

DUNGEONS & DRAGONS[®]

Master Game Adventure

Talons of Night

by Paul Jaquays



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TABLE OF CONTENTS

INTRODUCTION	2
PART I: THE QUEST FOR PEACE	
A. Stalking Shadow	3
B. Spider Dreams	7
C. The Valley of Kings	10
D. The Temple of the Dawn	13
E. The Spider's Web	16
PART II: AGAINST ARAN	
A. Foreign Forest	20
B. The Battle of Many	30
C. She-Who-Dwells-in-Darkness	33
PART III: JOURNEY INTO NIGHT	
A. Night Strike	35
B. The Tower of Night	38
EPILOGUE: THE HELSKIR SUMMIT	41
APPENDICES	
I: New Monsters	42
II: Artifacts	44
III: The Isle of Dawn	44
Playing Aids	
Players' Aid 1: Map of the Isle of Dawn	21
Players' Aid 2: Spider's Web Game and Pieces	outside gatefold
Players' Aid 3: The Library Clues	22
Players' Aid 4: The Valley of the Dawn	27
Players' Aid 5: The Lands above the Canyon	28
DM Maps and Aids	
DM Map 1: The Isle of Dawn	inside cover
DM Map 2: Ramenhotep's Challenge Arena	25
DM Map 3: The Valley of Kings	23
DM Map 4: The Temple of the Dawn	inside gate fold
DM Map 5: The Lost City	23
DM Map 6: The Web of the Night Spider	23
DM Map 7: Lands of the Aranea	26
DM Map 8: The Worlds of Thorne & Chasm	26
DM Aid 9: Location Identifiers in the Miraculous Maze	25
DM Map 10: The Tower of Night/ Diagrams for the Miraculous Maze	24
DM Map 11: The Isle of Night	24
DM Map 12: The Imperial Crypts	24
Combined Monsters Statistics Table	inside cover
DM's Time Calculator	25
Prerolled Characters	27-28, 47-48

INTRODUCTION

The events of *Talons of Night* may be played as a sequel to module *M3, The Vengeance of Alphaks*, or separately. The D&D® Master Set Rules are necessary to run this game.

The adventure is designed for four to eight characters of levels 25 to 30, for a sum total of 150 levels. At least one player character (PC) should rule a dominion.

If your players do not have high-level characters, or if additional non-player characters (NPCs) are needed to fill out a party, you may use the prerolled characters suggested at the end of the module in order to balance the forces. Encourage the players to further personalize these descriptions. Each character will have an additional 1d6 randomly selected potions; 1d10 × 1,000 gp in gems, jewelry or coins; and 1d4 loyal henchmen if desired (no henchman should be of less than 7th level). Each of the characters is a Master of 1d2 weapons and Expert at 1d2 more.

How to Use This Module

Talons of Night is divided into two major quests and a final challenge — role playing a peace conference. The first mission begins as a research mission at the behest of King Ericall of Norwold to obtain important information for the forthcoming peace negotiations between Thyatis and Almathia, and ends as a quest to regain a lost artifact that could mean the difference between peace and constant strife.

The second quest takes the party beyond the Prime Plane into the Sphere of Entropy to rescue important captives and avert a war that could encompass and destroy the civilized world.

Finally, the players take on the personas of envoys from different nations to negotiate a binding peace agreement between the two empires and in so doing ensure the PCs' own prosperity.

Read the entire adventure before play starts. This module is intended to fit into an ongoing campaign in Norwold and the surrounding realms.

The Plot

Norwold, an under-populated, unimportant region bordering the frigid north, has become a political tinderbox in the D&D® game world.

The northern part of the large western continent has been colonized or conquered by Almathia and the southern part by Almathia's historical enemy, Thyatis. Territorial differences on the continent have become yet another irritation in a long list of frictions between the two powers.

The tempestuous relations between these expanding empires have often been the result of meddling by Immortals involved in their various "projects."

The Immortal Alphaks the Dark, of the Sphere of Entropy and Death, has been the primary cause of much strife. Once a ruler of the Almathians, he was exiled to another world. Upon becoming an Immortal, he vowed vengeance. In some situations, only the involvement of other Immortals has allowed the mortals on this plane to survive.

Another Immortal, Koryis the Patron of Peace and Prosperity (a Lawful Celestial from the Sphere of Thought who participated in *M1, Into the Maelstrom*), is also active in Norwold and has expanded his manipulation of events to initiate a peace conference between high-ranking representatives of the two competing empires of Thyatis and Almathia.

His hope for this project is to ensure peace as the meeting's outcome. Doubting the abilities of mere mortals to negotiate peace unaided, Koryis seeks to place a particular artifact on the person of someone at the meeting. The artifact, an alabaster dove known as the *Peaceful Periapt of Pax*, calms those in its presence, causing them to set aside selfish and nationalistic conceits and listen with an open mind.

The forces of Entropy despise this artifact, yet are unable to directly affect it or even touch it. Nevertheless, they have been able to hide it away, and it has now been lost for centuries. Its last discovery and use was in the ancient kingdom of Thothia. Generations later, it was lost

again (placed in the tomb of a dead pharaoh by his murderer/successor).

Koryis knows the *Periapt* to be hidden somewhere in the southern wilderness of the Isle of Dawn, guarded by yet another Immortal — the Night Spider, a Temporal of Entropy exiled and marooned on the Prime Plane by her own kind.

Koryis cannot directly reveal the presence or location of the *Periapt* to mortals. To do so would reveal his hand in this project and fully awaken the forces of Death to his plans. To cover himself, he has arranged circumstances to personally involve the PCs in the negotiations and make peace imperative to their own prosperity.

Yet, the Immortal Alphaks the Dark, archenemy of Almathia in particular and mankind in general, is quite aware of Koryis's plans. Even the possibility of a peace conference defies all his goals and he has Koryis's known agents spied upon. Although personally banished from the Prime Plane, Alphaks is bound to get involved; and when he does, all chaos breaks loose as the minions of Death open the doors into the dark heartworlds of Immortal Night.

The quest to bring peace to Norwold will take the PCs across the Astral Plane to worlds within the control of the Sphere of Entropy and Death. To survive in those worlds, the characters will undergo eerie transformations.

Monster Statistics and Random Encounters

All spells in this module marked with an asterisk (*) are reversible.

The statistics of any monster mentioned in this adventure can be found in the Combined Monster Statistics Table on the inside of the module cover. When required, each chapter will have its own Random Encounters Table.

PART I: THE QUEST FOR PEACE

A. Stalking Shadow

Encounter Setting

Run this adventure when the party is resting, such as after an expedition. The adventure begins with a summons from King Ericall of Norwold. Once again, he has need of the party's services.

NOTE: Because of the events of previous modules, the political situation in Norwold may be different than described here. You may need to modify the situation presented by the king to represent your own world.

The five chapters of part one play in sequential order, beginning with the journey to Edairo in Stalking Shadow and ending with the playing of the Spider's Web game at the Temple of Dawn. To succeed at this part of the adventure, the party must accept King Ericall's mission to bring peace to Norwold; travel by sea with Finnister McAlister (the king's adviser) to ancient Edairo on the Isle of Dawn; enter the library at Edairo and discover forbidden information; flee up the Aurora river to the Temple of the Dawn in search of an ancient artifact, the *Periapt of Pax*; and play an ancient board game called Spider's Web with Ramenhotep X, the mystical undead king of ancient Thothia.

Beginning the Adventure

Each of you who rules a dominion receives a mysterious offer from an unnamed source to buy your dominion. Delivered by a messenger in black, who excuses himself and disappears, the offer is equivalent to 20 months Tax and Resource income for your dominion. You have five months to consider this "generous" offer, but the implication is that it would be dangerous to refuse it.

The offer comes from Tralkar Fenn, a powerful, unpleasant nobleman who is a secret ally of the empire that is *least*

friendly to the current regime in Norwold (and an unwitting pawn of the Immortal Koryis). Though seemingly intended to cause unrest amongst dominion holders, Tralkar's offer has been initiated by the Immortal Koryis, who wishes to involve the party in the peace negotiations by threatening their property and livelihood.

Not long thereafter, messengers from the king arrive at the homes of each party member. The envoys leave sealed parchments with each PC and then ride onward in obvious haste.

To read the parchment, you break open King Ericall's wax seal. His royal message reads, *Your dominions are threatened. Great events are afoot and your skills are again needed. Come with trusted followers and be prepared for action.*

1. In Quest of Peace

King Ericall of Norwold has summoned the PCs to his impressive palace in the capital city of Alpha. In private, accompanied by his personal counselor Finnister McAlister (a secret minion of the Immortal Koryis),

King Ericall greets you as friends. Although glad to see you, his face reveals confusion and concern. He bears ill tidings: not only is he aware of the offers to buy your dominions, but also, his adviser, Finnister McAlister, has received a grim vision from the crones of Crystakk, the three women who gaze upon Norwold's present and future.

Finnister saw the sun dawn over the neutral city of Helskir, but the sunrise was suddenly blotted out by great clouds from the east and west hurling lightning at each other above your fortresses, which lay in smoking ruin — your dominions plundered and ravaged beyond repair.

Finnister believes this means that the war to end all wars is brewing between Thyatis and Alphatia, the

war that could finally destroy Norwold. However, events seem to hinge on your group and the city of Helskir. It may be that you can play a key role in bringing lasting peace and in so doing, save Norwold and the world.

King Ericall explains that due to insistent demands from the powerful provinces of both empires, peace negotiations have been arranged in the neutral city of Helskir on the Isle of Dawn. In five months time, high ranking ambassadors of both empires and their chief provinces will meet to discuss their differences and if possible, hammer out a peace accord.

The key issue seems to be who has the right to control Norwold. Apparently the ownership of the lands now known as Norwold and the Isle of Dawn was determined centuries ago. Unfortunately, all known copies of these treaties have disappeared.

Finnister is certain that any existing copies of these documents are sealed in the vaults of the library of Edairo, the capital of Thothia on the Isle of Dawn.

Finnister is to be Ericall's representative at the peace conference, but he needs that information from the Edairo library. Ericall wants you to journey to Edairo and scour the library for ancient history and information about ownership of the Isle of Dawn and Norwold. Armed with this knowledge and acting as Ericall's negotiators at the Helskir Summit, you and Finnister may be able to bring about peace and ensure a free Norwold.

Finnister then sighs, "Still, if only we had the dove, the *Periapt of Pax*, peace would be ensured."

Finnister will answer some questions about the *Periapt*, speaking only of its peaceful uses and its resemblance to a white dove (see Appendix II: Artifacts). His vision actually came from Koryis. For more about the crones of Crystakk, see *CM1, The Test of the Warlords*.

PART I: THE QUEST FOR PEACE

NPC Capsule

Finnister McAlister

Lawful 10th-level Cleric

S 10, D 9, I 17, C 12, W 18, Ch 14

AC 2 hp 33 Basic THAC0: 15

Armor: *Robe of protection AC 2.*

Equipment: *Mace +2, scroll of protection from magic, map of the Isle of Dawn (Players' Aid 1).*

Spells: 4/4/3/2/1

Notes: Finnister McAlister, as Koryis's minion, has arranged for himself to be Ericall's representative at the peace conference. While supposed to journey only as far as Helskir with the PCs, he decides to stay on board and travels with them to Edairo and beyond.

Finnister will not fight. If attacked, he makes saving throws as a 20th level cleric because of Koryis's special influence. To all appearances, he leads a charmed life.

Although he began as an adventurer, Finnister found his true calling as an adviser to rulers. Normally quiet, he speaks out when he feels he must.

Take good care of Finnister. He is your voice within the party, a source of hints, guidance and demands (especially to continue searching for the *Periapt*).

2. A Spy in the Dark

As the audience with king Ericall ends, secretly make a normal listening roll for each PC. Read the following to those who succeed.

A draft seems to come from nowhere and you sense something near the ceiling, flitting towards the exit.

The something is a pair of giant bats hidden among the great rafters and clerestory arches of the throne room ceiling. The bats are under the control of one of Alphaks' nightwings lurking nearby. One of the bats automatically escapes to inform the nightwing of Ericall's plans.

The second bat can be captured or killed. If killed, it reverts back to human form, becoming Theena, a pretty young

woman from Norwold. If the girl is freed from her *polymorphed* form or brought back from death (she reverts to human form upon dying), she tells of her last conscious memories of being chilled by a giant winged shadow. The other bat is her brother Thoring.

3. The Journey to Edairo

Unless a character has some means of instantaneous transportation back to his or her dominion, the king will demand that the party leave instantly on his mission, taking only what they have brought with them. Ericall provides a letter of introduction (marked with his seal); mundane supplies (food, normal weapons, travel gear); 10 squads of 10 1st-level marines, each led by a 5th-level fighter; and *Bethilda's Star* (a large sailing ship), its captain and navigator (Captain Traegar and Mate Mulloi, both normal men), and a crew of 20 sailors for the journey to Edairo.

Although King Ericall wants the party to leave immediately, tides are not right until early morn. The party has one day to obtain personal supplies.

At this point, Finnister McAlister gives the party a map of the Isle of Dawn (Players' Aid 1). This should help them better visualize their journey. If the party still seems unsure of where to go, have Finnister point out their destination (Edairo) near the southern end of the Isle of Dawn.

The journey to Edairo on the Isle of Dawn takes place aboard the large sailing ship, *Bethilda's Star*. The *'Star'* is capable of moving 72 miles per day (3 hexes on Players' Aid 1) and has one catapult on its fore and aft castles (20 normal rounds and 10 flaming pitch rounds each).

Nineteen days out of Alpha, the first port of call is Helskir (at the Isle's northernmost point), already bustling in preparation for the summit meeting.

After leaving Helskir, let the players plot the *Star's* course for the journey to Edairo. The ship now carries 42 days worth of supplies.

At Helskir, Finnister McAlister stays on board. At the same time, Alphak's nightwing returns to ethereally follow the

PCs' ship and cause hidden havoc. It is responsible for many of the Random Encounters below. The keyed encounters occur at specific times and places.

Table 1. Random Encounters

Beginning the third day out from Helskir, roll a d20 for a Random Encounter every two days.

d20	Result
1-8	No encounter
9-10	Spoiled!*
11-14	Off Course
15-16	Plague Ship!*
17	Cloudkill*
18	Before the Storm
19-20	Mysterious Doom*

* All food on board is spoiled by this encounter.

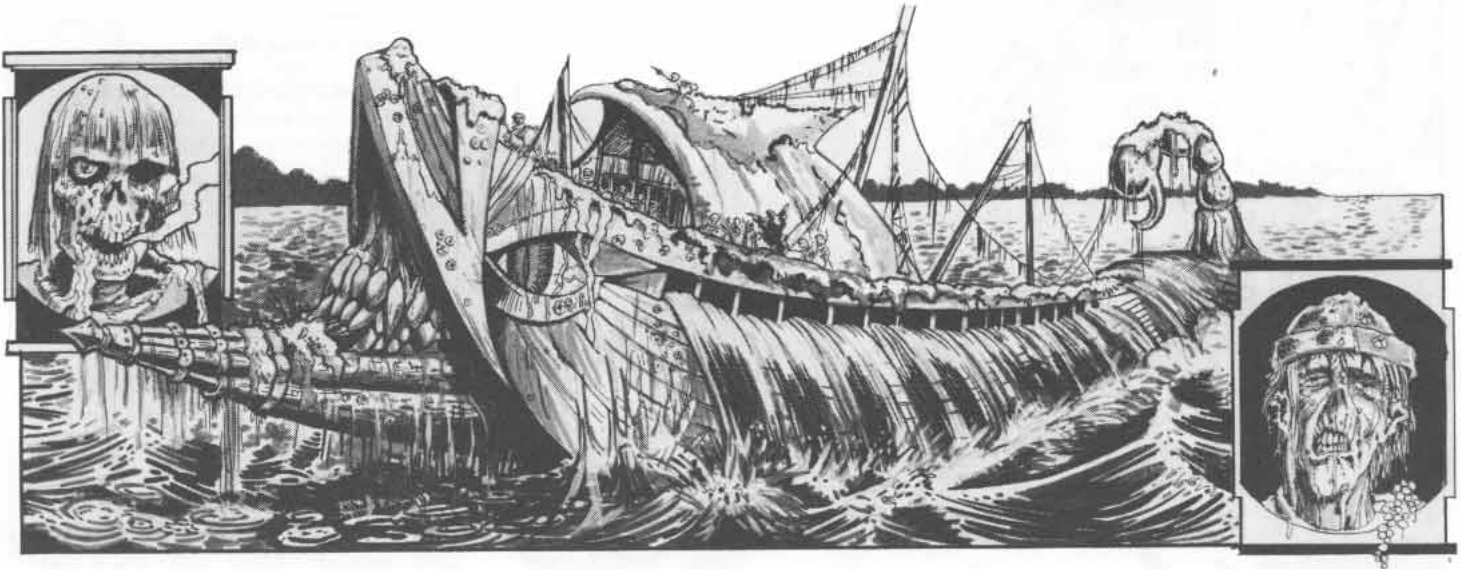
Spoiled!* All food, drinking water, and potions on the ship are spoiled by the nightwing. Within two days, the food must be replaced at major cities or by hunting and foraging, or ship speed drops by a third and all persons aboard the ship make all subsequent rolls at -2 for each two days of no food (penalties are cumulative).

Off Course. After dark, the nightwing *charms* the helmsman into sailing the ship off course for 24 miles. Do not indicate this to the party and do not reveal their true location to them. Plot their true position on your map (DM Map 1). Should the ship run aground, a day is lost until the next high tide and the ship loses 1d20 hull points.

Plague ship!* An outbreak of a horrid wasting disease (*cause disease* cast by the nightwing) breaks out amongst the sailors and marines. The disease affects 2d20 men, plus 1d3 PCs and NPCs (although these characters are allowed saving throws). Each day, 1d6 of the afflicted will die unless cured.

Cloudkill.* At night, the nightwing casts a deadly *cloudkill* spell into the troop barracks, affecting 50% of the marines. Make saving throws vs. Poison for the marines in groups of five.

Before the Storm. A sudden (natural)



storm rises on the horizon. If the ship is in a shoreline hex or adjacent to one, the storm's fury can be avoided by waiting 1d4 days for it to pass. If farther out to sea, the ship is blown 100 miles a day for 1d4 days in a randomly selected direction (changing each day). Roll a d8 to determine direction (see DM Map 1). If the selected direction would force the ship ashore, the group's leader must make an Intelligence ability check on a d20. Failure means the ship runs aground. 1d6 × 10% of the crew is killed in the wreck (not including PCs and henchmen).

Mysterious Doom. * Roll a d6. On a roll of 1-3 a marine dies mysteriously (*finger of death*); on a roll of 4-5, a sailor dies; but on a roll of 6, the victim is an NPC follower of a PC (up to a 7th-level character).

4. Night Discovered

If the party discovers the nightwing and can engage it in combat, it fights for 1d6 + 1 rounds, then flees ethereally. If

destroyed, it contains 10,000 gp in miscellaneous gems, a *crystal ball of clairvoyance*, and a *two-handed sword* +4.

If the nightwing remains undiscovered, it assists the undead when the ghost ship attacks the *Star*.

5. Ghost Ship

As your lookout sights the Aurora River delta, a dark, eerie fog rolls across the sea and the wind drops to almost nothing. Before you, a huge, dark shape cuts through the mist. It is a mighty war galley, and clutching the ironclad hulk's seaweed-draped rigging are scores of undead raiders.

The *Star's* speed drops to 1/3 in the extreme light breeze. The black ship is one of Alphaks' *Dreadnaughts of Death* (a colossal, ironclad war galley from module *M1, Into the Maelstrom*), dredged up from the depths. The ship is 200 yards from the *Star* and its crew.

The *Star* is a large sailing ship with 170

hull points; AC 7; MV 120'/round; two catapults (total of 60 rounds); and an original crew of 22 sailors and 110 marines. The catapults fire once every five rounds and hit as 4th-level fighters (if fully manned) and do 3d6 points of hull damage. Flaming pitch cannot burn the waterlogged *Dreadnaught*.

The *Dreadnaught* is a large, magical galley with 200 hull points; AC 2; MV 180'/round; an artillery ram (for [1d6 + 5] × 10 hull points of damage attacking as a 1st-level fighter) and a crew consisting of 50 skeletons, 20 zombies, 15 ghouls, 7 wights, 5 wraiths, 5 spectres, and a hand druj in command.

Damage-causing magics do 1 point of hull damage for every 5 points of rolled damage (a 20 die *fire ball* would do an average of 35 points of hull damage). However, flame magics will not be able to set the waterlogged ship on fire.

See pages 42-44 of the D&D® Expert Rulebook for specific rules on waterborne combat.

The *Dreadnaught* seeks to ram the *Star* and then board her. If the two ships col-

PART I: THE QUEST FOR PEACE



lide, dozens of *web* spells are mysteriously cast to link the two together. The undead come on board in squads, each consisting of 10 undead following an undead leader (see Squad Combat at the end of this chapter).

Undead squads: five squads of skeletons led by spectres, two squads of zombies led by wights, and a squad of ghouls led by a wraith.

The druj and the nightwing use their magics to place the ship in magical *darkness*. The undead squads attack both the PCs and the marines. The nightwing directs its magical attacks against the marines and sailors, doing as much damage as possible.

6. The Aurora River

If the *Star* (or any PC-controlled ship) survives to reach the mouth of the Aurora, read the following:

The banks of the river are lined with green flooded fields. Up-river, you can see a large Alpathian galley being

slowly rowed inland with a small reed boat in tow. Small, red-haired, brown-skinned Thothians paddle their reed boats out to surround your ship. Men and women alike wear linen kilts and jabber at you in a foreign tongue. By their actions, it appears that they are trying to sell you everything under the sun, which, by the way, is becoming hot.

The Thothians speak poor Common, using their native tongue almost exclusively. They wish to sell their services as river pilots, healers, shipwrights, grocers, and tour guides. If questioned about the best way to reach Edairo, the river pilots speak up again indicating that it would be unwise for such a large ship to sail up the river to Edairo without their help.

Any other service or item purchased here costs at least *five* times normal.

To reach the city of Edairo, the party *must* have a river pilot, otherwise the *Star* will run aground on a sandbar within 1d20 miles of beginning the three-

day journey. A pilot (at least three are available) will charge 1d10 × 100 gp for his services. A grounded ship will require at least a week (and 4,000 gp) to be freed.

Squad Combat Rules

Squads are small military groups (10 or fewer individuals) trained to fight with deadly efficiency as a unit. When directing their attacks against a single foe, the effective level or hit dice of the squad for hit rolls is equal to the number of soldiers in the squad plus half the level of their leader (rounded up, but never more than half the "hit dice" of the squad). A squad of 10 soldiers led by a 6th level fighter would attack as a 13th level fighter. The number of attacks against a foe is determined by rolling a single die whose number of sides is equal to or less than the number of soldiers (including the leader) in the squad. Thus the previously described squad would roll a d10 to determine the number of attack rolls. If reduced to nine soldiers, the squad would use a d8 to determine the number of attacks to be rolled.

Attacking as a squad increases the armor class of the individual soldiers by one. Morale checks are made for the entire squad.

Non-humanoid creatures and unintelligent creatures mentally directed by a creature of superior intelligence (such as giant spiders and spider folk) can fight in squad combat.

When a squad attacks another squad, it is as if they are attacking an individual. Roll all attacks simultaneously for both sides, but do not roll damage. Total the number of attacks for each side that actually hit a foe. Remove that number of foes from the opposing squad.

Thus, if 10 orcs led by an ogre were to fight 10 elves led by a 5th level elf, the orcs would attack as a 12 HD fighter and the elves would attack as a 13 HD fighter. In this round of combat, the elves score five hits and the orcs score three hits. The orc force would be reduced to five orcs and the elf force to seven elves. Both sides make morale checks after the first round in which casualties are lost.

B. Spider Dreams

Encounter Setting

Thothia is an ancient land, once the primary power on the Sea of Dawn. Its small, brown, red-haired people are descended from colonists of the lost empire of ancient Nithia on the western continent (the cultures of Nithia and Thothia are similar to ancient Egypt's).

Several centuries ago, the Thothians shifted away from the Sphere of Energy to follow the philosophy of mysticism.

Their current pharaoh, Ramenhotep XXIII (RA-men-HO-tep), is also their spiritual leader. However, his wife Aketheti (AH-khe-THEE-tee) is the true power in Eдайро. For centuries there has been a queen Aketheti (actually a spider creature, the "daughter" of the Night Spider, capable of assuming human form). Ramenhotep X was drawn to discover her in the ruins of Aran and fell under her charms.

The mystics' symbol is a stylized black spider on a square web pattern (similar to the spider's web game board in *Players' Aid 2*), which all Thothian mystics wear on their robes. Adopted by Ramenhotep X, the founder of Thothian mysticism, the symbol actually represents the Night Spider, but the average Thothian believes that it represents the eight principles and powers of Thothian mysticism and is unaware of its links to evil and death.

Eдайро is a dusty, crumbling, crowded city of low, flat-roofed structures, towering pyramids and mighty obelisks. Everything is in disrepair.

Imagine visiting a land where the native people's language and philosophy of life is totally alien to your own, and then imagine that these people don't particularly like foreigners. Imagine this and you have a good idea of how the PCs are received in Eдайро.

The goal of the party in Eдайро is to visit the library and look up any information about the ownership of Norwold for King Ericall. Finnister McAlister will remind the party of this, if necessary. He

and a marine squad accompany the party everywhere, except where noted otherwise. The encounters in this chapter occur in the order given unless stated otherwise.

Encounter Key

1. Visit Your Local Library

The party must find the library to continue the quest. Questioning the average Thothian about the library will produce eerie results: although the library is a major landmark in the city, most Thothians are illiterate, ignorant of Common, and superstitious. Asking someone on the street brings about fearful looks and an attempt to break away. Asking a shopkeeper or someone obviously educated (like a scribe) brings about a whispered warning to go somewhere else — quickly.

An Eдайран city guard patrol (30% chance/hour of encountering one) can lead the party to the library, but will get "lost" first, then hem and haw and act confused until a small bribe is paid to the sergeant.

The library is a great pyramid, similar to the other forty or so great pyramids in Eдайро. Although plainly labeled, its door is locked. If the party knocks, the door is answered by a stuffy little Eдайран mystic named Brother Spider, whose forehead is marked by Thothia's mystic symbol, the spider web pattern. He is fluent in Common, but without even waiting to hear what the party has to say, he refuses them entrance to the library.

NPC Capsule

Brother Spider

12 HD Mystic (Lesser Master)
S 17, D 18, I 11, C 17, W 14, Ch 11
AC -2 hp 72 Basic THAC0: 13

Armor: None (mystic discipline)

Equipment: A spider-web marked amulet.

Abilities: Attacks three times/round for 3d8 + 1 damage each attack; surprised only on a d6 roll of 1; may heal self of 12 hit points once per day; may speak

with any animal or any living creature that has a language; takes 1/2 damage from spells and breath weapons, or 1/4 damage if he saves; is immune to *ESP*, *hold*, *slow*, *charm*, *quest*, and *geas* spells. At will he may *shapechange* into a giant crab spider. (Brother Spider and the rest of the mystics in the library are special. They are all offspring of Aketheti. From their mother, they have gained the ability to shapechange into human form (they are naturally giant crab spiders) and are immune to non-magic weaponry. In her presence, they have 20% magic resistance. As humans, they may progress only as mystics. As spiders, they retain their human hit points, a minimum of 2 HD.)

If the PCs explain their situation, Brother Spider asks them to wait, then returns to escort them to the library's center. Although he is the leader of the mystics here, he does not let that show. He has secretly consulted with Aketheti and she wants to eavesdrop — to find out why the foreigners are here.

Finnister McAlister is claustrophobic: he politely refuses to enter the library and waits outside with his marines.

The main floor of the library is laid out exactly like DM Map 2: Ramenhotep's Challenge Arena. One square on the map equals 20 feet.

The corridor walls are stacked with dusty tomes, scrolls, tablets, folios, and books. The corridors are lit by glowing stones (*continual light*) mounted on the walls. The door to the outside is at map location P. Location A (the central room) is filled with copying stands and thousands of loose, decaying scrolls. A rickety stair in the center of the copy room leads up to a second level and a second stair leads down.

Brother Spider leads the party to Location A and suggests that they repeat their request to its only occupant, an old blind mystic.

PART I: THE QUEST FOR PEACE

In the copy room, an old, blind mystic states that the requested information is forbidden and cannot be given without the express permission of his holiness the pharaoh. The old man is fidgety, nervous about something that his body language says is directly above.

Those PCs who look up see the dark shape of a woman slipping back into the shadows (this is Aketheti, but there is no way to discern this). The party is abruptly shown the door out. To reenter the library, they must obtain a "key" from Queen Aketheti at the palace in encounter 2 (Tough Audience) or pick the lock at night. Finnister McAlister and his marine escort appear from the shadows, and Finnister demands to know what the party has found out. He will want to see the pharaoh.

If the party refuses to leave the library, or attempts to attack or use spells against either mystic (the blind mystic has 2 HD and 4 hp), the two of them put up token resistance, but then flee into the basement. If the characters enter the basement, run the crab spider attack from encounter 4 (All Nighter). However, Aketheti does not participate, since she has already departed for the palace.

If magical fire is used in the battle, it will ignite the parchments here and set the library on fire. However, there will be no spontaneous combustion.

If the library is still intact at the battle's end, the party will have a chance later to find Players' Aid 3: The Library Clues. If the library is destroyed before they can do research, go to encounter 5 (Odd Advice).

2. A Tough Audience

To meet the pharaoh and gain permission to research within the library, the party must travel to the royal palace, on an island in the Aurora river.

The palace is an imposing structure of many buildings, gardens and court-

yards. Unfortunately for you, it is out in the middle of the Aurora river. A ferry waits to take visitors across the river.

To get into the palace, the party needs only present the letter given them by King Ericall, and the ferry will take them across the river. Tutmeses, a court chamberlain, indicates that it could be weeks before he could arrange an audience with his royal majesty Ramenhotep XXIII, pharaoh of Thothia.

To see the pharaoh, the party will have to bribe Tutmeses or *charm* him. Threats will not work; neither will violence. The minimum bribe that he would even consider is 2,000 gp.

From the dark halls of the palace, you are ushered across a small bridge into an elegant open-air garden around a long pool. The huge pillars that surround the garden are sculpted to look like the lotus blossoms floating in the pool. Through the pillars, you can see several small, ornate pleasure boats tied to them.

Seated in the shadow of a gazebo at the far end of the garden are the pharaoh, a handsome man about 50 years old, and his queen, Aketheti, a darkly beautiful woman, who appears thirty years younger. She looks exactly like the paintings of the ancient queens who bore her name. Meanwhile, Ramenhotep seems unaware of your presence.

During the audience, Ramenhotep is in a mystic trance, unaware of his visitors. Sinister Aketheti does all the talking.

She introduces Finnister to one of her advisors and suggests that the two may have much to talk about: possibly a trade agreement of some kind could result. Finnister readily agrees and leaves the garden, taking two marines as escort. While the PCs have their audience with the queen, Finnister's guards are slain and he is taken captive (to be found later in the basement of the library, wrapped

in web.)

Aketheti asks the party what it is that their noble king wishes of Thothia. After hearing the party's story, Aketheti offers to trade the permission (to gain the library information) that the party seeks if the PCs will treacherously betray King Ericall of Norwold into her power. Because she is in mental communication with her mother, the Night Spider, Aketheti realizes why the PCs are here and knows that her mother wants to keep them from reaching the lost city of Aran high on the Plateau. However, Aketheti is no longer under the Night Spider's control and wants more power of her own here on the Prime Plane. She sees Norwold as a potential stepping stone to that power.

In return for the betrayal, she will also allow the PCs to keep and possibly expand their dominions once she controls Norwold. If the party agrees to this (or pretends to agree) she gives them a talisman marked with the mystics' symbol that gives them access to the library *only at night*. In return, she demands 1d4 of the party's favorite NPCs as hostages until the bargain is complete.

The talisman is one of those from the Miraculous Maze in the Tower of Night; it causes the sensation of the taste of crisp bacon when touched.

If the party refuses the bargain, the evil queen *dimension doors* herself to safety and summons a platoon of her guards (five 10-man squads of 1st-level warriors led by 4th-level warriors) to slay the party. They arrive in two rounds. Ramenhotep remains in his trance. If he becomes involved, use Brother Spider's statistics from encounter 1.

The garden measures 100 feet by 300 feet. Two of the small boats can carry the party and their marines. If the party makes it to the city, they can try to hide among the natives (a difficult task at best).

3. A Friendly Face

Out of nowhere a small, weasel-like man named Kryptepes offers to hide them. He leads the PCs to a "safe house" and

tells them to wait. The party has 1d6 + 1 hours before Kryptepes returns with another platoon of soldiers, having sold the PCs to Aketheti.

4. All-Nighter

In any case, by the time the party reaches the library again, it is night or nearly so. At night, the dark library is empty of librarians. The locked door is trapped with poisoned, scything blades (automatically activated if the lock is picked without first deactivating the trap). Each of the four blades does 1d8 points of damage, plus affected characters must make a saving throw vs. Poison at -2 or die. Aketheti's talisman works if touched to the web symbol on the lock (but does not deactivate the trap).

The library's only occupants at night are the spider-creature, Aketheti, in her attic lair, and her children (and their victims) in the cellar. If the party searches through the library's main floor, they find only treatises on the arts and sciences. One in ten documents crumbles to dust in the hands of the reader. A catalog for all the information in the library resides in the copy room, but it is coded in a manner that only the librarians can read (*read languages* will not help).

What the party seeks is on the second floor, up the wooden stairs. The second floor is identical to the first in both layout and size (20 foot squares). A secret door in the ceiling of chamber A on the second level leads to Aketheti's posh lair (where she waits in ambush).

The halls of the second level are filled with towering stacks of ancient parchment, the dry ancient remnants of a millennia of recopying the history of the world. Should *any* type of fire be applied to this material, the spontaneous explosive combustion (one round after the fire is applied) throughout the halls does 10d6 of fire damage to all on the second floor, and has a 60% chance of causing the material on the first floor to burn (destroying the library forever).

The information in chamber Q is the "forbidden knowledge" of the mystic Thothians. Essentially, it contains their

true history and includes much of the history of surrounding nations. Luckily for the characters, this information is catalogued in a readable manner. It takes twelve hours of research to locate this information (reduced by 1/2 hour for each PC involved actively in the research). At the end of their research, hand them *Players' Aid 3: The Library Clues*, and tell them they have also found something like a weapon handle, covered in worn gold inlay and with screw threads on one end.

Ask one of the players to read the clues out loud. When he or she reads the last clue, Aketheti is enraged that she has been discovered: the party is under attack from above and below.

Aketheti, in her werespider form, drops the secret panel in the ceiling, and casts her *web* spell. Roll for a surprise attack against the party. From the copy room below, four squads of giant crab spiders (Aketheti's children) burst into the upper room and attack all they see (using Squad Combat Rules). They are led by an even larger crab spider (Brother Spider, the mystic, in spider form). Treat all squads as being led by a 12 HD leader.

Aketheti is a magic-using, vampiric spider creature who dwells in the library at night. Her normal form is that of a giant night-black planar spider, immune to non-magical weapons (see her description in Appendix I).

If Aketheti loses 50% of her hit points, she casts her reserved *fire ball* spell into the library below, then *dimension doors* herself to the outside surface of the pyramid. The fireball ignites the debris as described.

The basement (identical to the other floors) contains the paralyzed forms of any hostage NPCs (including Finnister McAlister), wrapped in web with egg sacs bound to their chests. The noise of combat brings them around and they cry for help. If not rescued, they must make a saving throw vs. Dragon Breath to survive the fire destroying the library.

The attic is a luxurious apartment with a door leading down narrow stairs to a tunnel that connects with Edairo's

sewers, which flow to the river. There are begemmed golden statues and jewelry here worth 80,000 gp. A map hangs on one wall, showing the Valley of Kings with a large spider painted above the Temple of the Dawn (the approximate location of the lost city of Aran).

5. Odd Advice

The fire in the library attracts the attention of Edairo's jaded populace. It is fine entertainment and will entertain the masses for hours.

Assuming that the party survives the library ordeal, they meet an emaciated street drunk as they round a corner. He collides with them, shattering his ceramic flask of drug-laced liquor.

The besotted old man shrieks at you, spewing rotten breath and spittle in your faces. Suddenly, his dissipated face becomes tranquil and he speaks in clear tones, "The spider waits to trap you in her web. At the docks, seek not a star, but follow the sun: his handmaiden shall be your guide." The peaceful look passes, and he begins to rant again.

The old man then pretends to realize that he is talking to foreigners and stumbles on, grumbling beneath his stinking breath.

If the party was unable to research the library, he drops a bound leather satchel as he leaves. The satchel contains a sheaf of crumbling parchments and papyrus papers, pages removed (cleanly cut, not torn) from books, scrolls and treatises. This is the information found in *Players' Aid 3: The Library Clues*. An added bonus is an ornate, golden mace handle with screw threads where the head should be.

6. The Spider's Grasp

Beginning at sunrise, and every half hour thereafter, the party has a 45% chance of encountering a platoon of soldiers. See encounter 1 (The Fallen Star) in the next chapter.

PART I: THE QUEST FOR PEACE

C. The Valley of Kings

Encounter Setting

The events in this scene begin when the party reaches the waterfront, and if followed will take the party upriver on the Aurora River into the Valley of Kings. The course of events should link the party up with Ejiptus Kenaton Ka, a renegade cleric, take the party to his home village on the Aurora River, provide more clues about the Temple of the Dawn, and supply a magic item that is useful against the forces of Night.

If the party has entered the library and gotten their clues and possibly slain a number of the library mystics/giant spiders, injured Queen Aketheti, or even destroyed the library, the PCs will most likely be "wanted criminals": the targets of an extensive dragnet search. The party's boat has been captured by the Thothians and all exits from the city are guarded by platoons of soldiers (five squads led by 4th-level fighters under the command of a 7th-level lieutenant). Two platoons patrol the road north to Trikelios.

The events occur in the order given in the encounter key.

Table 2. Random Encounters

Begin rolling for Random Encounters on the second day after the party leaves Edairo, continuing until they reach the Temple of the Dawn. For every half day the party spends traveling on or near the river, roll 1d20 and consult the chart below.

d20	Result
1-10	No encounter
11-13	Crocodiles
14	Giant Crocodile
15	Spider Carcass
16-17	Hunakoi Hunters
18-19	Plundered Tomb
20	Rathanos Temple

Crocodiles. Normal, large crocodiles, basking in the sun; they attack only if characters enter the water near them.

Giant Crocodile. Swimming silently

beneath the boat, this monster rises suddenly, overturning it on a d10 roll of 1-2, in which case all are thrown into the water. If the boat stays upright, each character must make a saving throw vs. Paralysis or be thrown overboard. The croc tries to eat characters in the water before attacking the boat again. Embedded between its eyes is a black talisman from the Miraculous Maze, the entrance to the Isle of Night. Touching it gives the sensation of hearing the clatter of pans.

Spider Carcass. A partially decayed giant spider carcass (an aranean) floats past on the river. An ominous, square web pattern (the same as the Thothian mystics' symbol) is carved into the chitin on its upper abdomen. If inspected, the spider has an unusual lump at the back of its head (its braincase) and manipulative digits on its forelegs.

Hunakoi Hunters. If the PCs accompany Ejiptus, the hunakoi (red-skinned stone giants) are friendly and wave from the shore. If the party is alone, 2d4 hunakoi stone giants hurl stones from 300 feet as warning shots, believing the PCs to be Thothians and allies of the evil in the Temple of the Dawn. The distance and jungle cover penalize the attack chance by -5. Stones that hit also do hull damage to the boat. If attacked back, the hunakoi flee. If pursued, they make echoing bellows that soon bring 4d4 + 4 more giants (including a 6th-level wicca) along with 2d6 cave bears. Each giant wears 2 d4 × 100 gp worth of primitive precious jewelry.

The giant spell caster will come forward in an open gesture of peace. If rebuffed, they attack. If the PCs accept the truce, the giants are no longer hostile and quickly realize that the party are the foes of the "Dark One" (Ramenhotep X), the creature that defiles the Temple of the Dawn with its presence. The wicca offers her giant troupe as companions until they reach the Temple (the DM may wish to keep these fellows waiting outside the temple until after the party leaves it, allowing them to be future allies).

Wicca Spells:

Level 1: *Detect magic, protection from evil*

Level 2: *Detect invisible, invisibility*

Level 3: *Lightning bolt (× 2)*

Plundered Tomb. The party sees an open crypt about 100 feet up the canyon wall. Only a thief can climb to the tomb unaided. Inside, narrow steps lead downward to a single, austere crypt. Thothian hieroglyphics on the walls show a man in mystic's robes, with a king's "holy" aura, casting down the sun.

This is the tomb of Ramenhotep X, the legendary founder of mysticism in Thothia. The sarcophagus appears to be sealed, but if searched, small air holes can be found in the lid. If opened, it is filled with dirt. Ramenhotep X is a vampire. He will not be found here.

Rathanos Shrine: Rathanos was the ancient Thothian sun god. A thick plume of white vapor rises in the distance. As the party approaches, they see a circle of 60-foot-tall monolithic pillars thrusting up from the swirling waters near the river's bank, supporting a 30-foot-wide hemispherical dome and shrouded in steam. The water beneath the dome is brightly lit by concentrated sunlight and boils rapidly.

At the apex of the dome is a *sunstone*, a cloudy, pink quartz sphere with a clear, polished, lens-like protrusion. The *sunstone* magically stores light and then releases it later as an intensely hot ray through the lens, doing 4d10 points of heat/light damage to any creature caught within its 60-foot radius of effect (similar to a cone of dragon's breath). Once the *sunstone* is cut off from light, it stops emitting light. However, if exposed thereafter to any light source, it releases all its destructive force in a single blast, then begins storing light anew. A discharged *sunstone* needs a full day of sunlight to recharge.

The temple dome is shaky. There is a 1-4 chance on a d6 roll that the temple roof will collapse the first time weight is placed on it and a 1-2 chance on a d6 for each successive round. Removing the *sunstone* takes 1-3 rounds.

Encounter Key**1. Fallen Star**

At whatever time the party reaches the docks, they will find the *Star* surrounded by Thothian troops.

When you reach the docks, the ship is under the guard of hundreds of soldiers. An enclosed royal carriage is visible near the ship and you are certain that the rigging is sagging under the weight of some very large *invisible* creatures.

If the party wants a fight, the 500 1st-level soldiers are organized into 50 squads (although they fight at a -2 penalty). The marines and sailors on board the *Star* have already surrendered. Two *invisible* nightwalkers stand in the rigging: if the party attacks the soldiers or the carriage, the creatures will approach within spell-casting range. The carriage contains Aketheti in a half spider/half human form. If the party is indecisive here, a platoon of five additional squads marches toward the *Star* on a course that will intercept the party's current location.

If the party should regain the *Star* and try to take it up or down the river, it will run aground within 1d10 miles.

If the party looks for another way upriver, they see river boats in another part of the harbor, out of view from the *Star* and its guard.

2. Sitting by a Dock in the Bay

The normally bustling waterfront crowds melt away around you as you approach the docks, shunning even eye contact. A number of reed river boats are tied up at the piers, mostly unattended — as everyone's attention is focused on the soldiers surrounding *your* ship. Several boats are in good condition, but the only one that is attended is an ancient reed barge and its equally ancient boatman.

If Finnister McAlister was not rescued

by the party, there is additional commotion near the docks as the ancient boatman (Ejiiptus, of course) fishes his web-wrapped corpse from the river.

If the players use the prerolled PCs, they can use Ethendril's magical golden boat to travel upriver.

If the party tries to "borrow" a river boat, they have to deal with its angry boatman, sleeping unseen in the back. The ruckus raised by stealing the boat attracts the soldiers.

The party's best bet is attempt to deal with the old man and his ancient boat. Ejiiptus Kenaton Ka tries to drive a hard bargain for passage, while attempting to gain as much information as possible about the PCs' mission. When a bargain is finally struck, the old man laughs and says the trip is on him (he just likes to haggle for the fun of it), and he welcomes the party aboard his boat, the *Sun's Handmaiden*. However, the delay allows the soldiers to find the party.

River boats have sails and oars. Ejiiptus's oarsman (his friend and primary ballast load), Feldspar Pebblecrafter, a stone giant, arrives just ahead of the soldiers.

The *Sun's Handmaiden* (or the stolen river boat) is 30 feet long and constructed of tightly bound reeds and rushes. It moves 36 miles per day (60 feet per round), has 20 hull points, AC 9, and can carry 40,000 cn.

NPC Capsule**Ejiiptus Kenaton Ka**

Chaotic 20th-level Cleric
S 14, D 12, I 14, C 10, W 16, Ch 9
AC -3 hp 53 Basic THAC0: 11

Armor: *Chain mail* +3 of *electricity*, *shield* +2, *ring of protection* +2

Equipment:

Mace +2, +4 vs. other-planar creatures; *sword* +2, +4 vs. bugs (I 9, Empathy, detect magic, teleportation, see invisible) (Ejiiptus cannot use the sword and has kept it for the day when someone who would need it came along), *rod of health*, scroll of *seeing*, scroll of *equipment* (torches, stakes and mallet,

oil, garlic, 50 feet of rope, and tinder box)

Spells: 7/6/5/4/4/4/3

Ejiiptus is a cleric of Rathanos, a lesser immortal of the Magian Fireworshiper pantheon. The old cleric dwells upriver, living with his faithful hunakoi (stone giants). Although chaotic, he is not evil, but is a rebel against the jaded mysticism that has drawn his once dynamic and creative people away from the Sphere of Energy.

NPC Capsule**Feldspar Pebblecrafter**

Neutral stone giant

AC 1 HD 9 hp 50 Basic THAC0: 11
Damage: 3d6 + 2

Armor: *Ring of protection* +3

Equipment: *Giant sword* +2

Normally silent, Feldspar speaks the Thothian and phanton languages fluently. The giant is a brave fighter who would give his life in defense of his human friend and ally himself with those who seek to avenge his friend's death.

3. Waves of Warboats

As the party attempts to leave the harbor a platoon of soldiers arrives at the dock, and all five squads rush the boat. Roll a d6. On 1-4, the party has not pushed off from the dock and combat may occur at dockside; otherwise, the fifty soldiers hurl spears (as 1st-level fighters).

A second platoon of soldiers arrives in two reed punts. Sixteen of the soldiers on each boat shoot flame arrows at the party's boat. Each boat has 20 hull points.

4. Crocs and Shining Stones

If the party has not had the *sunstone* Random Encounter before reaching the Dominion of Kenaton (see below), combine the *sunstone* encounter and the giant crocodile encounter here. The croc attacks as the party attempts to gain the *sunstone*.

PART I: THE QUEST FOR PEACE

5. Bump in the Night

A walled village of huge stone huts huddles against the river. Red-hued stone giants work nets in the river while tending to crops and day-to-day tasks.

The Dominion of Kenaton is a fortified villa on the shores of the Aurora river (see DM Map 3: The Valley of Kings). If the party does not accompany Ejiptus and Feldspar or another band of hunakoi, treat the encounter as if it were a meeting with a band of hunakoi hunters (Random Encounter 16-17 above). If the party did not originally travel with Ejiptus, the old cleric appears from his mansion to interrupt this meeting, trying to calm things down. If the party reaches the village without Ejiptus (if he was lost enroute), the hunakoi wicca will take the part of Ejiptus.

Ejiptus and Feldspar will journey no farther than Kenaton. The Temple of the Dawn is three days (about 54 miles) farther up river on foot or a day and a half by boat. Ejiptus invites the party to stay as long as they wish, but cannot spare a river boat.

The village has adequate supplies to support the 60 hunakoi who dwell here and to reprovision the party. Allow the party as much time as they wish to relax, heal, and relearn spells.

On the eve of their departure, Ejiptus throws a banquet for the party. During the feast, the old cleric presents his magical sword to one of the fighters in the group (or to a thief if that character has done something to merit the gift). During the banquet, read the following:

As Ejiptus presents his magical sword, the ground rumbles beneath your feet and the floor splits to reveal the gigantic armored head of an ebony worm. Throughout the room, the odor of rotting food spreads like odious gas, while a hunakoi suddenly *shrinks* to doll-size and another shrieks

in horror at the dagger-wielding spectral form stepping out of the wall. Above you, a huge shadowy bat-like form hovers over a clot of fleeing giants.

At the time of the attack, besides the PC party and Ejiptus, there are 20 adult giants in the room, including a 6th-level wicca (see Valley of Kings Random Encounter 16 for her spells).

The hall is roughly 50 feet by 80 feet long, and 60 feet high. A 50-foot-long table occupies the center of the room, surrounded by 30 to 40 heavy chairs. Fireplaces at both ends of the room provide light. Four large doors (two at each end) are located opposite each other at the room's ends.

The party crashers are a nightwing, a nightcrawler, and the nightcrawler's summoned shade phantom. The nightwing initially attempts to create as many giant bats as possible, commanding them to attack both the PCs and Ejiptus and his giants. The phantom shade first attacks 1d4 giants, then attacks the PCs. The nightcrawler attacks in the room for two rounds, then burrows again to undermine the building.

It surfaces every three rounds, doing 2d10 points of structural damage to the building each time. The building starts with 180 structural points. Each time the 'crawler surfaces, the building must make a d% roll of less than or equal to its current structural points. If it fails the roll, the building collapses, doing 8d8 points of damage to all within it.

During the battle, Ejiptus disappears. If the nightshades take more than 50% damage, or if the dining hall collapses, they retreat into the nightcrawler tunnel, returning to the Lake of Avernus (see encounter 6 of Night Strike in Journey into Night).

In the wake of the battle, huge tunnels pierce the ruins, extending downward into the valley floor. A dozen one-foot-tall hunakoi, victims of the 'crawler's *shrink* effect, cower beneath broken tim-

bers. Eight giant black bats (victims of *polymorph* attacks) lurk in the ruins, attacking shrunken giants.

Along with Ejiptus, the village's wicca is missing. The hunakoi plead to be restored to normal. If necessary, the DM should remind the players that the bats are innocent victims, not responsible for their current status.

The giants have 30,000 gp worth of primitive jewelry, 30,000 gp of gold nuggets, a *scroll of creation*, a *scroll of truth*, and three *scrolls of protection from undead*, a *staff of dispelling* (20 charges), a *rope of climbing*, an *arrow of dispelling*, and three *potions of bug repellent*, all hidden outside the village. They will trade one item for every two giants restored to normal.

If the party stays more than two nights (including the night of the attack), the nightwing attacks again on the third night along with a phantom shade. The nightwing fights until 50% wounded and then flees ethereally, returning to the Lake of Avernus.

If the giant's wicca is reverted from bat form to normal, she tells tales of the "Dark One," who dwells in the Temple of the Dawn, and of the god of a race of intelligent spiders, who prevents peace from coming to the world. If questioned further about this, she speaks the name *Rakni Primo* in a hushed whisper and looks about nervously.

Even after all the bats are restored to normal, Ejiptus is not found — he has been swallowed by the nightcrawler.

If the PCs follow the tunnels, they lead to the Lake of Avernus.

If Feldspar survives the battle, he vows to find Ejiptus again and asks to join the party.

The *Sun's Handmaiden* is available for the journey upriver. Random encounters continue until the PCs reach the temple.

D. The Temple of the Dawn

Encounter Setting

This section is played after the party has traveled up the Aurora river following the destruction at the village of Kenaton. The encounters in and around the temple occur at the marked areas on DM Map 4: The Temple of the Dawn. The map combines an aerial view of the temple area with a cutaway view of the chambers beneath the pyramids and courtyards of the temple.

The temple is an ancient structure built by the early Thothians. It is now home to Ramenhotep X, the undead mystic.

The temple grounds appear deserted. No random encounters occur here.

When the party is within two miles of the temple read the following:

Ahead of you, a great wall spans the canyon, linking the north and south cliff faces with a low bastion of stone, damming the river behind it. Below the dam, another river, the Spider, joins the Aurora river. Where the Aurora exits the wall through a majestic facade of towering pillars, you see mighty waterfalls. Behind the falls, the temple's three pink pyramids form a regular range of triangular mountains.

The temple has withstood the ravages of the cons. Its 100-foot-tall pillars still support the flat roof above the temple's sluice and waterfall. The water from the reservoir falls another 100 feet to the river bed.

Encounter Key

Area 1. The Answer of the Sphinx

The entrance to the Temple of the Dawn was once guarded by gargantuan living sphinxes. Ages of inaction have turned them to stone. The female succumbed to full petrification long ago; the male finds his end today. Read this as the party comes within 100 feet of this area.

A pair of gargantuan statues crouch beside the titanically broad stairs that flank the spillway from the reservoir. Although they are obviously sphinxes, it takes some looking to recognize the south one as male. Even more scrutiny is needed to see that the crumbling northern statue once represented a female sphinx.

Suddenly, the southern statue opens its eyes, and lumbers agonizingly to its feet, shedding avalanches of crumbling stone and debris, including much of its mane, wings and hind quarters.

"So you are the players at saving worlds," it whispers in a distant hollow voice. *"I must apologize, for I have no riddle for you, only an answer. Find the right question and you shall have the answer's meaning and more. Use it well, for it is my last. The answer is 'An emperor and an empress.'"*

The sphinx sighs, and the mighty stone form collapses into rubble.

The answer is to the riddle asked by the female sphinx in Ramenhotep's challenge, The Ridicule of the Sphinx.

Area 2. Crumbling Guardian

The remnants of a crouching statue guard the northern stair. As you approach, it shakes and vibrates, but does not move.

From here, play out encounter 1, if its events have not already occurred.

Area 3. Mechanical Marvel

A bronze giant with a pair of massive saw-toothed swords blocks the passage through the pillars. He ignores you, his attention focused on a glittering bauble atop the largest pyramid of the temple.

The bronze giant is a mek (there is only one mek, located either at the north or the south passageway). It ignores the

party until they either attack it or until they attempt to pass by it, at which point it attacks, seeking to destroy the intruders. If the party attempts to fly past the mek or climb over the dam's roof, the mek changes shape and becomes a winged gargoyle-like creature, still wielding the two swords. The mek will pursue the party in flying form until the party reaches area 7.

Area 4. Bridge Out

The bridge from the dam to the temple island has collapsed, leaving a 175-foot gap over turbulent water. The north bridge appears to be spanned by glistening ropes.

The glistening ropes on the north bridge are a network of spider webs strung between the bridge, the dam and the walls of the temple. They are sturdy enough to support a man, but require a Dexterity ability check to traverse safely without special equipment. Fail the check, and the character plummets 30 feet into the raging water, to be swept over the falls the next round. Any character (or monster) who goes over the falls takes 10d6 points of damage, plus must make a saving throw vs. Wands or drown.

Area 5. Sinking Sands

The sands surrounding the great pyramid are a deadly trap. If a character steps directly onto them, he or she will rapidly sink (2 feet immediately and then 1 foot per round) until completely covered by the sands. Once covered, the character must make a Constitution ability check each round of play for up to a number of rounds equal to Constitution divided by 3. Death by suffocation occurs when the character fails an ability check or when the maximum time limit is up.

Placing down boards, wearing snow shoes, or even laying heavy blankets on the sand will prevent the sinking effect.

PART I: THE QUEST FOR PEACE

Area 6. The Pyramids

The three pyramids that form the Temple of the Dawn are sheathed in still-polished pink marble. The greatest of the three is 400 feet square and 500 feet tall. Each of the matched pair of lesser pyramids is 200 feet on a side and about 90 feet tall. It is impossible for any but a thief to climb the outside of the large pyramid.

The apex (top) of the largest pyramid is a miniature pyramid made of transparent crystal, 6 inches on a side at its base. Encased in the crystal is an eyeball. Regardless of which way the miniature pyramid is held, the eye always faces the holder. The crystal pyramid can be used by any class of character and has the following five powers that are activated by the command word that glows when the wielder stares at one face of the crystal. In all cases the user must look into the crystal facet to use the power.

Side one: *Truesight* (as a cleric of the same level).

Side two: *Locate object*. User must look at the crystal and will see and sense the location of the object.

Side three: *Infra-vision*.

Side four: *Wizard eye*.

Side five (bottom): *Contact outer plane* (as a magic-user of the same level).

Area 7. Doorways into Darkness

Doors are located at the bases of the two lesser pyramids. Massive blocks of stone seal the entrances. To force open the door, the party must roll a d% less than or equal to the combined Strength of all characters attempting to force the door. If the result is 95 or higher, the attempt fails and all characters in the attempt take 1d10 damage from a botched try.

A *knock* spell will not open the doors.

Area 8. Sunken Suite

The stair ends in dark, scummy water. Whatever is below here must surely be submerged, too, yet shimmering faintly in the depths, you see an eerie glow.

The water begins 75 feet in from the door at area 7 and fills both area 8 and the ascending stair to the north for another 25 feet. This chamber is 50 feet by 50 feet by 20 feet. Both doors enter at floor level.

If the PCs descend to the room below (either by holding their breath or with water breathing magics), they see:

The sunken stair ends in a submerged chamber, lit by a dim but warm glow from the center of the room. Tall aquatic grass undulates slightly, disturbed by your swimming motions. On the opposite wall, you can see another opening with a stair leading upward.

The glow seen by the PCs comes from the center of the room's floor, emanating from a clear yellow gemstone (*continual light*). When viewed from within 20 feet, the PCs can see the sixty 1,000 gp red, orange and yellow gemstones set in a sunburst pattern around the stone. It takes 1d4 rounds to pry a gem loose with a dagger or similar implement.

The room's floor is covered in a dense patch of aquatic grab grass (a total of 100 HD). The grass only attacks living creatures, which is important because the clutching clumps also hide seven aquatic mummies who attack as the characters attempt to cross the room.

Both stairs out of the room lead up.

Area 9. Waiting Worries

The stair from area 7 descends to this 50-foot-square, cubical room, about 40 feet from the floor. If the party enters from area 7 read the following:

The stair ends abruptly; the last step may be 50 feet below. This cubical chamber is floored with smallish mushrooms. Although this door sits high above the floor, the door opposite is at ground level.

If the party ascends the stairs from area 10, read the following:

This cubical chamber is filled with smallish mushrooms. Although you've entered at floor level, the opposite door is about 40 feet above you.

The damp dirt floor of the room is covered with small mushrooms of various sizes and kinds. A cluster of eight of the largest mushrooms is actually a gang of *massmorphed* bone golems. When any character descends to the floor, a *contingency* spell casts *growth of plants* on the mushrooms, which grow into an impassable fungus forest.

The golems immediately begin to carve their own path through the mushrooms toward the intruders, and attack any who descend to the floor. Each bone golem weapon is poisoned. Each time a golem scores a hit, the affected character must make a saving throw vs. Poison (at -4) or suffer the loss of 1d4 levels of experience until a *neutralize poison* is cast upon him or her. The poison causes the character's breathing to become constricted and purple mottling appears on the face. The effects of subsequent hits are cumulative. If a character is reduced to zero levels, that character dies.

To reach the opposite door, the party might try to carve their way through the mushrooms (advancing 10 feet per turn if using swords or axes), blast the fungus into ash, walk on top of the mushroom caps, fly over them, or climb the walls above them.

For each five rounds of hacking mushrooms, roll a d20. On a result of 8 or less, the trailblazers carve into a yellow mold/mushroom symbiote and release a deadly cloud of poison spores into a 10 foot by 10 foot by 10 foot area. Anyone caught within the cloud will take 1d6 points of damage and must make a saving throw vs. Death Ray or choke to death within six rounds. On a d20 result of 4 or less (while trail-blazing through the mushrooms), the gang of golems steps out of the spore cloud and attacks.

Blasting the mushrooms with *fire balls* or *lightning bolts* destroys all the fungus

within the area of effect of the spell, but fills the entire chamber with yellow mold spores.

Walking or landing upon the fungus immediately releases a yellow mold spore cloud at the area of impact.

The mushrooms are edible. A side effect of eating them (or breathing their spores) is that the character can breathe water as if subjected to a *water breathing* spell (cast by a 10th-level magic-user).

The southern door opening is a stair leading upwards again to area 10.

Area 10. Peaceful Peril

This area also is represented by DM Map 2: Ramenhotep's Challenge Arena. The scale of the map is one square to 10 feet. From area 8, the party enters at location P. From area 9, the party enters at location L. From location N, the party descends stairs to area 12.

The entrances to and exits from the maze are not visible (including the door just entered), unless the party first enters location A at the maze's center. The ceiling here is 50 feet high. Read the following when PCs enter the chamber at location A for the first time:

Hanging from the ceiling, about 30 feet above the floor, is a dove-shaped, alabaster amulet. Just looking at it makes you feel calm, relaxed, peaceful.

The periapt is phony — a permanent *phantasmal force* on a cheap plaster carving, detectable when touched. The feeling of peace is false, too.

Touching the false periapt sets off a trap. One-foot-thick slabs of stone drop to block all exits from location A, and water rapidly fills the chamber at the rate of 5 feet of water depth per round (air is forced out through narrow vents in the ceiling that lead upwards to the surface). The doors are completely covered in three rounds. The stone slabs are AC -8, 120 hp.

After 20 turns, the stone slabs rise again and the water rushes out to flood low-lying areas (areas 8, 9, and 11) to

eventually drain away.

The water causes the crude plaster dove to become soft and crumbly, dissolving into damp powder.

Area 11. Descending Stairs

The 20-foot-wide stairs descend to the inner sanctum of the temple. There are 120 steps. Starting with the fifth step from the top, the steps are trapped. When any character steps on *or over* this step (and every alternating step following it), a giant skeletal arm and hand thrusts upwards through the stone step, grabbing at the nearest character as a 7 HD monster. If a hand hits, it does 2d6 points of damage the first round that it hits. Thereafter, it immobilizes the character and does 1d6 points of damage each subsequent round until it is turned or destroyed. The hands are treated as 7 HD monsters and have 16 hit points each; they turn as mummies. There are 57 hands.

Area 12. "Oh What Tangled Webs..."

Regardless of what time the party enters the temple grounds, it is always night (a night 500 years ago) inside the inner chamber. Read the following as the party enters the great sanctum:

The stair ends on a great hall, the temple's inner sanctum. The hall is immense, at least 400 feet long and 200 feet wide. Massive 20-foot-diameter pillars thrust upwards to support nothing; for although this room must be deep beneath the temple, possibly even under the greatest of the three pyramids, there is no roof — only the night sky. In the shadows at the far end of the hall, a man in mystic's garb peers intently at a gaming board before him.

As you enter, he stands, raises his fist, covers it with his other hand and makes a slight, crisp bow.

"Since you have come this far," he says, "I take it that you have not found what you seek. Perhaps I can be of some assistance to you."

The mystic is Ramenhotep X, a king of ancient Thothia, an ancestor of Ramenhotep XXIII (there is a family resemblance), and a vampire. He is perceptive, well-mannered and charming; and makes no attempt to reveal his vampiric nature.

The gaming board is called the Spider's Web (a variation on the ancient game of Mill, sometimes called Nine Men's Morris — see *Players' Aid 2: Spider's Web Game and Pieces*).

With a cryptic smile, Ramenhotep offers to trade information about the location and uses of *Pax's Peaceful Periapt* if the party will play a game with him — providing one piece of information for each of his pieces that the player removes from the board. (He does not reveal the penalty if a player loses a piece, but if asked, answers that the trade will be fair.)

If the party agrees to the game, they must select a challenger who will sit across from Ramenhotep. All party members except the challenger fade into etherealness (no saving throw); only Ramenhotep and the challenger remain (the challenger must make an Intelligence ability check to notice that his or her comrades have vanished).

Those who disappear find themselves paralyzed and individually isolated in the misty grey realm of the Ethereal Plane. Around them, they can sense but not clearly see the hulking, squirming and flapping forms of Alphaks's nightshades: always just inside their peripheral vision but never in plain view. Each remains here during the game until summoned to face a challenge.

And then the game begins.

E. The Spider's Web

Encounter Setting

This section details the game of Spider's Web played by Ramenhotep and his challenger, and the mystical encounters which ensue.

Although the rules of this ancient game are simple, the strategy to win can be complex. Before the game, cut Players' Aid 2 from the gatefold and carefully cut out the 18 playing pieces (nine for each contestant). On a separate piece of paper, write the numbers 1 through 9 and assign the name of one PC or favorite henchman to each number.

Place the pieces face up near the board. Ramenhotep plays with the black pieces and his opponent uses the white pieces. Other game pieces can be used (such as colored pebbles, checkers, etc.), but the DM must number the reverse side of each piece in an identifiable manner. The pieces represent the PCs and Ramenhotep's challenges. The numbers on the backs of the black pieces correspond to specific challenges and clues regarding the quest; the numbers on the white pieces correspond to names on the DM's list of characters.

The objective of the game for each contestant is to place the pieces on the board and then maneuver them in an attempt to capture all but two of his or her opponent's pieces — or to make it impossible for his or her opponent to move any piece that turn.

There are three stages of play: placing the pieces on the board; moving the pieces; and the challenge stage when Ramenhotep removes one of the challenger's pieces.

Placing the pieces: The contestants decide who is to go first by rolling a die — the higher result goes first. Then in turn, each contestant places one of his or her pieces on the board at any point or intersection which does not already contain a piece. The goal is to place three pieces in a straight, unbroken line along one of the lines of the board. This forms a *mill*.

Pounding: When a contestant forms a mill, he or she may *pound* the opponent by removing an enemy piece from the board. A contestant may not remove an opponent's piece that is part of a mill unless no other piece is available. Once removed from the board, that piece cannot be played again for the rest of the game (but see special rules for removing the challenger's pieces).

Contestants alternate turns (nine turns each) until all of their pieces have been placed on the board.

Moving the pieces: Still taking alternate turns, contestants now move their pieces to

attempt to form new mills and further pound their opponent. A *move* is made by moving a piece from its current position to any vacant adjacent position. A legal (and deadly) strategy is to "open" a mill on one turn and then reform it on the next turn by moving the piece back into its former position.

Play continues until one of the contestants is reduced by successive poundings to only two pieces remaining on the board — or is blocked by the opponent's pieces and is unable to make any legal moves.

If a contestant's only remaining pieces form a mill and it is his or her turn to move, he or she must move a piece even if this results in the loss of a piece *and the game* on the opponent's next turn.

Clues and Challenges: Each time the challenger pounds Ramenhotep, the removed piece is turned over and Ramenhotep reveals the clue that corresponds to that piece.

If Ramenhotep pounds his opponent, the DM selects one of the challenger's pieces to remove and sees which PC or NPC is affected. The DM then rolls a d4 to determine which challenge the affected character must overcome. If the challenge has been successfully completed already, reroll.

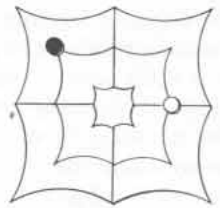
The affected character must overcome the challenge (fight it, get past it, solve it, etc.). If the character fails, the end result is only that the character loses two experience levels to the vampire's energy drain (even if he or she appears to have been trapped or killed) and the affected character remains paralyzed in the ethereal void until the end of the Spider's Web game. The pounded piece is removed from the game.

If the pounded character overcomes the challenge, his or her corresponding piece is returned to the board in its original position. However, the challenger may not move this piece or use it to form a mill *until* he or she has pounded one of Ramenhotep's pieces. The character returns to the misty void until summoned again or until the end of the Spider's Web game.

Regardless of whether a character wins or loses the challenge, he or she loses some item that is easily identified with that character (a shield, a special hat, a unique magical item). The lost item reappears later at an inopportune moment.

d4	Ramenhotep's Challenge
1	The Spatial Spiders
2	The Miraculous Maze
3	The Ridicule of the Sphinx
4	The Phanaton Forest

Figure 1



Placing

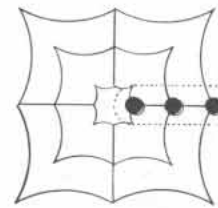
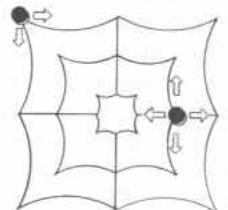


Figure 2

Mill

Figure 3



Moving

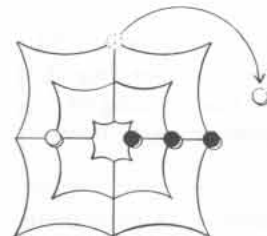


Figure 4

Pounding

Ramenhotep's Clues

Read these as Ramenhotep reveals them to the party. Repeat them once or twice, but do not allow the players to copy them word for word from the book.

Clue 1. "Spider, Spider of the Night,
Spider-folk's god,
Tree-swinger's plight;
But shadow in darkness can't bear the light.
Do a good deed and aid those in need.
Fight not with one, Fight not with two,

Only the battle of many will do.”

Clue 2. “Below the Dawn, their flows a spider, feeder of Aurora. Follow the spider, climb the walls to its lair. Fur friends fight foes.”

Clue 3. “On the Lake of Avernus,
'Neath the stark windy moors;
Peace is the key to the strangest of doors.”

Night touches day,
Day touches night;
Follow toward darkness
When you say the word 'bright.'“

Clue 4. “Shafts eight lead to cavern great.
Start from the north and round you go,
But only in darkness with no moon's glow.
Count seven times seven the true path to see,
Night Spider waits in the shadows for thee.”

Clue 5. “And yea, in the darkness its six eyes shall glow with immortal fires of doom and it shall plead with thee, saying 'Speak not mine true name.' ”

Clue 6. “Time is not a constant thing.
Like rivers, in some places it flows faster. By passing through the outer worlds, it is possible for a man to spend but a moment and find a lifetime has passed in his absence or to live a dozen years and yet return to find but an instant has passed.”

Clue 7. “Across the vast astral void,
A veil of tears, a world of Thorn,
Welcomes those who seek to end,
The evil of they who tear and rend
Us with their dire talons of night.”

Clue 8. “In the realm of Death, through Chasm deep, the wailing wind wards well the Tower of Night. To enter the realms of Death, ye must become as one dead.”

Clue 9. “When first I studied the mystical way, my mentor challenged me daily with this game, saying 'Like game, like life. Master the Web and you master the Maker.' ”

The Challenges

The challenges are a part of Ramenhotep's game (a game within a game within a game). What happens in a challenge is not real, but only a mystical allegory relating to the party's quest, serving to amuse Ramenhotep.

The challenges all take place in an “arena” area similar in design to the Spider's Web board (DM Map 2: Ramenhotep's Challenge

Arena). The map scale (size of each square) and the set dressing and props for each challenge are different. The letters on the maze represent possible starting positions for the affected character, the challenge creatures (if any), and potential exits.

All props may be taken from the maze for use in the “real” world.

You may wish to play these challenges by isolating the player of the affected character from the rest of the party; or let all players participate in the challenge, coaching the player of the selected character.

Beginning a Challenge

Each time that a character is selected to enter into a challenge, the world goes dark briefly and he or she is at the starting point of the maze. Except for a tunic, the character has no clothing, footwear, or armor (AC 10 —all Dexterity bonuses apply). For spell casters, only spells of fourth level or less are remembered. The character *does* retain his or her primary weapon. Saving throws are made as if the character were only half his or her current level.

1. The Spatial Spiders

The character here is participating in a continuation of the Spider's Web game. His multiple positions on the web represent the positions of the white playing pieces. The spiders represent the black pieces. The contest teaches the player how to defeat the Night Spider in her web.

You find yourself on a great spider web. A dark, indistinct, but spidery shadow crouches at the center of this oddly familiar web. Strangely enough, you seem to be seeing the web from a number of different vantage points — almost as if you were in several places at the same time. In fact, looking around, you can see *yourself* standing in several places on the web!

At other points on the web, you see huge greenish spiders. All seem frozen, unaware of your multiple “selves” here. Suddenly, six pairs of glowing eyes spark into being within the dark shadow. It's your move, and you feel that to get out this mess, you must somehow eliminate the spiders.

Objective: Remove all but two of the araneans from the web or eliminate the Night Spider at the web's center by moving the character's “pieces” to form mills.

Setting: The challenge takes place on a

duplicate of the Spider's Web board as it is currently being played by Ramenhotep and the challenger. The DM should quickly sketch the current status of the board on a separate piece of paper, then use dice, coins, or figures to represent the playing pieces.

Props: A Spider's Web board game.

Players: The character represents all the challenger's pieces on the game board. The aranean spiders represent other playing pieces in the game. The dark shadow at the center of the web is the Night Spider.

Playing the Challenge: Do not reveal that the player is actually continuing the Spider's Web game. Neither should the DM show the player the diagram of the web, but merely describe relative positions.

The character may move any of his or her “selves” to an adjacent web intersection. If the character moves into a position that creates a mill, indicate that he or she has destroyed a spider and to select one to be removed. (The term “spider” refers to *both* the araneans and the Night Spider, but the player must figure that out.)

As DM, you play the spider pieces. They move exactly like their normal Spider's Web game counterparts. If you make a mill, remove one of the character's “selves.”

If the character eliminates all but two of the araneans or indicates that he or she wishes to remove the Night Spider, the challenge ends in success.

If the DM removes all but two of the character's “selves” (pieces), then the character has failed the challenge.

2. The Miraculous Maze

This challenge teaches the player how to gain entrance into the Isle of Night.

In a totally white, square chamber with exits on each side, you find a massive square door set into the floor. Inscribed on the door is the Thothian mystics' symbol, and embedded into it are 13 palm-sized, star-shaped talismans. There are three additional star-shaped depressions on the symbol, and a fourth depression is located in the symbol's center.

You feel as though you are walking on grass, but the ground beneath your feet is featureless white marble. In the corner, a cowering shadowy-gray goblin clutches something to its chest.

Objective: Locate the four missing talismans and place them into the depressions in the symbol on the door. This causes the door to open, ending the challenge.

PART I: THE QUEST FOR PEACE

Setting: The miraculous maze is a toned-down version of the puzzle that must be solved to pass beyond the Tower of Night. The puzzle is made of six mazes set at right angles to each other to form the interior walls of a cube. The scale of each square on the cube is 20 feet.

Using a d6 as the example, the opposing walls of the cube are the same color: two black walls (sides 1 and 6), two white walls (2 and 5), and two gray walls (3 and 4).

Each inside wall of the cube contains the maze from Ramenhotep's challenge arena. The maze walls and floors are the color of that maze.

The floors of adjacent mazes form the outer walls of each other's outermost maze corridors. For a character to move from one maze to another, he or she needs only to step onto the outside wall of the adjacent maze.

Each cube wall (maze) corresponds to one of four normal senses: touch, smell, hearing, and taste. Using the d6 as an example again, the color/sense mazes correspond to the sides of a d6 as follows:

1	Black	Hearing	1 giant dusker
2	White	Touch	2 duskers
3	Gray	Touch	3 dusker brutes
4	Gray	Taste	4 dusker brutes
5	White	Smell	5 duskers
6	Black	Touch	6 giant duskers

The talismans in the maze are protected by goblin-like creatures called duskers. In the list above, the number and type of duskers shown in parentheses are the maximum number of duskers that protect (and possess) the talismans or central areas in each maze.

When a character enters one of the 17 letter locations in a maze, he or she experiences the sensation (see DM Aid 9: Location Identifiers for the Miraculous Maze) for that area unless the character has been deprived of the affected sense. An example would be a character who walks into location N on a gray maze and actually tastes crisp bacon.

Props: The star talismans needed are at the following locations: 1G (black; sound of eerie violin music), 2A (white; grassy texture), 3Q (gray; mucousy texture), and 5 L (white; odor of baking bread).

DM Aid 9 in the pull-out section lists the location identifiers for each sense maze. DM Map 10: The Tower of Night/Diagrams for the Miraculous Maze shows the relative positions of the mazes on the cube.

Players: The character begins at area A in the white/touch maze (maze 2). The "goblin" in the corner is a dusker, a magical goblin-like construct with a dangerous gaze

(see Appendix I). For this challenge, the total hit dice of foes encountered by the character should be approximately 50% of the character's own hit dice (but never less than this number). Thus if a 25th-level fighter enters the black/touch maze, he or she will not encounter any more than two 8 HD duskers guarding the talisman or the center area. In Ramenhotep's challenge, there is no reverer to steal the character's senses.

Playing the Challenge: To show the pattern marked on the floor, quickly sketch the Spider's Web game board for the player and fill in an asterisk at every position except A, G, L, and Q. In the version given by Ramenhotep, only four star talismans are needed to solve the puzzle. In the final version at the Tower of Night, seven are needed. When the character enters a maze coordinate, there is a 30% chance that a wandering band of duskers native to that coordinate will be guarding maze position A.

Touching an empty star depression causes the character to sense the feature of the corresponding talisman and see its color. Placing the four remaining talismans in place unlocks the door and it creaks slowly open. When the character passes through, the challenge ends.

Each missing talisman is possessed by the number of duskers listed for the maze in which it is found (except as modified above). The duskers fight to the death to keep their talismans, but if overmatched, they flee into the center area of the maze in search of allies.

It is possible to fight duskers on adjacent mazes; such combats are fought at a penalty of -2 for each side. Note that even if the character is *polymorphed* by the duskers, he or she may still attempt to complete the challenge.

3. The Ridicule of the Sphinx

This challenge shows the character the world of Chasm and foreshadows the kidnapping of the emperor and empress.

You cling tightly to the walls of a dark, narrow chasm while a shrieking wind rips at your clothes and numbs your fingers. You know that you will soon freeze unless you can reach the uncertain shelter of the dark tower you see nearby. Yet as you inch along the icy-cold black rock, a gargantuan female sphinx lands on the ledge between you and the tower. With an evil sneer, she mocks you, saying, "*Mortal simpleton, solve my riddle and live. Fail, as you most certainly shall, and you shall die. My riddle is thus: 'Two on Earth become as one in Night.*"

We live beyond the maze's door where your yesterday is our long ago, for we count your days as ten thousand. Who are we? "

Objective: Answer her riddle. The correct answer was provided by the crumbling sphinx outside the Temple of the Dawn: "An emperor and an empress." ("Thincol and Eriadne" will also do.)

Setting: The encounter takes place in an area similar to the outer plane world of Chasm. The tower that the character sees is the Tower of Night.

Props: None.

Players: The character hangs from the walls of a great black cliff. The foe is the giant female sphinx that once flanked the Aurora River at the Temple of the Dawn.

Playing the Challenge: If the player does not answer the question, the sphinx attacks the character. If the DM reasonably believes the character can defeat a 96 HD sphinx (AC 0; 500 hp; AT 3; Dmg 12d6/12d6/8d8; MV 360'(120)'), then fight the battle. Otherwise, she rapidly turns the character into a grease smear on the cliff face.

If the character correctly answers the riddle, she shrieks "Trickery!" and launches herself at the character only to be intercepted by an equally gargantuan male sphinx (the one from the temple). The two of them lock in roaring combat, tumbling into the depths of the chasm. The character may proceed to the dark tower and enter, ending the challenge.

4. The Phanaton Forest

This challenge is a test of the character's goodness and introduces him or her to the party's future allies, the phanaton.

Thick foliage clusters densely around the path, cutting off the sky and blocking clear vision down the trail. In the distance you can hear plaintive cries of some animal, possibly trapped or hurt. And then the first floating leaf appears in front of you, wafting downwards and glowing violet.

Objective: Save or attempt to save all three injured or trapped phanaton before exiting through the gate.

Setting: The paths of this maze are trails in a dense forest. The map scale is one square to 20 feet. It is not possible to leave the paths, and the obstructing foliage limits vision to 20 feet in any direction. If foliage is cut or destroyed, it magically regrows when the character cannot see it.

Props: Passing through the exit gate at location K or being killed by the odic ends the challenge. At locations I, M and Q are three phanaton: small, furry, intelligent forest people who look like a cross between a monkey and a raccoon. The phanaton are pleading for help in their own tongue (which sounds like animal noises).

The phanaton at location I is wrapped in spider web and is being menaced by three aranea (intelligent giant spiders).

The phanaton at location M is hanging by a noose trap from a high tree branch, barely conscious, with its leg apparently broken. Beneath the phanaton is a pit trap that opens on a d6 roll of 1-5 if a character stands beneath the phanaton. The pit is full of spikes that do 6d6 of damage plus deadly poison, causing pain as if the blood were on fire).

The phanaton at location Q is dying of a painful disease (similar to the diseases caused by nightshades). Touching the phanaton, or attempting to *cure disease* on it, transfers the disease to the character (death results in 2d6 turns). In the dirt, the phanaton draws pictures of a unique, hand-shaped leaf and a stream of water, then points towards location O (the odic). The leaves are on the P side of the odic, the water on the N side. Outside the maze, the leaves can be found in the plateau jungle and may be used to make a potion that cures nightshade-caused diseases.

Players: The character begins at location A, the central clearing. The chief foe is an odic, an evil spirit possessing a tree at location O. The purplish glow of the odic can be seen just before entering its 20-foot energy drain radius (make an ability check against an average of Intelligence and Dexterity to see it in time).

The odic attacks primarily with animated leaves (up to 6) that move 30' per round to

seek out and surround the character. A leaf hits as a 4 HD monster, and if it rolls a hit the character must make a saving throw vs. Spell or be *charmed* and drawn toward the odic. The odic attacks as a 16 HD monster for 1d12 points of damage, striking at anything within its 20-foot glow. Characters within its glow must make a saving throw vs. Spells or lose one experience level to energy drain, as if struck by a wight. *Charmed* characters make the throw at -4.

Playing the Challenge: When the character begins the scenario, he or she can hear the plaintive cries of the afflicted phanaton. The first odic leaf finds the character immediately. The other five leaves will find the character at the rate of one leaf on the first following round and two leaves per round on each successive round. Thereafter, the leaves chase the character at their normal movement rate. New leaves are generated as soon as earlier ones are destroyed.

The character may exit the challenge any time after finding the gate, but the DM should comment that the character can still hear the cries of phanaton left unrescued.

Each time a phanaton is rescued, it tries to nuzzle the character's hand, then disappears into the woods.

If the character rescues all three phanaton before passing through the gate or dying, he or she is successful. A phanaton shaman, dressed in bone, claw, and animal skull ornaments, appears before the character and makes sign language to indicate "friend", then gives the character a bone talisman. Any phanaton who sees the talisman automatically recognizes that the character has been marked as a phanaton-friend.

The character must rescue or attempt to rescue all three phanaton. If the character passes through the gate or dies without doing

this, he or she fails.

Endgame

If the challenger loses the game, Ramenhotep offers a second game — a chance to learn more clues. The second game and successive games play the same as the first.

If the challenger wins the game, Ramenhotep reveals any undisclosed clues. Thereafter, or if the challenger declines the offer to continue, the vampire sighs, then says:

"This has been a most pleasant diversion. Yet, I fear that my less-than-benevolent master does not wish you to actually use the enlightenment you have gained. I am most sorry."

Ramenhotep dissolves into mist and sinks between the cracks in the floor as the challenger's party materializes from the ether, along with a nightwing, a nightwalker, and twelve mummies (who rise out of crypts in areas marked with an M on DM Map 4). The nightwalker focuses its first attacks on any characters with obviously magic weapons. The nightwing attacks clerics and magic users. Both nightshades summon additional undead allies immediately. If reduced to less than 50% of their current hit points, the nightshades retreat to the Ethereal Plane and remain there until the next time the party is in combat, whereupon one will join the melee, attacking with surprise on a d6 roll of 1-4. The mummies do not retreat unless turned.

Note that even a powerful cleric cannot turn undead in multiple directions at once. Each cleric can affect only a 60-degree-wide arc in front of him or her each round.

PART II: AGAINST ARAN

A. Foreign Forest

Encounter Setting

The events in this section take place as the party seeks the location of the Night Spider and her prize, the *Periapt of Peace*. Give the party Players' Aid 5: The Lands Above the Canyon.

The correct path will take the party up the Spider River. The Spider enters the Aurora River below the dam (see DM Maps 3 and 7). The party needs to climb the walls of the canyon and must then locate the Lost City of Aran to find the Night Spider and the *Periapt of Pax*. The encounters occur in the order given (encounter 6 occurs only if the party tries to explore the Lands of the Aranea). Encounters 1-3, 5, and 6 are not tied to particular locations.

The Night Spider is expecting the adventurers, but fears their arrival.

Encounter Key

1. The Cliff Cleft Climb

To continue the quest, the party must reach the forests at the top of the canyon. Following the Spider River upstream, they encounter either Spider Falls on the Spider, or Garsh Falls on the Red Sabre River. Both falls are impassable, the canyon must be scaled to continue. Unless they possess *fly* or *levitate* spells for the entire party or magical items capable of flying the party to the top, the canyon walls must be climbed. The walls are steep and dangerous, but not unclimbable to those with a will for it.

The walls of Spider Canyon near the falls are 600 feet high, but near the entrance to the Valley of Kings, they are a daunting 2,000 feet, but a thief may climb them without equipment.

Non-thief characters who follow a thief's directions for climbing the cliffs, may add their Intelligence score to half the thief's climbing ability as their chance on a d% roll to climb the walls without using climbing tackle.

Characters who use climbing tackle (set in place by a thief) may climb the cliff

as if they were 1 st-level thieves.

If a thief falls, roll 1 d10 × 10 feet to determine the distance fallen. If characters using climbing equipment fall, they fall 2d10 feet (taking a maximum of 1d6 of damage).

If the party searches, they can find trails up the rock face (a result of 1-2 on a d6 means success). Each trail ascends 1 d20 × 10 feet, but does not necessarily connect with another trail (a result of 1-4 on a d6 indicates a connecting trail is found).

About 50 feet short of the cliff top, the rock crumbles away beneath the touch of the lead climber. The climber must immediately make a climbing roll at -30% ability to keep from falling. Read the following only to the lead climber.

The crumbled rock reveals a titanic human skull. As you watch, the skull takes on ghostly flesh, becoming the face of a lovely woman. She whispers to you and then fades into a skull which shivers into dust and shards. "*I speak truth only. Arachne Prime must die for her chaotic crime. The Spider must return to her primal ooze of Night.*"

She then repeats one of Ramenhotep X's clues. Choose one that Ramenhotep did not give, or repeat one of the more important clues about the Night Spider.

The skull is that of a titan who died here ages ago in the service of the Sphere of Thought. Her secrets are heard *only* by the lead climber.

2. The Player in the Woods

If the party totally avoided the Temple of the Dawn, then the first clearing atop the plateau that they enter is extremely dark and contains a man in mystic's robes. He peers intently at a game board in front of him. Ramenhotep X greets the party and suggests that they may not know enough about what they seek to continue. He challenges the party to a game of Spider's Web, trading pieces removed from the game for clues (see section I.E., The Spider's Web).

If the party bests Ramenhotep (the

DM) at Spider's Web, the nightshades (but not the mummies) come at his bidding.

3. The Phanaton Test

When the party reaches the cliff top, their presence is noted by a phanaton shaman. If no character has previously succeeded at Ramenhotep's phanaton forest challenge, the shaman selects one of the PCs at random to undergo the test. He wishes to see if these are Good beings, fit to be phanaton friends.

The selected character suddenly finds himself or herself isolated from the rest of the party, as if a wrong path was taken. Use Ramenhotep's challenge 4 from the Temple of the Dawn.

4. Aranean Ambush

In the clearing ahead, you hear the sounds of battle. You part the thick foliage to see a half dozen furry creatures, no bigger than halflings, fighting desperately against three times their number of giant spiders armed with swords and spears.

If the party does not aid the 10 phanaton, the 30 aranea (three squads with a level 3 leader) will triumph over them, and if any character has the *phanaton-friend talisman*, it then crumbles into powder.

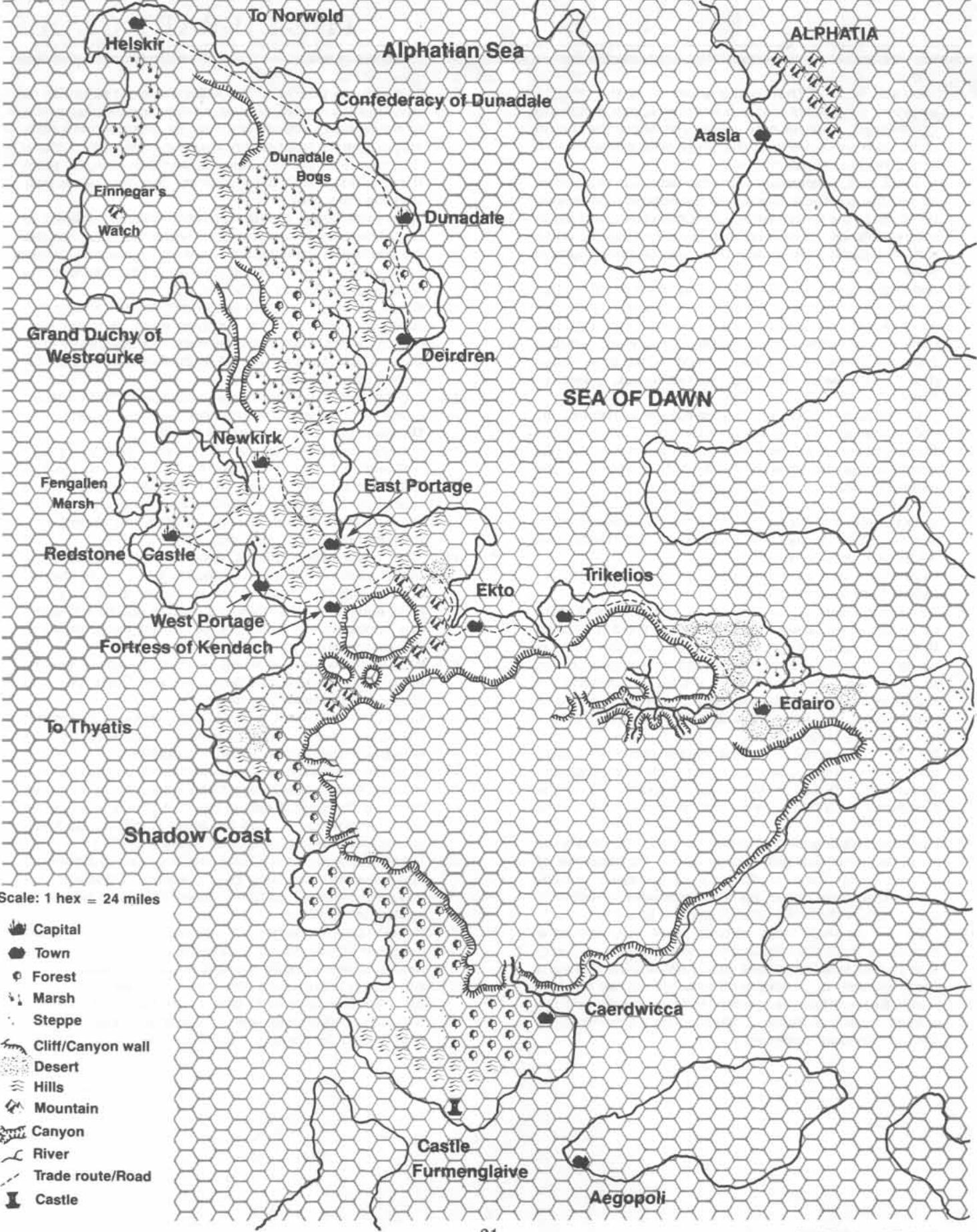
If the party fights the spiders, make a morale check for the aranea and the phanaton on the round the party enters the battle. Those phanaton who remain fight with renewed vigor, attacking with a +3 bonus until the end of the battle.

The phanaton survivors gesture excitedly to have the party follow them, eventually leading the PCs to the nearest phanaton village (hexes marked with a P on DM Map 7.)

A character who possesses the *phanaton-friend talisman* can understand and communicate with them, as can anyone using a *speak with monsters* spell. Otherwise, sign language must be used.

Shellsnapper, the brave, intelligent and talkative leader of the rescued phanaton hunters automatically

Players' Aid #1: Map of the Isle of the Dawn

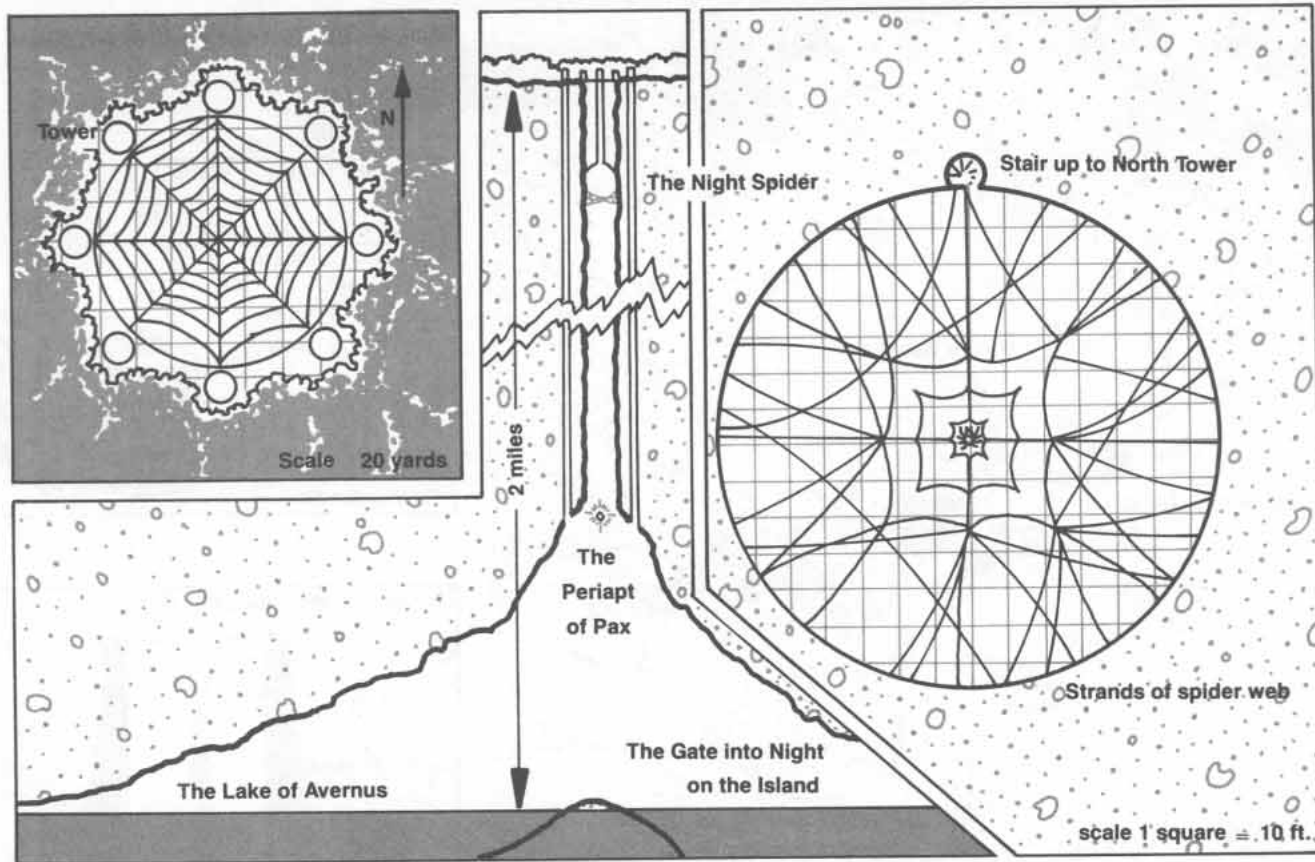


THE LIBRARY CLUES

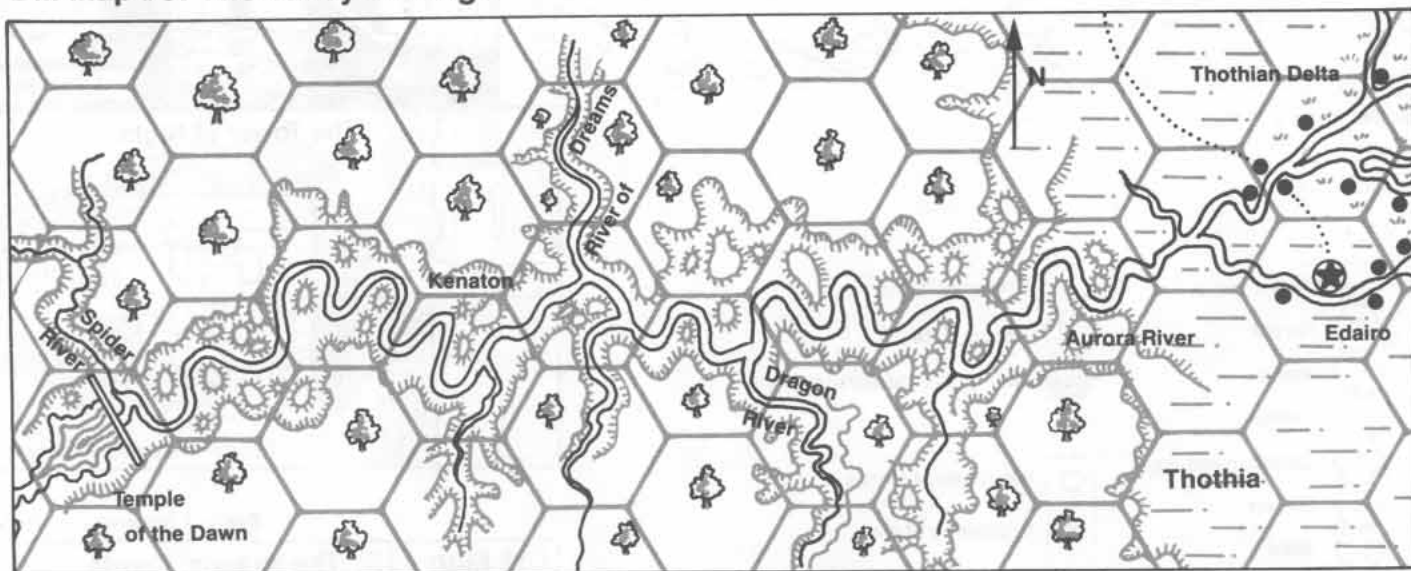
1. Akenatis, hero of Thothia and grandson of the ***** emperor, bore a mighty club, a white dove perched atop a golden shaft. With his holy weapon, he smote the stygian giant again and again until the white dove ran black with gore (Thothian Annals, Vol. II)
2. In those days, Tokoramses V, the far traveller, pharaoh of all Thothia, the dream lands, and the northern provinces, laid claim to the frozen lands surrounding the great bay in the northlands. From even that great distance he could scry the flaming twins and their arc of fire (Thothian Annals, Vol. III)
3. And there came from the ether a mighty host of the lost on great airy winds. These settled in the east calling it Alphatia after their own lost land. Later, other refugees came in a fearsome chariot of fire. These built a smaller dominion in the west, calling it Thyatis after their leader (The People from the Void, by Geshepsut, scribe to Tokoramses V)
4. Each night the shadow of the eldritch spider haunted my dreams while feverish voices tittered its blasphemous name until at last, feeling I would lose my sanity if I did not reply, I awoke screaming its name 'a**ch** *rim*...' (The Journal of Pharaoh Ramenhotep X)
5. After 40 days in the Temple of Dawn, Pharaoh Ramenhotep X returned to open our eyes to the mysteries of Death and we took its symbol, the squared web (The Mystic Canon, Book 1, verse 245)
6. Master the Web and you master the maker (The Mystic Canon, Book 2, verse 276)
7. Meeting in Eclairo for the first time, King Trenzantebum of Thyatis and Emperor Alphas VI placed their seals upon the treaty along with those of the lands we now know as Vestland, Ostland and the Soderfjord Jarldoms; declaring the unsettled wilderness lands of the Isle of Dawn and the coastal lands on the large continent north of the Isle to be neutral lands free from their control for all time (History of the Known Lands, Vol. XX)
8. The Isle of Dawn has long been a nexus for contact with other worlds; first came the spider people to the high jungles and then the folk from the star kingdoms to form the dominions of Alphatia, Thyatis and Thothia (Visitors from the Beyond)
9. Pax's Peaceful Periapt can no longer be thought of as mere myth. Its presence is well documented in the literature of ancient Thothia and most likely its pacifying powers brought about the golden age of Tokoramses XIV, builder of the Temple of the Dawn (Bigelo's Book of Legends)
10. ...We declare these lands neutral, to be free from our mutual or separate interference, intrusion or colonization for all time from this date forward. By placing a broad expanse of neutral land between us, we hope to assure future peace...(a parchment fragment bearing the seals of Thyatis and Alphatia, dated before the crowning of the first Thyatian emperor)
11. Although the treachery of the Thyatians can be traced to king Thyatis's mentor Alphaks, I believe that Alphatia first transgressed the treaty of Eclairo by constructing a trading post for fur trappers on what they called Cape Alpha in the Great Bay (the testimony of Archduke Dugalb, from the trial of Norwold, dated after the crowning of the first Thyatian Emperor)
12. With great pomp, the funeral party travelled upriver to lay Tokoramses XIV to rest deep within his great temple. His successor, Ramenhotep I, saw fit to bury the white dove talisman, symbol of the Tokoramses dynasty, with the dead king (The Annals of Thothia, Vol. V)
13. If only we could have had the legendary dove amulet featured so prominently in Thothian myth. It might have cooled the hot heads that turned the trial of Norwold into the Bog War (The Rise and Fall of the Dunadale Confederacy, by Corum E'liery)
14. Night himself cannot withstand a blow from the Periapt of Peace, yet this is not its intended purpose (Legends of a Thousand Lands, by Whandar of Garth)
15. And I saw a mighty leader rise up from the people of fire, a wolf among wolves. He stepped into a cold land and said to the son of air, "This is mine, for I shall take it." And the son of air shed his winds and stood alone saying "If fire struggles with air in my land, only Death will be the victor (from the prophecies of St. Juilliard)
16. With three sword strokes, General Zendrol became the first Emperor of Thyatis, uniting the kingdoms of Thyatis, Echolea and the Pearl Islands as the blood of their late kings mingled on the floor. The second official act of the new Imperium was to declare all treaties void (History of the Known Lands, Vol. XX)
17. Warrior, beware the white dove. It is better you be unmanned than to suffer the loss of your battle prowess (Primer of Primitive Maxims)
18. Peace follows a most difficult path, through thorn and chasm and on into night to bring the lost back into the light (from the prophecies of St. Juilliard)
19. If we follow this theory to its conclusion, we must believe that all mortal lands have their counterpart in other planes of existence. A mighty island here may be an entire world somewhere beyond the astral void (Popular Theories of Outer Plane Geography, by Issek Khafre)
20. To the best of my knowledge, I have been able to destroy all documents that can show the ownership of Norwold one way or the other ("All Mine," an unauthorized biography of Thincol the Brave)
21. In dark rites, Ramenhotep X wed himself to Aketheti, the daughter of She-Who-Dwells-in-Darkness. This demoness from the lands of Night brought about his eventual doom, but not before he could drive Rathanos, our blessed Sun, from Thothia forever (a parchment fragment, possibly written by Djoser, high priest of the Magian Fire Worshipers during the reign of Ramenhotep X)

DM Map #5: The Lost City

DM Map #6: The Lair of the Night Spider

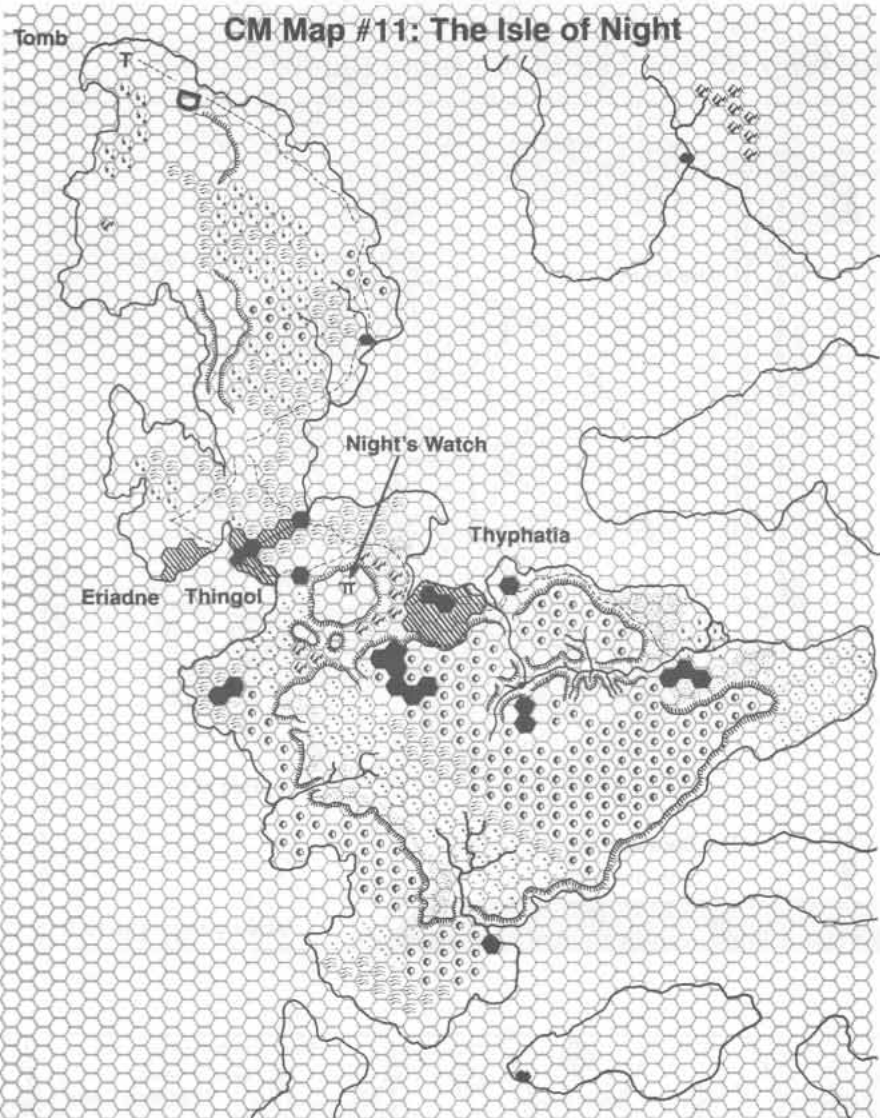


DM Map #3: The Valley of Kings



Key

	Forest		Desert		Capital city		Lake
	Cliffs/Canyon walls		Marsh		Road		River
	Mesa		Village	Scale: 1 hex = 24 miles			

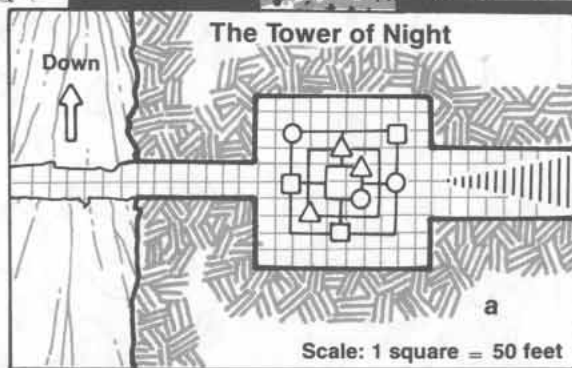
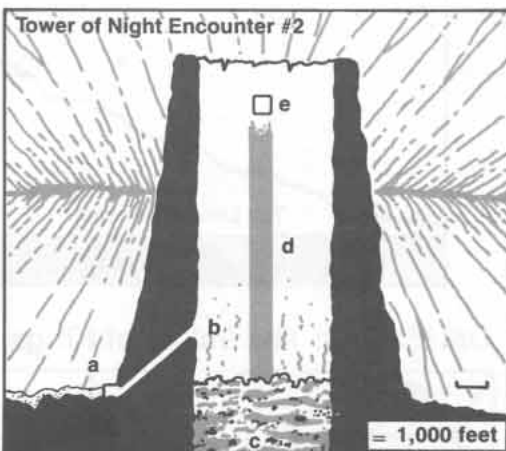
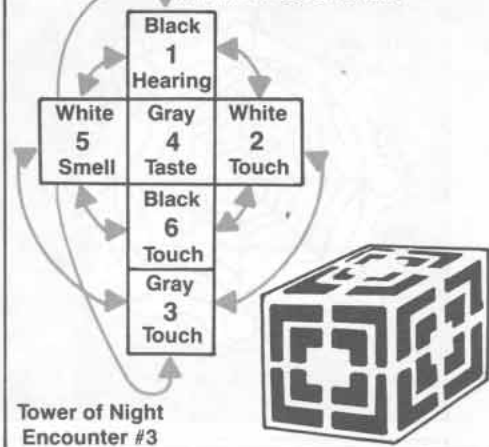


Scale: 1 hex = 1 mile

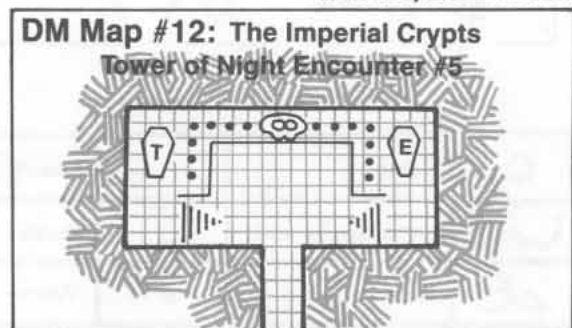
- | | | | |
|--|-------------------|--|------------------------------|
| | Town | | Imperial Tomb |
| | Forest | | Home gate |
| | Marsh | | Monolithic construction site |
| | Steppe | | |
| | Cliff/Canyon wall | | Nightwalker statue |
| | Desert | | Nightwing statue |
| | Hills | | Nightcrawler statue |
| | Mountain | | Stairs |
| | Canyon | | Statue |
| | River | | Sarcophagus |
| | Trade route/Road | | Column |
| | Castle | | |

DM Map #10: The Tower of Night and Diagrams for the Miraculous Maze

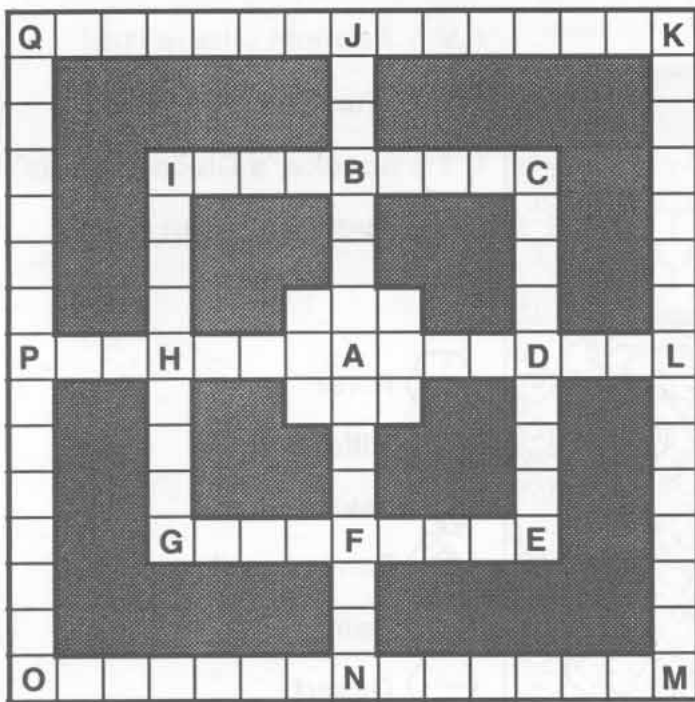
The Miraculous Maze is laid out like the sides on a die.



Scale: 1 square = 10 feet



DM Map #2: Ramenhotep's Challenge Arena



This map is used in many settings throughout the adventure. The scale varies from setting to setting.

The letters A-Q mark locations referred to in each setting.

DM's Time Calculator

TIME CALCULATOR Scale 1 hour (6 turns)

Earth	1 hour												
Thorne	1	2	3	4	5								
	6	7	8	9	10								
Chasm													
Tower of Night													
	1	3	5	7	9	11	13	15	17	19	21	23	25

Isle of Night

Hours (10 equal 1

Tower of Night hour)

1							
2							
3							
4							

Earth days (24 hours)

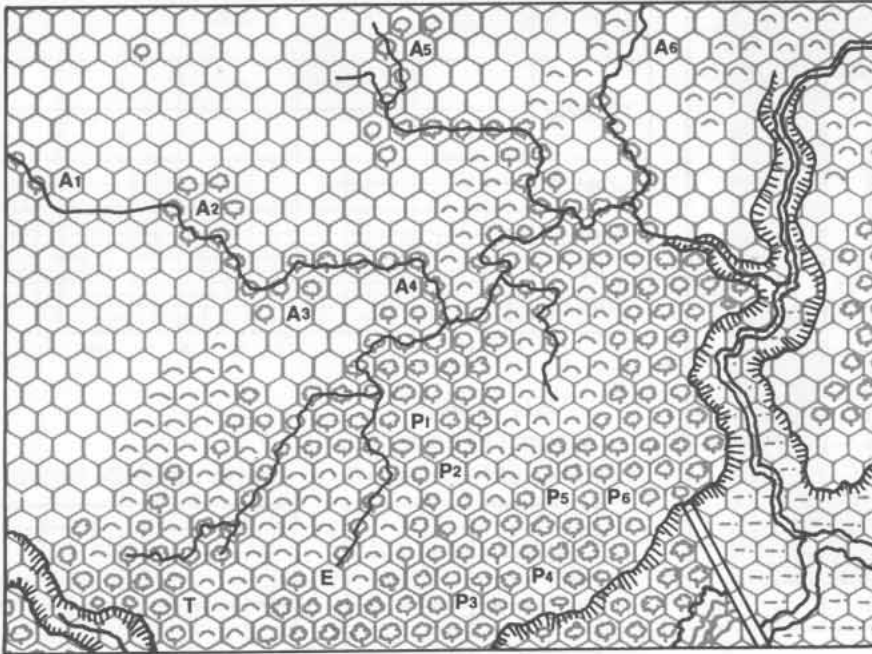
1							
2							
3							
4							

Beyond the gate at Avernus, time passes at different rates. Every 10 hours on the Isle of Night is like one hour in the Tower. Ten hours in the Tower are like one in Chasm, and so forth.

DM Aid 9: Location Identifiers in the Miraculous Maze

Location	Texture	Odor	Sound	Taste
A	Grassy	Rotten eggs	Tearing paper	Rotten food
B	Furry	Spoiled milk	Grinding stones	Sweet apple
C	Sandy	Roses	Bell tinkling	Bitter lemon
D	Greasy	Cinnamon	Bestial roaring	Salty meat
E	Glassy smooth	Cut grass	Whistling wind	Vomit
F	Waxy	Ammonia	Human moans	Orange
G	Wet	Brimstone	Eerie violin music	Buttered bread
H	Grassy	Mildew	Loud beating heart	Dust
I	Canvas	Orange	Creaking wood	Vanilla
J	Feathers	Wood smoke	Half-heard whisper	Tomato
K	Sticky	Pine trees	Shrieking	Hot pepper
L	Stone	Baking bread	Ticking	Dirt
M	Weathered wood	Fish	Scraping	Strawberries
N	Fine silk	Horse barn	Beating drum	Crisp bacon
O	Bristly	Rotting flesh	Barking	Eucalyptus
P	Icy	Cedar wood	Clatter of pans	Sweet corn
Q	Mucousy	Salt sea air	Laughter	Raw cabbage

DM Map #7: Lands of the Aranea



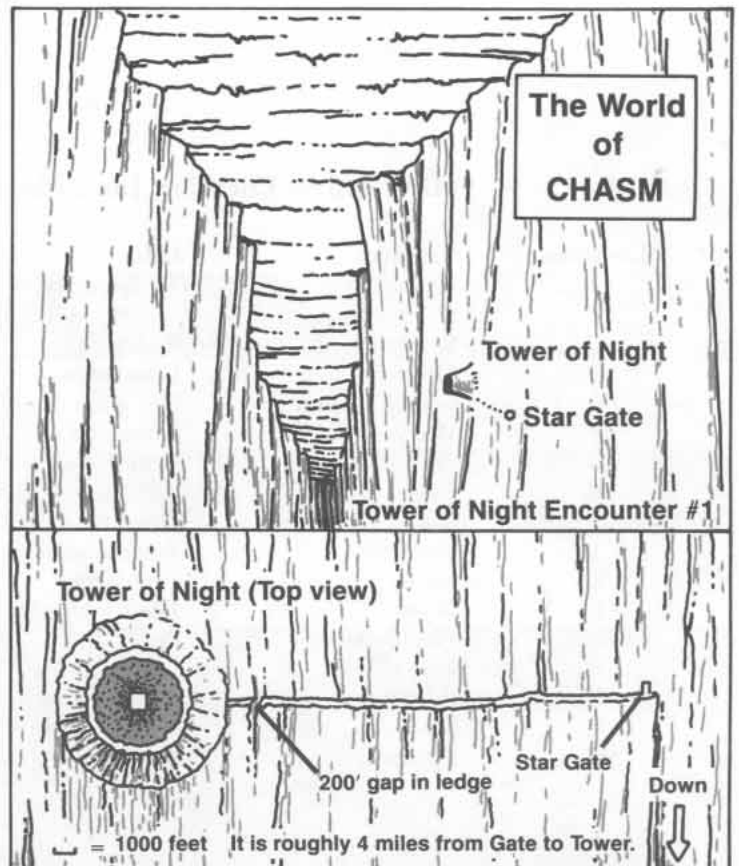
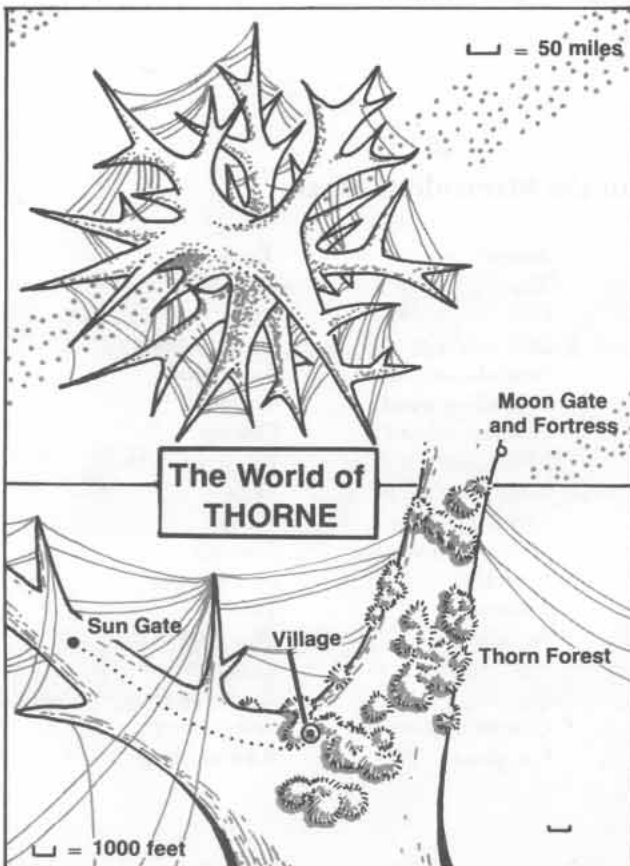
Key

- A1** Aranean village (1-6)
 - P1** Phanaton village (1-6)
 - T** Speaker's Glade (treants)
 - E** Trueflower Clan (elves)
-
- River
 - Hills
 - Lake
 - Canyon wall
 - Dam
 - Desert
 - Forest

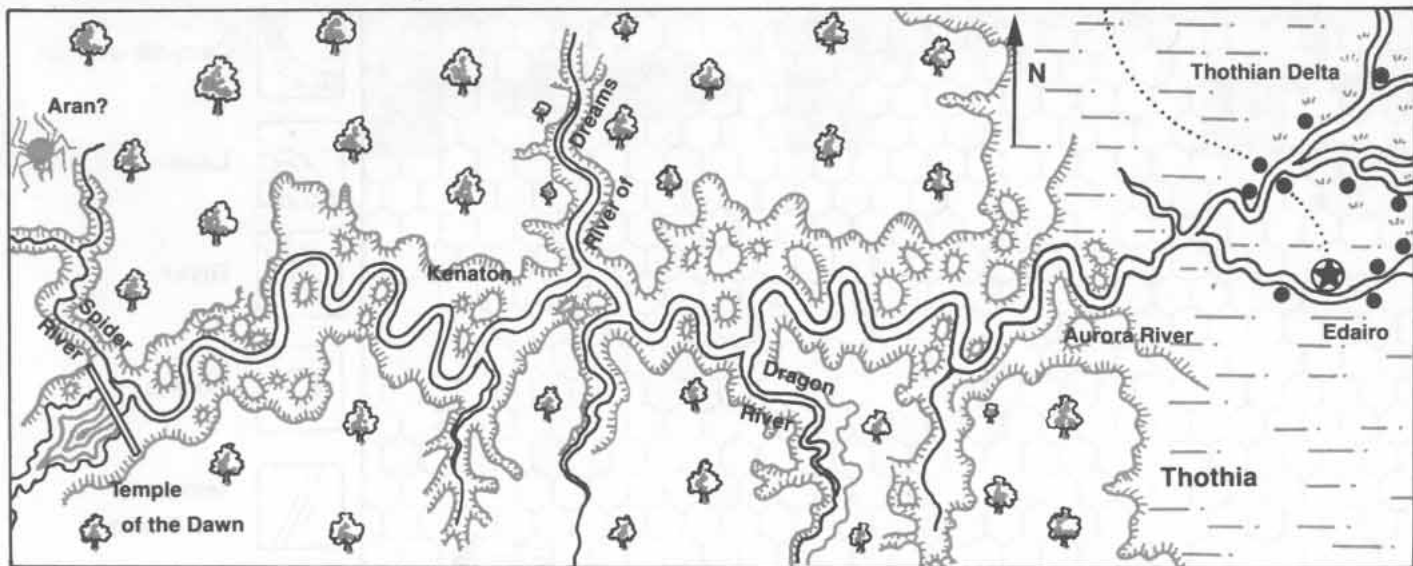
Scale: 1 hex = 3 miles

Map for use with Chapters IIa and IIb of AGAINST ARAN

DM Map #8: Chasm and Thorne



Players' Aid #4: The Valley of the Dawn



Key

	Forest		Desert		Capital city		Lake
	Cliffs/Canyon walls		Marsh		Road		River
	Mesa		Village				



Kavva Lindenelm

Neutral 10th-level Elf

S 14, D 17, I 18, C 16, W 15, Ch 16

Armor Class: -6 Hit Points: 53

Armor: Chainmail +3, shield +3, ring of protection +2

Equipment: Elven cloak and boots, long sword +3, long bow +3, 5 arrows +5, 5 arrows +1/+3 vs. other-planar creatures, potion of healing (×3), potion of flying, scroll of protection from undead, scroll of three spells (hold monster, wall of stone, cloudkill)

XP: 2,750,000 (attack rank K)

Spells: 7/7/6/6/5



Blind Wooster

Lawful 31st-level Cleric

S 13, D 18, I 16, C 13, W 18, Ch 17

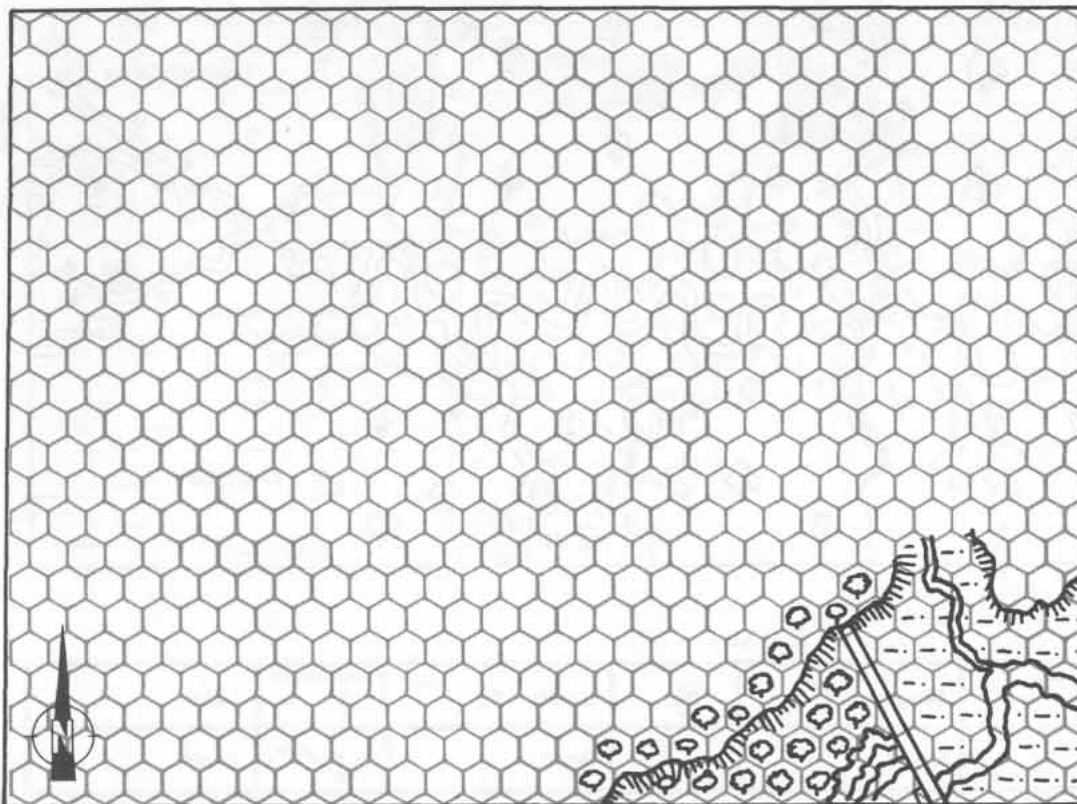
Armor Class: -5 Hit Points: 61

Armor: Plate mail +3 (special power of fly), shield +2, ring of protection +2

Equipment: War hammer +3/+5 vs. spell-immune creatures, magic eyes (see below), slate of identification, ointment of blessing, ring of holiness, potion of elemental form, potion of growth, potion of plant control

Spells: 8/8/8/8/8/7/6

Players' Aid #5: The Lands Above the Canyon



Scale: 1 hex = 3 miles

Very small, even for a female elf, Kavva hails from a small elven clan exiled to the small forest in the western end of Karameikos. Her long, straight black hair frames a classically beautiful face, while her somber, dark clothing is almost entirely without decoration. To the trained eye, it is apparent that her chainmail, weapons and shield are all antiques of classic elven manufacture, worth hundreds of thousands of gold pieces.

She was a clanmaster's wife, but returned to adventuring recently when her mate was slain irrevocably in one of the senseless human wars that have ravaged Norwold in recent years. Although she has not forgiven humankind for this misdeed, she knows that more can be accomplished for her kindred through peace than through vengeance. Even so, she angrily denounces human follies and is quick to be critical when a human companion fails at something. She uses her abilities to aid others only when, in her judgment, it suits the best interest of the mission.

What little of Wooster's balding red hair remains is shaved in a priestly tonsure. His weight is greater than two of his companions combined, yet he moves with uncanny dexterity. Unless angered, he always smiles. His eyes are strange: pink, glassy orbs with no iris or pupil.

Originally from Ierendi, portly Wooster possesses no dominion of his own, but serves as an impartial magistrate for several dominions in Norwold. Nevertheless, his pleasant demeanor and success in adventuring have won him many friends (even among Chaotics) and have provided him with a large estate in one dominion.

Special Powers: Although believed to be blind, Wooster has magical gemstone eyes that grant him several powers, including normal sight, *clairvoyance*, *magic missile* (as a magic-user of 1/3 his level, which costs him 1 Constitution point each time he uses it; but regenerates 1 point each three rounds), and *infravision* as a dwarf. Anti-magic blinds him.

Unless Wooster makes a saving throw vs. Wands, the eyes cause him to see things as better than they are (evil creatures are deceptively inoffensive, a trashy inn appears as a respectable hotel, and so on).

becomes the friend (and willing henchman) of the character possessing the *phanaton-friend talisman*. He will wish to accompany his new friend everywhere (including potentially embarrassing situations). Shellsnapper is a 2 HD phanaton warrior.

5. Phanaton Village

The phanaton live in villages built upon platforms about 50 feet above the forest floor. Although the phanaton can glide from platform to platform, the platforms are connected by rope ladders and bridges. Simple huts on the platforms house family and craft groups. Each village has about 200 occupants.

Unless a friendly phanaton leads the party to his home, the PCs will not be able to find a phanaton village. It is nearly impossible to see one from farther than 20 feet away. When the PCs reach a village, read the following:

Shellsnapper stops you, points upwards, then scampers up a tree trunk, disappearing into the foliage. Moments later, a wooden-runged rope ladder drops earthward. You squeeze your way through a cramped trap door at the top of the ladder onto a large, sun-dappled wooden platform surrounded by low huts. Other platforms surround yours, connected by rope ladders and bridges. Everywhere are excited, fearful, and curious web-winged furry folk.

The phanaton villagers are initially fearful, but soon grow friendly. The subchief who rules the village throws a big (but largely inedible-looking) feast that night for the saviors of the phanaton hunters.

During the feast, an elderly shaman recites the legend of the people's origin, "Long ago, the people and the spider folk lived together in harmony in another place; a world made of lush forest and

mighty thorns. The people and their spider allies were caretakers of a mighty talisman, a small, white stone bird. All was peaceful until the greatest spider, 'She-Who-Dwells-in-Darkness,' enslaved the people, stole their ancient and holy white bird, then brought them to this place."

At this point, a young shaman interrupts the elder. During the feast, a nightwing has entered the village (about 200 feet from the banquet) and *charmed* a 2d-level phanaton shaman. The *charmed* shaman accuses the PCs of being in league with the creatures of Night (by this time, the nightwing is within 120 feet of the feast, spoiling the food).

Hidden in the shadows, the nightwing casts a *finger of death* at the young shaman, then *confusion* on 3d6 phanaton, followed by *cause disease* cast upon one phanaton per round until the nightwing is discovered.

If discovered, the nightwing throws *finger of death* at the most powerful cleric and fights (using its magical powers as much as possible) until it loses 20 hit points, then flees.

Unless the party immediately begins *curing* the sick and attempting to revive the dead and wounded phanaton and have a convincing explanation or defense for what has just occurred, the furry folk are suspicious, fearful and unfriendly.

If the party can return to friendly terms with the phanaton, the shaman will complete his tale.

"Long did the people serve their evil masters; but after generations, the spiders became weak and the people escaped. They stole the white bird from under She-Who-Dwells-in-Darkness and sought the door to the old place (for only the white bird could open the door). But the Spider had hidden the door in a dark lake deep beneath earth, far below even her own black pit. In despair, the people cast the white bird into the great river, knowing that someday, the holy bird would return and take them home."

6. Premature Assault

The actions of party at this point will probably be to search for the lost city. If they try this, their expedition will fail, due to overwhelming odds.

The phanaton can give the approximate locations of six known spider villages, but know nothing of a lost city.

When the party crosses the Spider River or comes within two hexes of aranean village 3 or 4, they are detected by aranean scout patrols, who automatically recognize them (all aranea are in telepathic communication with the Night Spider; gathered information is shared). Within one hour (about a hex of travel), the PC group or groups will be ambushed by a larger patrol of aranean regulars. The size and composition of the group of foes is based on the Total Party Level (TPL) of the PCs (see Heroics! in The Battle of Many, and Balancing Encounters in the Procedures section of the D&D® *Master DM's* rules).

Divide the TPL by 50 (always rounding up) to get the number of aranean patrols that the PCs encounter together. All encounters are treated as Extreme Danger (120% of TPL) as detailed in Heroics!. Thus, if the total party level is 135, then 135 divided by 50 (rounded up) gives 3 patrols. Since the base value for each aranean patrol is 36 (3 times 36 is 108) and 120% of 135 is 162, then 9 additional aranea (54 more points) must be added to the aranean patrols.

Aranea tend to squad attack against powerful characters. If the spiders gain initiative before the battle, they attack with surprise, gaining a free round of attacks.

If the party defeats the aranean patrols, a similar encounter occurs within an hour if the PCs intrude further into aranean territory. The size of the aranean force is increased by 20% of the party's TPL for each encounter.

PART II: AGAINST ARAN

B. The Battle of Many

Encounter Setting

Once the PCs realize that it will be difficult to find the Lost City of Aran alone, they will need to convince the phanaton to join against their enemies.

The goal of the Battle of Many is not to destroy the aranea in a total war. Instead, the battle is a military diversion allowing a PC reconnaissance-in-force to explore the Lands of the Aranea (DM Map 7, Players' Aid 5) and locate the Lost City of Aran. To fight the battle more effectively, the PCs may want the assistance of the phanaton's allies, the elves and treants. The Battle of Many takes place as they all invade aranean territory, distracting the spiders. For the PCs, the battle proceeds as a series of random encounters while they explore. Some encounters require personal combat with foes while others may cause mystical dream sequences. When the party's force encounters a sizable aranean force, combat results are determined by using the War Machine rules (see D&D® *Dungeon Masters Companion Book*). The battle ends when the PCs enter the Night Spider's lair.

Encounter Key

1. Big Fight, Many-Many

If the party does not immediately think of mass combat as an option, have one awaken at night to a dream of Aketheti reciting the following over and over:

"Spider, Spider of the Night, / Spider-folk's god, / Tree-swinger's plight; / But shadow in darkness can't bear the light. / Do a good deed and aid those in need. / Fight not with one, / Fight not with two. / Only the battle of many will do."

If the party's problem is discussed in the presence of a phanaton, it will indicate "big fight, many, many" in sign language as if asking a question. If the PCs seem to agree with their furry friend, the phanaton gets excited and drags the PC

leader to the speakers' platform in the village and indicates he or she should "talk big fight, many, many" to the throng of murmuring villagers. Their friend asks for sign interpretation and then interprets for the masses. Make a big deal of this as the excitement builds, ending with phanaton literally bouncing off the trees by the end of the speech.

The phanaton need little urging to wage war on their hereditary enemies, the aranean spiders. Once the war preparations begin, read the following:

The phanaton prepare to fight against the spiders. However, their king suggests that the fighting would go better if their friends, the elves and tree folk, would join them. A friendly phanaton explains that the king means *you* should go talk with them if you want their help.

The elves are the Trueflower clan elves. The tree folk are treants. If the party wants to make allies, see encounter 2.

It takes one week to organize the phanaton. Regardless of enthusiasm, they are not good troops. Chances are high that an encounter with armed aranea will crush them unless they are allied with the stronger elf and treant forces.

King Choppadigga will not place phanaton forces under PC control unless one of the PCs has previously passed the Phanaton Forest challenge and been awarded their *friendship talisman*.

After all forces are prepared for battle, go to encounter 3.

2. Allying the Elves and Treants

Neither the treants nor the elves will join the battle without the PCs' urging. Members of the party must travel to the treant and elven strongholds and persuade Elmbeard Longleavesrustlinginthewindatdusk, the treant shaman, and clanmaster Trueflower of the elves to join the phanaton against the aranea. The party moves 6 map hexes per day.

When the PCs present their cause to the allied leaders, use the monster reaction chart on page 9 of the *Master DM's*

Book to determine the outcome. Add the primary speaking character's charisma reaction adjustment to the roll, a modification for the quality of the PC's arguments for allegiance (-2 to +2), plus any encounter modifiers.

In addition to the time required to travel to each allied stronghold, each proposition of alliance takes one day. When a reroll is indicated by an asterisk, the leader requires a day to think about the proposition. A result of *attack* is an insulting refusal; end of negotiations. *Leave* means the decision is put off for another day, requesting that the party rephrase their arguments. A second *leave* result means the leader apologetically declines to join. A result of *friendly* means the leader unconditionally allies with them.

An allied force takes 1d3 days to prepare for the battle.

Allying the Elves: Clanmaster Trueflower is suspicious. He feels that the PCs are using the simple phanaton for their own ends. He could care less about relations between Thyatis and Alphatia, lands he has never heard of. Modifiers: -1 for his preconceptions, +1 for each elf member in the party, -1 for each dwarf member, +2 if any PC bears the *the talisman*.

Allying the Treants: The tree-folk dislike the presence of the chaotic spiders and their Immortal ruler in their forests. Modifiers: +1 for enmity with spiders, +1 if a druid is present in the party, +2 if any PC bears the *phanaton friend talisman*.

3. Recon in Force

The goal is to find the known spider villages and locate the Lost City of Aran. Before the mission begins, the phanaton will help the party mark the locations of the villages on their map (Players' Aid 5). Roll a d10 for each village. On a roll of 1-4 the phanaton mark the exact hex location of the village. On a roll of 5-10, they mark an adjacent hex.

When the Battle of Many begins, King Choppadigga leads most of the phanaton forces into battle. A much smaller force accompanies the PCs. In

War Machine terms, the smaller force is:

Force: PHANATON IRREGULARS
Leader: 6 HD phanaton subchief
No. of Troops: 100
Type: Phanaton spearmen
BR: 36 **Troop Class:** Below Average
Base Movement Rate: 6 hexes/day

If the party is allowed to lead the force (it must have the *phanaton-friend talisman*), add the PC leader's level minus 8 (to accommodate change of command) to the force's BR.

If the elves are allied, add 20 to the BR. Nine warriors (2nd level) and one leader (5th level) also join.

Allied treants add 10 to the force's BR; six treants join the force.

When the party sets out to explore, run encounter 4.

4. Exploration Routine

Exploration occurs on Players' Aid 5 (using DM Map 7 as a guide), beginning in one of the phanaton villages.

The party's force moves 6 hexes per day. Each time the party enters a hex, tell them the major terrain type (forest, open, river, river and forest, etc.). South of the Spider River, roll a d20 for encounters once per day (roll a d6 to determine the hex in which it occurs, that is, first hex entered, second hex entered, etc.). North of the river, encounters occur twice a day (use a d3 to determine the hexes). If an encounter occurs, go to the encounter number listed for the description.

If the PCs think to use advance scouting parties to explore hexes before their force enters, roll separate encounters for each scouting party. Small scouting parties avoid all Foes Found! encounters and may avoid Heroics! encounters if they so desire. The contents of a scouted hex remain the same for one day after being scouted (exception: troops on the march will leave a hex — see Foes Found! below).

d20 Result

- 1-10 No Encounter
- 11-12 Foes Found! (Encounter 5)
- 13-14 Heroics! (Encounter 6)
- 15-16 Reinforcements (Encounter 7)
- 17 Fleeing Friends (Encounter 8)
- 18 Village Incursions (Encounter 9)
- 19-20 Dream Stones (Encounter 10)

5. Foes Found!

The party's phanaton force has encountered a force of spiders, with a size determined by rolling 1d6. The number of troops in the enemy force is multiplied by the result.

Roll a d10. If the roll result is 1-5, the enemy force is not moving. If the result is 6-8, the enemy is on the march and will leave the hex before sunset (with a 30% chance of moving toward the PCs' location). If the result is 9-10, the enemy force is in a fortified camp, +20 to the BR and the effective force size is multiplied by 1.5 if attacked here.

Force: EIGHT-WEB ARANEAN REGULARS

Leader: 10 HD planar spider

No. of Troops: 40

Type: Spell-casting aranean swordsmen, 10% planar spiders

BR: 86 **Troop Class:** Average

Base Movement Rate: 4 hexes/day

The party's phanaton force gains a terrain bonus of +20 when fighting in forest hexes.

Treants may temporarily triple their number in a forest hex by animating trees (add 1 to the BR for each tree). Animated trees can move out of the hex in which they are created to any adjacent hex, but not beyond. At the end of each battle, all animated trees return to normal — the trees are too damaged to continue.

The party may wish to modify the outcome of the battle by performing Heroic actions against the foe. In this case, run encounter 6 below.

6. Heroics!

If rolled as an encounter, a patrol of spiders encounters the PCs away from the bulk of their force. Only combat will allow them to rejoin the main army.

Also use this encounter if the PCs decide to modify the outcome of a battle by risking their lives in combat. This fight takes place before the results of the battle are calculated.

For each heroic encounter, the DM should roll a d20 to determine the challenge level for the encounter. This challenge level gives the percentage of the PC force Total Party Level that is used to determine the number of foes in the encountered enemy patrol. The Total Party Level, or TPL, is based on the PCs present in the unit, plus the small squad of native troops and NPCs under their command — see Balancing Encounters in the D&D® *Master DM's Book*. Once the fighting is over, the Heroics Bonus gives the amount by which a subsequent battle between forces is adjusted (the bonus is added if the PCs defeat the foe, and subtracted if they are defeated or retreat).

d20 Challenge		Percent Heroics of TPL	Bonus
1	Extreme Danger	Over 110%	+/-20%
2-3	Risky	91-110%	+/-15%
4-11	Major	71-90%	+/-10%
12-18	Challenging	51-70%	+/-10%
19-20	Good Fight	31-50%	+/-5%

If the PCs involved actually lead their force, add or subtract another 10% bonus, based on the outcome.

To determine the enemy patrol's size, first find the TPL of the PCs' group. For example, three 29th-level PCs and their three 11th-level NPC henchman in a force of phanaton with allied elves works out as $(29 \times 3) + (11 \times 3) + 36 + 20$ for a TPL of 176.

Roll a d20 to determine the challenge level (suppose a Major encounter, for 71-90% of the party's TPL). A middle value of 80% equals 141. The base value for any encounter with aranean regulars is 36, so the DM decides to add 14 ara-

PART II: AGAINST ARAN

nea(84 points) and two 5 HD planar spider (20 points), bringing the total value up to 140 points.

The battle between the PCs' force and the spiders ensues, the aranea attacking as squads. The PCs stand their ground, even though two henchmen are killed, and defeat the enemy. Word of this victory passes through the force that day and 10 points are added to the adjusted BR for the larger battle. With this victory and a good roll, the phanaton just barely overcome a larger spider force — driving them from the field.

Allies: The number in parentheses following each type of ally is its addition to the TPL base value.

Allies: PHANATON SQUAD

Base Value: 36

One 6 HD phanaton leader (6)*

One 4 th-level phanaton shaman (6)*

Twelve phanaton warriors (24)*

*Already included in squad's base value.

The following allies are included if present:

Two treants (24)

One 5th-level elf (10)

Five 2d-level elf warriors (10)

Enemies: ARANEAN REGULARS

Base Value: 36

Leader: 10 HD planar spider (20)*

Secondary: 5 HD planar spider (10)*

Troops: Aranea (6)*

*One each already included in squad's base value.

Note: If characters display high-level abilities during combat, the aranea attack the PCs using squad combat rules.

Spell Lists for Foes & Allies

Aranean Spellcaster (MU3)

Level 1: *Charm person, sleep*

Level 2: *Invisibility*

Planar Spider Spellcaster (MU7)

Level 1: *Magic missile, charm person, sleep*

Level 2: *Invisibility, mirror image*

Level 3: *Lightning bolt, hold person*

Level 4: *Confusion*

Note: The planar spider uses *confusion* on phanaton and elves. It often materializes *invisible* or with *mirror image* in effect.

Phanaton Shaman (4th level)

Level 1: *Cure light wounds, protection from evil*

Level 2: *Bless*

Elf Leader (5th level)

Level 1: *Sleep* (× 2)

Level 2: *Invisibility, web*

Level 3: *Lightning bolt*

Elf Warrior (2d level)

Level 1: *Sleep* (× 2)

7. Reinforcements

The battered survivors of another phanaton force join with the PCs' army. Roll a d100. The result is the number of phanaton added to the PCs' force. If elves or treants were allied, add 1d10 elves and/or 1d6 treants.

8. Fleeing Friends

Routed phanaton, fleeing a lost battle, encounter the PCs' force. Make a morale check for the phanaton force. If the check fails, roll a d10. The result is the percentage (1-10%) of deserters.

9. Village Incursions

The PCs' force does not need to conquer a village to determine whether it contains the lost city. However, if a Battle encounter occurs in a village hex, the aranean force's BR is modified by +20 due to web fortifications.

If the village contains the lost city of Aran, there is a Battle encounter with double the usual defenders.

When the PCs enter the village, read:

Only the activity in the trees overhead betrays the presence of the spider village. You snatch glimpses of silk structures strung between tree branches. Spiders hustle in and out of dangling web huts, ignoring the forest floor.

Only a character who climbs 30 feet above the forest floor can see the huts clearly. Part of the webs are roofed over with a waterproof canopy made of forest debris and web. Each aranea has its own lair, but huts are close enough that one can easily jump between them.

The PCs may attempt to infiltrate the village. Searching takes 1d6 hours with a 30% chance per hour of a Heroics! encounter. If the village is the city of Aran, go to chapter II.C.

Each aranean village has 1d10 type D treasures (it takes one day to loot a village fully). Aranean treasures are normally stored in web bundles (20% of these bundles contain spider young). Opening a bundle of spider young automatically alerts araneans in the area to the intruders' presence.

10. Dream Stones

A large milky-blue boulder occupies the center of a clearing. As you approach, mist rises and you find yourself in gray twilight.

The dream stones cause visions, allowing the DM to run any of Ramenhotep's Challenges missed earlier. Randomly select PCs to undergo each unplayed challenge. If none remain, replay the Ridicule of the Sphinx. At the end, the PCs return to the "real" world.

C. She-Who-Dwells-in-Darkness

Encounter Setting

The Battle of Many served as a diversion to allow the PCs to locate and search aranean villages. Eventually, they will discover the lost city of Aran.

Once in the city, they must locate the ruins above the Night Spider's lair, solve the entrance puzzle and descend into the pit. A second puzzle presents itself — the slaying of an Immortal. Ramenhotep's Spatial Spiders challenge and other clues provide sufficient hints to help slay the Night Spider. This chapter ends when the PCs obtain the *Periapt of Peace*, or die trying.

Encounter Key

1. Aran Found!

The lost city appears similar to any other aranean village until the party has searched the predetermined number of turns. At this point, they discover the glistening ancient ruins.

The trees blot out all natural light. You push aside a branch clumped with tattered silk webbing to reveal shadowy ruins. In the oppressive darkness, web cables cluster like hanging moss, spanning the distance between eight towers that surround a broad clearing.

The buildings, the courtyard surface, and even the statuary are all made of densely woven and wound spider silk. Extreme age has frayed the web, giving the ruins a soft, fuzzy look.

The clearing is a plaza paved with fuzzy spider web cobblestones. Worked into the stone pattern is a spiral spider web design (see DM Map 5). Carved into the web-stones at the center of the spiral is the following message in a lost language:

"Shafts eight lead to cavern great. Start from the north and round you go, but only in darkness with no moon's glow. Count seven times seven

the true path to see, Night Spider waits in the shadows for thee."

Solving this riddle allows entrance to the Night Spider's lair. To solve the riddle, a character must start at the north tower and walk past 49 towers (circling the plaza seven times). Following the path of the spiral has the same effect. This causes the door on the north tower to glow with a spider image, indicating safe passage here; the pit beneath the tower becomes a spiral stair descending 1,000 feet to the lair of the Night Spider.

Each of the eight towers has a sealed door that faces towards the plaza. The 5-by-8-foot doors are solid stone. Yet, if any door is forced, including the door of the north tower, the door crumples like tissue-paper, tumbling the door-forcer into the 20-foot-wide, two-mile-deep pit beyond.

The pits drop down into the Lake of Avernus (see Night Strike, encounter 4), two miles below the surface.

About a mile into the fall, the victim passes a small knot of web dangling from a thread in ninth, central shaft. As the character passes, he or she gains a feeling of peace about his or her life (the web knot contains the *Periapt*).

Characters who fall the full distance into the lake take 8d6 points of damage when they strike the water and must make a Constitution ability check on 1d20 to avoid swallowing water. The water is deadly poisonous, requiring a saving throw vs. Poison to survive the immersion. Should the hapless character survive all this, he or she is but a short 50 yard swim from the central island containing the Gate into Night. If the character (or characters) can make it safely to the outer shore of the lake (about 12 miles away), the nightcrawler tunnels will lead them back to the ruined village at Kenaton in the Valley of Kings.

2. Master the Web

After a seemingly endless spiral, the stair stops, its last step hanging out over a gaping pit. All around you, rope-like web strands criss-cross the

pit's hundred-yard span. Dark many-legged shapes scurry along the ropery webs. Supported in the center, like an acrobat's net, is a great web. The web's pattern is immediately familiar, for it is the same as Ramenhotep's game. At its center hangs the bloated form of a great spider, so dark that its blackness is more intense than even the creatures of the night. Its six eyes glow like hot coals.

This is the confrontation with the immortal Night Spider. Because her life force is mystically tied into the *Periapt of Peace*, she cannot surrender it while she lives. She waits here in the darkness for the characters, hoping to destroy them and gain her release from the Prime Plane. Still, she is bound to play out the game of her life according to strict rules. The rules are similar to those of Spider's Web.

When the players enter the Night Spider's lair, display Players' Aid 2: Spider's Web Game, with the bottom of the board facing towards the north. Strands of web, 100 feet long, connect the spider's web to the walls of the pit. The spider's web itself is 100 feet square.

The pit drops about 9,000 feet to the Lake of Avernus. The center of the web is directly over the center of the gate island. Unchecked falling from the web has a 75% chance of causing the character to strike the island below, instantly killing the character. If he or she attempts to move away from the center of the shaft, falling only causes 8d6 points of damage if the character hits the water (plus the chances of drowning and poisoning as described earlier).

If the party demands the *Periapt* from the Night Spider, she offers to show them hidden riches worth 2,000,000 gp. If the characters do not accept this offer, she ups the stakes to include several potent magical items (mention some items that would tempt the characters). Failing this, she offers the secret paths to Immortality.

Using the strands of webs, it is possible for characters to climb or swing down

PART II: AGAINST ARAN

onto any web “intersection”; that is, the positions on the spider’s web game board where pieces can be played. Once on the game board, the PCs can move along the strands of web between intersections without danger.

This deadly game plays exactly like the game of Spider’s Web. The goal is to form mills by placing three PCs (or their allies) or three spiders in a row on the game board.

Each time that a PC or allied NPC moves onto the game board, a 7 HD planar spider drops down onto one of the unoccupied intersections.

No more than nine PCs (or allies) can enter the game board. Likewise, only nine planar spiders can enter.

Once on the game board, no PC or spider can move until ALL the “participants” from each side are on the board. Thereafter, only ONE participant from each side can move each round.

Each time the party’s side forms a mill, they may direct an attack against any one foe (including the Night Spider). If the attack kills the foe, the foe is removed from the game permanently. See below for effects of attacks on the Night Spider.

Each time the spiders’ side forms a mill, the Night Spider directs a 36d6 *lightning bolt* against one PC or NPC, costing the Night Spider 6 PP (Power Points). If the attack kills the target, or if the target survives but fails to make a Dexterity ability check on a d20, the body falls into Lake Avernus far below.

If the party defeats all the Night Spider’s “game pieces”, she may be attacked at will. However, the Night Spider is no longer bound to the center of the web: she may now move about the spider web and attack at will also.

Because she is an Immortal creature, the Night Spider takes only the minimum possible damage from any attack (a 1d8 +5 sword attack would do only 6 points of damage). Only +5 or better weapons will cause her damage. She is immune to all mortal magic and her Anti-Magic field is 50% effective within 5 feet of her massive body. She can use all magic spells (the PP cost for each use is

twice the level of the spell, deducted from her initial total of 150 PP).

The *sunstone* will do 2 hp of damage per die, even if the Night Spider is still Immortal. If she has lost her Immortality (see below), she takes double the rolled damage. In addition, when her Immortality is not in effect, *light* spells cast upon the mortal Night Spider do 1 hp of damage for each level of the caster (half damage if the spider makes her saving throw vs. Spells).

To defeat the Night Spider, the party must strip her of Immortality before each attack. This is done by speaking her true name (*Arachne Prime*) out loud before each round of attack. Each time this is done, Arachne Prime takes 5 hp of damage and for all subsequent attacks that round, the Night Spider is treated as a 20 HD *mortal* creature (magical weapons are still required to hit her, but they only need to be +2 or better).

The Night Spider will counterattack by casting *silence 15’ radius* on PCs (especially spell-casters).

If the party destroys the Night Spider, her “spirit” is exiled again to another plane (to Thorne, a world under the influence of the Sphere of Death) and her body compresses into a glistening gem of pure jet (worth 30,000 gp) which hangs by a thread from the web. The gem radiates *darkness* (reverse of *light*) on command.

If the party searches near the center of her web, they find a heavy silk cord dangling down into the darkness. If they reel this thread in (about 5,000 feet of silk thread!), they will find the alabaster bird form of the *Peaceful Periapt of Pax*.

When the Night Spider is destroyed, she goes to the world of Thorne (see chapter III.A, Night Strike), along with Aketheti (spider queen of Thothia) and the vampire mystic Ramenhotep X.

PART III: JOURNEY INTO NIGHT

A. Night Strike

Encounter Setting

This chapter takes the party from the Night Spider's lair above the Lake of Avernus to the Helskir peace conference — only to find that the expected ambassadors there, the Emperor of Thyatis and the Empress of Alphatia, have been taken hostage with sufficient evidence to implicate the PCs as kidnappers. An escaped hostage points the way to the kidnappers and the PCs once again find themselves at Avernus.

Passing through the Gate into Night, the party enters the world of Thorne at the fringes of the Sphere of Death's power. Once there, they must defeat the combined might of a few old friends — Ramenhotep X, his "bride" Aketheti and the Night Spider. These three and their minions guard the entrance to Chasm, the next link in the nightshades' trail.

By kidnapping the imperials, Alphaks's minions hope to draw the party off-plane with the *Periapt of Pax*, delivering the dangerous artifact into their hands and inciting the ultimate war.

Encounter Key

1. After the Battle

With the Night Spider "dead," the aranea are demoralized, and will run in fear from the "god-slayers" (the PCs). The power balance between spider and phanaton has broken. The phanaton are now the dominant race.

As the party ascends from the spider's pit, King Choppadigga is waiting for them. If the party still has not received the *phanaton-friend talisman*, they get it now from the king. He also agrees that the party should take the *Periapt of Pax*. If Shellsnapper has survived, the phanaton gains another 1d8 hit points (3 HD total).

Although the players may wish to loot the lost city, remind them that the peace conference awaits and that they left their ship and troops in the hands of the

Thothians and their spider queen. If alive when last seen, Finnister McAlister awaits the party at Kenaton.

2. Rescue at Edairo

In Edairo, confusion reigns and Alphatian troops are everywhere. Ramenhotep X has died suddenly, without an heir, and in the midst of publicly proclaiming herself sole ruler of Thothia, Queen Aketheti involuntarily changed into a huge black spider and faded from view!

The Alphatians have intervened to protect their interests and have been rounding up and imprisoning rioters and mystics for weeks. Foreigners are now protected; if the party can present diplomatic papers, they have no problem regaining the *Bethilda's Star*, which has been repaired and recrewed with sailors by her captain.

The journey to Helskir takes three weeks and occurs without incident.

3. Helter Skelter Helskir

You arrive amidst chaos. Your ship is fired upon by war galleys bearing the colors of Thyatis and Alphatia. Great gouts of smoke rise over Helskir and the beaches are littered with corpses and wreckage. Around the ravaged city, huge war camps fly the colors of the two empires and the sounds of battle between them can be heard even at sea.

Thyatis and Alphatia are at war. Much of Helskir is in ruins and currently under the control of Thyatis from Lord Zaar's fortified manor, the original site of the peace conference. Portions of the mansion are in ruins, the ground around it riddled with gigantic tunnels, reminiscent of Ejiuptus' home.

The party comes upon Archduke Donegal Firestorm of Westrouke in the midst of a conference. Guards block the entrance until the party announces their mission.

Thincol the Brave's nephew Donegal is trim with thinning blond hair, pointed beard and waxed mustache. He is a

hardened warrior (27th-level fighter). Donegal calmly explains the situation:

"Both Thyatis and Alphatia agreed to send their imperial leaders as delegates to the conference. As the opening festivities of the summit began, a chill spread through the hall and the floor erupted giant black worms, followed by black giants, monstrous black bats and black-garbed warriors. Many died, but by the time fresh troops arrived, the emperor, the empress, and their entourages were missing. The only clues we have are these items dropped by the warriors."

The dropped items were taken from the party during their game with Ramenhotep X in the Temple of Dawn. Just after they are revealed, a servant enters and drops a tray of crystal, her mouth hanging open in shock until at last she blurts out, "It be them what I saw with the creatures ... Them!" An eyewitness, she unmistakably identifies several PCs as accomplices of the nightshades (the actual perpetrators were mujinas in the guise of PCs). The party's NPCs, even loyal ones, will identify the clue items as belonging to the implicated PCs.

The forces of Thyatis (enough to present an overwhelming threat) surround the PCs. Let the PCs decide what to do, but before combat begins, a giant bat flutters out of a tunnel.

4. A Haggard Hostage

To the party, it should be obvious that the bat from the tunnel is a victim of a nightwing's *polymorph* attack. However, if the PCs do not react to either protect the bat or return it to its normal form, Archduke Donegal's guards shoot it down. Upon death, the bat returns to human form, a foppish Thyatian courier known to Donegal.

If the ex-bat is dead, Donegal regally demands that someone *speak with the dead* so that he can communicate with the man (*raise dead fully* would be nicer, but the Archduke really could not care less about this fellow).

PART III: JOURNEY INTO NIGHT

Viscount Templamere tells of being herded down to the shores of a subterranean lake and watching his fellow hostages, including the emperor, transformed into bats to flutter across the lake towards a glowing light. Before it was his turn, he flew back through the tunnels until he found himself here. He saw the "PCs" change into mujina before he escaped.

5. The Gate at Avernus

The nightcrawler tunnels lead into gray mist (ethereality), which soon solidifies into a tunnel again, opening on a great underground lake (at least 24 miles across). The shores of the lake are lined with shipwrecks. A small glow is visible out on the lake.

If the party examines the wrecks, at least one seaworthy craft can be found (a chance of 1 on a d6 for each craft examined). However, disturbing the wrecks disturbs the 2d10 zombies, 1d4 ghouls and 1d6 spectres who dwell within them.

In the middle of the deadly poisonous lake is an island with a glowing, 30-foot-tall, ornately carved free-standing door frame and door — wide enough to let even a nightcrawler through. On the frame to the left of the door is a carving of the sun; to the right, a carving of the moon. To open this door, one must touch the sun image on one side of *Pax's Periapt* to the moon image on the door frame and then touch the *Periapt's* moon image to the door's sun image, followed by speaking the word "bright" (see Ramenhotep's clue 3). If the sequence is gotten wrong, sparks fly off the *Periapt* when it is touched to the door.

When opened, the door allows those who pass through to leap the "vast astral void" and enter the world of Thorne.

Time Change

Time flows at an accelerated rate once the PCs pass through the Avernus gate. The only sign that this is occurring is a short speed-up of the PCs' pulse rate as their bodies adjust to the new environment. Each speedup is a factor of 10 over the previous time. Thorne is ten times

faster than the Prime Plane, Chasm ten times faster than Thorne, and so on. Finally, the Isle of Night is 10 times faster than the tower — 10,000 times faster than the Prime Plane! A day on the Prime Plane equals 191 years on the Isle of Night. Use the DM's Time Calculator on page 25 to determine time passage in the various worlds.

6. The Webs of Thorne

The gate at Avernus leads to Thorne, a world beyond the Astral Plane, one of the so-called outer planes on the fringes of the Sphere of Death's primary influence (see DM Map 8). Read the following as the party passes through the gate:

The doorway shimmers as you step through into a jumbled forest of gigantic thorns. The ground is woody and curves sharply away. Beyond the door, far away and indistinct, you see that even the ground is a part of a gargantuan thorn. What you mistook for trees are smaller twigs of the greater thorn.

The golden sun gate is similar to the gate at Avernus, but sun images dominate its carvings. Closer inspection shows what the party thought to be haze is fluttering threads of spider silk. Through the thorn forest, the party can see the ruins of a village.

7. Familiar Faces

A path of desecration and destruction leads through a partially repaired platform village made of thorn lumber and web. When the PCs approach the village, they are challenged.

You are suddenly surrounded as a host of small, furry, monkey-like warriors mounted on great spiders phase in around you. It takes you a moment to realize that these are phanaton and planar spiders, acting as allies — not antagonists.

If Shellsnapper has survived and still

accompanies the party at this point, or if the PCs still retain the *phanaton-friend talisman*, or if they display the *Periapt*, these phanaton and spiders accept the party as non-hostiles. They are still suspicious, even confused, because several party members resemble some of the alien creatures (the nightshades and the mujinas in PC guise) who destroyed their village 20 weeks ago after coming through this same door.

If treated as friends, the spiders reveal their concern about the almost continual presence of evil thoughts that are being projected into their minds. This began over a year ago (when the PCs destroyed the Night Spider, causing her to return to her own plane).

If the party mentions the Night Spider, the phanaton and planar spiders quiver with fear, then plead with the party to destroy her, offering each PC member of the party a choice of a standard magic item as a reward.

If the party accepts, ten 7 HD planar spiders and 20 phanaton warriors (all 2 HD) accompany the party to the Night Spider's fortress.

8. Old Foes

The path of desecration leads to a mighty fortress of thorns. Shambling shapes hunker about the battlements of the fortress, but three on a tower are clearly recognizable: Ramenhotep X from the Temple of the Dawn, the spider queen Aketheti in her human guise, and someone who looks exactly like one of your comrades!

The PC imposter is a mujina who has taken on the guise of one of the male members of the party (select the PC at random). If the PCs openly approach the fortress, Ramenhotep and his mistress are amused to see the party here.

In sarcastic tones, they laughingly discuss having seen you just a few months ago. Ramenhotep throws

something down to you, saying, "A mutual friend left this for you. What do you make of it?"

The imperial crowns of Thyatis and Alphatia are interlocked together like rings in a magic trick.

"By the way," he says, "if you'd like to come in, just give us the dove and we'll be glad to let you hunt for your petty princelings."

The fortress walls are a 70-foot-diameter circular palisade of sharp thorns, 30 feet high. A single 60-foot-tall tower marks the gate.

The fortress is defended by the Night Spider, Ramenhotep and Aketheti, 10 phanton vampires (two are undead pawns of Ramenhotep), 80 phanton zombies (all are undead pawns of the phanton vampires) and three mujinas in the guise of PCs. The zombie squad attacks and the mujina attempt to confuse the PCs' allies and henchmen during the battle.

Because the Sphere of Death is stronger here, undead are rarely automatically turned, unless the indicated effect would normally be a D result. Automatic effects are reduced to the next lower effect (D# becomes D+, D+ becomes D, and D becomes T).

Unless her true name is invoked each round, the Night Spider is immune to all mortal magics and attacks. However, if killed here, she will be permanently dead. If wounded more than 75%, she *teleports* to avoid permanent destruction, traveling to the Isle of Night (on another plane), leaving Aketheti and Ramenhotep behind.

If the party thinks to use the *sunstone* against Ramenhotep or the other vampires, each must save vs. Death Ray each round or disintegrate.

NPC Capsule

Ramenhotep X

15 HD Mystic/Vampire (Greater Master)

AC -5 hp 77 Basic THAC0: 8

Armor: None (mystic discipline)



Equipment: A spider-web-marked amulet (a pocket game of Spider's Web)

Abilities: Has most special abilities of 15th-level thief; surprised only on d6 roll of 1; may heal self of 15 hp once per day; may speak with any animal, or any living creature that has a language; takes 1/2 damage from spells and breath weapons, or 1/4 damage if he saves; immune to *ESP*, *hold*, *sleep*, *slow*, *charm*, *quest*, and *geas* spells; can "disappear" totally and undetectably for 15 rounds; at will may take form of dire wolf, giant bat, giant crab spider, or gaseous cloud; can *charm* with gaze; drains two levels of experience when he hits; regenerates 3 hp per round; turns as a lich, but a saving throw vs. Death Ray avoids turning

Notes: Ramenhotep X learned the mystic way from Alphaks and Aketheti and brought it to Thothia. He has advanced to the position of Greater Master and now serves Alphaks. He has a macabre sense of humor and enjoys playing games.

9. The Moon Gate

This gigantic silvery door is similar to the other two gates, but is decorated with moon symbols. It opens like the gate at Avernus. The Moon Gate leads to the Star Gate's windy ledge on the world of Chasm (see DM Map 8).

PART III: JOURNEY INTO NIGHT

B. The Tower of Night

Encounter Setting

The events of this chapter take place in planes where Immortal "projects" by Eternals from the Sphere of Death are in full operation. These places are not within the Sphere of Death, but the influence of Entropy is strong here — strong enough to physically affect living beings foolish enough to meddle.

The party arrives in Chasm, a world of steep cliffs. They must enter the Tower of Night, jutting out from the cliff wall. Within the tower the puzzle of the Maze of Night awaits. The Maze gate opens onto the Isle of Night, a miniature of the Isle of Dawn (an Immortal joke of sorts). The small plane is a personal but minor project of Night, the Immortal ruler of the Sphere of Entropy. Alphaks and his minions use the plane without Night's knowledge.

On the Isle of Night, the party must obtain the preserved pieces of Thincol and Eriadne from their tomb and return to Helskir with them.

The numbered encounters occur in the order listed.

Death Effects

As the party probes deeper into worlds where the power of the Sphere of Death is strong, their bodies slowly change, adapting to the effects of Death. The conversion process replaces the "life" in their bodies with "unlife," a hit die at a time. By the time they reach the Isle of Night, most of the PCs will have become free-willed zombie-like beings: no longer alive and subject to the pawn/liege control particular to undead.

It takes time for this change to occur. The worlds of Thorne and Chasm, the interior of the Tower of Night, and the Isle of Night all effect conversion at different rates. The table below shows the rate for each place.

Place	Conversion Rate
Thorne	1 HD each day*
Chasm	1 HD every 12 hours*

Tower	1 HD every 6 hours*
Isle	1 HD every 3 hours*

*When the characters leave this place, 1 HD is automatically converted, regardless of whether or not the required time has been spent here.

Characters over 9th level can resist the effects longer. For every five levels above 9th (always rounding up), the character effectively has one additional hit die. Thus a 30th-level character would have an additional 5 HD. The physical effects of conversion do not become apparent until the 9th or lower hit die is converted. At that time, the character begins to look, feel, and smell undead.

A character who becomes aware of the conversion may attempt to resist it by making Constitution ability checks. Succeeding in a check prevents the change from occurring.

Once the conversion begins, the character is vulnerable to the control of other undead (see Undead Lieges and Pawns in the D&D® *Master DM's Book*). The character's remaining unconverted hit dice represent the resistance to control as follows:

HD	Effective Pawn Type
1-2	zombie
3	ghoul
4	wight
5	wraith
6	mummy
7	spectre
8-9	7-8 HD vampire
10-11	9 HD vampire
12	phantom
13	haunt
14	spirit

In the world of Chasm, *healing* spells only restore 1 hp per die. Beyond the Night Maze, *curing* cannot restore damage and *resurrections* always fail. Furthermore, all attempts to turn undead on the Isle of Night will fail.

The bearer of the *Periapt of Peace* is immune to the Effects of Death and can use the periapt to *cure* other's wounds at normal power. It will not reverse the

Effects of Death.

Once the *Periapt* passes into the world of Chasm and beyond, it recharges at a quarter of its normal rate, but drains four times the vitality to do so (four years for every 10 PP).

If the bearer of the *Periapt* should lose contact with the artifact while on the Isle of Night, that character must make a saving throw vs. Death Magic at -8 or instantly die. If the character survives the roll, the Effects of Death take hold at 10 times their normal rate.

Encounter Key

1. The Cliffs of Chasm

The Moon Gate shimmers as the PCs pass through onto a freezing cold ledge in the world of Chasm (use DM Map 8).

You stand on the precipice of a narrow ledge within a freezing, dark, windy chasm. Any loose clothing or items, such as hats and even shields, are whipped away in the wind if you do not grip them tightly. Miles away, a gargantuan black tower (at least a mile tall itself) juts outward at right angles to the cliff wall. At its base is a blockhouse, which — although of gigantic proportions — is still dwarfed by the looming tower. Pale violet light filters out from the door. Other than the tower, the only visible features are the steep cliffs that fill your vision as far as you can see in all directions. Nevertheless, it seems that there is a junction in the canyon walls over your head, as if the chasm intersects with another at an impossible angle.

The ledge you stand upon ends at your feet. The strong winds make even the climb from where you are seem impossibly dangerous.

Each character must make an averaged Strength/Dexterity ability check to hold onto any shields, capes, ornate helmets, or similar items with high wind resistance and minimal restraint. Only one item per person can be saved unless the players outline reasonable procedures to

prevent fly-aways.

To reach the Tower of Night, the characters must climb, unless they possess some magics or magical items that allow them to cross a 200-foot gap without flying. If the characters climb, use the climbing rules from Chapter II.A. Foreign Forest, encounter 1, The Cliff Cleft Climb. There are no trails in the cliff face.

Any character who flies without a tether is carried off into the darkness, lost forever. With a tether, one loses only 2d6 hit points when one smashes into the chasm walls.

2. Dark Tower

The tower is 9,500 feet tall and 8,000 feet wide at the base, a black cylinder tapering to a 5,000-foot-wide peak. Inside is a 4,000-foot-wide open shaft. (See DM Map 10).

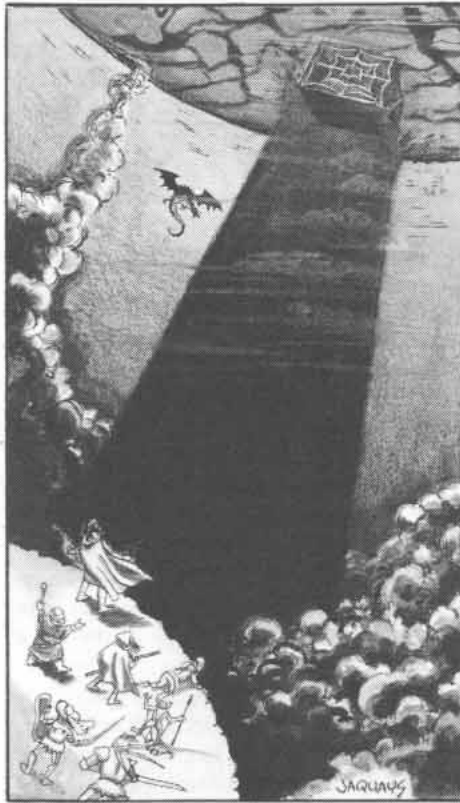
When the party reaches the tower's entry hall they may begin to notice the Effects of Death as described above: their skin is pallid and their flesh cold; wounds no longer hurt or bleed.

2a. The Entry Hall: The great door to the tower is 100 feet by 100 feet. Although it seems that the characters should be walking on the left wall of the entrance, gravity pulls towards the floor. After passing through a 350-foot-long corridor, the party reaches the entry hall.

A huge Spider's Web game occupies the floor of this large cubic chamber. However, there are only black playing pieces, in the form of creatures of night. Beyond them, a great wide stair climbs in the darkness.

The black pieces are full-sized statues of nightwalkers, nightwings and night-crawlers. There are no white pieces. The pieces remain as found, even if investigated or meddled with.

2b. Scenic Overlook: The steep, 200-foot-wide stair from area 2a rises 2,000 feet to a wide ledge in the central shaft's wall.



You stand on a wide ledge overlooking a tremendously wide shaft. Far below you see a boiling lake of viscous black slime. A pleasant-smelling mist wafts upward from it. A pillar of blackness shines upward from the slime like a ray of reversed-out sunlight. Bobbing atop the midnight pillar is a gargantuan cube. Even from here, you can see that its sides are patterned like the Spider's Web game board. Something dragonish leaps outward from the top of the cube, soaring into the billowing vapors and descending toward you.

The "something dragonish" is a small black dragon, one of four that dwell in the Tower of Night. The dragon will not attack the party unless they attack first, since they look like undead.

The party must reach the floating cube. If the PCs try, they can persuade the dragons to carry them there.

2 c. Bubbling Black Slime: This acidic

mucous instantly destroys anything that contacts it.

2d. A Ray of Dark: This black light will not harm non-living flesh (but at this point it still does 2d6 points of damage to any PC who enters it).

2e. Cursed Cube: This 500-foot-wide cube contains the Night Maze, a more difficult version of Ramenhotep's Miraculous Maze challenge. The entrance is on the cube's top face.

3. The Night Maze

Going down into the cube is actually climbing *up* through its floor. When the entire party has descended into the opening atop the floating cube, the opening magically closes, replaced by a stone door with a pattern on it like that on the cube's sides. The pattern connects 10 star-shaped talismans and seven similar depressions.

Reread challenge 3 from Chapter I.E. The Spider's Web to the players. The Night Maze is a more difficult version of this challenge.

Seven sense talismans are needed to solve this puzzle. The required talismans are: 1 F (black; sound of human moans), 2N (white; texture of fine silk), 3 B (gray; texture of soft fur), 4E (gray; taste of vomit), 5D (white; odor of cinnamon), 6O (black; texture of bristles), 1 P (black; sound of the clatter of pans).

The party may have already obtained the seventh talisman from the giant crocodile on their journey up the Aurora.

Further complicating this challenge are a pair of reveners that steal the PCs' senses. The reveners appear as humans with skeletal hands, skull faces, and flowing white hair.

Every time the party enters a location marked with a letter, roll a d20. On a roll of 5 or less, the reveners ambush, attacking with surprise. They never fight, but just steal senses and run. Once out of sight, they are gone until the next attack. There are always two, even if one or more are destroyed.

When dusker encounters occur, the

PART III: JOURNEY INTO NIGHT

full number of duskers of the type specified for that cube face appear.

When the puzzle is complete, the door in the floor disappears to reveal a stark, windswept plateau: Night's Watch on the Isle of Night.

4. The Isle of Night

The Isle of Night is a 1/24 th-scale duplicate of the Isle of Dawn, with a few minor differences. All vertical dimensions are the same (much like a distorted map), but vegetation appears uniformly dead and a few geological features, such as the two-mile-high Night's Watch Plateau, have been modified at the whim of Night.

When the party enters the Isle, they may be fully undead, with rotted features and worms crawling endlessly through sloughing flesh. This condition allows them to survive on the Isle.

To discover the location of Thincol and Eriadne, the PCs must descend the winding trail from Night's Watch and interview zombies. From these conversations, they will learn the following:

- For the denizens of the Isle, it has been over 400 years since their ancestors were kidnapped. Twenty generations have come and gone.

- There are as many as 100,000 zombie folk on Night, all descended from Thincol, Eriadne and their courtiers.

- The zombie folk breed like living creatures, producing zombie babies and eventually wearing out and "dying."

- The Night creatures force them to build purposeless titanic edifices.

- Thincol and Eriadne's remains are interred in a crypt at the isle's northern end (corresponding to Helskir).

Random Encounters

Check for random encounters once each 12 hours by rolling a d20 and checking it against the following paragraphs.

1-10 No encounter.

11-14 Work gang of 1d20 zombie-people driven by ten thouls is building a wall. The zombies recognize the PCs as the "promised ones" who have come to

return their gods (Thincol and Eriadne) to the "real world," the heaven of the zombies' pathetic mythology. If the party lost members on Chasm or in the Tower of Night, after a moment they realize that these friends are working mindlessly with the other zombies. The less perceptive thouls try to force the PCs into the work gang. If the PCs resist, the zombies are commanded to attack.

15-18 Baak. A rectangular shadow moves over the group as a great black monolith (over 100 feet wide and 300 feet long) passes overhead. This is a Baak, a guardian being from the Sphere of Matter here on its own business (although the PCs cannot see them, a thousand zombies ride atop it, on their way to a "better" life).

19-20. The Night Spider mistakes the party for zombies. She attempts to command them back to one of the work projects (as a 20 HD liege). If she succeeds, or if the PCs appear to follow her commands, she goes about her errand. If they ignore or attack her, she recognizes them and *teleports* to summon aid, returning in 3d6 rounds with one of each type of nightshade.

4a. Home Gate: As the party exits this friendly door (similar to the other gates), it pops and fizzles while smoke issues from an opening in the door frame. Above the opening are words in strange language. If read (*comprehend languages*), it says, "Place object of great power within to operate."

Inside the opening are the charred remains of a begemmed bowl carved with the name and command words for the *Cup of Silenus*, the destroyed artifact whose Power Points kept the gates between worlds working (the gate at Avernus, the sun gate, the moon gate, the star gate, the home gate). For the door to work, the opening must contain an artifact (although if an Immortal were to place his hand here, the door would operate, draining a permanent Power Point).

The opening glows in the presence of an artifact (the *Periapt*) or an Immortal. If the *Periapt*, any other artifact, or part

of a living Immortal is placed in the opening, the gate will work again, permanently draining 1 PP each time a being passes through.

4b. Thyphatia, Thincol, and Eriadne:

In these, the crypt cities of the zombie folk, roll random encounters each hour, adding 5 to the roll.

5. The Imperial Crypts

The Imperial Crypts (DM Map 12), located on the site of the terrestrial city of Helskir, contain a pair of sarcophagi and surprisingly realistic statues of Thincol and Eriadne, tightly clasping each other's hands. The statues are inscribed "Thincol and Eriadne, rulers of Thyphatia". After 400 years, Thincol and Eriadne are but ashes and dust.

Yet, not long after arriving on the Isle of Night, Thincol and Eriadne prepared for the rescue they knew must come. Each sacrificed a pound of flesh to be carefully spiced and dried. These leathery bits were sealed in boxes inscribed with the words "MAKE ME ANEW" and were eventually interred with the rulers' remains. This flesh can be used to *clone* the rulers back into life.

Although the two rulers eventually came to love each other as husband and wife, the flesh samples were taken just after arriving, when they merely found each other intriguing. It is in that mindset in which they shall be reborn.

6. Out of Night

To return home, the party must sacrifice an artifact. If the home gate is repositioned, the gate opens upon Avernus.

EPILOGUE: THE HELSKIR SUMMIT

Encounter Setting

The party arrives in Helskir less than two days after they left. They are still undead. This can be corrected only by two *raise dead* spells (one to eliminate the undead condition and the second to revive the body). Before the Helskir summit can proceed, Thincol and Eriadne must first be *cloned* to be revived. Under normal circumstances, this would take 36 weeks. However, Knolimer Knolin (the module's prerolled magic-user character) possesses a *copy cabinet* that produces an "instant" clone. If not used as a PC, Knolimer will be present as an NPC from Westrouke. When their rulers are revived, the two empires call a truce.

Negotiating Peace

The object here is for the players to role-play the Helskir Summit to create the peace accord. Rather than playing their characters, each player takes the position of one faction's negotiator. Each faction has things it *must* have to ensure peace, things it just *wants* and things it *doesn't want*. For the peace accord to be lasting, each party to the summit must feel it has come away a winner. If not, the peace is short-lived.

The players randomly select one of six factions. Privately give each player a list of their demands and responses to demands. Each item on the factions' lists has a positive or negative value rating. This rating is used at the end of the conference to determine the success of the summit and to award experience points. When two numbers are given, the second number represents the value if the opposite of the condition occurs. The higher a positive number is, the greater its importance to the faction and peace overall. The lower a negative number is, the more it will make the faction unhappy if the condition occurs. Example: Thyatis wants to end Alphatia's westward expansion. If Alphatia were to agree to stop expanding west, but retained Norwold, the two items would balance each other in Thyatis's eyes.

The conference focuses on the resolution of one key issue and a number of lesser issues. These issues are:

Key Issue: Who owns Norwold?

Major Issue: Expansionism — who may expand in which directions? Alphatia and Thyatis currently control most of the region.

Major Issue: Who may trade with whom? Alphatia and Thyatis prohibit interempire trade without explicit permission. Colonies often cannot trade with nearby countries.

Lesser Issue: Who controls the Isle of Dawn and its rich southern plateau resources?

Lesser Issue: Injured countries demand reparations for damages. Wars have destroyed property in neutral and uninvolved lands.

The Factions

THYATIS (Emperor Thincol the Brave)

Alphatia ends westward expansion (20/-10)

No expansion restrictions (10)

Norwold under Alphatia (-20/5)

Pay reparations to Helskir (-5)

Pay reparations to Alphatia (-20)

Norwold under Thyatis (10/-5)

No trade treaties (5/-5)

Isle of Dawn resource rights (5/-5)

Retain all current provinces (20/-5)

Retain most current provinces (15)

Reimbursement for provinces (10/-20)

ALPHATIA (Eriadne the Wise)

Thyatis ends eastward expansion (20/-10)

No expansion restrictions (-10)

Norwold under Thyatis (-20/5)

Pay reparations to Helskir (-2)

Pay reparations to Thyatis (-10)

Norwold under Alphatia (10/-5)

Isle of Dawn resource rights (10/-5)

Retain all current provinces (20/-5)

Retain most current provinces (15)

Reimbursement for provinces (15/-20)

WESTROURKE (Archduke Donegal Firestorm)

Isle of Dawn self-rule (15/-5)

Isle of Dawn independence (10/-2)

Reunite Westrouke and Dunadale (10/-5)

Control of Norwold (10/-2)

Control of Isle of Dawn (10)

If bartered between empires (-20)

NORWOLD (under PC control)

Free Norwold (20/-5)

Norwold under Thyatis control (-10)

Norwold under Alphatia control (-5)

Norwold under Donegal (-10)

Free trade (5/-5)

Retain PC dominions (5/-5)

Fair payment for dominions (10/-5)

THOTHIA (Prince Krathor)

Isle of Dawn self-rule (15/-5)

Isle of Dawn independence (10/-2)

Reparations for library (5/-7)

Punishment of library defilers (5/-3)

Removal of martial law (10/-5)

Free trade (5/-5)

Financial aid to exploit resources of southern plateau (15)

If bartered between empires (-20)

HELSKIR (Lord Zaar)

Foreign troops leave Helskir (15/-20)

Isle of Dawn self-rule (15/-5)

Isle of Dawn independence (10/-2)

Free trade (5/-5)

Reparations for war damage (10/-10)

Financial support against pirates (5)

If bartered between empires (-20)

Calculating Success

Total each individual faction's score. Then total all faction scores together. If the end total is negative, the truce ends and the players may wish to continue negotiations. If either empire has a negative score, skirmishes rekindle in 1d6 months. If any other faction has a negative score, skirmishes resume in 2d12 months. If no faction has a negative score, then peace in this area lasts 1d6 years.

The characters receive 20,000 XP each for participating in the negotiations — if a peace accord is drafted that *all* parties agree to. Additional XP are based on the outcome of the conference. Award 5,000 XP to all parties if the key issue is resolved. Award 2,000 XP if Thyatis and Alphatia agree. Award an additional 2,000 XP for each major issue resolved and 1,000 XP for each lesser issue. Finally, award each character 100 times the total of all factions' scores.

Endings

If the PCs succeed in rescuing Thincol and Eriadne, and then negotiate a peace accord, the worst that can happen is that the ultimate war is averted for a while. Nevertheless, Tralkar Fenn's offer for the PCs' dominions may still exist (DM's choice).

If the party fails in their mission, the war continues and escalates until all civilized countries under the control of the empires or adjacent to them are involved. Lasting twenty years or more, the war ultimately drains the involved nation's resources, slays most if not all of their human and demi-human populations, topples their governments into anarchy and plunges this portion of the world into a dark barbaric age. You may wish to create adventures that involve the PCs in the war, or let them try to end it before *Night* falls.

APPENDICES

APPENDIX I: NEW MONSTERS

Aketheti

Number Appearing: Unique
Armor Class: -1
Hit Dice: 16*****
Hit Points: 90
Move: 180'(60')
Attacks: 1 bite or spell
Damage: 3d6 + poison or spell
Save As: MU 16
Morale: 10
Treasure Type: NA
Alignment: Chaotic
XP Value: 12,850

Aketheti (pronounced AH-khe-THÉE-tee) is the current queen of the kingdom of Thothia and the wife of Pharaoh Ramenhotep XXIII. She has been the queen of Thothia since the reign of Ramenhotep X, over 13 generations ago, but the populace of Thothia is unaware that Aketheti I ("rescued" by Ramenhotep X from the wilds of the southern plateau) and Aketheti XIII are the same being.

In Thothian mysticism, she is known as the daughter of the Night Spider (although she is most likely a free-willed magical construct created by the Night Spider).

Aketheti's normal form is that of a huge planar spider. At night, she must always assume this form, but during the day she may also become a half-human, half-spider creature. Like a werecreature, she is immune to non-magical or non-silvered weapons. Like a vampire, she can *charm* with her eyes (in both human and spider form), take on gaseous form, regenerate hit points and drain two energy levels each time she hits a foe.

In human and spider form, she casts spells as a 15th-level magic-user (5/4/4/3/2/1). She can be turned (but not destroyed) as a "Special" undead, but makes a saving throw vs. Death Magic to avoid being turned. She is unaffected by holy symbols, mirrors, or garlic, and holy water merely enrages her.

Her poison is so deadly that the saving throw must be made at -6 or death results. Even those who make their saving throws take an additional 2d6 damage. Finally, those who survive this must also make a saving throw vs. Paralysis or be paralyzed for 1d6 turns.

Children of Aketheti

Aketheti's offspring are shape-changing

human/spider mystics in the library at Edairo. Her children can only be hit by silver and magical weapons. She can summon these creatures to her aid in the same manner that a vampire summons rats, bats and wolves.

Aranea

Number Appearing: 1-3 (1-6)
Armor Class: 7
Hit Dice: 3**
Move: 60'(20')
120' (40') in web
Attacks: 1 bite or spell
Damage: 1-6 + poison or spell
Save As: MU 3
Morale: 7
Treasure Type: D
Alignment: Chaotic
XP Value: 65

Ages ago, planar spiders exiled to the Prime Plane for their evil founded the city of Aran on the Isle of Dawn. Here they created the only known works of that arachnid civilization (using the enslaved race of phanaton that accompanied them here). Mighty webs intertwined with pearlescent pillars of magical stone to create a lustrous city that scintillated in the rising dawn. Yet the planar spiders' Chaotic descendants soon interbred with lesser giant spiders and so formed the degenerate intelligent spider race known as aranea.

The aranea are as large as small ponies and are greenish-brown in color. They are distinguishable from other giant spiders by the massive odd-shaped lumps on their backs that house their brains. The aranea are web spinners and their bites are poisonous.

The front limbs of an aranea are divided into flexible digits. The aranea uses these to grasp prey and manipulate simple tools. In addition, an aranea can cast spells as a 3d-level magic-user (two 1st-level spells and one 2d-level spell). They spend much of their time researching magic (allowing use of several spells that are exclusive to the aranea).

On the Isle of Dawn, aranea live in the dense forests or jungles surrounding the crumbled ruins of Aran, spinning their web homes high in the trees. Part of each web hut is roofed with bark, leaves, and vines held together with webbing. In the covered parts of their lairs, the aranea keep their crude tools, magical research, and crude furniture of web, vines, bark, and wood.

Several powerful planar spiders, including the exiled form of an Immortal, serve as rulers and living deities for the degenerate

aranea. More prominent aranea clan groups have enslaved the local phanaton to perform manipulative tasks for them.

(The aranea originally appeared in Expert Game Adventure X1, *The Isle of Dread*, by David Cook and Tom Moldvay.)

Dusker

	Normal	Brute	Giant
Number Appearing:	0 (1-6)		
Armor Class:	7		
Hit Dice:	2**	4**	8**
Move:	90' (30')		
Attacks:	1 weapon + special		
Damage:	2d4	d8 + 2	2d8
Save As:	F2	F4	F8
Morale:	9		
Treasure Type:	Nil		
Alignment:	Chaotic		
XP Value:	30	175	1750

Duskers are goblin-like constructs created by the Immortal Hierarchy of Entropy, known as Night, to guard the maze entrance from the Tower of Night on the world of Chasm into the Isle of Night. Duskers come in three sizes: a 2 HD dusker, a 4 HD dusker brute, and an 8 HD giant dusker.

Duskers can be damaged only by magic or magical weapons, and are immune to all first- and second-level spells. Like golems, they are immune to all *charm*, *sleep*, and *hold* spells as well as cold-based attacks and gases (since duskers do not breathe).

Once per day, a dusker may use its gaze attack, a *ray of darkness*, against a foe. Failure to make a saving throw vs. Spells against the *ray* subjects the character to the effects of a *polymorph others* spell. To determine the type of creature that the character becomes, refer to the sixth-level spell *reincarnation*. Roll a d6 twice. The first roll indicates the alignment of the resulting creature (1-3 = Lawful; 4-5 = Neutral; 6 = Chaotic). The second roll indicates the specific monster. Spellcasting characters become wiccans or shamans (level of monster spell-caster will not exceed maximum possible level for that creature type).

When destroyed, duskers disappear with a popping sound.



Night Spider

Number Appearing:	1 (Unique)
Armor Class:	-1
Hit Dice:	20*****
Hit Points:	100
Move:	90' (30') 180' (60') in web
Attacks:	1 bite/2 leg punches
Damage:	2d8 + poison/ 4d6x2 + special
Save As:	MU 36
Anti-Magic:	50% within 5 feet
Morale:	12
Alignment:	Chaotic
XP Value:	12,000

The Night Spider is a creature of the Sphere of Death. Upon obtaining her Temporality, she retained her natural planar spider form, although due to eons spent on the Prime Material Plane, this body has become bloated and decayed. "Night Spider" is but one of many names she uses; Arachne Prime is her *truename*.

Mighty heroes had discovered her *truename* and sought to permanently destroy her evil. The Night Spider fled from her home plane to this small planet on the Prime Material

Plane (not knowing that it would eventually rise to prominence). With her came Chaotic planar spiders (who would become the ancestors of the aranea) and phanaton slaves.

Alphaks has promised to end her exile on the Prime Plane and return her to her home plane if she prevents the party from gaining the *Peaceful Periapt of Pax*. Even though an Immortal being, she fears the PCs, since she believes they may use her *truename* against her. If she is destroyed on the Prime Plane, she goes to Thorne near the outer fringes of Death, not to her home plane.

On the Prime Material Plane, the Night Spider has lost the Immortal ability to travel between planes (she regains this when threatened with destruction on Thorne). Like a planar spider, she can become ethereal, but may only return to the Prime Plane (on Thorne, she returns to Thorne).

Only magical weapons with a +5 bonus or better can hit her. Any time that dice damage is rolled against her, the result is always the lowest possible score.

All of the Night Spider's special powers are created by her Mind Power. This includes the ability to create spell-like effects from mental abilities. Only one effect per round can be created, even while the spider is physically

attacked or is moving. Mind Power requires the use of Power Points (PP) that can only be restored by rest (never magically), up to 1 point per turn when she sleeps. The Night Spider can cast any spell at 36th level of magic use, but costing her double the spell level in PP (for example, a lightning bolt would cost her 6 PP).

Once per round the Night Spider can inflict Terror on up to five mortal creatures who see her (regardless of level or hit dice), requiring an unmodified saving throw vs. Spells to resist it. Failure means the afflicted mortal will be terrified of the Night Spider for one turn, unable to attack her. However, each round characters may attempt to overcome their terror by making a d% roll of less than or equal to their experience level (the potency of the Night Spider's aura has diminished over the eons).

As an Immortal, she can also regenerate 1 hp per hour (1PP/hp); is immune to all mind reading, disease, aging, death rays and energy drains; and *teleports* without error (6PP). She can also control undead as a 20 HD undead liege (1PP/HD). She does not need air, water, or food to survive.

Phanaton

Number Appearing:	0 (3-18, village 30-300)
Armor Class:	7
Hit Dice:	1-1
Move:	90'(30') 150'(50') in trees
Attacks:	1 bite or special
Damage:	1-6 or by weapon type
Save As:	F 3
Morale:	7
Treasure Type:	Nil
Alignment:	Lawful
XP Value:	5

The phanaton look like a cross between raccoons and monkeys. They are roughly halfling-size and have 4-foot-long tails that can grasp objects like a fifth limb. For example, when fighting in trees, a phanaton wraps its tail around a branch for support.

Phanaton have membranes of skin stretching from arm to leg. They can spread these membranes and glide from branch to branch. They have a +2 bonus on all saving throws due to their small size and agility.

Phanaton prefer to eat fruits and vegetables, though they may eat meat. They live in tree-top villages built on platforms of wood and woven vines, with platforms connected

APPENDICES

by rope bridges. Each village of 30-300 is a separate clan. Phanaton are the allies of treants and dryads and are friendly with elves. The aranea and planar spiders are their ancient foes (an enmity that predates the exile of these planar spiders on the Isle of the Dawn). Bold bands of phanaton attack these spider folk on sight.

For every 30 phanaton, there is a clan war chief who has 3 hit dice and at least 15 hit points. He also has a bodyguard of 2d6 phanaton warriors. Each of these warriors fights as a 2 hit dice monster and has 1d6 + 4 hit points. For every 100 phanaton, there is a tribal subchief who has 6 hit dice, 30 hit points, and a +1 bonus to all damage rolls. The subchief has 2d4 bodyguards, who each have 3 hit dice, and 15 hit points. If 300 phanaton are encountered, they are led by a tribal king who has 8 hit dice, 50 hit points and a +2 bonus to all damage rolls. He has four warriors who act as bodyguards. Each of these bodyguards has 6 hit dice, 30 hit points, and a +1 bonus to all damage rolls.

For every 30 phanaton, there is a 2d-level shaman (cleric/druid). For every 100 phanaton, there is a 4th-level shaman.

(The phanaton originally appeared in Expert Set Game Adventure X1, *The Isle of Dread*, by David Cook and Tom Moldvay.)

APPENDIX II: ARTIFACTS

The Peaceful Periapt of Pax

The legendary Immortal peacemaker Pax once imbued her pacifying abilities into an alabaster dove as a passive defense against the forces of Entropy. A clever mortal discovered that it could be made into a mace head with serious damaging effects against mortal and immortal creatures aligned with the Sphere of Death.

Because its presence is a serious threat to Entropy, it is rarely found and often mysteriously disappears before it can be put to best use.

Description: The periapt appears as an unbreakable alabaster dove, about the size of a clenched fist threaded on a necklace of pearls. On one wing is a carving of a sun and on the other a crescent moon carving. The dove's breast has been modified to accept a screwed-in shaft, such as the handle of a mace or maul handle.

Magnitude: Greater artifact

Power Limits: A/4, B/3, C/3, D/4

Sphere: Thought (Thieves, air)

Artifact Powers (PP 285):

A2	Calm others	30
A2	Mass charm	75
B2	Lore	70
B2	Truesight	50
D1	Cure wounds, serious*	25
D1	Cure wounds, critical*	35

*These powers are reversible, at a cost of 30 and 35 PP, respectively.

Activation: It is active when found.

Use of Powers: Any non-Chaotic creature who touches it immediately and magically knows all the names, details, and command words of all of its powers. The *Periapt* can be removed from its necklace and mounted on a mace or maul handle to become a *mace +3/+5 vs. Sphere of Death*. However, if the dove weapon is used against a creature of Chaos, it automatically uses the reverse of its *cure wounds, serious* power against the creature. If the weapon is used against a creature aligned with Death (such as an undead, a nightshade, or a Night Spider), the weapon automatically uses the reverse of its *cure wounds, critical* power. The user has no control over this.

Artifact Handicaps (4):

1. Alignment Change: When first used, the possessor's alignment changes to Lawful; if already Lawful, become more rigidly so and work more actively to defeat Chaos/Death.

2. Armor Class Penalty: The armor class of the user is penalized by +5.

3. Recharging Costs/Aging: When used, the *Periapt* automatically begins to recharge by aging surrounding beings (select victims randomly from all beings within 50 feet). It drains one year of life to recharge 10 PP, recharging at the rate of 10 PP/turn.

4. Attitude or Behavior Change: The user becomes peaceful unless confronted by beings aligned with the Sphere of Death, in which case the user becomes violently aggressive.

Artifact Penalties (3):

1. Each time the *Periapt* is used to strike a being not aligned with Death or Chaos, it loses 2d10 PP. If striking a foe reduces the periapt to 0 (or less) PP points, it vanishes by *teleporting* to somewhere else on the same plane and ages its user 2d100 years.

2. Damage Penalty: The user inflicts -5 points of damage whenever striking a being

not aligned with Chaos or Death.

3. Weak Magic: User inflicts -3 points of damage per die when casting damaging magics (although each die does a minimum of 1 point damage.)

APPENDIX III: THE ISLE OF DAWN

The Isle of Dawn lies east of the large continent in the northern hemisphere on which most of the previously described D&D® modules have occurred and south of Norwold (see area 15 on the map located on the inside cover of the D&D® *Master DM's Book*).

Competing Empires

The island is divided east to west between Thyatis and Alphatia, the two empires that have been hotly competing for the territory of Norwold. Although each empire controls several territories on the Isle, the actual borders are vague and much of the land is unexplored or uninhabited. Even though conflict between the empires has marred the past millennium, little combat has occurred on the Isle of Dawn.

Alphatia Background

Alphatia is the oldest empire in the world. Its heartlands are located northeast of the Isle of Dawn. Its citizens are descended from people who emigrated from another world. The empire built its power on a solid foundation of magic with over 1,000 36th-level magic-users on its ruling council.

Eriadna the Wise is the current Empress. Her second son, Ericall, is King of Norwold.

Thyatis Background

The empire of Thyatis is over a thousand years old, yet much of its growth has come within the last century as it spread outward rapidly from the capital city of Thyatis. It now encompasses several islands off the southern coast of the continent and extends northward, having absorbed much of the territory that the PCs may have explored early in their careers (including Karameikos, Darokin, and Glantri).

Many historians attribute Thyatis's recent rapid growth to its leaders' fabled capacity for greed and trickery. Although several of Thyatis's territorial battles appear to have been fought on the field of honor, historians

agree that many more were won through treachery and deceit.

Thincol the Brave, a 36th-level fighter, is currently emperor. He is cruel, merciless and possesses a keen soldier's mind — an emperor in the classic Thyatian tradition.

Relations Between the Two Empires

Although Thyatis and Alphatia have sought to resolve recent territorial disputes through violent actions in Norwold, neither empire has been willing to commit resources to an all-out war. The time is ripe for an easing of tensions that would allow the empires to continue their expansion — in other directions.

Cities and Vassal States

Helskir

Fealty: Neutral city.

Helskir was once a part of Norwold (a part of the disputed Alphatian lands given to Empress Eriadna's son Ericall). Lord Eruul Zaar, a 27th-level fighter, took the tiny fishing village here and turned it into a bustling mercantile port of 13,000 citizens. During the recent conflicts in the area, Helskir changed hands several times. Lord Zaar has recently broken allegiance with Norwold, Alphatia, and Thyatis, declaring the city's neutrality.

Helskir is unfortified, although a wooden palisade surrounds Zaar's stone mansion, the chief guild halls and a tall stone lighthouse.

The Confederated Provinces of Dunadale

Fealty: Alphatian colony.

Dunadale freed itself from the yoke of ancient Thothia only to become the divided spoils of Alphatian and Thyatian expansionism. Alphatia claimed the eastern half of this bleak land and Thyatis the west. Although ruled by a titled Alphatian noble, government on the local level is conducted by popularly elected representatives.

The Grand Duchy of Westrouрке

Fealty: Thyatian colony.

Westrouрке, once the western half of old Dunadale, is the dominion of Archduke Donegal Firestorm, the nephew of the Thyatian emperor. Like Norwold, Westrouрке is a land of small dominions under the guardianship of powerful adventurers. Archduke Donegal rules from Newkirk, a fortified town of

25,000 people.

East Portage

Fealty: Alphatian colony.

Merchants wishing to avoid bad weather and pirates use this land route between the Portages. Baron Lornce N'Jozee rules the 1,000 residents of this small town.

West Portage

Fealty: Thyatian colony.

Guildmaster Lareth Kubek is lord and master of West Portage. Although he claims to be a Guildmaster of the Minrothad silk guilds, he is a 20th-level thief, and most officials are professional thieves. To allay suspicions, Kubek keeps the town spotless. Even so, most needs for shady characters can be met here.

Guildmaster Kubek has recently increased the eastbound portage fees to cover losses from bandits who infest the 150-mile-long trail. Since both the bandits and the caravan guards are Kubek's men, he profits regardless.

City-States of Ekto and Trikelios

Fealty: Alphatian colonies.

Ekto on the River Ek and Trikelios on the Little Dawn River are former Thothian colonies, each run by a corrupt beauracracy. Ekto is noted for its metallurgists and Trikelios for its shipyards, both reputed to be the best in the Alphatian empire.

Kendach

Fealty: Thyatian ally.

From Fortress Kendach and its surrounding town of 5,000, Count Uther Pandar, grandson of an exiled Alphatian noble and a 17th-level cleric, rules the lush valley of the river Kend and lays claim to Scar Mesa, the western Scarlands and the Shadow Coast south to the Giant Skull river.

Kingdom of Thothia

Fealty: Alphatian colony.

Ramenhotep XXIII is pharaoh of ancient Thothia (pronounced THO-shah) at Edairo (pronounced E-dire-oh). He and his mysterious wife, Queen Aketheti, rule the 30,000 inhabitants of this crowded, crumbling desert

city, as well as the 10,000 Thothians who reside in other areas.

The culture of Thothia closely resembles that of ancient Egypt. The small, red-haired, dark-complexioned Thothian people are descendents of colonists from the ancient Nithian Empire (see *Gazetteer 2, The Emirates of Ylarum* for additional details). The Thothians never worshipped the Entropy Immortal, Thanatos, and so escaped the curse that destroyed Nithia and wiped it from the memory of man. Still, a study of Thothia would reveal much about lost Nithia.

Ancient Thothians once worshipped Rathanos, a minor Energy Immortal in the pantheon of the Magian Fire Worshipers. However, an organized mysticism (inspired by beings from the realm of Entropy) has replaced Rathanos and become the official philosophy. Only Thothia's limited political power saves it from Nithia's fate.

Caerdwicca

Fealty: Thyatian ally.

Barbaric Thane Uthgaard McRhomaag claims the lands and sea around this palisade and ditch fortress. As chieftain of clan Caerdwick (imagine Scottish Highlander Vikings), he commands his small fleet of sea raiders and makes travel difficult for all, unless a tithe is paid into his coffers.

Isle of Dawn Terrain Types

The nature of the island changes drastically from north to south. A variety of terrain types cover the land. Most are shown on *Players' Aid 1*; however, the interior of the large southern plateau is unexplored.

Moors

The primary feature of the northern isle's unmarked hexes is endless foggy moors. The moors are poorly drained open lands, covered with coarse grass, heather and sparse scrubby forest, small peat bogs and deep ponds.

Hills

The slopes of these highland moors are choked with dense scrub growth, while the crowns are often rocky and bare. Northern hills hold ancient tombs, barrows and standing stones.

APPENDICES

Bogs and Marshes

The inland hexes marked with marsh symbols are peat bogs, made of soft, spongy sphagnum moss. Small lakes are common, but their shores are dangerous overhanging ledges of floating bog incapable of supporting much weight. Running water is rarely found above ground, tending to filter slowly through the subsurface moss and peat. Dangerously soft sucking bogs drag the unwary to their deaths.

The salt marshes in Westrouke and the flood plain in the delta of the great Aurora River are wet lowlands. In the south, the rich, arable flood plains are the bread basket of Thothia, renewed each spring by the floods from the great southern plateau.

Rivers and Lakes

Most of the Isle of Dawn is poorly drained, hence the moors and bogs in the north and the deserts in the south.

Only the largest of the Isle's rivers are shown. The rivers shown may be 100-1,000 feet wide wherever encountered (except for the Aurora which is five times that width). Narrower rivers often have fords at various spots. Assume that at least 1-4 smaller streams drain each hex on the map. Northern lakes are old and mostly silted up or bogged over at the edges. Lakes and ponds in the desert are salty or even poisonous.

Forests

Deciduous hardwood growth dominates the sparse northern woods, while in the subtropical south, unbroken rain forests cover vast tracts. The small area in central Dunadale is virgin forest — men have never penetrated more than a mile into it.

Desert

The southern deserts are parched, hard earth with a few sand dunes, numerous eroded stone formations, and cacti and sagebrush.

Prairie

Found only on the southern island, these dry, rolling grasslands are populated by herd animals and hunter clans. The prairie east of Edairo is pasture for the pharaoh's herds of cattelope.

Broken Lands

In these rocky, heavily eroded desert badlands, mesas, buttes, canyons, gorges, and

small plateaus abound. Other than in the Ek River Valley, fresh water is hard to come by here. Small salt lakes capture and evaporate the rare run-off precipitation.

Special Geographic Features

Finnegar's Watch

Located near the western coast of the northern half of the island, Finnegar's Watch is the only mountain on the Isle of Dawn. The 4,000-foot-high extinct volcano occupies much of its map hex. Finnegar was an ancient Dunadalian hero who supposedly made first contact with Immortals here. Atop the mountain's east slope is an immovable, weathered golden throne, Finnegar's gift to his long-forgotten patron.

Southern Plateau

The sheer red walls of the plateau rise above the island like a titan's fortress. Although claimed by the ancient kingdom of Thothia, it is unexplored. Its western third is mostly desert. In the east lies dense rain forest, the plateau's primary feature.

The Valley of the Dawn

From its source on the southern plateau, the Aurora River has carved a gigantic network of canyon lands with 3,000-foot-high walls where the river enters the Thothian desert. Although some lost trails exist, the valley is the only known entryway to the plateau. The plateau's other rivers end in monumental waterfalls that drench the plateau base in heavy mist. Fierce, changing winds and colonies of flying monsters make aerial ascent of the cliff a deadly proposition.

The Temple of the Dawn

A huge temple in the Valley of the Dawn built by the ancient Thothian Pharaoh Tokaramses, its great wall spans the canyon, creating a lake and a spectacular waterfall. Abandoned by men, it is occupied by evil entities.

The Scarlands

Scar Mesa and the Scarlands are rugged broken lands, home both to fierce creatures and to excellent mineral resources. Wormholes here lead to the Elemental Plane of Earth.

Pre-Rolled Characters



Knolimer Knolin of Yskelb

Neutral 27th-level Magic-User

S 11, D 14, I 18, C 15, W 11, Ch 12

Armor Class: -2 Hit Points: 53

Armor: *Vest of protection AC2, ring of protection +3*

Equipment: *Wand of lightning bolts (30 charges), dagger +2/+5 vs. bugs, staff of dispelling (20 charges), scroll of shelter, scroll of questioning, potion of elemental form, potion of ethereality, potion of swimming, potion of healing (x3)*

Spells: 7/7/7/6/6/5/5/5/4



Ethendril h'Caramore

Lawful 30th-level Paladin

S 18, D 18, I 13, C 18, W 16, Ch 12

Armor Class: -5 Hit Points: 107

Armor: *Plate mail +3 (special power of haste), shield +2 (special power of ethereality)*

Equipment: *Two-handed sword +3, ring of remedies, ring of regeneration, potion of super healing, potion of healing (x2), rod of victory*

Spells: 4/4/3/2/1 (as a 10th-level cleric)



Unice

Lawful 27th-level Fighter

S 17, D 14, I 12, C 16, W 10, Ch 16

Armor Class: -6 Hit Points: 92

Armor: *pink plate mail +4, pink shield +1, pink hat of protection +2*

Equipment: *+2 longsword, helm of reading languages and magic, horn of blasting, everflowing bottle of pink wine, scarab of protection, 5 bottles of pink dye, potion of giant strength, potion of polymorph self.*



Shebb Woolsey

Neutral 30th-level Thief

S 13, D 18, I 12, C 15, W 17, Ch 14

Armor Class: -2 Hit Points: 70

Armor: *Leather armor +3, ring of protection +3*

Equipment: *Rod of weaponry +5, dagger +2 (x2), ring of life protection, potion of longevity, potion of black dragon control, potion of levitation, potion of flying, boots of speed*

Pre-Rolled Characters

The youngest son of a baron from the Principalities of Glantri, tall, broad-shouldered Ethendril h'Caramore is a warrior's warrior. His pale blond hair is bound into three long braids to remind him of a vow taken as a youth. Likewise, due to a similar oath, he has spurned *longevity* potions and appears much older than his companions. His armor and weapons are mismatched, the pieces coming from a dozen different lands and cultures. Yet worn by Ethendril, they seem natural.

A hearty companion with a positive word for everyone, his presence in a group of allied NPCs adds +1 to their morale, +2 if they consider themselves his friends.

Ethendril is a Grand Master of the two-handed sword. He carries a golden sculpture of a sailing boat that he can command to become a full-sized small sailing boat (to carry up to 20 people) and command to shrink again. Unfortunately, the ship is more fragile than a typical sailing vessel and has but half the hull points and an AC of 8.

Knolimer Knolin hails from Darokin, but is not welcome there. Knolimer is fair-skinned and dark-haired, with blue eyes and a knowing smile. Although thin and wiry as a youth, age has added a few pounds to his medium-height frame and a blaze of gray to both his temples and beard. He favors modest (almost beggarly) robes, with sleeves often rolled up above the elbows to keep them out of the way of his tinkering.

A self-avowed expert at everything, he is a tinkerer at magic, with a thousand half-completed, untried or misplaced magical inventions cluttering his manor. He is remembered for his *thyme machine*, which left an herbal aroma for years, and his *copy cabinet* which is set to create an instant clone of himself (or any other being) by putting the developing clone on another plane in which time flows faster. Although a less-than-adequate dominion ruler, he is loved by his subjects, for he shares the wealth he acquires through adventuring with them. Knolimer co-rules his dominion with Unice, his long-time adventuring friend.

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Shebb looks to be about 40 years old, but was born in the Karameikan city of Kelven over 160 years ago. Thinning brown hair; a none-too-thick beard; a sly but kindly smile; and a pair of spectacles (stolen from a wizard) are Shebb's trademarks. Age and infrequent action have added a few pounds to his frame and he aches from an uncountable number of wounds. Yet he is almost as lithe and limber as he was in his misspent youth.

He remembers visiting Thyatis 130 years ago when it was nothing more than a large city-state ruled by shiftless no-accounts. Shebb has mastered the dagger at Master level and the sword at Expert level. Although he is a master of his own profession, Shebb's easygoing nature has kept him from achieving great success as either a leader of other thieves or as a dominon ruler. He currently rules a poverty-stricken dominion north of Landsfall, supplementing its meager treasury with forays into other countries' treasuries.

Tall, slender Unice is head and shoulders taller than all party members except Ethendril. Although actually much older, she remains 25-30 years old, thanks to the judicious use of magical potions. Unice had an early encounter with an unnamed Immortal whose distinguishing feature (at least what caught her attention) was his shocking pink hosiery. Unice has since garbed herself entirely in pink, including enameling her armor and weapons and dyeing her normally light blonde hair.

Unice is very serious about her preferred color — anything she acquires soon becomes pink. Pink things are a good omen to her. She also likes to collect souvenirs of places she visits (again, preferably pink things). Included among these mementos is a magic *bottle* from which she can pour any desired quantity of rosé wine — pink, of course!

She has an unreasoning fear of spiders and must make an Intelligence Ability Check each time she encounters a spider-like creature. If she fails the roll, all attack, ability check and saving throw rolls are penalized by 2 until the encounter ends. If she makes the roll, her anger causes all rolls to receive a 3 point bonus for the same time period.

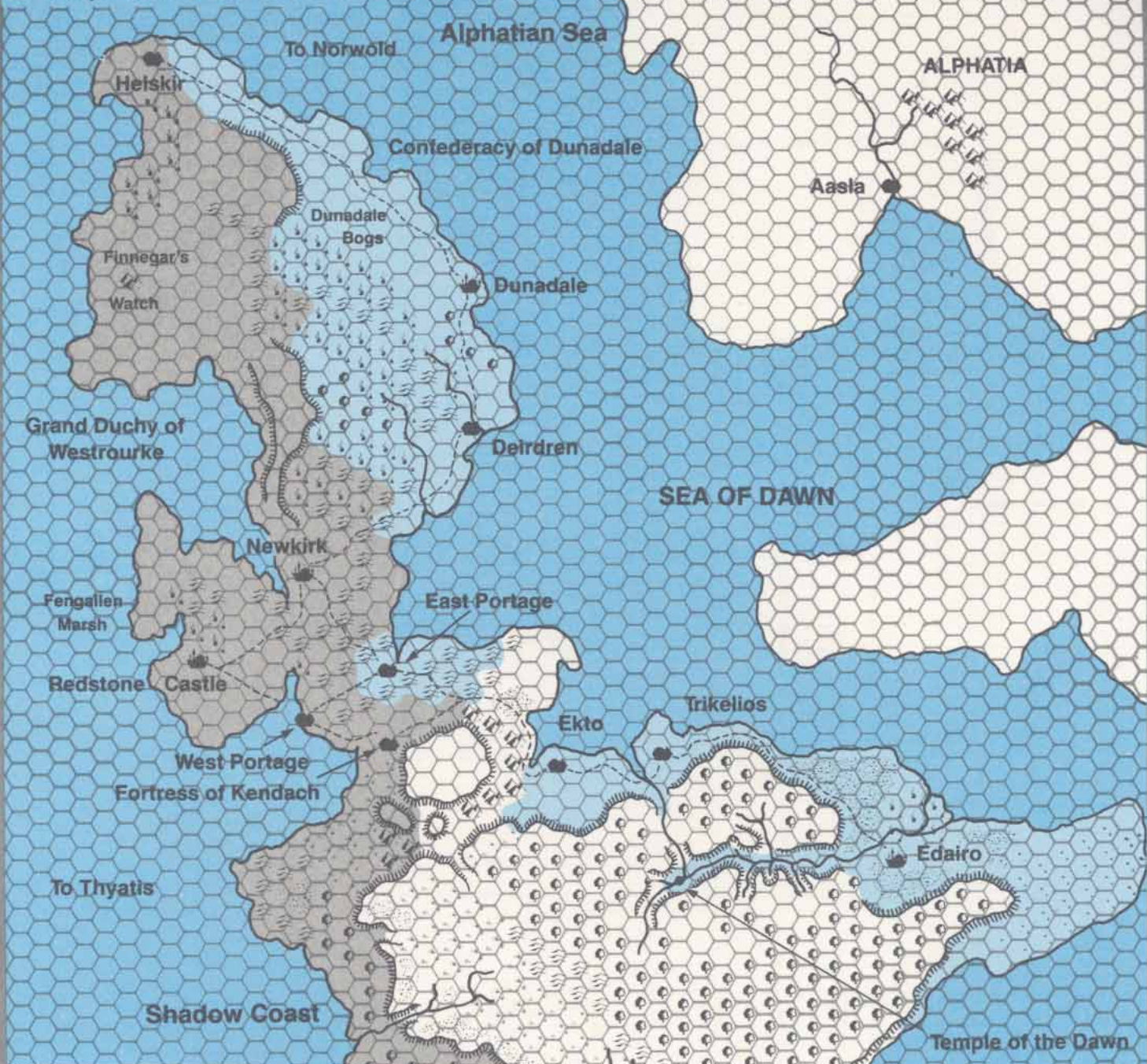
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Combined Monsters Statistics Table

NAME	AC	HD	HP	AT	Dmg	MV	AL	THAC0	BOOK	SA	SD
Aketheti*	-1	16** ¹⁰	90	1	3d6 + poison	180' (60')	C	7	New	Yes	Yes
Aranea	7	3**	15	1	1d6 + poison	60' (20')	C	17	X1/Mast.	Yes	No
Bat, giant	6	2	12	1	1d4	120' (40') 30' (10') 180' (60')	N	18	Basic	No	No
Bear, cave	5	7	35	3	1d4(x2)/2d6	120' (40')	N	13	Basic	Yes	No
Crocodile, large	3	6	34	1	2d8	90' (30') 90' (30')	N	14	Exp.	No	No
Crocodile, giant	1	15	82	1	3d8	90' (30') 90' (30')	N	8	Exp.	No	No
Dusker*	7	2**	14	1	2d4 + special	90' (30')	C	18	New	Yes	Yes
Dusker brute*	7	4**	28	1	d8 + 2 + special	90' (30')	C	16	New	Yes	Yes
Dusker, giant*	7	8**	56	1	2d8 + special	90' (30')	C	12	New	Yes	Yes
Dragon, small black	2	7**	41	3	1d4 + 1(x2)/2d10	90' (30') 240' (80')	C	13	Basic	Yes	No
Druj, hand*	-4	14** ¹	60	1(4)	1d4 + special	90' (30')	C	8	Comp.	Yes	Yes
Elf, warrior	5	2*	14	1	1d8	120' (40')	N	19	Basic	Yes	No
Elf, leader	2	5*	33	1	1d8	120' (40')	N	17	Basic	Yes	No
Ghoul	6	2*	9	3	1d3(x3) + special	90' (30')	C	18	Basic	Yes	Yes
Giant, stone (huna-koi)	4	9	42	1	3d6	120' (40')	C	11	Exp.	Yes	No
Golem, bone*	2	6*	40	4	1d8 + poison	10' (3')	N	14	Exp.	No	Yes
Grab grass	9	Var.	8/HD	1	Special	0'	N	NA	Comp.	No	No
Marine/Soldier (any)	5	1	5	1	1d8	90' (30')	N	19	NPC	No	No
Marine Sergeant	4	5	30	1	1d8	90' (30')	L	17	NPC	No	No
Marine Lieutenant	2	7	40	1	1d8	90' (30')	L	15	NPC	No	No
Mek	-4	16**	70	2	6d10(x2) + special	90' (30')	C	7	Mast.	Yes	Yes
Mujina	4	8*	52	2	1d8(x2) + special	120' (40')	C	12	Comp.	Yes	No
Mummy*	3	5 + 1**	26	1	1d12 + disease	60' (20')	C	14	Exp.	Yes	Yes
Mystic	Var.	Var.	Var.	Var.	Var.	Var.	Var.	Var.	Mast.	Yes	Yes
Nightcrawler*	-4	30** ³	170	2	2d10/2d4 + special	120' (40')	C	2	Mast.	Yes	Yes
Nightwalker*	-6	21** ³	104	2	3d10(x2) + special 60' (10')	150' (50')	C	5	Mast.	Yes	Yes
Nightwing*	-8	17** ³	83	1	1d6 + 6	30' (10') 240' (80')	C	7	Mast.	Yes	Yes
Odic	-4	16** ⁴	64	1	d12 + poison	0'	C	7	Comp.	Yes	No
Odic leaf	-4	4	1	1	Special	90' (30')	C	16	Comp.	Yes	No
Phanaton	7	1-1	5	1	1d6	90' (30') 150' (50')	L	19	X1/Mast.	No	No
Phanaton, warrior	6	2	10	1	1d6 + 1	90' (30')	L	18	X1/Mast.	No	No
Phanaton, shaman	7	4	15	1	1d6	150' (50') 90' (30') 150' (50')	L	16	X1/Mast.	Yes	Yes
Phantom, shade*	0	11****	56	1	3d4	120' (40')	C	10	Comp.	Yes	Yes
Reverer	-4	10*	50	1	Special	180' (60')	C	10	Mast.	Yes	No
Sailor	10	1	3	1	1d4	90' (30')	N	20	NPC	No	No
Skeleton	7	1	6	1	1d6	60' (20')	C	19	Basic	No	Yes
Spectre*	2	6**	33	1	1d8 + special	150' (50') 300' (100')	C	14	Exp.	Yes	Yes
Spider, giant crab	7	2*	13	1	d8 + poison	120' (40')	N	18	Basic	Yes	Yes
Spider, Night*	-1	20** ⁵	100	3	2d8 + poison/ 4d6(x2)	90' (30') 180' (60')	C	5	New	Yes	Yes
Spider, planar	6	Var.**	Var.	1	2d6 + poison	180' (60')	Var.	Var.	Mast.	Yes	Yes
Treant	2	8*	45	2	2d6(x2)	60' (20')	L	12	Exp.	Yes	Yes
Vampire*	2	7**	33	1	1d10 + special	120' (40') 180' (60')	C	13	Exp.	Yes	Yes
Vampire mystic*	-5	15** ¹⁰	77	4	4d8 + special	300' (80')	C	8	Exp./Mast.	Yes	Yes
Wight*	5	3*	14	1	Special	90' (30')	C	17	Basic	Yes	No
Wraith*	3	4**	18	1	1d6 + special	120' (40') 240' (80')	C	16	Exp.	Yes	Yes
Zombie (any)	8	2	14	1	1d8	90' (30')	C	18	Basic	No	Yes

DM Map #1: Isle of the Dawn



Scale: 1 hex = 24 miles

- Capital
- Town
- Forest
- Marsh
- Steppe
- Cliff/Canyon wall
- Desert
- Hills
- Mountain
- Canyon
- River
- Trade route/Road
- Castle

Random Direction Finder

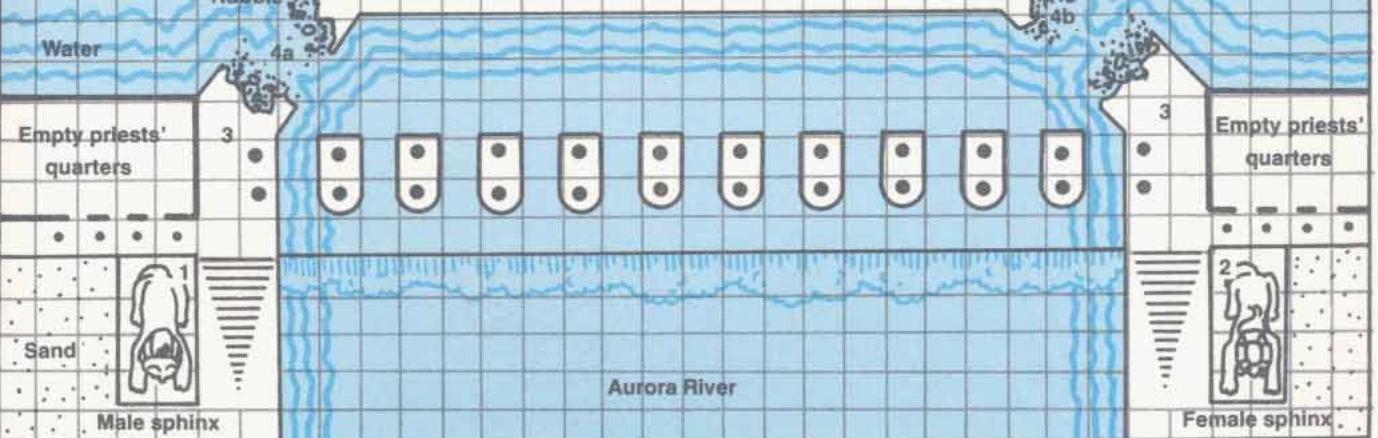
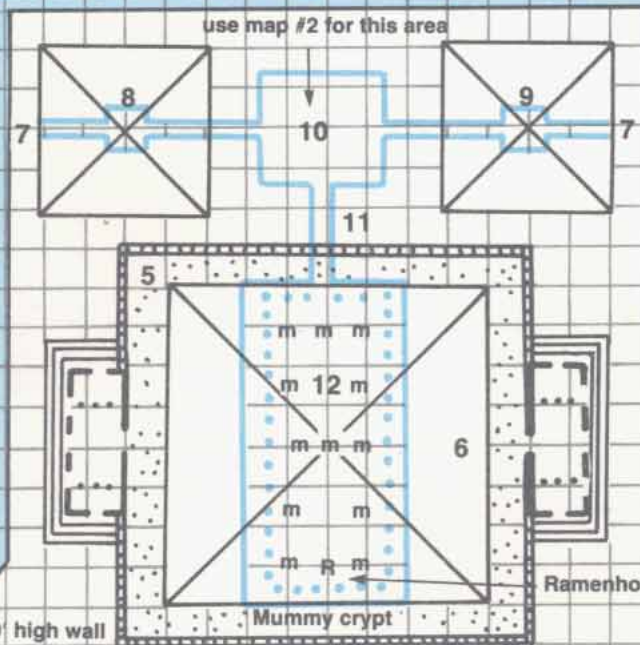
8	1	2
7	d8	3
6	5	4

Blue countries—Alphatia
Grey countries—Thyatis

DM Map #4: The Temple of the Dawn



Cut-away shows areas beneath the pyramids and temple grounds.

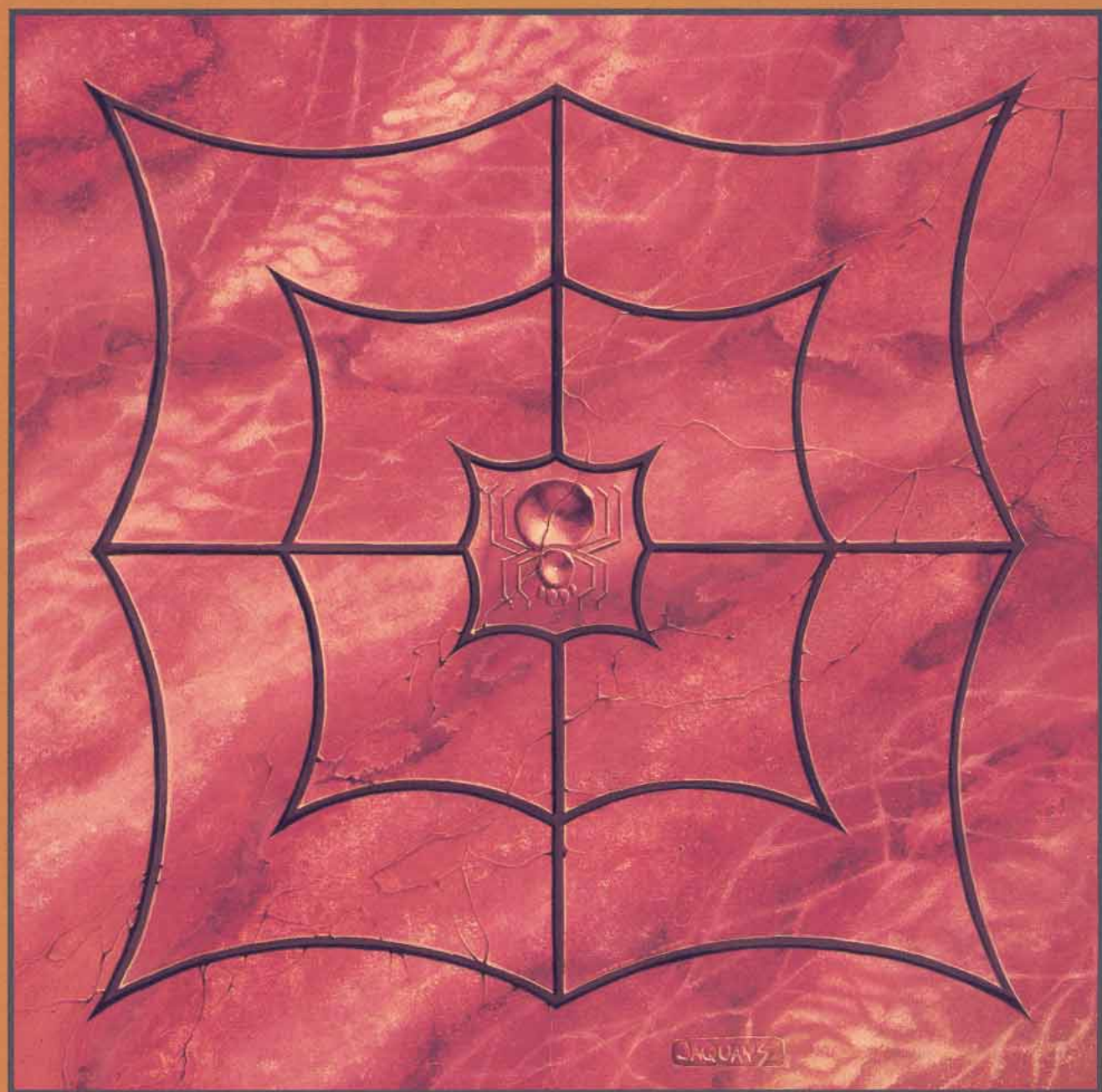


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1 2 3 4 5 6 7 8 9

1 2 3 4 5 6 7 8 9

Spider's Web Game



cut along lines to remove Spider's Web playing pieces





Master Game Adventure

Talons of Night

by Paul Jaquays

As the cream of your crop, your party has been selected to act as diplomats on the Isle of Dawn at a historic meeting between Thyatis and Alphatia, timeless rivals. This could herald the dawning of an age of peace, unknown in this area for years past.

However, things are not progressing as smoothly as planned. The powers of Entropy, headed by Alphaks, are out to ensure that this peace treaty is not finalized. Two of the diplomats are kidnaped—and you are framed!

It's up to you to prove your innocence. This involves traveling to other dimensions, meeting vampiric spirits, and playing deadly games with the Night Spider. Ultimately, you must find and restore the *Peaceful Periapt of Pax* to its rightful place.

Let the games begin.

This adventure is for use with the DUNGEONS & DRAGONS® rules, and cannot be played without the D&D® Basic, Expert, Companion, and Master Sets produced by TSR, Inc.

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