuing in this module, and concluding in *Dawn of the Overmind*—that pits four to six player characters of levels 7 to 9 (42–54 total levels) against the dark designs hatched by the fearsome mind flayers. This adventure can be played alone or linked together with *A Darkness Gathering* and *Dawn of the Overmind* to form a seamless epic-length adventure spanning all three modules.

The illithid trilogy supports *The Illithiad*, a MONSTROUS ARCANA® supplement. Although Dungeon Masters do not need that book to run the illithid adventure trilogy, they can use the additional mind flayer information contained within *The Illithiad* to add even more depth to this adventure.

The encounters detailed in this module are not pinned down to a specific world or campaign. However, descriptions and names of places and individuals critical to this adventure appear within the text. If necessary, the DM should change the names and locations found herein so that she can seamlessly slip *Masters of Eternal Night* and the subsequent adventure into an ongoing scenario.

Psionic or Arcane Illithids?

Although *The Illithiad* focuses on the psionic abilities of mind flayers, some sources suggest that illithids use arcane abilities and powers. Arguments exist concerning the forces tapped and manipulated by psionic devotions: Are psychic forces synonymous with the energy tapped by arcane spells? Whatever the truth, psionic effects are actualized according to a philosophy at odds with that used by spellcasters and arcane beasts. Of course, psionic abilities are not appropriate for every DM's campaign.

DMs whose campaigns do not employ psionics (as described in *The Complete Psionics Handbook* or *PLAYER'S OPTION™: Skills & Powers*) should substitute the abilities listed below for all illithid, elder brain, and forerunner psionic powers appearing throughout the remainder of this adventure. Arcane creatures can use each of the powers below at will, once per round, save for mind blast—which illithids and elder brains can use only once per turn.

Arcane Alternatives (Illithids):

Astral projection, charm monster, charm person, ESP, levitate, mind blast, plane shift, and suggestion.*

Arcane Alternatives (Elder Brain)

Charm monster, charm person, detect invisibility, dispel magic, ESP, fear, levitate, mind blast, phantasmal killer, spectral force, suggestion, and telekinesis.*

Arcane Alternatives (Forerunners)

Charm monster, charm person, dispel magic, ESP, levitate, and spook.

***Mind blast (for arcane illithids and elder brain):** The mind blast power, as differentiated from the unique illithid psionic attack described in *The Illithiad*, affects a cone-shaped area 60 feet long, 5 feet wide (in front of the mind flayer), and 20 feet wide at the far end of the effect. All within the cone must make a saving throw vs. wand or be stunned and unable to act for 3d4 rounds.

Common Illithid Attributes

At various times throughout this adventure, the player characters run across illithids or illithid-kin. Unless noted otherwise in a specific encounter, most illithids have the same ability to extract brains from their prey, and they possess similar psionic abilities (unless the DM substitutes arcane abilities, as noted above). To save space, the standard illithid combat summary and psionic complement appears below. Dungeon Masters unused to dealing with psionics can consult *The Illithiad*; however, rules for using psionics also appear in *The Complete Psionics Handbook* and *PLAYER'S OPTION: Skills & Powers*.

Illithid: AC 5; MV 12, Sw 12; HD 8+4; THAC0 11; #AT 4; Dmg 2 (see note below); SA cephalophagy, psionics; SD infravision; SW -10% penalty to hear noise checks; MR 54%; SZ M (6' tall); ML Champion (15); Int Genius (17–18); AL LE; XP 4,000.

Notes: SA—An illithid inserts its tentacles into a stunned victim's skull and draws out the brain (a process called cephalophagy), killing the hapless individual in 1 round. A mind flayer can also use its tentacles in close melee; each successful tentacle attack inflicts 2 points of damage and grasps the target's skull (the tentacle is removable with a successful bend bars/lift gates roll). When at least one tentacle holds the victim, each succeeding tentacle attack by the illithid gains a cumulative +1 bonus (to a maximum of +3 for the last tentacle attack). Once all four tentacles have attached to the victim, the illithid has sufficiently immobilized the struggling target to draw its brain out in the next round.

Psionics Summary: #AT 1; MTHAC0 10; MAC 5; Lv 10; PSPs 1d100+250; **Psionic Attacks** ego whip (EW), id insinuation (II), mind blast (MB); **Psionic Defenses** All; **Psionic Disciplines** astral projection, awe, body equilibrium, control body, domination, ESP, levitation, post-hypnotic suggestion, probability travel, taste link*, and teleport.

*Indicates a psionic power detailed in *The Illithiad*.



Background and Adventure Summary

In *A Darkness Gathering*, the PCs uncovered a group of illithids intent on enslaving a city. Through force of arms and clever deduction, the heroes ended the threat by defeating the illithids that laired in the sewers below the human settlement. In doing so, the PCs discovered that the illithids' plot ran much deeper: The foul creatures planned to put out the sun! If the dimming of other stars in the firmament above is any indication, this nefarious plot affects more than one world.

Hope is not lost, for the heroes rescued a friend from the lair of the illithids. This companion possessed a mysterious palm print (a psionic seal resembling magical "circuitry") given her in a dream. The shadowy dream messenger, a human named Strom, indicated to her that she must heed the mental directions contained within the psionic seal in order to prevent all suns from dying.

In *A Darkness Gathering*, the DM was encouraged to use a real PC or NPC from her campaign as the individual chosen by Strom. The module provided information on Aleanor, an NPC ranger, in case the DM had no one to fit the bill. Aleanor's stats reappear here for ease of reference:

Aleanor Pathsteader, hf R7: AC 2 (*studded leather* +1 and Dex bonus); MV 12; hp 55; THAC0 14 (12 *long sword* +2 and *short sword* +2; 8 against illithids); #AT 5/2; Dmg 1d8+2/1d6+2 (*long sword* +2 and *short sword* +2); SA two-weapon fighting, Tracking (18), move silently (53%) and hide in shadows (65%) in natural surroundings, +4 to attacks against illithids (species enemy), animal influence, psionic seal; SZ M (5'8" tall); ML Champion (15); AL CG; XP 975.

Notes: Aleanor's move-silently and hide-in-shadows percentages are halved in city or dungeon settings.

SA—She can shift the encounter reaction of a natural animal if the creature fails a save vs. rods (with a -3 penalty); her psionic seal gives Aleanor mental directions toward her required destination.

S 15, D 18, C 14, I 13, W 16, CH 15.

Special Possessions: Guardian (*long sword* +2), *short sword* +2, *studded leather armor* +1.

In this adventure, characters follow the guide of the psionic palm print, an artifact that provides mental directions to something "important." Unfortunately, the object of the party's search remains unclear at first, and besides dealing with threats of cold, banditry, and illithid-assimilated cities along the way, the player characters must explore and partially excavate a large snow-covered crater at the behest of the palm print. The PCs' search is hindered when their exploits draw the attention of a crack team of illithid trackers, called Thralltakers.

Skilled PCs eventually uncover a strange artifact—a long-buried illithid craft. If they also unearth the four navigational components (a brainmate, separated into four lobes) necessary to utilize this craft, they have a chance of defeating the illithids' plan. The ancient vessel transports them to a world that served as the seat of an illithid empire long ago. All indications lead the heroes to believe that only by traveling to this lost world

can they end the mind flayer threat. That final journey, its goal, and its repercussions are dealt with in the last installment of the illithid adventure trilogy, *Dawn of the Overmind*.

In general, this adventure provides the PCs with a number of open-ended choices—although the psionic palm print "drives" the plot. This type of adventure allows the DM a great deal of freedom and creativity in dealing with the PCs' actions. It also requires the DM to become familiar with the various encounter areas and overarching story, so that she can best respond to the direction the player characters take.

Character Involvement Hooks

Dungeon Masters do not need to incorporate characters who have played through *A Darkness Gathering* into this module after the fact, as events from the first adventure lead directly into this plot. However, DMs who wish to run this adventure alone can use the following bulleted story hooks to introduce player characters into *Masters of Eternal Night*.

- In an unrelated scenario, the player characters overcome an illithid, freeing its single captive: Aleanor Pathsteader (or an NPC from the DM's campaign). The freed captive possesses knowledge of the illithids' plan and has the psionic palm print as described above.
- One of the characters has the same dream as Aleanor (see the section on Aleanor Pathsteader). When that player character awakens, he or she is likewise graced with a strange palm tattoo inscribed with glowing lines that imparts psionic instructions for its bearer.
- In an earlier, unrelated, adventure, the heroes discover a map indicating the location of an ancient crater in a remote region. The crater contains a strange symbol similar to the palm print discussed below. When a character touches this symbol, a mental message resonates throughout his head:

*Footprint of a fallen light,
Seed of a tumbled empire;
When hope dwindles in eternal night,
Master the past—reignite the fire.*

If the map and psionic symbol are insufficient to promote player interest in this site as the sun begins to dim, send a group of illithid Thralltakers (see stats in the section marked "Thralltakers" on page 11) to steal the map and slay the characters—this should boost the players' interest.

The Psionic Seal

The psionic seal inscribed upon Aleanor's palm is the product of illithid psionic technology, as introduced in *The Illithiad*. In essence, a psionic seal is a small bit of psionic

circuitry artificially incorporated into an object or a living being through the use of a unique mind flayer psionic discipline. Depending upon the complexity of the seal in question, illithids can incorporate a variety of psionic effects into it.

The psionic seal (sometimes referred to as the palm print in this adventure) contains preprogrammed mental directives that activate in response to appropriate stimuli. The mental directives always take the form of "strong feelings," unless noted otherwise in particular instances.

Initially, the psionic seal urgently directs its bearer toward the location of the crater detailed in the *Footprint Of A Fallen Light* chapter. In addition to this mental tug, the seal imparts the feeling that the party should bring excavating equipment. As the adventure continues, new situations come to light, possibly triggering more mental directives as described under those relevant sections.

The bearer of the seal is also free to query the seal with mental questions at any time. Possible questions are listed below, matched to the palm print's response, if any. Questions not covered here in some form generally receive no response. Most answers are in the form of ideas or mental pictures, except as noted.

| Question | Answer |
|----------------------------------|--|
| What are you? | A tool. |
| Who made you? | The answer will be revealed at the proper time. |
| Who is Strom? | The answer will be revealed at the proper time. |
| What can you do? | As needs arise, more properties will manifest. |
| Where do you lead? | (The seal gives off a mental image of a vast crater and recites the poem listed on page 3). |
| How far to [location]? | [#] day's travel (if the queried location is a location indicated by the seal in the first place). |
| Are you of illithid manufacture? | Yes and no. Do not worry. |
| Are you good? | Yes. |

If the bearer is in danger of dying, the seal mentally informs him that it can be transferred to another being through mere touch, if the bearer wills it to happen. Sure enough, if the seal's bearer touches the print to the palm of another and concentrates, the seal adheres to a new owner. However, it still retains all of the characteristics previously attributed to it.

Winter refuses to release the land from its icy grip, and as the sun continues to dim, panic mounts. Time is of the essence, and the character possessing a psionic palm print feels a mental directive to act swiftly or face the loss of light forever.



Footprint of a Fallen Light

This section provides the initial direction for the Dungeon Master. The DM may wish to refer to some of these topics many times as the first half of the adventure proceeds. In particular, the section dealing with the illithid Thralltakers describes a fluid situation, a threat that can materialize at any time, or multiple times while the adventurers travel across frozen lands in search of the crater.

Journey to the Crater

Adventurers who wish to heed the mental directive of the psionic seal must leave behind the shelter of the city and head out into the cold, following a lead that is uncertain at best. Mental images provided by the palm print encourage the bearer and the rest of the heroes to *bring along shovels, picks, or some other excavating tools or magic*. Note that particularly canny adventurers may think to memorize or purchase *dig* spells—this and similar magical aid will really help the adventurers later.

The DM is encouraged to locate both the characters' city of origin and their goal (the crater) within her own campaign world, some 7 to 27 days travel in any overland direction. Otherwise, the player characters hail from Stormport (the port city where the previous adventure occurred). The mental tug of the psionic seal draws them north, into mostly unsettled lands dotted with just a few frontier villages, and onto the Grim Steppe, a rocky, inhospitable region home to barbaric clans of nomadic herders (see the Adventure Map on the interior cover). In good weather, a trip from Stormport into the heart of the Grim Steppe requires two weeks of travel by horseback; the trip takes twice as long because of the wintry conditions of the region. See the "Grip of Winter" and "Illithid Thralltakers" sections for the specific conditions, encounters, and dangers the player characters must face as they head toward their goal.

Allow the player characters to make personal preparations before leaving Stormport (or a campaign-appropriate locale). However, failing crops and large numbers of livestock deaths have inflated prices to ridiculous levels (multiplying the equipment prices found in the Player's Handbook by a factor of 10 would not be too extreme). In addition, for every day the characters tarry, the urgency of the psionic seal increases. This urgency may help to defuse any attempt by the heroes to gather a larger group to deal with the dimming sun. In any case, city officials, concerned citizens, and even other adventurers are too busy dealing with the consequences of a never-ending winter to spend a great deal of time assisting the party.

Read or paraphrase the following text to the players as their characters begin the quest:

It's dark—not pitch black, but far darker than it should be for the middle of an afternoon. Caught aloft in the wind, a steady fall of snow obscures vision in the distance and stings your skin with icy needles. Glancing up at the muted sun for what seems like the hundredth time, you still do not see any sign of hope; the sun still dims. No rationale explains the fading warmth and light other than what you most fear: The sun is a guttering candle, nearly spent.

The Grip of Winter

The Party is in for a difficult overland trip, as the chilling power of winter still holds the land in thrall. In fact, *freezing winds and heavy snowfall assault even normally temperate locales*. While the heroes travel to the crater and search its interior, they must withstand the full power of winter. In order to survive their trip, the player characters require heavy furs, boots, mittens, heat sources, and insulated tents.

Any PC not in possession of sufficient protective gear (as determined by the DM) must make a successful saving throw vs. paralyzation every hour or suffer a cumulative -1 penalty on all dice rolls (including future saving throws, attack and damage rolls, and Ability Checks). One hour of rest in a protected environment—heavy winter blankets or an insulated tent, for example—or one hour under magical protection—such as a ring of warmth or an *endure cold* spell—eliminates cold-induced penalties at a rate of 1 per hour.

Winter Encounters

Any time the player characters are out of doors, impress upon them the unnatural state of affairs: Ice and snow, cold winds, frozen livestock, and frost-killed crops dominate what should be a lush spring landscape. Additionally, there is a 20% chance (the DM should check every four hours) that PCs who travel the winter-gripped lands or search/excavate the crater encounter something. The DM should roll on the **Winter Encounter Table** below to determine encounter specifics.





Winter Encounter Table

| 3d6 | Encounter |
|-------|----------------------|
| 03-04 | Frozen Village* |
| 05-06 | Refugees |
| 07-08 | Beast(s) |
| 09-10 | White Out |
| 11-12 | Blizzard |
| 13-14 | Thin Ice/Snow Crust |
| 15-16 | Dark Out |
| 17-18 | Conditioned Village* |

*Indicated encounters occur only while heroes are on the move; roll for another encounter if player characters are camping or excavating. The DM can key these encounters at an appropriate point if random die rolls prove too weighted.

Frozen Village: This small village lies utterly abandoned, and it is clear as to why: The unnatural cold has frozen the crops in the field and the cattle on the range. Many townspeople died of starvation and exposure, if the mass grave covered by a pile of rocks and snow in the center of town is any indication. Apparently, the folk of the town destroyed many of their wooden houses for use as firewood. However, it looks like as if some of those fires burned out of control, as

many of the remaining structures are only ashen frameworks.

A thorough search of the town unearths some valuables (whose worth does not exceed 100 gp)—though most everything was burned or stripped by survivors who fled the town, vainly seeking warmer climes to the south.

Refugees: The PCs encounter a group of people struggling to survive against the fierce, unnatural winter. Half of the time, the party discovers 1d10 0-level refugees ravaged by exposure; these refugees gratefully accept any concrete assistance—food, warm clothing, or magical aid, for example—that the PCs can give them. The DM can give out an experience award ranging between 100 to 1000 XP per player, depending upon the type of assistance rendered.

The other 50% of the time, the PCs encounter 11 bandits, humans (or any humanoid race) who have chosen to survive by preying on other travelers and refugees whom they meet. Each bandit has a small horde of stolen rations, and 1 in 4 has a small coal pot containing a smoldering coal cradled in ash.

Bandits, hm & hf F3 (11): AC 7 (leather and shield); MV 12; hp 20 (average); THAC0 18; #AT 1; Dmg 1d8+1 (long sword), 1d6+1 (club); SZ M (5'-6' tall); ML Champion (15); AL NE; XP 65.

Notes: SA—The bandits are a highly desperate lot, and their





desperation gives them a +1 bonus to their damage rolls, as indicated in their combat summary.

If the DM wishes to make one of these bandit groups a bit more of a challenge, she can include Tain Fendown, a 13th-level mercenary and bandit leader. Tain only cares about taking whatever food and magic the PCs possess (though the nutrition provided by his *Murlynd's spoon* is sufficient, he hardly finds it appetizing). The bandit leader is a crafty knave; he approaches the heroes as a friend, suggesting that they all throw in together. Unfortunately, he only suggests this in order to lull the adventurers into complacency. He and his band will betray the party at the earliest opportunity.

Tain Fendown, hm F13: AC 0 (chain mail, shield, and Dex); MV 12; hp 90; THAC0 8 (4 with specialization, Str, and *long sword* +1); #AT 5/2; Dmg 1d8+7 (specialization, Str, *long sword* +1); SZ M (6' 2" tall); ML Champion (15); AL NE; XP 5,000.

S 18/80, D 18, C 12, I 12, W 7, CH 8.

Personality: Overly friendly, devious.

Special Equipment: *long sword* +1, *Murlynd's spoon*, pouch with 330 gp worth of stolen gems and coins.

Beast(s): A variety of predators still hunt the hills and valleys of this area. However, the fierce weather has brought these creatures to the brink of starvation. As such, they no longer feel reticent about attacking humans. These predators include both natural beasts and some few monsters that actively search for food and warmth. One-half of the time, this result indicates a natural beast (or native monster), as represented by the bear and wolf entries below. The DM can also choose creatures from the *MONSTROUS MANUAL*® Tome (the mammal and small mammal entries provide many appropriate creatures).

Bear, Cave (2): AC 6; MV 12; HD 6+6; HP 47, 35; THAC0 15; #AT 3; Dmg 1d8/1d8/1d12 (claw/claw/bite); SA hug; SW hibernation; SZ H (12' tall); ML Average (8); Int Semi (4); AL N; XP 550.

Notes: This mated pair of cave bears is on a desperate search for food. However, the extreme, unseasonable cold has triggered their hibernation instinct.

SA—If a cave bear's paw hits an opponent on an attack roll greater than 18, the creature draws its opponent in for a hug that inflicts 2d8 points of damage.

SW—The cave bears suffer a -1 penalty to their attack and initiative rolls due to their early hibernation. In addition, they do not fight on after reduced to 0 hit points like normal cave bears.

Wolves (2d4): AC 7; MV 18; HD 3; THAC0 18; #AT 1; Dmg 1d4+1 (bite); SD +1 to save vs. *charm*; SZ S (3'-4'); ML Average (10); Int Low (7); AL N; XP 120.

The other 50% of the time, this result indicates an opportunistic creature originally from alpine mountains that has moved into the area to take advantage of the spread of its natural habitat. Greater ice trolls and winter wolf stats appear below as examples of such creatures. Throw only

one such threat at the party at a time.

Ice Troll, Greater (2d6): AC 8; MV 9; HD 6+6; THAC0 13; #AT 3; Dmg 1d4+4/1d4+4/1d8+4 (claw/claw/bite); SD immunity, regeneration; SW fire, limb severing; SZ L (9' tall); ML Steady (11); Int Average (10); AL CE; XP 1,400.

Notes: SD—Greater ice trolls are immune to all cold-based spells and attacks, and they require magical weapons of +1 or greater enchantment to hit them. In addition, these creatures regenerate 2 hp per round if exposed to water, ice, or snow. Severed limbs regenerate normally if exposed to water, ice, and snow, and these limbs crawl up to 30 feet in search of such elements.

SW—Fire causes double damage to these creatures. In addition, they cannot regenerate damage from fire and acid. Greater ice troll limbs sever on a natural attack roll of 20—if the attacking weapon is type S or P.

Wolves, Winter (2d4): AC 5; MV 18; HD 6; THAC0 15; #AT 1; Dmg 1d4 (bite); SA frost breath; SD immunity; SW fire; SZ L (7'-12' long); ML Elite (13); Int Average (9); AL NE; XP 975.

Notes: SA—Winter wolves can unleash a stream of frost from their lungs once every 10 rounds for 6d4 points of damage (save vs. breath weapon for half damage).

SD—These creatures are immune to all cold and cold-based attacks, including magical ones.

SW—Fire causes 1 additional point of damage per die.

White Out: The lowering white clouds blend perfectly with the plain of snow, and it is impossible to distinguish the earth from the sky! White-out conditions last for the next 1d4+3 hours. For every turn a party attempts to press onward, it stands a 20% chance to wander onto Thin Ice (see below). Additionally, for every turn a party moves in the white out, one of its members must make a Direction Sense proficiency check with a -4 penalty or else the party moves in a random direction. If no one possesses the proficiency, choose one player character to make a Wisdom check with a -8 penalty every turn. Once a party becomes lost, it is conceivable that it could take several days for them to discover the error.

Blizzard: Heavy snow falls as the wind picks up. PCs not wearing appropriate winter clothing take 1d4 points of damage per turn of exposure (and they must make saving throws vs. paralyzation or suffer the effects of exposure detailed on page 5). The blizzard lasts for 3d10 hours before passing, though the snow remains on the ground. If accumulations reach higher than 3 feet (the snow piles up at a rate of 1d4+2 inches per hour), PCs may find it difficult to move around and fight. Reduce all movement rates by one third. PCs whose movement rates fall to 4 or lower suffer a -2 penalty to all attack rolls, saving throws, and physical Ability Checks while they struggle through the drifting snow. This penalty is cumulative with any other penalties levied for exposure to the winter elements.

Thin Ice/Snow Crust: The snowfall covers everything, and it sometimes conceals the existence of frozen pools or



ponds. In addition, an accumulation of snow sometimes melts and refreezes, forming a thin crust over a chasm, crevice, or other natural pothole in the landscape.

This result indicates that the PCs have traveled over thin ice hidden by snow (50%) or a brittle snow crust (50%). The ice/snow opens up below a random PC, creating a hole some 10 feet in diameter (any PCs within this area are also affected). Those affected must make successful saving throws vs. paralysis or fall through the hole.

If victims fall through thin ice, they suffer 1d4 points of damage every round they remain in the water. There is also a 15% chance that a current pulls the victim(s) under the ice for every round they remain in the water. Only by making a successful saving throw vs. paralysis (with a -2 penalty) can the victim pull himself out of the slippery hole onto stable ice. If the current sweeps the PC away, the victim must hold his breath (for a maximum time equal to $\frac{1}{2}$ the PC's Constitution score) and try to break through the ice by making an attack roll (note that this counts as strenuous activity, reducing the PC's ability to hold his breath by half again). A successful attack causing more than 6 points of damage splits the ice. The PC can then try to climb out of the water in the same manner detailed before.

Comrades offering aid to the floundering victim(s) are better served by throwing a rope; those rescuers who stand too close to the ice edge can also fall in if they fail their saving throw vs. paralysis.

Finally, a character must make a system shock roll every round after his third in the water. Failure indicates that the victim contracts hypothermia, a condition that kills the unfortunate PC within 1 turn—unless some sort of healing magic or cure disease is performed upon the victim.

Those player characters who fall through snow crust simply tumble 10 to 60 (1d6 \times 10) feet into the chasm revealed below, suffering the appropriate damage. Thirty percent of the time such falls wedge the victim(s) in the chasm; wedged individuals require aid in order to escape from their predicament.



Dark Out: The area's ambient light visibly darkens. If the sun is visible, PCs witness a large, black spot that appears on the face of the sun. The temperature plunges within minutes, inflicting 1d4 points of damage per turn to all of those PCs not magically protected from cold or insulated by a shelter or fire. The darkness slowly recedes and the light returns to its previous level after 1d4 turns.

Conditioned Village: The PCs have stumbled upon a village where the illithids have gained total control of the populace. See "Life In a Northern Town" for a keyed example. Once the PCs complete this encounter, cross it off the encounter table. If necessary, the DM can recycle this encounter by changing names, locations, and other particulars.

Life in a Northern Town

This small city (2,000 residents before the conditioning, now about 100 survivors total) was called Fairmyr, a lively place once sustained by trade on the nearby river, hunting, and animal husbandry. Now, it's called Thrall Processing Node #512, and it stands as an example of what would have occurred in Stormport (the city featured in *A Darkness Gathering*) if the PCs hadn't discovered and stopped the illithids' conditioning program.

Unfortunately, no one came to this city's rescue. Hidden illithid agents conditioned a large block of Fairmyr's population through mass psionic suggestion. These enthralled people, calling themselves the New Believers (similar to the Elect in the city of Stormport from the previous adventure), killed those citizens resistant to mental brainwashing; wives turned on husbands, apprentices on masters, and the masses turned upon the constabulary. The illithids gathered survivors into the stockade for processing. Fairmyr was no more.

From its edges, the small city looks similar to the frozen village described in the "Winter Encounters" section—although Fairmyr is much larger and does not appear to have suffered much fire damage. Anyone stopping to listen while at Fairmyr's borders can hear faint sounds coming from the city's center. Most interesting, the closer the player characters move toward the center of the city, the warmer it becomes! (See "Vent" below for more details.)

The streets are completely empty of any passersby, and the buildings, businesses, warehouses, and residences appear quite deserted. Unfortunately, human bodies lie frozen in the city's streets, their bloated skin blue-black with frost. Anyone who searches the frozen corpses discovers that most of them have gaping holes in their skulls and no brains!

PCs interested in looting the bodies and houses of Fairmyr's dead can likely find some items—though the illithids and their thralls have generally taken anything of real value. Although the buildings in the city's center do still see use, the illithids have converted these structures into areas useful for their dark purposes. The map on the



interior cover of this module only keys the city center (see Conditioned Village Map); the exact placement and particulars of the looted and abandoned buildings on the city periphery is not really all that important. The DM should feel free to develop this area in a way consistent with her campaign.

Town Periphery

For every turn the heroes spend investigating the outer edges of the town, they stand a 10% cumulative chance to run into the last remaining free thinkers in the city—Lethbron Brosial and her band of survivors. Lethbron and her allies did not flee the city when the illithids took it over. Rather, they hid from their former friends and family, and now they wage a desperate war against the illithids and their conditioned thralls. These freedom fighters never stay in one abandoned building long, as the illithids are aware of their presence and sometimes send out patrols to deal with them. Lethbron's goal is to slay as many of the conditioned citizens as possible. In fact, she often remarks: "Better dead and free, than a mind flayer thrall." She and her band are quite fatalistic and fully expect their own deaths to come from this cause.

When encountered, Lethbron acts very cautious until she can verify that the PCs are not thralls of the illithids (the party member who possesses the psionic seal may have some explaining to do if the rebel leader spots it). Once assured of the party's loyalty, Lethbron asks the PCs for their aid. If the heroes agree, and they prove victorious over the illithid residents of Fairmyr, grant each of them a bonus story award of 1,000 XP.

Town Rebels, hm and hf F1 (7): AC 7 (leather and shield); MV 12; hp 6 (each); THAC0 20; #AT 1; Dmg 1d8+1 (long sword, 70%), 1d6+1 (short sword, 30%); SA desperate; SZ M (5'-6' tall); ML Champion (15); Int Average (9); AL NE; XP 35.

Notes: SA—Because of their desperation, the rebels receive +1 to all of their damage rolls, as indicated in their combat summary.

Lethbron Brosial, hf B7: AC 2 (chain mail, shield, and Dex); MV 12; hp 35; THAC0 17; #AT 1; Dmg 1d8 (long sword); SA bard abilities; SD bard abilities; SZ M (5' 2" tall); ML Champion (15); AL CG; XP 1,400.

Notes: SA—Lethbron can attempt to influence the reaction of NPCs; NPCs must make successful saving throws vs. paralyzation to avoid this effect. In addition, she can grant her allies a +1 to their attack rolls and saving throws, and a +2 to their morale if she spends 3 rounds before a combat singing or reciting poetry. She also has a 35% chance to identify the general purpose and history of a magical item.

SD—Lethbron can counter the effects of songs and poetry (such as the charming song of a harpie) used as magical attacks if she makes a successful save vs. spell.

S 14, D 16, C 12, I 13, W 7, CH 15.

Personality: Fatalistic.

Special Equipment: "Empathy," harp of charming (player

character can cast 1 *suggestion* spell per turn; a roll of 20 enrages anyone who hears).

Spellbook (3/2/1): 1st—*charm person, hold portal, sleep*; 2nd—*invisibility, hypnotic pattern*; 3rd—*fireball*.

Thief Abilities: PP 55, DN 50, CW 75, RL 10.

Vent

This area once contained an ornate fountain. Now, a gaping hole leads deep into the earth; moist heat, redolent with brine and a hint of garlic, emanates from the dark maw. When Fairmyr fell, the mind flayers in charge of the conditioning project contacted their comrades beneath the surface, and through a specialized application of psionic energy, the illithid forces jointly opened a passage into the earth. The vent connects the closest natural underdark passage with the surface and offers a convenient way to send new thralls down to the illithids' subterranean city. As an added bonus, the warmth of the earth escapes up through the vent, raising the overall temperature of the city to a degree more suitable to the mind flayers' tastes.

Exploration of the vent soon brings spelunkers to a confusing nexus of tunnels, many of which lead to illithid outposts, colonies, and communities—though exploring PCs can find passages leading to the dwellings of other underdark races. Of course, the illithids have their own plans of conquest in motion against these other races. If the DM wishes, she can extend the adventure to include encounters with other races. The PCs may wander around the underground passages fighting battles against drow, grimlocks, quaggoth, beholders and a host of other hostile creatures. Alternatively, the PCs could encounter traditionally evil races and forge alliances against the growing power of the mind flayers. The exact details are left up to the DM. If the Dungeon Master does not wish to include such a side plot, she can have the psionic palm print mentally urge heroes away from extended exploration of the vent.

Two enforcers (see below) always patrol the area around the vent and sound an alarm in the event of any trouble.

Enforcers

This building, once a stylish shop selling stone sculpture, now houses several humans who have completely accepted the illithids as their new masters. These True Believers were deemed of sufficient mettle to serve as guardians for the mind flayers. They respond fiercely in the event of any general alarm and carry out illithid commands without hesitation. In order to break the Believers' conditioning, the PCs must use enchantment/charm-related spells—such as *charm person* and *suggestion*. In addition, the party could attempt to use psionic disciplines and items to accomplish this purpose; however, enforcers receive a +2 bonus on all die rolls related to resisting such reconditioning.

There are 15 enforcers housed in the building (not counting the 2 on sentry duty near the Vent). Use the Town Rebels stat block for the enforcers—though these thralls do



not receive the +1 damage bonus for desperation. If the PCs defeat the enforcers too easily, the DM should make future enforcers level 3 fighters and give them a 5th-level fighter as a leader.

Stockade

This building has a sign hanging out front that reads "The Courtyard Inn." Its doors are locked from the outside and a resinous violet ichor stains the wood. The structure acts as a prison for 60 adult citizens and 10 surviving children who were captured during the Believer uprising. The conditions within this stockade are squalid; fear and hopelessness pervade the air. Enforcers come to this prison every day and remove a few inmates; those chosen never return, and the remaining prisoners fear the worst. Unfortunately, they have a right to be afraid. The enforcers take prisoners for Processing (described below); any slave who does not meet the illithids' expectations becomes a mind flayer's next meal.

All the people housed in the stockade are 0 level. For every prisoner the adventurers release to freedom, they each receive 25 XP. Note that the PCs cannot simply unlock the door, hustle the prisoners out, and then leave them. To receive the XP award, the party must escort the prisoners to safety outside the city. If the PCs do this, there is a 55% chance that the enforcers within the city notice the escape and raise an alarm.

Processing

This quaint building once functioned as a Jeweler's shop—though the illithids have now emptied the inventory and transferred it below the ground via the vent. The mind flayers use this area to inspect new thralls. Those slaves who meet the illithids' expectations are sent underground to serve in a variety of illithid communities. The illithids earmark substandard thralls for later use as food.

Khamthek is the mind flayer processor assigned to this area. This mind flayer spends 8 out of every 24 hours here, usually during the darkest hours of night. The processing machine takes up part of the front room and possesses all of the equipment necessary to conduct queries—including shackles, a cephalometer (cruel looking calipers designed to measure thrall head size, psionic potential, balance of neurotransmitters, and a host of other particulars), shears, bug-killing dust, and two small brands (denoting whether the subject is fit for thralldom or a good meal).

Khamthek's combat summary appears in the next section.

Illithids

Unlike the rest of the buildings in the city, this structure is almost completely covered, both outside and inside, with a thick layer of resinous ichor that resembles nothing so much as exposed ganglia. Illithid qualith, four raised lines of striations, appears on both doors of the

building. If an illithid runs its tentacles across the striations, it can "read" the mind flayers' name for this area: Command Node. Other creatures must employ magical methods to read the script.

Two illithids, Marsth and Flense, usually reside in this structure. In addition, Khamthek spends his downtime from the Processing Center here. Resinous walls divide the building into two main areas. One section is devoted to sleep and comfort; it contains a psionically warmed pool and soft, mossy pallets. The mind flayers have secreted a locked iron chest within a small hollow on one wall. In the chest, the illithids have gathered some choice trophies—including a saddlebag that contains 567 gp, a pouch with 5 emeralds (each worth 100 gp), and 4 *potions of extra healing*.

The other section of the building contains a series of three head-stocks, which the illithids refer to as their "buffet." The stocks are rarely empty, as Khamthek carefully chooses at least three potential thralls suitable for illithid consumption during every examination period. The 3 slaves in the stocks are alive 50% of the time; otherwise, they hang lifeless, terrible fluids dripping from their emptied skull cavities.

In the event of an alarm, all 3 illithids investigate cautiously. They prefer to attack indirectly, bolstering enforcers with their psionic skills; however, they will personally deal with any intrusion or guerilla attack that threatens the Node. Although formidable, the 3 illithids posted to Fairmyr are not fully mature mind flayers and have yet to develop their mind blast powers. DMs interested in more information on illithid life cycles should refer to *The Illithiad*.

Flense, Khamthek, and Marsth, Illithids (3): AC 5; MV 12, Sw 12; HD 5+3; hp 22, 26, 28; THAC0 14; #AT 4; Dmg 2 (see note below); SA cephalophagy, psionics; SD infravision; SW -10% penalty to hear noise checks; MR 54%; SZ M (6' tall); ML Champion (15); Int Genius (18); AL LE; XP 4,000.

Notes: SA—An illithid inserts its tentacles into a stunned victim's skull and draws out the brain (a process called cephalophagy), killing the hapless individual in one round. A mind flayer can also use its tentacles in close melee; each successful tentacle attack inflicts 2 points of damage and grasps the target's skull (the tentacle is removable with a successful bend bars/lift gates roll). When at least one tentacle holds the victim, each succeeding tentacle attack by the illithid gains a cumulative +1 bonus (to a maximum of +3 for the last tentacle attack). Once all four tentacles have attached to the victim, the illithid has sufficiently immobilized the struggling target to draw its brain out in the next round.

Psionics Summary: #AT 1; MTHAC0 15; MAC 8; Lv 7; PSPs 1d100; **Psionic Attacks** ego whip (EW); **Psionic Defenses** intellect fortress (IF); **Psionic Disciplines** awe, body equilibrium, control body, ESP, levitation, post-hypnotic suggestion, taste link.



Thralltakers In pursuit

With the failure of the Stormport conditioning effort, the illithids of the subterranean community of Abstemious are concerned. The mind flayers of Abstemious are responsible for assimilating a certain number of cities—in step with illithid communities throughout the many worlds and planes—and Stormport was one of the more important on this list. The illithids of Abstemious, in consultation with their elder brain, believe that the Adversary, an ancient and almost mythical enemy of the mind flayer race, may have had a hand in the defense of Stormport. In response, the mind flayers have sent out an elite group of Thralltakers to investigate.

This tracking unit consists of 3 mind flayers named Noth, Vour, and Skwusch. These illithids have brought along their personal thralls, Elissa, Jon, and Zebulon (each of whom was once a powerful adventurer who now serves only the goals of his or her illithid master). In addition to their thralls, the mind flayers have enlisted the aid of a specially trained intellect devourer, called Bluntfell. This creature possesses the unique ability to find and track a psychic scent.

If the PCs have played through *A Darkness Gathering*, then the Thralltakers arrived in Stormport to catch the scent of whatever force destroyed the illithid conditioning program, and they have spent their time tracking the party. If Shuluth survived the PCs attack, the ulitharid reports on the events surrounding its contact with the heroes and thereafter joins the Thralltakers on their quest to put down the threat to the mind flayer plan (see Shuluth's stats on page 28 of *A Darkness Gathering*).

If the PCs have not played through the first adventure in this series, then the Thralltakers were dispatched because the illithids detected suspicious psionic activity surrounding the player characters—namely, the palm print provided by Strom. This device left a psychic signature during its creation, and the illithids have been tracking this signature for some time now.

Regardless of how they began their endeavor, the Thralltakers follow the heroes as they head north, led inexorably by the peculiar talents of Bluntfell. The intellect devourer is swaddled in protective furs and kept on a leash of bone links that resemble spinal disks. No matter

where or how far the PCs go, the psionic seal acts like a beacon, drawing the illithid unit closer!

The illithids are primarily interested in stopping the heroes. In addition, they wish to ferret out the true identity of the heroes' patron—the Adversary. To this end, the Thralltakers may attempt a variety of different actions as noted below, triggered by a specific event or time. Therefore, the nature of the PCs' interaction with the Thralltakers depends upon how much time has passed, as well as the actions of the PCs themselves. Of course, the Thralltakers meet any all-out attack by the party with appropriate ferocity.

The illithids wear items known as damp suits (constructions that keep illithid skin moist and give them a +1 to their AC) and glare goggles (items that allow illithids to see in daylight). In addition, each mind flayer possesses a hearthstone (see "Arcana" section at the end of this module) to keep them warm. Normally, the illithids spend all of their time in a large, covered sled pulled by four horses driven by their thralls. To a casual observer, the sleigh and its drivers do not seem out of the ordinary; the illithids use this disguise to their advantage whenever possible.

At some point during the adventure, the Thralltakers should catch up with the PCs. The details of this encounter are left to the DM. The bulleted list below provides suggested guidelines for these encounters, some of which follow logically from previous ones. In addition, the DM can use the first bulleted point more than once. Note that the illithids' special psychoportive powers make it likely that the Thralltakers can instantly retreat if a particular encounter goes poorly, allowing them to return several times to harry the party.

- The party traverses a wide snow-covered valley. As the heroes ascend to the opposite side, they can see indistinct figures and an animal-driven sled entering the valley, a day's travel behind. Of course, the illithids also note the party and henceforth are more discreet; they only travel at night.
- While the party faces some other threat from the **Winter Encounters Table** on page 6, the three thralls appear on their sleigh (with the illithids hiding within) to aid the heroes in an attempt to gain their trust. If successful, the thralls attempt to kidnap the player character or NPC in possession of the palm print for purposes of interrogation. The rest of the party may have to track down the sled and their supposed allies in this case. When the PCs catch the sleigh, they must deal with the thralls' fighting prowess and the illithids' psionic abilities. The mind flayers remain within the sleigh at first, but emerge from their interrogation to enter the melee, if necessary.
- If any thralls and illithids yet live, they engage the party in running skirmishes and night ambushes during the heroes' excavation of the crater. They will often wait until the heroes have descended into one of the many hollow fragments found within the crater and attempt





to trap them within or pick them off as they come back up to the surface.

- The illithids order a full-scale attack after the heroes discover and bring the strange craft (see *The Crater* for more details) to the surface.

The stats for Bluntfell and the three illithid thralls appear below. Consult the "Common Illithid Attributes" section for the full stats on the three illithid Thralltakers.

Abbreviated Combat Summary (Illithids): Noth, Vour, and Skwusch have an AC of 4 due to their damp suits, and they have 60, 66, and 68 hit points respectively.

Bluntfell, Intellect Devourer: AC 4; MV 15; HD 6+6; hp 42; THAC0 13; #AT 4; Dmg 1d4(×4) (claw ×4); SA psionic abilities, psychic tracking; SD psionic field; SZ M (6' long); ML Fanatic (17); Int Very (11); AL CE; XP 6,000.

Notes: SA—The intellect devourer can attack physically and psionically in the same round. In addition, Bluntfell can find and track psychic scents.

SD—The creature constantly emanates a psionic field (at no PSP cost) that renders it immune to normal and magical fire; this field also reduces its damage from electricity to 1 point per die of damage rolled. In addition, it is immune to weapons of less than +3 enchantment. Weapons of greater enchantment only inflict 1 point of damage per successful strike. Finally, a *death spell* is only 25% likely to succeed, but a *power word: kill* remains effective.

SW—A *protection from evil* spell keeps the intellect devourer at bay; bright lights and fires drive these creatures away.

Psionics Summary: #AT 1, MTHAC0 12; MAC 7; Lv 8; PSPs 200; Psionic Attacks ego whip (EW), id insinuation (II); Psionic Defenses intellect fortress (IF), mental barrier (MB), mind blank (MBk), thought shield (TS); Psionic Disciplines astral projection, aversion, body equilibrium, chameleon power, domination, ectoplasmic form, expansion, mindlink, reduction, and telepathic projection.

Elissa, hf F7: AC 4 (chain mail and shield); MV 12; hp 70; THAC0 14 (9 with specialization, psionic seal, and long sword +2); #AT 2; Dmg 1d8+4 (long sword +2, specialization, and Str); SA psionic seal; SZ M (5' 9" tall); ML Champion (15); AL NE; XP 975.

Notes: SA—Elissa possesses a psionic seal on her forearm that enhances her mind/body coordination, granting her a +2 on all attack rolls.

S 16, D 13, C 16, I 9, W 11, C 15.

Personality: Elissa is reserved and haughty, absolutely convinced in the superiority of her illithid masters.

Special Equipment: Sword of the Flayer (See "Arcana" section on p. 32 for more details), ring of regeneration, heavy furs, and boots.

Jon, hf F6: AC 3 (chain mail+1 and shield); MV 12; hp 54; THAC0 15 (13 with psionic seal); #AT 1; Dmg 1d8



(long sword), 1d8 (sheaf arrows); SA psionic seal; SZ M (6' 3" tall); ML Champion (15); AL NE; XP 975.

Notes: SA—Jon possesses a psionic seal on his neck that enhances his mind/body coordination, granting him a +2 on all attack rolls.

S 15, D 14, C 17, I 13, W 10, C 8.

Personality: Jon is a helpful and well-mannered individual, but he won't hesitate to kill at the behest of his illithid master.

Special Equipment: chain mail +1, potion of heroism, potion of invisibility, ring of warmth, long bow, heavy furs, and boots.

Zebulon, hf F8: AC 2 (chain mail+1, ring of protection +1, and shield); MV 12; hp 76; THAC0 13 (9 with specialization, Str, and broadsword +2); #AT 2; Dmg 2d4+5 (specialization, Str, and broadsword +2); SA psionic seal; SZ M (6' 8" tall); ML Champion (15); AL NE; XP 975.

Notes: SA—Zebulon possesses a psionic seal on his face that allows him to use an illithid mind blast once per turn.

S 17, D 10, C 17, I 11, W 8, C 16.

Personality: Zebulon is a quiet individual whose psychopathic tendencies are kept in check by his illithid conditioning.

Special Equipment: broadsword +2, brooch of shielding, potion of fire breathing, heavy furs, and boots.

The Crater

In this chapter, the PCs arrive at their destination—a deep, snow-covered crater. Read or paraphrase the following text if the heroes approach the lip:

The gloom is relentless, a physical entity that leaches light from the world and hope from your heart. However, there is yet light enough to see that you've come upon a circular depression, like a celestial footprint, many acres in diameter. The cavity appears on a plain otherwise featureless save for rocks, ice-encrusted trees, and drifts of snow. The snow also fills the bowl, shrouding its floor in a chill blanket. Deformed shadows cast from the irregular rim stretch across the white crater, as if straining to reach the opposite side.

The crater measures 500 feet in diameter; its rim is only 10 to 20 feet above the surrounding plane, but it looms some 70 feet above the center of the bowl—although the slope from rim to center is very gradual. The crater is the last remnant of a far-larger impact scar made by an object that fell from the sky in ancient times. This object was an illithid-inhabited planetismal used by the mind flayers to escape the thrall uprising that brought down the multi-planar illithid empire of millennia past! Coated in age- and impact-defying quintessence, a silvery psionic secretion of collapsed time introduced in *The Illithiad*, the planetismal drifted through many crystal spheres and across vast tracts of interstellar space before crashing to this planet.

The descent and impact dissolved much of the collapsed time protecting the habitat, such that most of the object exploded, throwing about smaller fragments only partially protected by the failing quintessence. This crater hides those pieces of the shattered planetismal that survived through retention of a residual coating of quintessence (see "Clearing Away Collapsed Time" for more details on this substance). Some fragments have since lost their coating, giving up their contents to the flow of time, while other fragments yet remain outside the time stream, their contents protected from all harm. One of the fragments holds the object to which the palm print is keyed: a craft capable of traveling between worlds!

Unfortunately, the scribe of the psionic palm print (Strom) couldn't discover the exact location of the craft through research. Thus, the seal cannot reveal the exact location of the object—though it does give the PCs a general mental image. The PCs must conduct a blanket search and excavation of the crater one section at a time! Furthermore, while the main object of the search is an illithid craft, the player characters must also recover at least four other items (mentally imaged as small "lobes" by the seal) from the impact site. These lobes are essential if the PCs wish to activate the craft.

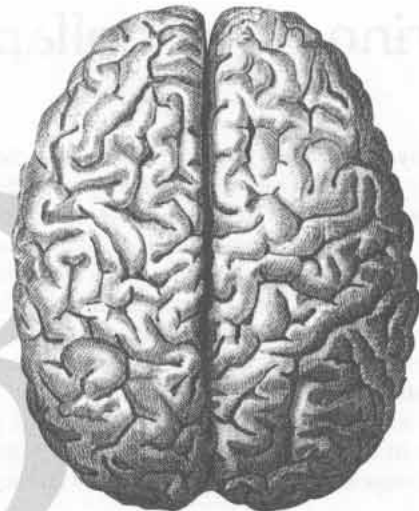
Searching The Crater

To model the undifferentiated field of snow bordered by the lip of the crater, find a deck of standard playing cards (cards or placards of other types also work, with some adaptation). Take one joker, and the kings, queens, jacks, and aces of all four suits (for a total of 13 cards)—the remaining cards are not necessary for this exercise. Shuffle the 13 cards, then place the cards face down in the arrangement shown on the diagram on page 14.

Each card represents a discrete field of snow measuring some 100 feet by 100 feet. All together, the cards serve to model the entire crater floor, broken up into 13 separate areas, each necessitating exploration and possibly excavation. Due to an inherent quality of the buried debris (much of it still remains coated in collapsed time), the ground beneath the snow has not succumbed to permafrost, and it is actually quite easily excavated once the PCs clear the snow away.

The players may pick one area for their characters to search by pointing toward one of the 13 cards that still lie face down (of course, player characters can also split their efforts). Once an area comes under scrutiny, it is up to the adventurers to suggest the methods by which they intend to comb the snow and the ground beneath for the possibility of hidden items or areas.

Each discrete area requires a total of 2–200 (2d100) man-hours to search. Thus, the DM should count the efforts of multiple player characters toward the total. For example, 3 PCs who work at a 6-man-hour job can finish it in 2 hours. Depending on the method used by each searcher, the actual time an explorer contributes toward the man-hour total may be less than the actual time spent searching, as indicated on the table of possible search methods. The Time Modifier also indicates that some methods contribute a specified number of hours toward the total, while other actions contribute multipliers (every hour spent using the specified method counts x times as much toward the total man-hours required). The DM should adjudicate the PCs' use of other search methods using this table as a guide.



| Search Method | Time Modifier |
|---------------------------------------|---------------|
| Probing with shovels, poles, or picks | ×1 |
| "Dousing" with the psionic seal | ×2 |
| Spade of colossal excavation | ×4 |
| Border Ethereal sifting | ×6 |
| Locate object spell, per use | 15 hours |
| Dig spell, per use | 20 hours |
| X-ray vision, per use | 25 hours |
| Divination magic, per use | 30 hours |

Example: A party of four searches an area roughly 100 feet by 100 feet. The DM first rolls to determine the total man-hours required to search the area; in this case, it will take 100 (percentile dice rolls of 16 and 84 added together) hours to determine if there is anything to find. The fighter spends 5 hours probing the snow with an iron pole, knocking 5 hours off the 100-hour goal (for a modified total of 95 hours). Meanwhile, the mage casts *locate object*, subtracting an additional 15 hours from the goal (only 80 hours remain) by ruling out large tracts. During this same period, the thief spends 5 hours "dousing" a portion of the area with the psionic seal, subtracting 10 hours (5 hours multiplied by 2 because of the Time Modifier) from the goal (70 hours remain). Finally, the cleric casts an *augury* (divination magic) and knocks another 30 hours off the total (40 hours remain). If the party does as well during their next search period, they'll have excavated an entire area.

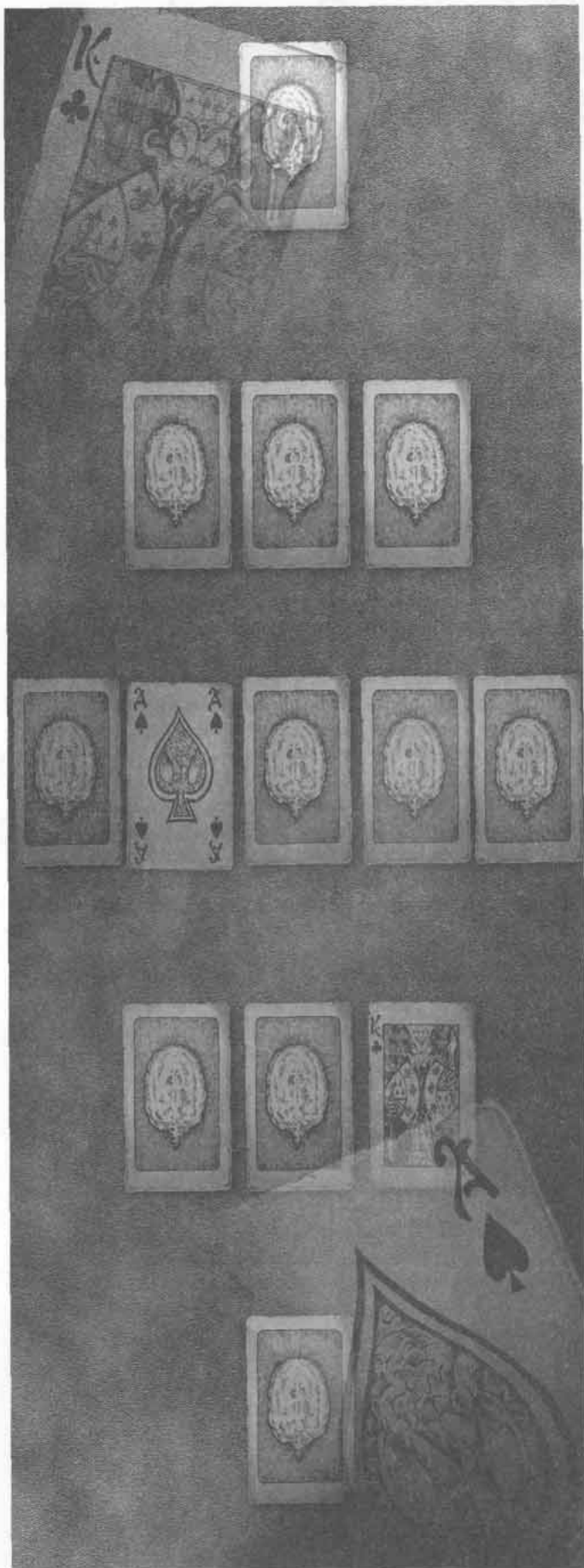
Remember to check for random winter encounters (using the table on page 6) while the adventurers search. In addition, the illithid Thralltakers continue to harass the searchers at the most inopportune times—if the party members have not yet dealt with them.

When the PCs complete the necessary amount of work to excavate an area, flip the card representing that area face up and match the symbol on the card with the keyed entries below. Depending on the particular fragment of planetesimal discovered, the player characters may have to undertake additional digging, or they may need to take some other action as indicated in the specific encounter. In most cases, the symbol on the exposed card is also keyed to a map with the same symbol on the interior cover.

Clearing Away Collapsed Time

As the player characters unearth fragments of the planetesimal that created the crater, they come upon various areas sealed with a silvery material referred to as collapsed time, or quintessence. As described in *The Illithiad*, illithids with a special psionic power can crystallize time from a continuum, forming a dollop of thick, gooey material. Usually, the illithids create only small amounts of this material, just enough to encapsulate a ring, a token, a key, or some other small item; items so coated enter into a state of timelessness.

Only out of desperation do illithids create larger portions of quintessence in one area, as masses larger than 3 square feet prevent the usage of psionic abilities within a 20-foot radius of





the mass. Additionally, quintessence blocks all access to the Astral and Ethereal Planes, and magical teleportation and scrying cannot penetrate any area held out of time by quintessence. Of course, the fleeing illithids were desperate to escape the bloodthirsty thralls who turned against them in the revolt, so they coated portions of the planetismal in massive amounts of quintessence to serve as an ablatives (a protective layer that can be scoured away) for their headlong flight.

Player characters interested in unsealing areas covered in collapsed time merely need to scrub away its silvery surface. However, quintessence kills organic matter with prolonged direct exposure, so PCs must be very careful. Quintessence numbs any flesh that briefly touches it; this numbness slowly fades after the contact is broken. Living tissue in contact with quintessence for more than 1 turn suffers 1d10+5 points of damage. The affected tissue is now in stasis and cut off from the rest of the time-normal body; such "frozen" tissue dies after 2d4 turns of temporal inactivity. However, masses of collapsed time large enough to encapsulate a living being or a structure with living beings inside do not kill the subjects—thus illithids and their equipment released back into the timestream are unharmed.

PCs can manually scrape quintessence away from a protected object or surface, ending that object's stasis. If a large mass of quintessence shields a room or rocky fragment, there is a 75% chance that a breach of one section of the time-stopping barrier causes the entire mass to dissipate back into the continuum. Otherwise, it draws together into a 1-inch-diameter bead—regardless of its original size. Confident adventurers may find uses for quintessence, if they are brave or inquisitive enough to gather leftover bits.

Keyed Areas

The following entries detail the possible encounter areas within the crater. The DM should keep a careful watch over the party's inventory. If the PCs have gathered a number of useful items, but do not know exactly what to do with them, use the psionic seal as a source of hints and information.



Breached Slave Hold

The search of this 100-foot-by-100-foot area finally uncovers the upper portion of a buried planetismal fragment; one additional man-hour of digging is required to clear a space for entry.

The passage revealed is 10 feet wide, like the opening to a well, although the sides are strangely powdered and smooth. Scraping away the powder reveals the black, meteoric rock of the planetismal. The passage drops down 30 feet into **area 1**. There is no light inside this fragment other than what the player characters provide—unless specifically noted.

This entire planetismal was protected for some time by quintessence, but the coating decayed many thousands of years ago, and the residents of the hollow fragment re-entered the time stream only to find themselves entombed beneath the earth.

1. Commons

This subterranean chamber suggests nothing so much as a massive, desiccated womb. A powdery residue covers the rock; part of the resin has sloughed away, revealing bare meteoric rock beneath. Dirt has fallen in from above, forming a fairly thick layer of earth and mud on the floor at least 3 feet in depth. Strangely enough, the temperature here is comfortable, and earthworms and small beetles move about in the mud. Various circular openings and passages lead away from the chamber.

Even a cursory search of the layer of loose earth uncovers several humanoid skeletons mostly destroyed by time. A successful search for secret doors unearths a skeleton almost completely decayed into dust. This figure is the remains of an illithid; it possesses only three fingers and a thumb, its braincase is strangely enlarged, its mouth is lamprey-like, and its feet appear strangely bifurcated. The barest remnants of clothing cling to this form, and a rotted belt pouch contains 23 crystal coins (each worth 3 gp to a jeweler).

Small stone daggers and glass shards lie near at hand, suggesting that the figures died in a scuffle; PCs can determine this if they make successful Wisdom checks. Furthermore, a successful Intelligence check allows PCs to determine that several of the uncovered skeletons are not quite human. Anyone in the party who has experience with either githzerai or githyanki notes a resemblance to both races, as if the skeletons somehow represent a fusion of the two races.

In truth, the humanoid skeletons are the remains of the race that eventually splintered into the githzerai and githyanki (called the forerunners hereafter). These forerunners were thralls once kenneled in **area 2** and **area 3**. With the impact and break up of the planetismal, and the subsequent decay of this fragment's protective coating, the slaves broke from their confinement and slew one of their hated illithid masters, only to find themselves trapped within the earth. Squabbling among the slaves for the limited supply of food quickly escalated into a bloodbath, the remnants of which are represented by the bodies.

2. Slave Kennel

Rusted iron bars lie broken on the earth. Within the room, rusted and shattered chains hang from the powdered walls. One or two of these chains still contains skeletal arm fragments; beneath them lay more splintered skeletons.

A few of the forerunner slaves in this chamber were unable to escape when their compatriots burst their bonds.

3. Haunted Slave Kennel

This chamber appears exactly like **area 2**, except that the two skeletons hanging in the rusted bonds are fully intact. When these slaves perished, their terror unfairly bound



their spirits, creating spectres. At first, these creatures appear as the skeletons' shadows; only a successful Wisdom check (with a -5 penalty) reveals their unnatural presence. If the PCs disturb the spectres in any way, the undead creatures attack, wailing senselessly in a language dead and forgotten for uncounted centuries. However, the spectres do not pursue party members past the edge of this chamber.

Spectres (2): AC 2; MV 15, Fl 30 (B); HD 7+3; HP 31, 48; THAC0 13; #AT 1; Dmg 1d8+ spectral touch; SA spectral touch; SD immunity; SW holy water; SZ M (6' tall); ML Champion (15); Int High (14); AL LE; XP 3,000.

Notes: SA—A spectre's touch drains 2 energy levels from its victim; SD—A spectre is immune to all *sleep*, *charm*, *hold*, and cold-based spells, as well as poison and paralyzation attacks; SW—Holy water inflicts 2d4 hp of damage per strike, and *raise dead* destroys the spectre if it fails its save vs. spell.

4. Slave Food Storage

This almost spherical chamber is ringed from floor to ceiling with five levels of stone shelves. Piles of dust and bone fragments litter the shelves at regular intervals. A raised stone slab stands in the center of the chamber, carved with runnels down one side, as if to collect and channel spilled liquid.

A search through the chamber reveals the dust piles as the last remains of many dead forerunners. The few skull fragments visible in the chamber all show the same terrible holes. The illithids stored the bodies of dead slaves here after they had dined, as the remaining slaves had to eat, too.

A small stone drawer beneath the slab holds various cutting implements made of iron, long-since rusted to uselessness—save for one unblemished knife. Although its grip is undeniably made for a three-fingered humanoid, this weapon still functions as a *dagger* +2 in melee.

5. Unbreached Slave Kennel

This chamber obviously served as another slave pen (similar to **area 2**)—though the iron bars retain their integrity here. Beyond the bars, the mostly disintegrated skeletons of at least 12 forerunners are visible.

6. Nourisher Workroom

The endemic flaking powder is thicker here, and in some places it retains its specific form: resinous bands of organic striation. Several stone vessels reminiscent of lilies adorn the room. Many are knocked over, and some few are smashed, though one remains upright and sealed with resin. Three unblemished harnesses with leashes of corroded iron hang upon the wall; they look suspiciously capable of fitting a humanoid. A convex bulge of mirror-bright silver is affixed to the southeast curve of the wall.

This space served as a workstation for the illithids in charge of housing, feeding, and caring for the thrall population of the planetismal. The many vessels here once contained special medicines, water, bug powder, brands, and other items necessary for the care and feeding of humanoid slaves. Now, all but one of the vessels are decayed past usefulness.

PCs can easily break through the resin that caps the single remaining vessel. The vessel contains a special medicine used for sick thralls; the liquid smells of herbs and pine. Though it is not magical, the medicine still retains its potency. It acts as an *elixir of youth* if downed by a member of a humanoid species—though only four draughts remain. Due to the degradations of time, each draught has a 50% chance to act like a poison, forcing the imbiber to make a successful saving throw vs. poison or suffer 20 points of damage; unfortunately, the victim still suffers 5 points of damage even if he saves.

A bubble of quintessence seals off the chamber to the southeast.

7. Sealed Nourisher Domicile

Read or paraphrase the following if the PCs scrub the quintessence away from the entrance:

With a pop, warm and moist air tinged with the scent of cinnamon rushes from the revealed chamber. Even though the room beyond is dark, you can hear the sound of something moving from within its depths.

By clearing away the quintessence, the PCs have freed Grkth, an entombed illithid! The last thing Grkth remembers is the desperate launch of the planetismal after the thralls violently overthrew their masters. Though thousands of years have slipped by for the rest of the multiverse, only seconds have elapsed for Grkth. The freed illithid automatically assumes that his flight for freedom failed if the PCs enter the chamber. Because of this, Grkth fights to the death rather than submit to a humiliating execution by inferior thralls.

Abbreviated Combat Summary (Grkth, Illithid): AC 0 (because of its psionic bone ring); hp 58.

See the stats under the "Common Illithid Attributes" section for the detailed illithid combat summary.

Hardened slime covers the walls of this chamber; the material is curved and shaped like ganglia to make the illithid feel more at home—although such decoration often disturbs humanoids. A search through the chamber does not reveal anything identifiable. However, searching the illithid turns up 126 crystal coins (each worth 3 gp to a jeweler), a psionic bone ring on one of Grkth's fingers, and a gold key strung on a fine chain of bone links worn around Grkth's neck.

The bone ring is a psionic item that provides illithids with an AC of 0. If worn by members of another species, the ring grants a +1 AC bonus. Creatures can wear only one bone ring at a time.



The gold key is crafted to resemble a tentacle and is slightly warm (PCs with infravision can make out its shape in the dark); the key opens various chambers and containers denied to the thralls. Other crater fragments require similar keys to access their areas.

Garden Pod

The search of this 100-foot-by-100-foot area finally uncovers the upper portion of a buried planetesimal fragment. Note that this area requires two additional man-hours of digging to clear a space for entry.

The passage revealed is 15 feet in diameter, curving slightly as it descends to form a 30-foot-long slide that leads into **area 8**. The sides and interior are strangely smooth and powdered. Scraping away the powder reveals the black, meteoric rock of the planetesimal. A dim radiance pervades this area, a remnant of past lighting now almost completely burned out.

This fragment once served as the Garden Pod. Some of the plants grown within proved useful for thrall nutrition, others were merely decorative, while a few were kept as curiosities.

8. Gone to Seed

The dim radiance throws a pallor over the layer of detritus that forms the floor of this spherical chamber. The half-petrified stalks of some long-dead treelike plants pungent with mildew and rot rise in lonely clumps from the earth. A riot of fungus now flourishes in this subterranean chamber, so successful that vegetation lines the curving side walls and fungal cords hang from the domed ceiling above. Eight sets of corroded iron chains hang down from the curve of the ceiling in various places, each affixed to an empty iron loop. Besides two additional rounded passages that lead away from the chamber, a convex bulge of mirror-bright silver is affixed to the southernmost curve of the wall.

Amidst the fungal overgrowth live phycomids, truly dangerous fungi. Algae-like phycomids are fibrous blobs of decomposing, milk-colored matter with capped fungi growing out of them; the creatures smell slightly of lye. There are 8 phycomids growing within this chamber, each lying in a state of dormancy from their last meal—forerunner thralls who escaped collars, illithid masters, and time stasis, only to fall prey to the phycomids' spores.

Any character who comes within 12 feet of a phycomid activates the creature's defense mechanism—a tube that discharges a small glob of alkaline that inflicts 1d4+2 points of damage.

Phycomids (8): AC 5; MV 3; HD 5; hp 20 (average); THACO 15; #AT 2; Dmg 1d4+2/1d4+2 (discharge/dis-

charge); SA discharge; SZ T (2' diameter); ML Champion (15); Int Unratable; AL N; XP 650.

Notes: SA—A phycomid discharges an alkaline substance that causes 1d4+2 points of damage. Anyone struck by the substance must save vs. poison; failure indicates that the victim sprouts mushroomlike growths in 1d4+4 rounds; these growths inflict an additional 1d4+4 hit points. The growths spread throughout the body in 1d4+4 turns, killing the victim and transforming him into a phycomid. A *cure disease* spell ends the infection before a fatality can occur, but *neutralize poison* does not affect the fungus's spread.

9. Preserved Garden

Read or paraphrase the following if the PCs scrub the quintessence away from the entrance:

With a pop, warm and moist air rushes from the revealed chamber. Bright light streams from the opening, revealing a domed room filled with luxuriant growths of green plants and esoteric flowers. A gaunt humanoid wearing a silken tunic and breeches moves among the plants with clippers and a watering can. A long metallic chain hangs down from the curved ceiling; it is attached to an iron collar affixed around the gardener's neck.

A forerunner thrall goes about his duties, tending special blossoms grown in this chamber. The thrall, named Bomwe by his fellows (who have all long since died), is oblivious to the passage of time and the fall of the illithid empire. Bomwe speaks a dead language (unless the PCs have released other forerunner thralls into the timestream). However, anyone familiar with the language of the githzerai or githyanki can communicate basic facts to the not-quite-extinct forerunner.

Regardless of whether or not the party establishes communication, Bomwe's limited worldview does not allow him to believe in a universe not dominated by the illithid race. If the PCs try and talk with him, he will ignore them, thinking them a fiendish test set up by his cruel masters. In fact, Bomwe climbs up into the branches of a large growth in this chamber and begins to whimper if the PCs press him for information. If the party frees Bomwe, he accompanies them, but he never takes any action unless forced to do so. If he ever encounters a living illithid, Bomwe instantly betrays the party from the rear, happily returning to his old allegiance. Bomwe's stats are identical to the forerunner rebels' on page 27.

The illithids treasure the growths in this chamber, as they act as a very pleasing spice. If a thrall eats the blossoms in this chamber, he or she gains pleasant visions, not unlike a daydream, for 1d6 turns (the affected individual suffers a -2 penalty to all die rolls while under the influence). If an illithid consumes a brain affected by the blossoms, it enjoys an unsurpassed culinary experience, as the growths produce a subtle flavoring that the mind flayers consider gourmet.



10. Garden Supplies

Scrubbing away the quintessence from the entrance to this area reveals a chamber sheathed in organic resin. Though the quintessence has sealed the chamber from time, nothing of any obvious value beyond normal gardening tools appears within the room. If the PCs search the supply room, they find a special canister carved of bone. This object spews forth a potent herbicide from its nozzle if someone pushes the button on its side. There are 14 applications of the herbicide remaining in the canister, and each discharge spews up to 20 feet in normal gravity, inflicting 3d6 points of damage to any vegetable-based organism or plant (targets can make successful saving throws vs. poison to reduce the damage by one half). The herbicide is not particularly harmful to animal organisms, unless ingested. Anyone drinking the herbicide must make a saving throw vs. poison. Failure indicates that the victim dies, while success merely inflicts 10 points of damage.

Junk

The search of this 100-foot-by-100-foot area finally reveals a twisted lump of metal and rock; two additional man-hours of digging frees the object from the earth. PCs may make Intelligence checks with a -4 penalty to identify the object. Success allows a player character to recognize it as a giant-sized suit of armor now crumpled, smashed, punctured, melted, and rusted.

In reality, the mass of armor was once a psionically powered exoskeleton worn by an illithid of the Tamer Creed. Unfortunately, the psionic exoskeleton did not save its illithid wearer when the planetismal smashed into this world. The quintessence that protected the Tamer Creed's section of the planetismal was stripped away, and the impact vaporized the area within seconds. The relic uncovered by the adventurers is all that remains of these elite mind flayers. The illithid body once contained within the exoskeleton dried up long ago, and the psionic circuitry that powered the artifact has faded. At present, the lump is a mere curiosity. However, present-day illithids would demonstrate extreme interest in the object, as they have lost the secret of making such massive metallic exoskeletons.

Recolonized Fragment

The search of this 100-foot-by-100-foot area uncovers the upper portion of a buried planetismal fragment; it requires three additional man-hours of digging to clear a space for entry.

The passage into this fragment is 10 feet in diameter; however, it is broken and cracked and shows signs of extreme weathering. Despite this, the passage provides an easy surface on which to scale into the darkness below, a distance of 50 feet. The sides and interior of this tunnel do not show any evidence of resinous coating.

Whatever purpose this fragment served has long passed with its loss of protective quintessence. However, tunneling predators known as bulette have since discovered it and now use the area as a lair. Through the course of generations, these predators have eaten, buried, or otherwise destroyed all of the bodies, accoutrements, and equipment of the past inhabitants.

The small bulette family unit that currently lairs here uses this warren only for the birthing of young and for hibernation during winter months. Unfortunately, the unseasonable winter has forced the bulettes within to remain. *Unless they take great pains to remain quiet, the PCs stand a 50% chance to awaken the half-hibernating bulette in both areas marked 12.*

11. Droppings and Assorted Messes

This rough, cracked chamber of meteoric rock contains a thick layer of loam, intermixed with a glaze of whitish powder. Disturbingly large husks of hair and bones, as well as half-melted iron implements (including helmets, mail, and weaponry), are visible.

The bulettes (sometimes called landsharks) have called this cranny home for many millennia. This area serves as a place for the creatures' refuse. Thus, the "whitewash" of dried, powdered droppings. Each round a party spends searching through the half-buried husks of partially digested bone, hair, and armor, they stand a flat 25% chance to find one of the four items listed below (in any order). Unfortunately, each round of rustling through the droppings also has a flat 10% chance to wake the bulette in both rooms marked **area 12**.

The items found in this chamber include a *periapt of wound closure*, a *spade of colossal excavation*, a suit of *elven chain mail* (fit for a human up to 6 feet tall), and one *lobe of the brainmate* needed to navigate the craft described on page 29. More information on the brainmate and its four scattered lobes appear under the "Arcana" section on page 32.

12. What's For Breakfast?

Unless party members are making an effort to be quiet, they stand a 75% chance to awaken the half-hibernating bulettes for each turn they spend here. PCs who gaze into one of these chambers see only a rocky hollow containing several large clumps of earth embedded with stones (if the bulettes have not roused). A successful Intelligence check (made with a -3 penalty) indicates that the clumps are, in fact, breathing. There are two bulettes in each of these hollows (for a total of four).

A bulette appears as a cross between an armadillo, a snapping turtle, a shark, and an earth elemental grown far too big. These monsters are exceptionally territorial, but they will not follow heroes out of this fragment. If roused, the Old One (see **area 13**) will not stop until it has slain every intruder.



Bulette (4): AC -2 (4 beneath crest, 6 between eyes); MV 3, Br 18; HD 9; hp 65, 70, 54, 49; THAC0 11; #AT 3; Dmg 4d12/3d6/3d6 (bite/claw/claw); SA jump; SZ L (9' tall, 12' long); ML Steady (11); Int Animal (1); AL N; XP 4,000.

Notes: SA—The bulette can jump up to 8 feet in the air with blinding speed; while airborne, the creature can strike with each of its four feet, inflicting 3d6 points of damage with each attack.

13. The Old One

Bulettes continue to grow for the entirety of their long lifespan. Thankfully, these creatures slow as they age—although elder bulettes pass the centuries away in their ancestral lair, dozing and providing incidental shelter to generations of bulette eggs. The Old One in this area rarely wakes, but when it does so, its hunger also wakes.

Adventurers who gaze into this chamber may at first take the 40-foot length of the Old One's body for a rounded fold of rock; however, a successful Intelligence check reveals the truth. The Old One sleeps yet, but if the PCs disturb any of the half dozen stony eggs (each the size of an ostrich egg), it wakes with a hunger for vengeance. If necessary, the ancient bulette pursues the player characters out of the lair, tunneling through the earth as if it were water. Its dorsal fin

ploughs a trench through the earth as the creature attempts to run down and slay fleeing victims.

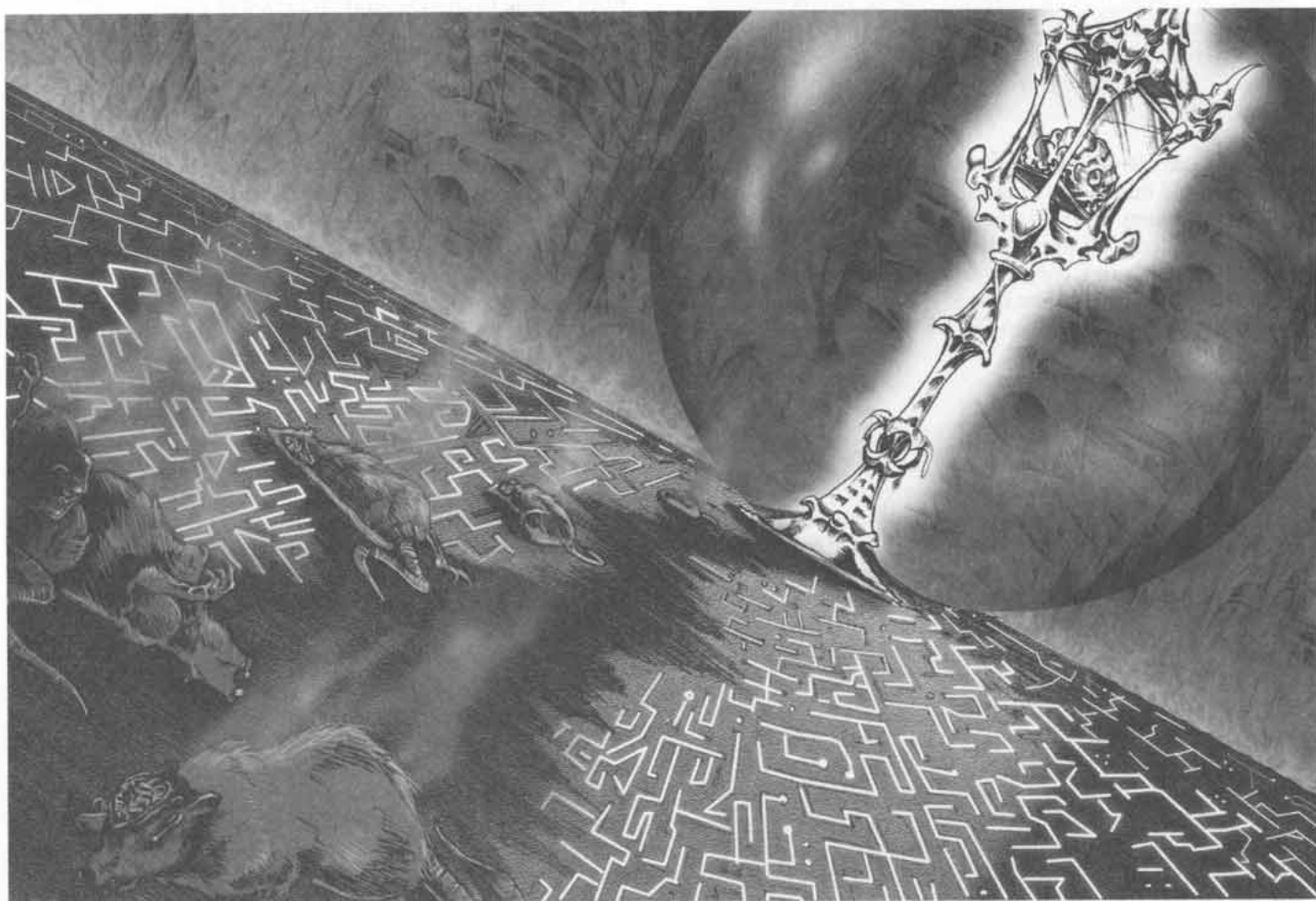
There are six eggs in this area. If the PCs keep the eggs warm and care for them, they will hatch in 1d6 months, disgorging tiny (and hungry) bulettes. The eggs could fetch upwards of 900 gp each in the right market.

Old One, giant bulette (4): AC -2 (4 beneath crest, 6 between eyes); MV 12, Br 38; HD 20; hp 120; THAC0 3; #AT 3; Dmg 5d12/4d6/4d6 (bite/claw/claw); SA jump; SZ G (20' tall, 40' long); ML Steady (11); Int Animal (1); AL N; XP 15,000.

Notes: SA—The Old One can jump up to 20 feet in the air with blinding speed; while airborne, the creature can strike with each of its four feet, inflicting 4d6 points of damage with each attack.

14. Tunnels

This passage is smooth and round, and it shows signs of hundreds of years of bulette traffic. This series of subterranean tunnels stretches for many miles below the earth. While many of them simply dead end, some tunnels provide access to the surface at a distance of at least 20 miles from the crater. One or two others may connect to a larger underdark ecosystem, at the DM's discretion.





Uncompromised Reliquary

The search of this 100-foot-by-100-foot area reveals the upper portion of a buried planetismal fragment; it requires five additional man-hours of digging to clear a space for entry.

The revealed passage is 5 feet in diameter and proceeds down a steep slope. The sides of the passage are worn and cracked higher up, but they smooth out after 25 feet of travel.

This fragment contains one of the four lobes of the brain-mate that provides navigational information when joined with other lobes. The PCs require this information to stop the illithids from darkening the sun (see the "Finale" section on page 31 for more details). Within the last decade, others have tried to remove the lobe from this fragment, scrubbing away the quintessence in their search. Unfortunately, the pressure exerted by the surrounding earth shattered portions of the fragment like an eggshell when the "archaeologists" destroyed the quintessence shield.

15. Labyrinth

The tunnel walls press close, slippery with frozen condensation. Hardened resinous layers on the walls, ceiling, and even the floor suggest oozing swells of gray matter, ganglionic tendrils, and tentacles. A four-line striation runs along both side walls, redolent with secret meaning to those creatures that crafted it.

The illithids viewed the approach to the reliquary pods as ceremonial and built a fairly mazelike (at least to the PCs) path leading up to them. The striations along the wall are *qualith* (illithid touch-script). If the PCs have magical means by which to read the touch-script, they can decipher the following repeated themes: What Is Not Illithid Is Thrall; Dominion Is Life; Dominion For All; Darken The Light.

16. Consequences of Failure

A very large circular area is lit by intricate lines of light embedded in the floor with geometric perfection. Looking closely, you can see that the pattern resembles the psionic seal that has guided your party to the crater. A blackened trail of ash and flash marks dot the floor. In addition, small clumps of fur, obviously dead animals of an indeterminate species, litter the floor near the trail of flash marks. The number of dead animals increases as the trail leads to the chamber's hub.

A sphere of mirror-bright silver lies near the chamber's heart, slightly off center. From some angles, the silver sphere flashes briefly transparent, revealing a slim pedestal contained within. The pedestal is ornate, and a lamplike object sits upon it. A lobe of brainy tissue lays within the lamp's glassy panels.

PCs who remain on or above the darkened trail of ash marking the deaths of the small animals are completely safe from the large psionic circuit diagram inscribed on the floor of this chamber. Those player characters who wander off this trail (by stepping or flying over the psionic circuit diagram) suffer a blast of stored psionic energy coursing through the unblemished portions of the floor. Victims suffer 4d6 points of electrical damage each round that they remain over the inscribed area, completing the deadly circuit with their own bodies. The power of the energy burns away spells and psionic effects that negate the damage (such as a *protection from lightning* spell), leaving a 1-foot-radius patch of ash similar to the trail surrounding the dead bodies. In addition, a 1-foot-radius flash mark appears next to anyone slain by the electrical attack; this mark completely erases a part of the psionic seal.

Investigation of the animal corpses reveals large rats; however, these rats all possess the same strange deformation: A portion of their brainy tissue pokes out through their skulls. These creatures are cranium rats, and there are 10 corpses in all. A search of all the dead rats uncovers a strange collar attached to one of the creatures. A psionic seal inscribes the collar's leather exterior.

These cranium rats are not part of the collective that secretly serves Illsensine, the illithid deity. In fact, these creatures belong to an independent pack that refers to itself as "Us." Whenever Us can, it seeks to pervert Illsensine's plans and those of the god's illithid "children." Thus, Strom found Us to be a useful ally in his bid to forestall the illithids' dark agenda. Unfortunately, these particular agents failed to complete the same task given to the player characters. In fact, the psionically imprinted collar is very similar to the one already in the party's possession. If the PCs touch their version of the seal to the seal on the collar, the two merge to form a larger circuit. The recipient of this enlarged seal heals 2d6 hit points and receives a +2 bonus on future saving throws against an illithid's mind blast.

17. Reliquary of Thought

The ornate pedestal (described in area 16) lies behind a layer of collapsed time. The player characters may physically remove the quintessence, as usual. If this happens, the light tracing the psionic circuit diagram in area 16 goes out and the glass panes of the reliquary blaze with purple light. The object is now charged with the psionic energy that once coursed through the surrounding circuit. If the adventurers managed to erase more than 75% of the psionic circuit, they can approach the reliquary and confiscate its contents. Otherwise, they must contend with its dread power.

The energized reliquary is actually semi-sentient and impervious to all forms of harm—both physical and magical. PCs who approach within 10 feet of the reliquary suffer the effects of a *feeblemind* spell for 3d6 turns. Anyone who possesses some sort of mental shielding (for example, *mind blank* or similar spells, psionic powers, or magical and psionic items) receive a saving throw vs. spell to avoid this effect. The best way to access the reliquary's interior is to have an illithid mentally engender the release of the lobe with a simple command. Fail-



ing this rather unlikely event, the party can artificially target the reliquary (actually, the lobe within the reliquary) with any sort of Enchantment/Charm magic—such as *charm person* or *suggestion* spells; these spells cause the lobe to deactivate its defenses. Of course, the caster should stand more than 10 feet away from the reliquary in order to avoid the *feblemind* effect.

Once they have shut down the reliquary, the player characters can remove the lobe without risk of future harm. See the “Arcana” section on p. 32 for details regarding the liberated lobe.



Aquifer

Searching this 100-foot-by-100-foot area uncovers a suspiciously wide fissure leading downward. The fissure is between 3 and 5 feet wide at its narrowest, and it zigzags down some 40 feet to the surface of stagnant water. The fissure obviously continues down below the waterline, but there is no light, sound, or noise to provide a clue as to the tunnel’s ultimate destination.

This entire complex once served as an aquifer for the planetismal. Following the impact and subsequent decay of its quintessence coating, some of the area’s water drained out—though most of the water remains trapped within. Of course, the organisms responsible for recycling the water and keeping it pure have not fared too well in the intervening centuries.

PCs must swim to access most of the areas in this fragment. Interested DMs should consult *Of Ships and the Sea* for detailed rules on underwater adventuring. The following quick rules appear here for ease of reference:

- PCs can hold their breath for an amount of time equal to $\frac{1}{2}$ their Constitution scores rounded up. DMs should halve this number again (rounding up) if the PCs exert themselves (encumbered PCs are always exerting themselves).
- If a PC wishes to hold his breath past his normal allowance, he must make a successful Constitution check. This check receives a cumulative -2 penalty for each subsequent check after the first. Failure indicates that the PC must breathe; if still underwater, he drowns.
- PCs with the Swimming proficiency can move underwater at a rate equal to $\frac{1}{2}$ their land movement rates ($\frac{1}{2}$ if encumbered). Nonproficient, unencumbered PCs move at $\frac{1}{4}$ their land movement rate, and encumbered nonproficient (or unconscious) PCs sink 40 feet per round.

18. Bulb

The two areas marked with an 18 are spherical chambers bounded by black meteoric rock. Each of the rooms is completely filled with cold brackish water. PCs who enter the water for more than 2 turns must make successful saving throws vs. paralysis or become paralyzed as the heat leaches from their body. If this happens, encumbered characters, or PCs wearing metal armor sink to the bottom of the area (30 feet down) and drown once their air runs out. Unencum-

bered characters float to the top of the cavern.

Neither of these two areas offers anything of much interest to potential explorers, and like the rest of the aquifer, these rooms are completely dark.

19. Watery Expanse

Water does not completely fill this spherical area, which measures some 40 to 50 feet in diameter. Thus, swimmers can find a breath of air when surfacing in this area. Unfortunately, there is only enough air in this chamber to provide a Medium-sized organism with two hours of air. The more adventurers who enter into this area, as well as area 21 and area 22, the faster they use up the breathable air. The DM should keep careful track of the amount of time spent within these areas.

For every round the PCs thrash around in this area, there is a 5% cumulative chance that the water weird in area 20 investigates the disturbance.

20. Weird Rising

The entity responsible for clean water is not dead, as its elemental nature allows it to nourish itself through a tenuous link to the Elemental Plane of Water. In the intervening years since the original explorers released this fragment back into time, the creature has kept the water in the aquifer sparkling clean and clear. Unfortunately for the PCs, this specially created water weird regards any and all swimmers as contaminants of the first order, and it moves to cleanse its domain of the new taint.

The weird immediately attacks anyone who enters into this area, but it also moves throughout the entire fragment to eradicate contaminants as necessary. Explorers who retreat at least 10 feet up into area 21 or area 22 are safe from the water weird’s attacks. However, anyone close to the water’s edge in these areas risks being pulled in by a serpentine column of water.

The water weird receives a +4 bonus to its attack rolls against any creature already in the water. Any PC who can breathe water through magical (or other) means is safe from a water weird’s drowning attack. PCs who rely on simply holding their breath while in the water must make a saving throw vs. paralysis to avoid immediate drowning, as the creature forces elemental water past the victim’s lips. Even more deadly, the creature is nearly invisible to any PC already in the water; thus, swimming PCs receive a -4 penalty to all attack rolls when fighting the weird.

Elder Water Weird: AC 4; MV Sw 12; HD 6+3; hp 35; THAC0 15; #AT 1; Dmg special; SA drowning, elemental control; SD regeneration, resistance; SW cold, purify water; SZ L (10’ long); ML Elite (13); Int Very (12); AL CE; XP 1,400.

Notes: SA—Any creature struck by an elder water weird must make a save vs. paralysis. Failure indicates that the weird pulls the creature into or under the water (those already under water are caught in the grip of the weird). Each round in the grip of a weird requires a victim to make another save to avoid drowning. In addition, the creature has a 50% chance to usurp control of any water elemental with which it comes into contact.

SD—Elder water weirds take only 1 point of damage from



weapons of type P or S, and they suffer half damage from fire (no damage with a successful save vs. breath weapon). If reduced to 0 hit points, the weird dissipates and reforms into a full strength creature in 2 rounds.

SW—Intense cold acts as a *slow* spell and *purify water* kills an elder water weird instantly.

21. Dry Bulbs

Other than small bits of dried debris and some long-dead lichen, these two chambers contain nothing of interest to explorers.

22. Dry Bulb of Interest

This area is in all ways similar to the two areas keyed to 21, save for the dry desiccated body lying within. Only bones and hair remain of the traveler, though some bits of leather armor, shards of metal, and other debris lie near the body. A small, undecayed bag remains at the corpse's side. This object is a *bag of holding*, and within it lies an empty phial (once containing *oil of etherealness*), a *potion of human control*, and a *potion of diminution*. Finally, one skeletal hand contains a variation of a *ring of mind shielding*. In addition to making the wearer immune to *charm*, *ESP*, *detect lie*, and *know alignment* spells, the ring also grants the wearer a MAC bonus of +5 (or a +5 saving throw bonus against all illithid spell-like powers if the DM uses the arcane illithid option).



There Just Isn't Anything!

Only after the PCs comb every square inch of this 100-foot-by-100-foot area do they realize that the shrapnel and fragment distribution is not even throughout the crater. There is nothing of interest in this area.



Flayer Gallery

The search of this area eventually unearths the distinctive smooth bulge of a large object coated in collapsed time. In fact, an entire gallery filled with illithids is held outside of time in a planetesimal fragment. Unfortunately, the fragment is completely overturned. Read or paraphrase the following text if the player characters scrub away enough quintessence to collapse the entire stasis bubble:

The silvery surface pulls away with an audible pop. Only seconds later, a tremendous noise, as of splintering rock and snapping struts, erupts from the earth. A fissure of darkness breaks to the surface, disgorging a rain of rock, twisted metallic struts, chunks of resin, and a plume of dust!

The fragment was not up to the pressures exerted upon it by the grip of the earth. Once the PCs remove the quintessence, the fragment explodes and pushes large chunks of debris to the

surface. All PCs in a 300-foot radius must first make a successful saving throw vs. paralyzation or fall to the ground and suffer 1d4 points of damage from the explosion. They must also make another saving throw vs. paralyzation to avoid a chunk of falling rock. Failure indicates that a chunk of rock hits the victim for 1d8 points of damage. Note that any PC who fails the first saving throw suffers a -3 penalty on the second one.

When the earth stops heaving, the PCs can make out a fissure; steam rises out of the hole, as warmer interior air meets the chill surface atmosphere. Mixed in with the mist is the odor of brine and garlic.

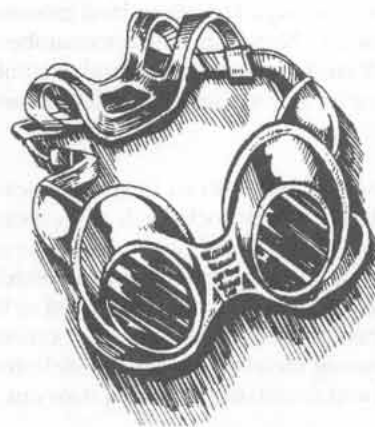
23. Topsy-turvy

This circular gallery, rising some 50 feet to a domed ceiling, once held several warm pools in which dozens of illithids lounged in comfort, waiting out the future in a timeless instant. However, these mind flayers did not count on coming out of stasis upside down.

When this chamber reentered the timestream upside down, the briny water pool, the servitor thralls, and every illithid in the gallery fell 50 feet. Most of the inhabitants of this fragment were killed instantly, but some feebly hold onto life, gasping in pain and surprise at the sudden (from their perspective) change of orientation. The DM can read or paraphrase the following text, noting that those player characters immune to psionic contact cannot hear the mental cries of pain:

Impinging on your mind are images of pain: bone splinters, shredding skin, broken legs, and the loss of friends. However, the minds broadcasting these images are not friends, but are instead the brain-eating illithids! Blood, brine, and the familiar taint of death pollute the area.

The chamber itself is shaped like a bowl filled with shallow water. The ceiling of the room contains many small concave depressions, all of which are damp. Bits of broken rock and shattered resinous sculpture cover the area, and large portions of the wall have split open. Several humanoid bodies lay inert and broken on the basin's sides, while four figures limply splash about in the chamber's central shallow pool. Each of the figures has four tentacles sprouting from its purplish head.



Although the chamber once held 24 illithids, the broken and inverted lounge now shelters only 4 living, but severely wounded, illithids. Their recent trauma has completely unhinged 1 of the illithids, and it is madly struggling against its peers—though none of the creatures are functioning at an optimum level.

The player characters have 2d4 rounds to catch the illithids unawares. If the PCs make contact, the creatures react fearfully and assume (rightfully) that the heroes are responsible for their predicament. At that point, three of the illithids—Shagath, Naip, and Conarfen—attempt to escape via their psychoportive powers, while the maddened mind flayer (Mulseth) attacks the player characters indiscriminately. If any of the illithids flee to the Astral Plane, they may return later (at the DM's option) to trouble the player characters at an inopportune time! On the other hand, they may flee and never return.

Once the PCs deal with the wounded illithids, they can search the shattered chamber. For the most part, all of the chamber's psionic items, sculpture, and other items of value have shattered. However, the PCs can collect a total of 421 crystal coins (3 gp value each) at a rate of 20 per turn. In addition, a search reveals a striator, a bone ring, and a psionic bracelet.

The striator allows the user to write illithid touch-script on paper. The bone ring grants the wearer the ability to adhere to surfaces once per day as if using the *spider climb* spell at the 10th level of magic use. Finally, the bracelet allows the wearer to utilize the effects of a *passwall* spell (cast at the 10th level of magic use) three times per day.

Abbreviated Combat Summary (Illithids): Shagath, Naip, Conarfen, and Mulseth have an AC of 5 and possess 4, 10, 8, and 17 hit points respectively. Because the illithids are so wounded, the DM should award only 3,500 XP for their defeat.

Refer to the "Common Illithid Attributes" section on page 2 for more detailed combat information.

24. Shattered Temple

The stone valves closing off this chamber wedged tight due to the fragment's explosive reentry into the timestream. The PCs must make successful open doors rolls to force access into this room.

At first glance, the three chambers within appear utterly destroyed. In fact, so much rock, dust, and resinous fragments litter the floor that it is difficult to determine the original purpose of this area. In actuality, this was a temple dedicated to Maanzecorian.


A search through the debris does unearth two humanoid skulls that survived their fall from above. The skulls are heavily carved and decorated, and they look like the illithids used them to hold liquid. One of the skulls is empty, but the other contains a thick orange liquid psionically fortified such that it mimics the effects of *oil of impact*. The skull currently holds three applications.

25. Negligent Caretaker

Although it had a tendency toward laziness, the illithid known as Crgent still managed to gain power and status in the governing body back on the mind flayer home world. (In fact, this illithid is just one example of the decadence and slovenliness of the illithid empire.) Before the planetismal fled,





the illithids entrusted Crgent with the safety of one of the four brainmate lobes. This lobe, when combined with its three other parts, forms a complete brainmate containing the navigational information necessary for the PCs to stop the illithids from darkening the sun. Crgent was supposed to place the lobe within a guarded reliquary like that described under the  symbol. Fortunately for the PCs, the illithid procrastinated. The fragment's reentry into normal time damaged Crgent's chamber, but the illithid managed to escape serious injury due to a lucky fall onto a not-so-lucky thrall. In the time it takes the adventurers to penetrate the outer gallery (area 23), the illithid has taken stock of the situation and realized its grave shortcomings might allow the lobe, which it keeps in a satchel at its side, to fall into enemy hands. Thus, it has planned a deadly ambush for any PCs who enter into this otherwise ruined area.

Aiding Crgent is the illithid's pet gelatinous stalker. The creature resembles a gelatinous cube except in shape. The gelatinous stalker is vaguely humanoid: It has an upper torso—though 3-foot-long tentacles replace the monster's head and arms—and its lower torso simply ends in a mass of writhing, transparent tentacles.

Abbreviated Combat Summary (Crgent, Illithid): Crgent possesses an AC of -2 (due to his psionic ring) and 68 hit points.

Possessions: Crgent has one of the brainmate lobes (see "Arcana" section for more details). In addition, he possesses a psionically charged bone ring that grants illithids an AC of -2 and a +3 AC bonus to members of any other race. Only one bone ring can be worn at once.

Gelatinous Stalker: AC 8; MV 6; HD 4; hp 30; THACO 17; #AT 3; Dmg 2d4/2d4/2d4 (head tentacle/arm tentacle/arm tentacle); SA paralyzation, digestive fluid; SD immunity, resistance; SW cold; SZ L (10'); ML Average (10); Int Non (0); AL N; XP 975.

Notes: SA—The tentacles of a gelatinous stalker can paralyze a victim on a successful attack roll if the target fails a save vs. paralyzation. In addition, the creature automatically coats a paralyzed victim with a layer of digestive fluid that inflicts 2d4 hit points per round for 5d4 rounds—unless the fluid is washed away.

SD—Electrical, fear, and paralyzation attacks do not effect gelatinous stalkers. Further, these creatures are immune to *sleep*, *polymorph*, and *hold* spells. Finally, cold-based attacks only inflict a maximum of 1d4 points of damage.

SW—Cold-based attacks act as a *slow* spell cast upon the creature.



Most Elder Brain

Excavating this 100-foot-by-100-foot area eventually reveals a rock-choked chimney leading downward. The chimney is between 5 and 15 feet wide at its narrowest, and it zigzags downward some 60 feet to an artificial enclosure. This fissure, like most other passages leading down into the fragments, was created by the blast of air breaching the surface when the fragment lost its protective coating long ago.

Like all mind flyer communities, the planetismal contained a shepherding elder brain to guide the mind flyers on their flight from the thrall rebellion. An elder brain consists of the conglomerate brainy tissue of standard illithids that live out a full life, only to gift their own gray matter to help form and maintain a united illithid consciousness. As chance would have it, this fragment contains the chambers claimed by Sempiternal. Unfortunately, the changes made upon the creature have warped Sempiternal and its personal servants in ways that other illithids would consider utter heresy. In short, this elder brain transformed itself in order to survive. This adaptation prevents Sempiternal from sensing the approach of thinking beings outside of its immediate chamber.

As an optional aside, the PCs could enter into a brief alliance with other illithids in order to destroy the beings that are entombed in this fragment. On the other hand, the party could ally with the horrors within to destroy the pesky Thralltakers.

26. Birthing Pod Gone Bad

Each of the three areas marked 26 are similar; however, the DM should read or paraphrase the following boxed text when the adventurers discover the first of the three chambers.

Crumbled stones and rents in the earth give way to an artificial space below the earth—a spherical chamber with half-collapsed, chipped, and powdered walls. A regular passage curves off to the southeast, but the most interesting feature of the chamber is the humanoid-shaped depression carved into the nadir of the chamber. Within the depression lies a desiccated mind flyer, somehow preserved against complete rot and decay.

Player characters who take the time to observe the form notice that the creature's head is attenuated and swept back, forming a visage even more feral and terrifying than that of a normal mind flyer. Also, discerning heroes may note that the tentacles seem much longer than a standard mind flyer's.

In fact, the forms in each of the three areas are vampiric mind flyers, creatures created by the machinations of Sempiternal in order to ensure their continued "existence." Vampiric illithids are a terrible threat, and the heroes should avoid "waking" them. These creatures currently reside in an undead stasis, conserving their strength against centuries of continued unlife. If player characters physically disturb a vampire through rough handling or combat, it fully activates in 1d4 rounds. Unless the PCs can slay the vampire before it gains full mobility, they are in for a terrible battle. In addition, Sempiternal summons its undead servants if any PC disturbs its rest in area 28.

Vampiric illithids share only some traits with real vampires. Although of animal intelligence, these creatures retain



the use of their mind blast attack, which they use to stun prey before charging into melee. Each of their four tentacles can attack in 1 round, inflicting 1d6+4 points of damage per successful strike *and* draining two life energy levels *per tentacle* from the victim.

Vampiric mind flayers require gray matter just as much as blood to remain active, and they use methods similar to their living relatives to extract the prize—although brute undead strength replaces the action of a flesh-dissolving enzyme. Also, for every round a tentacle retains a grasp upon the victim, the victim automatically loses the appropriate number of life energy levels!

Vampire, Illithid (3): AC 1; MV 12; HD 8+4; hp 46, 55, 67; THAC0 9 (undead strength); #AT 4; Dmg 1d6+4; SA cephalophagy, energy drain, mind blast; SD immunity, infravision, regeneration; SW holy symbols, holy water, sunlight; MR 90%; SZ M (6' tall); ML Fanatic (17–18); Int Genius (17–18); AL LE; XP 9,000.

Notes: SA—This creature drains two life energy levels per successful strike of each of its tentacles. In addition, vampiric mind flayers retain only their mind blast psionic ability. Finally, they can extract brains as regular illithids (see “Common Illithid Attributes” for more details).

SD—These creatures are immune to cold-wrought iron, silver, and non-magical weapons. In addition, *sleep*-, *charm*-, and *hold*-related spells do not affect the vampiric illithid. These creatures also regenerate 3 hit points per round and 2d8 hit points whenever they drain life energy levels.

SW—These creatures dislike holy symbols, as clerics can attempt to turn vampiric illithids (with a –6 penalty). Holy water and sunlight inflict 1d6 points of damage per round of exposure (vampiric illithids cannot regenerate this damage).

The regenerative ability of the vampiric mind flayer is such that even the reduction of its body to ashes does not guarantee the destruction of the creature. Only by separating the ashes into portions and sealing each portion away from the other can a PC prevent this creature from reforming. On the flip side, vampiric illithids cannot *charm* enemies or use any other standard vampiric ability; they cannot change shape, summon lesser creatures for aid, or become gaseous.

27. Inner Ring

Once, the inner ring was completely encased; no physical means existed for travel between it and other portions of the planetismal and the inmost Pool of the Elder Brain (area 28). That situation has obviously changed, and much of the earlier “decor” has disintegrated into so much debris—although indications of eroded relief sculpture still remain. Study of the architectural remnants reveals elements that resemble brain tissue. Some remnants of illithid touch-script also remain, detailing the individual names of the illithids that incorporated themselves into the elder brain.

28. Pool of the Elder Brain

This large area is dimly lit by the faintest of crimson illumination spilling over the edges of a central pool some 30 feet in diameter. While dust, crumbled rock, and other debris cover most of the floor, the pool itself seems relatively clear of fallen masonry. However, PCs who look closely at the pool can see a large mass of some indeterminate object floating just below the surface. Thrusting up from the southernmost portion of the pool is a thin iron rod, topped by a crystal container. A small lump of brain tissue lies within the container.

The iron shaft holding the lobe (see the “Arcana” section on page 32 for information on the lobe) is a reliquary that functions just like that described in area 17 on page 20—though there are no traps other than the large mass floating below it. The large mass in the pool is Sempiternal, a goliath, fibrous mass of tissues covered with writhing feelers. It once possessed all the powers and abilities of an elder brain and floated amidst the illithid tadpoles of future generations. In order to survive, however, it feasted upon the life force of every last tadpole in the pool. While most elder brains might have retreated completely into the Astral Plane, Sempiternal lost this ability when the fleeing illithids coated the planetismal in quintessence. Animated largely by the brain tissue of dead illithids, the elder brain psionically forced a link between itself and the Negative Energy Plane to ensure its continued existence. Thus, Sempiternal became an undead elder brain, and it forced its three remaining illithid servants into a similar state (see area 26).

In its new state, Sempiternal is much weaker than a normal elder brain. The PCs may at first find it in a state of undead hibernation. If anything disturbs the elder brain or the surface of its pool, Sempiternal rouses in 1d4 rounds. Once it rouses, it sends a psionic command to activate its three vampiric illithids (if any yet live); these creatures arrive in 1d6 rounds but do not take immediate action unless Sempiternal is under attack. Before attempting to kill the party outright, Sempiternal attempts to parlay with the player characters. **If the PCs talk first, they have a much better chance of living through this encounter.**

Sempiternal possesses a great deal of curiosity about the current state of affairs outside its fragment. It knows that the illithid empire, of which it was once a part, fell long ago. Otherwise, the elder brain is quite ignorant. For example, it does not know anything of the current illithid plot. However, Sempiternal knows that its current state of existence is profane to all living illithids, and the last thing it desires is to see its living relatives return to universal domination, as it wouldn't live long after that fact.

If the player characters tell the truth about their quest, Sempiternal will give the lobe to them and wish them well in their quest. It desires nothing else than to continue its undead dreaming in its quiet pool. If the party agrees, Sempiternal even offers the party one of its vampiric illithids—though good



aligned parties should probably pass up this offer. If the party accepts such aid, they should keep the creature out of direct sunlight. If such exposure occurs, the vampiric illithid flees. In addition, there is a 5% chance that every time the illithid vampire engages in combat it loses control and attacks the PCs.

If the party avoids a fight with the undead elder brain, award them as much experience as if they had defeated it in combat.

Sempiternal, undead elder brain: AC 10; MV Nil; HD 20; hp 160; THAC0 Nil; #AT Nil; Dmg Nil; SA psionics; SD immunity, regeneration; SW holy symbols, holy water, sunlight; MR 90%; SZ H (10' diameter); ML Fearless (20); Int Supra (20); AL LE; XP 13,000.

Notes: SD—Sempiternal is immune to cold-wrought iron, silver, and non-magical weapons. In addition, *sleep*-, *charm*-, and *hold*-related spells do not affect it. It also regenerates 3 hit points per round.

SW—Sempiternal dislikes holy symbols, as clerics can attempt to turn Sempiternal as a special undead (with a -6 penalty). Holy water and sunlight inflict 1d6 points of damage per round of exposure; Sempiternal cannot regenerate this damage.

Psionics Summary:

| | | | | |
|-------|-------------|--------------|-------|-----------|
| Level | Dis/Sci/Dev | Att/Def | Score | PSPs |
| 20 | 6/21/31 | EW,II,MB/All | =Int | 1d200+450 |

Players Option: #AT 2; MTHAC0 7; MAC 0

- **Clairentience - Sciences:** clairaudience, clairvoyance; **Devotions:** all-round vision, know location.
- **Psychokinesis - Sciences:** create object, molecular rearrangement, telekinesis; **Devotions:** ballistic attack, control body, control light, create sound, inertial barrier, levitation.
- **Psychometabolism - Sciences:** complete healing, energy containment, metamorphosis; **Devotions:** body control, body equilibrium, suspend animation.
- **Psychoportation - Sciences:** banishment, probability travel, teleport, teleport other; **Devotions:** astral projection, time shift, time/space anchor.
- **Telepathy - Sciences:** domination, ejection, mass domination, mind blast, mindwipe, probe; **Devotions:** awe, ESP, false sensory input, id insinuation, mind thrust, post-hypnotic suggestion, taste link, psychic crush.
- **Metapsionics - Sciences:** empower, psychic surgery, ultrablast; **Devotions:** cannibalize, magnify, prolong, psionic inflation, psychic drain.



Enduring Revolt

The examination of this 100-foot-by-100-foot area eventually unearths the distinctive smooth bulge of a large object coated in collapsed time. This fragment is a section of living quarters that houses a group of illithids and their thralls. Unfortunately, the thrall rebellion had reached even the illithids fleeing the conflagration, and the thralls in this fragment were engaged in a bloody revolt as the mind flayers launched the planetismal and covered it in quintessence. The

warring factions have remained frozen in eternal strife for uncounted years—until now.

Read or paraphrase the following text if the player characters scrub away enough quintessence to collapse the entire bubble of stasis:

The silvery surface pulls away with an audible pop, followed by a deep silence. Seconds later, a roar of splintering rock and snapping struts breaks the silence, as the fragment erupts from the earth like a miniature volcano, disgorging a rain of rock, twisted metallic pieces, chunks of resin, and a cloud of dust!

This fragment could not withstand the pressures exerted upon it by the earth, and it exploded as soon as the player characters removed the quintessence. The party must now dodge the falling debris. All PCs in a 300-foot radius must first make a successful saving throw vs. paralyzation or fall to the ground and suffer 1d4 points of damage as the surrounding area trembles with the force of the explosion. In addition, they must make another saving throw vs. paralyzation to avoid chunks of falling rock. Failure indicates that large rocks hit the victim for 1d8 points of damage. Note that any PC who fails the first saving throw suffers a -3 penalty on the second one.

When the rumble dies away, faint screams, yells, the clang of weapons on weapons, and other sounds of conflict echo hollowly up the gaping fissure. The thralls still battle their masters in spite of the fragment's explosive reemergence into time.

While the party explores this fragment, the cries and sounds of conflict ring out. In fact, the PCs can stumble upon the body of a humanoid or a slain illithid in any hallway or room (even unkeyed ones). In the same vein, heroes who remain in one area without moving are 20% likely per turn to find themselves caught up in a conflict similar in all ways to the battle in room 30—except that these “random” battles are moving skirmishes.

A comprehensive search of the many ruined rooms turns up a few items of note, if the party takes the time to investigate. For each turn spent pouring through the rubble of any room, the party has a 75% chance to find one of the following items: an unclaimed headmesh (see the “Arcana” section); an unclaimed maulstick (see the “Arcana” section); an organically shaped vessel sealed with hardened mucous (contents include 123 crystal pieces worth 3 gp each); a psionically imbued powder that mimics in most ways *oil of slipperiness*; and a vial of psionically imbued liquid that acts as a *continual light* spell if touched.

Only one of each item exists, and once the PCs find a particular item in a particular area, they cannot discover anything else; they must move to a new area.



29. Battlefield

Tangled within recently collapsed stone and resinous structures lie at least five unmoving humanoid forms. Steel weapons, excessive blood, and suspicious looking wounds indicate that structural collapse may not have killed these creatures. Three of the figures are gaunt-looking humanoids, while the remaining corpses are definitely slime-coated illithids!

The humanoids are thrall rebels of the forerunner race (see **room 32** for more information). These thralls were slain as they killed the 2 illithids also lying here. There are a total of 4 humanoids and 3 illithids in the room. The humanoids wear simple garb and some still carry knives, clubs, and even shards of glass. There is a 20% chance that each forerunner corpse wears a functioning Headmesh (see the "Arcana" section on page 32 for more details).

The illithid bodies each have 3d10 crystal coins (worth 3 gp each) in small pouches, and they are 10% likely to possess a Maulstick (see the "Arcana" section for more details).

30. The Fight Goes On!

In the two areas marked **30**, 1d4 forerunners battle against 1d4 of their illithid masters. Forerunner combatants who see the party assume that they are allies, while the illithids assume the heroes are thralls who broke into the supply cache. The mind flayers are desperate and will fight to the death rather than retreat to the Astral Plane. If the party does nothing but watch, the battle ends in 1d4 rounds without the need for the DM to run the whole combat. There is an 80% chance that the forerunners win (with 1 survivor) and a 20% chance that the exact opposite occurs. Of course, the party could throw in with the thrall rebels and virtually assure an end to the conflict, thereby demonstrating their loyalty to the forerunners.

If the PCs establish communications with the surviving forerunners—via magic or psionics—the rebels recognize the party members' potential value as allies and attempt to bring the adventurers to the command center (**area 32**) to meet with Nilton, the forerunner in charge of this particular mini-rebellion.

The forerunners and illithids encountered in the two areas marked **30** have the same distribution of possible possessions described under **area 29**.

Forerunner rebels (1d4): AC 9; MV 12; HD 3; hp 25, 27, 24; THAC0 17; #AT 1; Dmg 1d6 (by weapon); SA psionics; MR 35%; SZ M (6' tall); ML Average (9); Int Exceptional (15); AL CE; XP 270.

Psionics Summary: #AT 1; MTHAC0 14; MAC 9; Lv 3; PSPs 1d100+150; **Psionic Attacks** ego whip (EW), id insinuation (II); **Psionic Defenses** intellect fortress (IF), mental barrier (MB), mind blank (MBk), thought shield (TS), tower of iron will (TW); **Psionic Disciplines** ESP.

Abbreviated Combat Summary (1d4 Illithids): The

wounded illithids possess an AC 5 and have no more than 6 hit points each.

31. Putting Down the Rebellion

As in the two areas marked **30**, former thralls fight illithids in these areas. Unlike the other illithid/thrall conflict, there is an 80% chance that the mind flayers win (with 1 survivor) and only a 20% chance that the exact opposite occurs—if the PCs do not intervene within 3 rounds. Surviving illithids immediately turn their attention to the party.

See **area 30** for the appropriate stats of combatants and forerunner reactions to the player characters. Refer to **area 29** for possible distribution of interesting items.

32. Command Center

This is the nerve center of the thrall rebellion on the planetismal. Two forerunner guards stationed by the door monitor entry into this chamber, while one larger forerunner wearing a headmesh hunches over an overturned table, poring over some illithid touch-script. The larger forerunner is Nilton, the leader of the local rebellion.

While it's possible that a misunderstanding could develop between the party and Nilton, it is far more likely that the two forces can reach an understanding. Nilton wants to clear this fragment of all illithids, and he will gladly aid the party if the PCs agree to help him in his quest.

Unfortunately, if the possibility of alliance emerges, the two guards in this chamber suddenly turn on Nilton with murder in their eyes—they're still secretly dominated by their illithid masters (although their masters are dead, their psionic compulsion lives on). Nilton does not defend himself from this attack, as he is too stunned by the betrayal of his close friends; the PCs must protect him!

Besides his leather armor (made from illithid skin), headmesh (see the "Arcana" section on page 32 for more details), and spiked club, Nilton carries a satchel sewn from illithid hide in which he keeps his greatest trophy of the rebellion to date: one of the brainmate lobes (see the "Arcana" section for more details). Nilton does not realize the full importance of the lobe, and if the party has not established an alliance, the rebel leader will trade the lobe for a valuable magical or psionic item. If the party has allied with Nilton, the leader gives them the lobe once all illithids in this fragment are dead.

The two compromised guards possess the same stats as those forerunners described under **area 30**; Nilton's stats appear below:

Nilton, forerunner leader: AC 5 (illithid-hide leather armor); MV 12; HD 7; hp 50; THAC0 13; #AT 1; Dmg 1d6+3 (spiked club); SA psionics; MR 35%; SZ M (6' tall); ML Fearless (20); Int Exceptional (15); AL CE; XP 1,400.

Psionics Summary: #AT 1; MTHAC0 14; MAC 9; Lv 3; PSPs 1d100+150; **Psionic Attacks** ego whip (EW), id insinuation (II); **Psionic Defenses** intellect fortress (IF), mental barrier (MB), mind blank (MBk), thought shield (TS), tower of iron will (TW); **Psionic Disciplines** ESP, molecular rearrangement, project force.



Time Capsule

The search of this 100-foot-by-100-foot area finally turns up a 10-foot-diameter sphere of quintessence. If the PCs collapse the stasis field, they can see a resin-sculpted pod with hinges. This pod was thrown free of the planetismal upon impact. The pod contains a keyhole—only the key worn by Grkth (see page 16) opens the lock. A successful find traps roll indicates the presence of a trap that a PC can only bypass through the use of the key. Those PCs who open the lock in any other way (such as picking it, smashing it, or subjecting it to magic) spring the trap. If the trap activates, it sends a blast of shrapnel that causes 2d6 points of damage to anyone within a 15-foot radius. In addition, the shrapnel destroys anything of value within the pod.

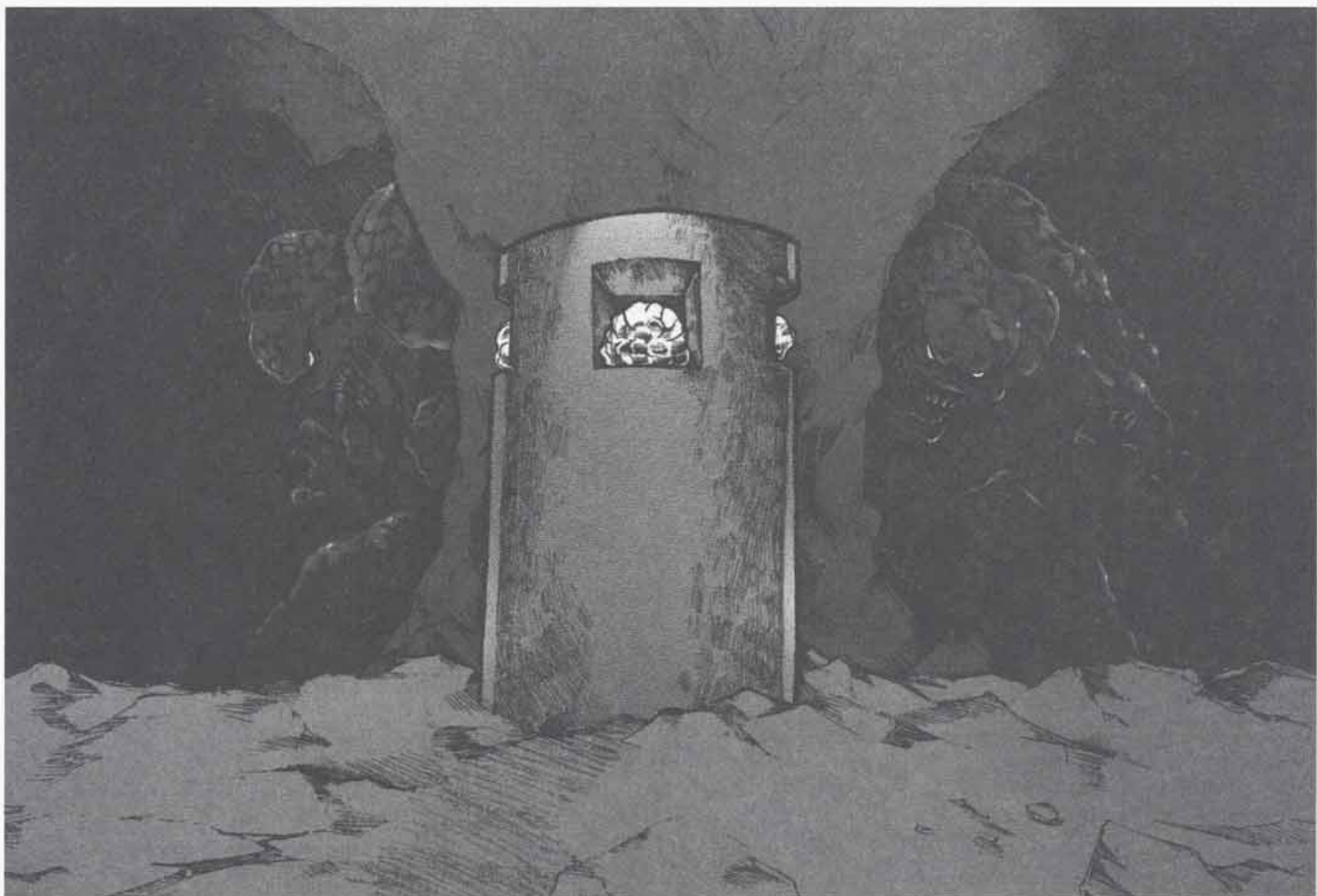
If the PCs have the key and open the pod successfully, they discover 40 small, flexible pouches packed in cradling straw. Each pouch contains 1d10 pinkish tablets. The tablets represent the condensed nutritional and psychic quotient of one humanoid brain; this is a food supply cache prepared by the illithids of the planetismal just in case they landed in an area with scarce food sources. One tablet is sufficient to nourish an illithid for one month, allowing it to forego cephalophagy during that time.

A human who eats a tablet feels a strange rush as the condensed metapsychic quotient diffuses into his brain. There is a 10% chance that the imbiber falls unconscious for 1d6 turns. If this occurs, there is a another 10% chance that a stray memory from the brain used to create the tablet surfaces in the mind of the imbiber upon waking. The nature and usefulness of this memory is entirely up the DM.

Hollow

Beneath this 100-foot-by-100-foot area lies a 20-foot-diameter splintered chasm leading downward. The odor of dried leaves and ancient rot drift upward. The passage's sides are worn and cracked, and several varieties of moss or lichen grow over them. The moss possesses bright colors near the surface, slowly changing into muted, darker tones near the bottom of the chasm. In fact, the growths are completely black at the lowest levels.

This fragment once contained various trophies, items of beauty, and preserved life forms from a variety of different worlds of the illithid empire. The life forms were on display and preserved with quintessence—although the creatures themselves died in the process. The impact of the fragment





scattered the protective stasis of the displays, rendering them currently unidentifiable.

The following boxed text is an example of the ruin that greets the eye of any observer who descends into the hollow:

Shattered columns, broken crystal figures covered with black stains, lumps of sagging metal, and shreds of what may have once been banners now litter the floor. Nature has done much to claim this area in the intervening centuries, sending dampness like little claws down through the black earth to tear apart the walls.

PCs who search the morass have a 75% chance per turn of discovering an item from the list below. Only one of each item exists in the chambers of the Hollow.

- A petrified “mummy” of a humanoid figure with a single unicornlike horn protruding naturally from its head. Beneath its wrappings, the mummy possesses an *amulet of proof against charm*. The possessor is immune to *charm*, domination, and all other types of magical and psionic influence.
- A small crystal figure amidst a litter of other broken pieces. The figure is that of an illithid tadpole. Possession of the figure psionically inhibits an illithid from drawing forth the possessor’s brain in melee.
- A necklace amidst the rubble that, when worn, plays soft unearthly music. Sometimes, the tone and timbre of the music shift dramatically, but not in a way obviously connected to the immediate environment.



The Craft

The search of this 100-foot-by-100-foot area finally uncovers the upper portion of a buried planetismal fragment; this fragment requires three additional man-hours of digging to clear a space for entry.

The fissure revealed is 5 feet in diameter. The passage’s sides appear worn and cracked, indicating a lack of quintessence protection. A descent of some 60 feet deposits explorers in **area 33**.

This fragment contains a craft capable of traveling celestial distances in a short period of time. In a sense, the craft stored here (a spelljamming nautilus variation) was the illithids’ one and only path back to their hidden home world. Unfortunately, the celestial reference points necessary to pilot the craft to the illithid home world were stored in a brainmate. The illithids then divided the brainmate into four lobes and placed them under special protection.

33. Guarded Control Board

This rocky, cavernous area is wide and high, with the ceiling reaching at least 40 feet above the debris-strewn floor. Various rough tunnels branch off the periphery of the cavern, but a sphere of utter blackness measuring 25 to 30 feet in diameter sits in the cavern’s hub.

An unrelieved column of stone protrudes three feet upward from the floor near the dark sphere. Four fist-sized concavities visibly mar the smoothness of the stone column. The indentations resemble four equal portions of a dissected brain.

Strom, the mysterious entity who crafted the psionic seal, guided the adventurers to the crater in order for them to investigate the truth of ancient references to a world-spanning craft. Strom pieced together the possibility of such a vessel’s existence, but he could not find any information referencing the coordinates of the illithid home world. He sent the PCs out to find the craft, hoping that the necessary information would lie near the same area.

Strom suspects a great deal of the illithids’ dark agenda and hopes that the PCs can liberate the craft, find the navigational information, and use it to put an end to the illithids’ plan. Unfortunately, the illithid separated the needed coordinates (lodged in a device called a brainmate) from the craft and divided them into four lobes. These pieces lie in **area 17**, **area 25**, **area 28**, and **area 32**, respectively. Unfortunately, Strom does not know how to activate the craft (and thus the psionic seal does not possess any useful information on this matter).

The black sphere in the chamber is actually a special alloy of metal and quintessence—merely rubbing it won’t remove it, nor will any other force. The only way to dispel the sphere is to place all four lobes of the brainmate into the depressions.

Unfortunately, if any nonillithid approaches within 10 feet of the indentations, 3 brain golems guarding this chamber (see map) activate and move to destroy any intruders.

Brain Golem (3): AC 3; MV 6; HD 12; hp 60; THAC0 9; #AT 1; Dmg 2d12; SA psionic mind blast; SD combat sense, immunity; MR 70%; SZ L (8’ tall, 5’ wide); ML Fearless (20); Int Low (7); AL LE; XP 10,000.

Notes: SA—Brain golems always strike at wizards first, and they have an innate ability to target the weakest character in a group. In addition, the golem’s mind blast (which it can use once per turn) affects everyone within 60 feet; affected creatures must make saving throws vs. spell or suffer 2d8 points of damage and become stunned for 1d10 rounds. Those creatures who save suffer only 1d8 points of damage.

SD—Brain golems are immune to disease and poison, as well as *charm*-related magic, death magic, and *hold* and *sleep* spells. In addition, these creatures are not harmed by nonmagical and psionic weapons.

If the player characters defeat the brain golems and successfully find and place all four lobes of the brainmate into the smooth column, the DM should proceed to the “Conclusion” section in the next chapter.



Finale

As this adventure winds down, the sun has become so dim that even staring directly at it scarcely forces the eyes to squint. If the player characters do not do something soon, irrevocable damage to the world will occur, as entire habitats die off one by one.

If the adventurers possess strength enough, perhaps they can throw off the yoke of those creatures who seek to become masters of the eternal night!

Conclusion

The DM should utilize the information in this section if the PCs have defeated the brain golems, discovered all of the brainmate lobes, and placed the lobes within the four indentations of the black sphere in **area 33**. If the party has completed these tasks, read or paraphrase the following boxed text:

As you click the last lobe into a waiting indentation, the surface of the 30-foot-diameter black sphere flickers, alternating between blinding white and violet. With a subtle hum, the entire stone column recedes into the floor. Meanwhile, a bass rumble grows from nothing to an ear-splitting thunder in only a few seconds—it's so loud that the entire cavern begins to vibrate. Loose pieces of stone and rock fall from the cavernous ceiling above, shattering as they strike the ground in dangerous sprays of rock shrapnel. Suddenly, the black sphere explodes outward and upward with such force that it *obliterates the entire cavern roof above in a second*, opening the floor of the cavern to the outside air!

As the earth ceases to shake and the rumble dies away, a craft of surpassing strangeness glistens, where before there was only obscuring darkness.

In order to avoid the fallout from the sphere's explosion, all PCs within the cavern must make successful saving throws vs. paralyzation. Anyone who fails suffers 1d6 points of damage.

The PCs have completed their mission and recovered a fully functioning nautiloid of ancient illithid design. A nautiloid is a "space ship" used by the illithids to travel across the vast reaches of wildspace and the phlogiston separating some worlds. The DM is encouraged to display the artistic rendering of the nautiloid on page 30 to the players. Within 1d4 rounds, the stone pillar rises back up. The four lobes of the brainmate used to release the nautiloid are now assembled upon the pillar. The psionic seal signals its wearer that this craft can take the PCs to a long-forgotten world where they can retrieve something that can permanently end the present illithid threat!

If any of the Thralltakers yet remain to trouble the party, they take this moment to attack. After all, the recovery of a nautiloid from the lost illithid empire is sure to prove incredibly valuable for illithids everywhere. This time, the illithids do not retreat; they fight until the bloody end for their prize.

If the party is unsuccessful in finding and/or claiming the nautiloid, the illithids succeed in their diabolical plan to extinguish the sun, consigning the world to death. More important, the illithids will have the energy they need to begin the next phase of their plan (detailed in *Dawn of the Overmind*).

If the DM does not wish to have her entire campaign permanently affected by such catastrophe, she can create further adventure material that allows the party to redeem itself. In addition, she could have the PCs watch as the sun flickers and dies, only to reignite once more. Did the illithids accomplish their secret scheme, then cause the sun to reignite for the time being because they have already assured their success in some other terrible undertaking? Did someone else stop the illithids? The party members may never find out, and the DM should keep them guessing in order to create dramatic tension throughout the rest of the campaign. The DM can even find a way to weave this plot into future adventures.

The concluding adventure, *Dawn of the Overmind*, contains a map and description of the nautiloid's interior, as well as other important information regarding the trip that the PCs must undertake to see their quest to the end. As *this* adventure ends, the players should be confident and pleased in the knowledge that their characters are on track to save a multiverse from eternal servitude.

Using This Module As A Stand-Alone Adventure

If the DM uses this module as a stand-alone adventure, the nautiloid transports the PCs into orbit around the sun (or whatever fantasy light source the DM uses to illuminate her world). With ship systems operated by the collated brainmate—and with some help from the psionic seal—the PCs find and travel to a small satellite station also in orbit around the sun. Seven illithid technicians work in this station, slowly draining the energy from the sun.

The DM is free to be as elaborate as she desires with the satellite's floorplan. However, a simple spherical chamber measuring some 100 feet in diameter serves as the main area of the station. The seven illithid technicians possess the same stats as the illithid Thralltakers on page 12. If the PCs defeat the illithids, they can easily destroy all the suspicious looking psionic equipment on the station (and possibly even the station itself), stopping the illithids from draining the sun. The player characters are victorious!

Arcana

Wherein the DM finds information about the more important new items discussed in the adventure.

Brainmate (Assembled from Four Lobes)

GP Value: 10,000

XP Value: 3,000

The assembled navigational brainmate appears as a roughly 6-foot-diameter object that resembles a disembodied brain. Each of the brainmate's lobes is a bit spongy but otherwise impervious to harm from normal weapons. However, magical weapons and spells that inflict more than 20 points of damage destroy a single lobe. Without the proper tool, nothing short of a *wish* spell assembles the four lobes into the whole navigational brainmate.

The lobes serve a special function when assembled: They release the ancient illithid nautiloid from its protected storage (as described under **area 33**). Furthermore, it is the act of releasing the nautiloid that also fuses the four lobes into a single, coherent brainmate.

This particular brainmate does not possess the same knowledge, abilities, stored skills, and facts that normal illithid brainmates usually have. It does, however, possess the only recorded celestial information revealing the location of the ancient heart of the antediluvian illithid empire! Any being with simple telepathy, *ESP*, or other abilities can draw off this knowledge. However, such knowledge proves useless without the ability to celestially navigate the ship. Thankfully, the native sentience of the nautiloid released in this adventure is capable of deciphering the proper course, and traveling to it! The details of the journey to the illithid home world are revealed in *Dawn of the Overmind*.

Maulstick

GP Value: 2,500

XP Value: 3,000

This psionic item looks something like an ornate, delicate mace (in fact, player characters can wield the stick exactly like a standard mace, doing 1d6+1 points of damage per successful strike against Medium-sized foes). If the wielder gives the mental command "maul" during a successful strike, he releases a psionic wave of force from the maulstick that lashes out at the target and inflicts an additional 2d4 points of damage per charge utilized (a wielder may utilize all of the charges at once). Each maulstick has up to 10 charges when fully powered. Only illithids with the power to recharge psionic items can fill an emptied maulstick with charges.

Headmesh

GP Value: 1,000

XP Value: 3,000

Headmeshes were developed by the ancient forerunner race that eventually spawned the racially distinct githzerai and githyanki. The headmesh aids nonpsionic slaves in their resistance to the mental commands of their illithid masters. When worn by a humanoid being, the headmesh can absorb mental affects directed at its wearer (for a limited number of times). Generally, a headmesh can absorb 1d10 attempts to influence the wearer's mind in any way—including applications of mind blast, domination, suggestion, and all charming psionic and/or magical effects. When a PC first discovers a headmesh, the DM should roll to

determine the number of mental attacks the item can absorb; this number remains fixed—although the wearer is unaware of that number (unless he uses special means to determine the remaining power of a particular headmesh). Once a headmesh burns out, it cannot be recharged; it turns to ash and is simply gone. A headmesh only functions if worn on the head.

Sword of the Flayer

XP Value 1,450

GP Value: 10,500

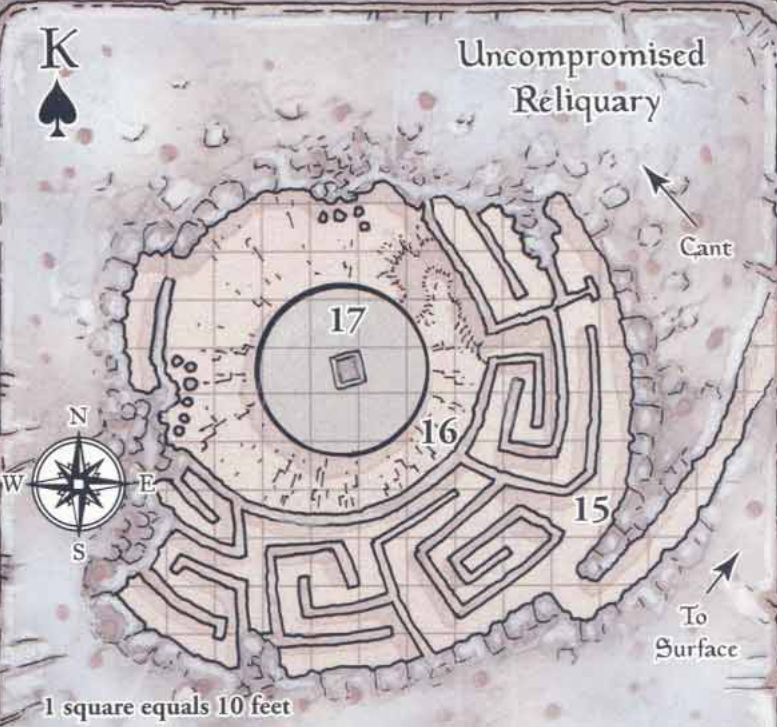
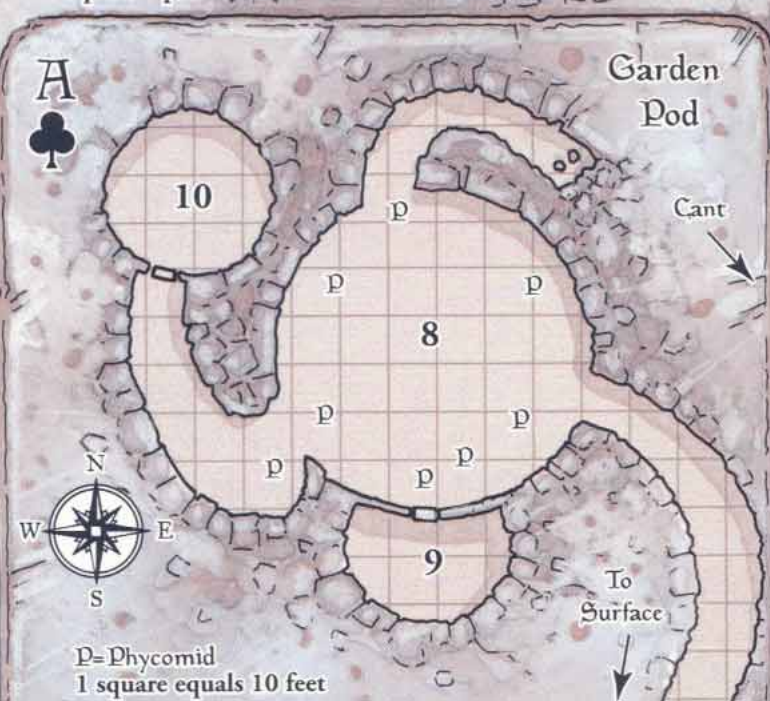
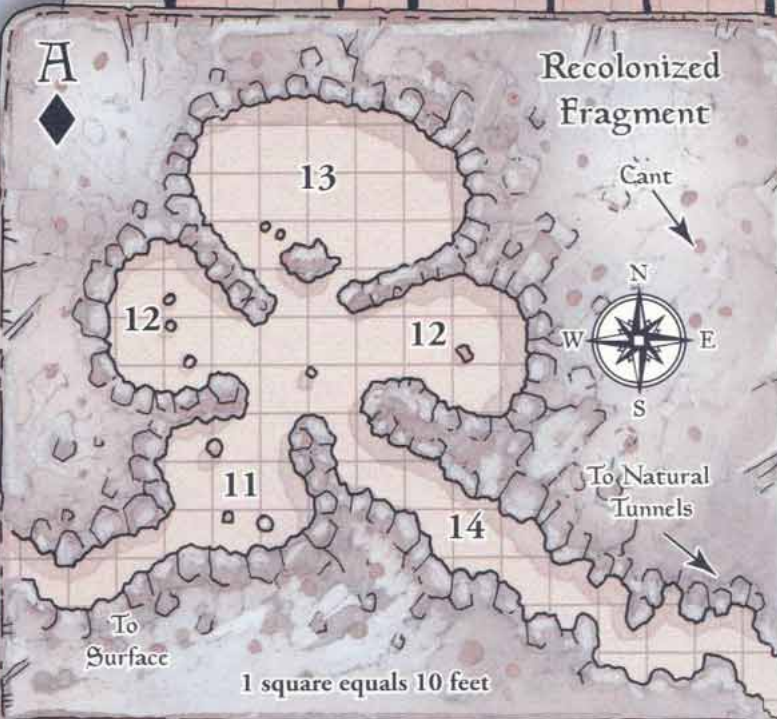
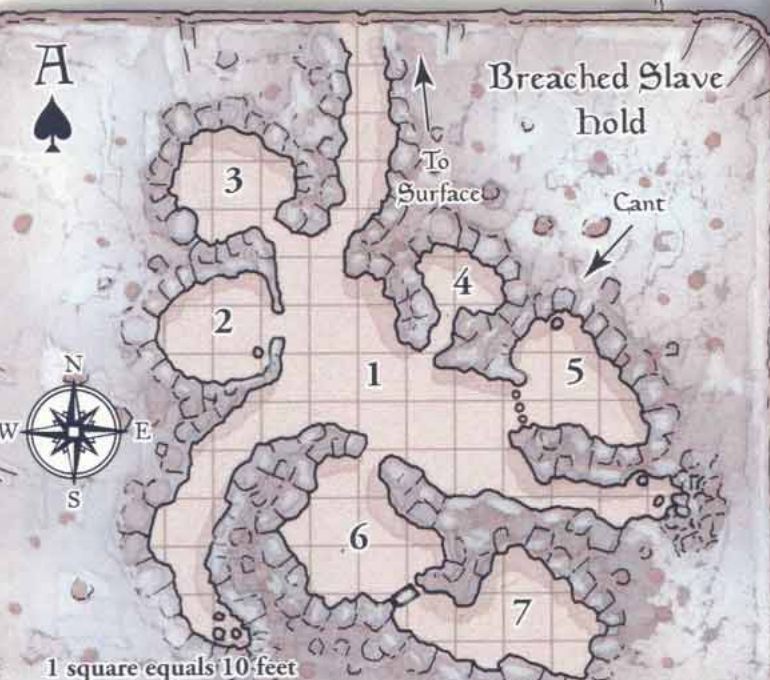
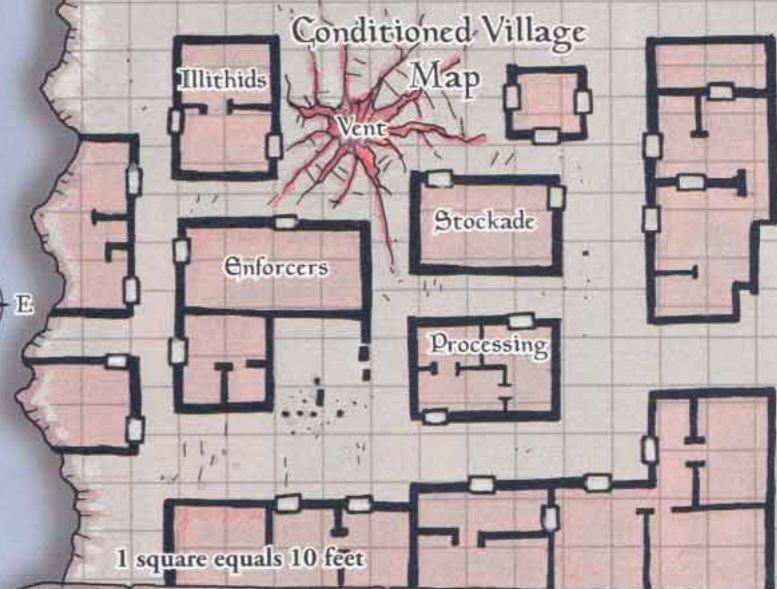
The Sword of the Flayer is a psionic longsword, initially indistinguishable from any other magical sword. Only a thrall imprinted with psionic circuitry or a character with a 14 or higher Intelligence can fully use the weapon (nonproficiency penalties still apply). In the hands of any other character, it looks and performs like an average *longsword* +1. Characters with an Intelligence score of 9 or lower suffer 2d6 points of damage if they touch this sword, as it sends out a devastating neural jolt.

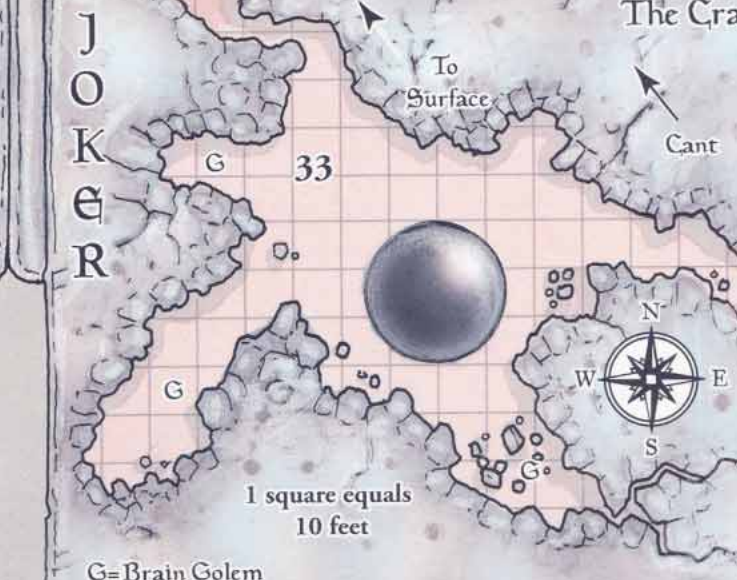
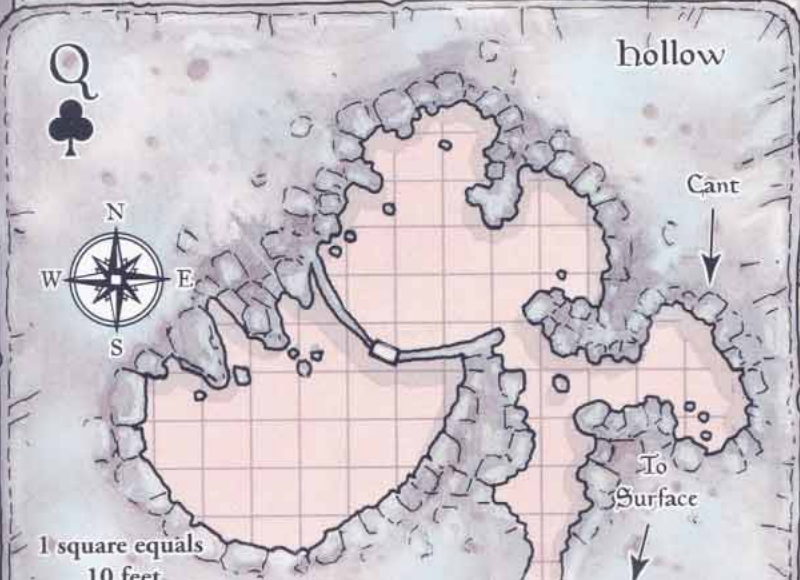
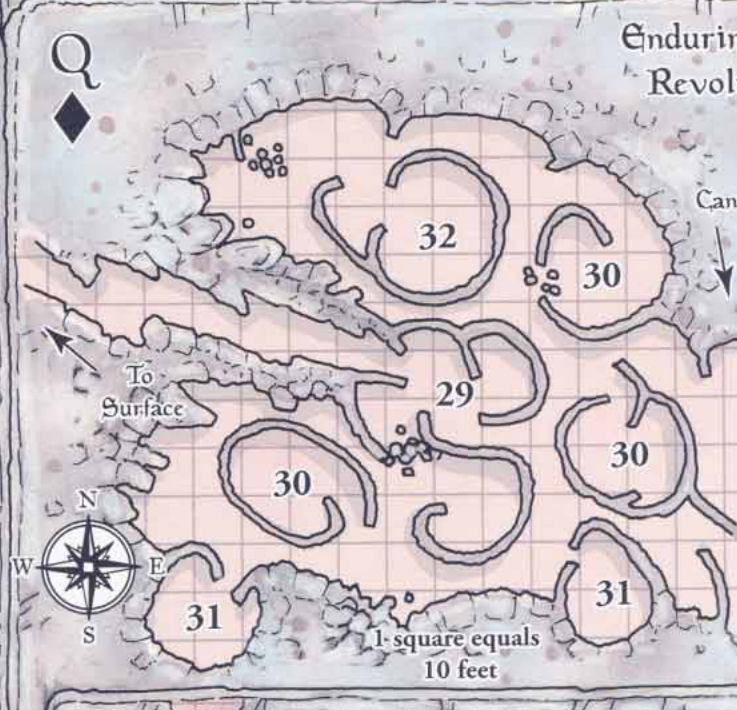
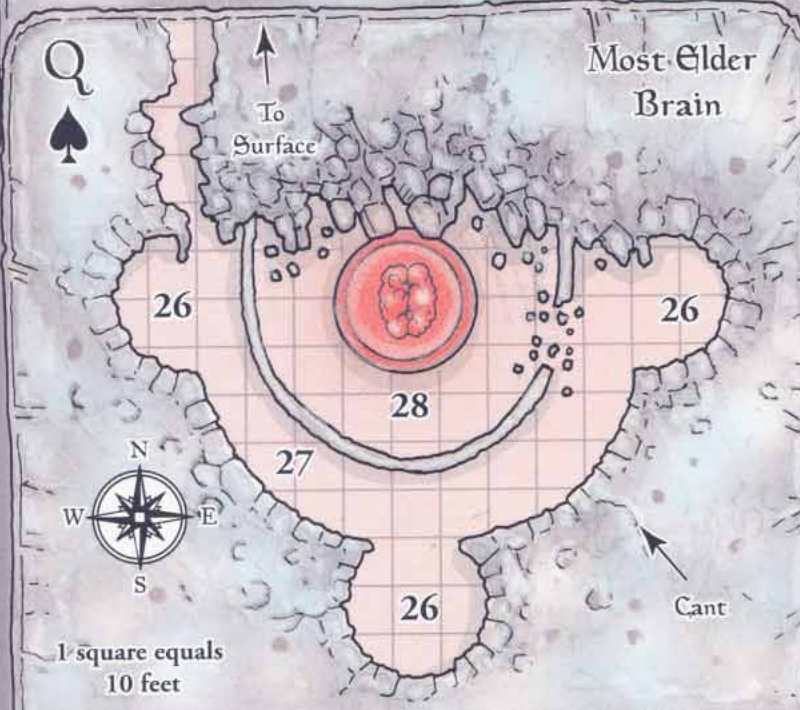
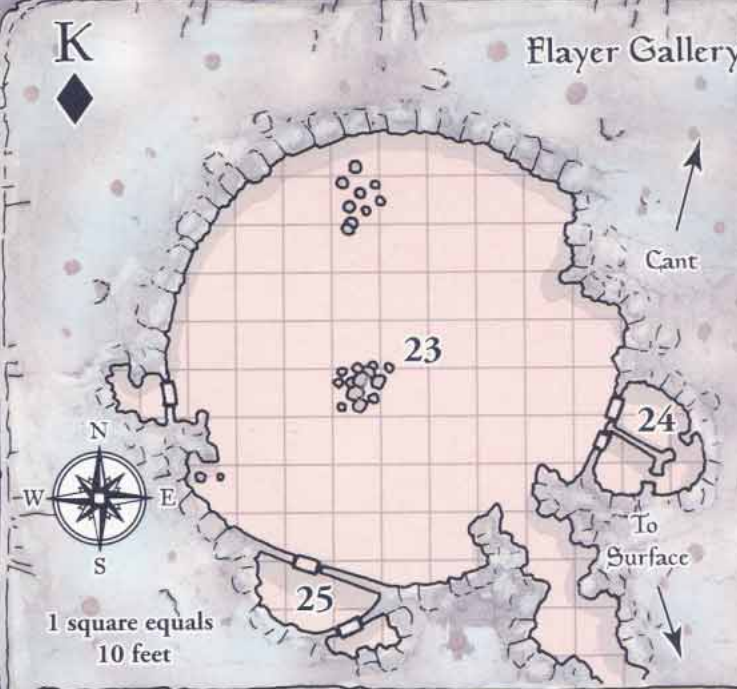
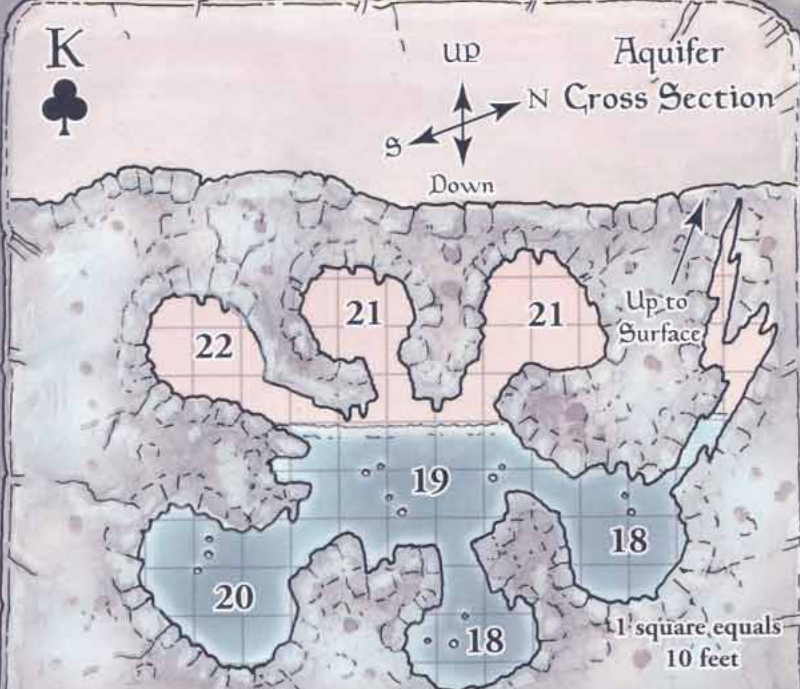
When held by an imprinted thrall or a creature that is at least highly intelligent (14 or higher Intelligence), the sword reveals its true appearance: The hilt transforms into a caricature of a thin illithid's head with folded tentacles that project upward in a parallel fashion. These "tentacles" actually comprise the blade. Though the sword's four tentacles are covered with mucous, the blade is rigidly metallic and bears an extremely sharp edge. Note that the appearance of this blade among civilized races causes feelings of horror and violent loathing toward the wielder.

In its true form, the Sword of the Flayer functions as a *longsword* +2. When used in combat against a human, humanoid, or demihuman opponent, the sword causes double damage on any unmodified attack roll of 17, 18, or 19. In addition, such attacks permanently reduce an opponent's Intelligence score by 1d4 Intelligence points, if the target fails a saving throw vs. spell. If the wielder of the sword rolls a natural 20, his opponent suffers double damage from the blow and must make a saving throw vs. death magic (with a -2 penalty) or die immediately due to instantaneous brain atrophy.

The wielder may also trigger a psionic effect similar to *charm* once per day on any human, demihuman, or generally humanoid creature (including orcs, goblins, ogres, and related races) of 10 HD or less. Targets that fail their saving throw follow the directions of the bearer of the sword for one full week, after which the target is immune to all further *charm* effects from the sword. The bearer can never control more than seven slaves at a time.

Finis





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Masters of Eternal Night

by **Bruce R. Cordell**

“Rock, and dark, and time not passing.”

I walk through darkness and a land frozen in the grip of winter.

Everywhere frigid gusts of wind send icy needles at my face. I do not even flinch anymore; the pain reminds me that I yet live. I can feel them—their alien thoughts twirling about my mind.

They wish me to serve, but I will not . . . not yet.

In *Masters of Eternal Night*, adventurers travel across a frozen landscape to stop the deadly mind flayers in their quest to extinguish the sun. Deep in the secret heart of a snow-covered crater, the player characters must unearth an ancient alien object. Only with its powers can the PCs hope to end the illithids' bid for ultimate domination.

This module is the second in a trilogy (originating with *A Darkness Gathering* and concluding with *Dawn of the Overmind*). DMs can run this adventure by itself or link it with *A Darkness Gathering* and *Dawn of the Overmind* to form a seamless epic-length adventure spanning all three modules. The illithid trilogy supports *The Illithiad*, a **MONSTROUS ARCANA[®] supplement that provides invaluable information on illithids and their vile purposes.**

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