

CORS5-01



THE JUNGLE OF LOST SHIPS

A One-Round D&D[®] LIVING GREYHAWK[™]
Core Special Adventure
High-Level

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Hundreds of leagues to the east, hidden within the trackless wastes of the Solnor Ocean lies the mythical Jungle of Lost Ships. Thought to be nothing but a legend, proof of this fabled place recently surfaced within the Flanaess. Most startling of all, several of the hulks languishing within this graveyard have been identified as belonging to the legendary Lost Treasure Fleet of the Sea Princes. Will you join one of the expeditions attempting to reach the site? Will you be the first to set foot on vessels thought lost for centuries? A module for APLs 2-16.

Based on the original DUNGEONS & DRAGONS[®] rules created by E. Gary Gygax and Dave Arneson and the new DUNGEONS & DRAGONS game designed by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison.

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For rules questions specific to this document and the LIVING GREYHAWK campaign email rpgahq@wizards.com

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Most likely you ordered this adventure as part of an RPGA even from the RPGA website, or you received it from your senior gamemaster. To play this adventure as part of the LIVING GREYHAWK campaign—a worldwide, ongoing D&D campaign set in the GREYHAWK setting—you must sanction it as part of an RPGA event. This event could be as elaborate as a big convention, or as simple as a group of friends meeting at the DM's house.

To sanction an RPGA event, you must be at least a HERALD-LEVEL gamemaster. The person who sanctions the event is called the senior gamemaster, and is in charge of making sure the event is sanctioned before play, runs smoothly on the date sanctioned, and then reported back to the RPGA in a timely manner. The person who runs the game is called the table DM (or usually just DM). Sometimes (and almost all the time in the cases of home events) the senior gamemaster is also the table DM. You don't have to be a HERALD-LEVEL GM to run this adventure if you are not the senior GM.

By sanctioning and reporting this adventure you accomplish a couple of things. First it is an official game, and you can use the AR to advance your LIVING GREYHAWK character. Second player and DMs gain rewards for sanctioned RPGA play if they are members of the DUNGEONS & DRAGONS REWARDS program. Playing this adventure is worth two (2) points.

This adventure retires from RPGA-sanctioned play on December 31, 2006.

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PCS READ NO FARTHER

If you are planning on playing this adventure, stop reading now. The rest of the information in this adventure is for the DM only. If you read farther than this section, you'll know too much about its challenges, which kills the fun. Also, if you're playing this adventure as part of an RPGA-sanctioned event, reading beyond this point makes you ineligible to do so.

PREPARING FOR PLAY

To get the most out of this adventure, you need copies of the following D&D books: *Player's Handbook*, *Dungeon Master's Guide*, and the *Monster Manual*.

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read aloud when appropriate. Sidebars contain important information for you, including special instruction on running the adventure. Information on nonplayer characters (NPCs) and monsters appear in abbreviated form in the adventure text. Full information on NPCs and monsters are given in Appendix 1.

Along with this adventure you'll find a RPGA Table Tracking sheet. If you're playing this adventure as part of an RPGA-sanctioned event, complete and turn in this sheet to

your senior GM directly after play. You'll also find a LIVING GREYHAWK Adventure Record (AR).

LIVING GREYHAWK LEVELS OF PLAY

Because PCs bring their own characters to LIVING GREYHAWK games, this adventure's challenges are proportionate to the modified average character level of the PCs participating in the adventure. To determine this modified Average Party Level (APL) follow the steps below:

1. Determine the character level for each of the PCs participating in the adventure.
2. If PCs bring animals that have been trained for combat (most likely dogs trained for war), other than those brought by virtue of a class ability (such as animal companions, familiars paladin's mounts) or the warhorse of a character with the Mounted Combat feat, use the sidebar chart to determine the number of levels you add to the sum of step one. Add each character's animals separately. A single PC may only bring four or fewer animals of this type, and animals with different CRs are added separately.
3. Sum the results of step 1 and 2, and divide by the number of characters playing in the adventure. Round up to the nearest whole number.
4. If you are running a table of six PCs, add one to that average.

Throughout this adventure, APLs categorize the level of challenge the PCs face. APLs are given in even-numbered increments. If the APL of your group falls on an odd number, ask them before the adventure begins whether they would like to play a harder or easier adventure. Based on their choice, use either the higher or the lower adjacent APL.

APL also affects the amount of experience and gold a PC can gain at the end of the adventure. If a player character is three character levels or more either higher or lower than the APL at which this adventure is being played, that character receives only one-half of the experience points and gold for the adventure. This simulates the fact that either the PC was not challenged as much as normal or relied on help by higher-level characters to reach the objectives.

Furthermore, a PC who is four or more levels higher than the highest APL supported by the adventure may not play the adventure.

Mundane Animals Effect on APL		# of Animals			
		1	2	3	4
CR of Animal	1/4 & 1/6	0	0	0	1
	1/3 & 1/2	0	0	1	1
	1	1	1	2	3
	2	2	3	4	5
	3	3	4	5	6
	4	4	6	7	8
	5	5	7	8	9
6	6	8	9	10	
7	7	9	10	11	

LIVING GREYHAWK adventures are designed for APL 2 and higher. Four or five 1st-level characters may find the challenge of an APL 2 adventure difficult. Suggest the following to these groups to help increase their chances of success:

1. Enlist a sixth player. Advise characters to buy riding dogs to help protect them, and fight for them.
- 5.

Time Units and Upkeep

This is a Core Special one-round adventure, set in the Solnor Ocean. All characters pay two Time Units to participate.

Adventurer's Standard Upkeep costs 12gp per Time Unit. Rich Upkeep costs 50gp per Time Unit. Luxury Upkeep costs 100gp per Time Unit. Characters that fail to pay at least Standard Upkeep will retain temporary ability damage until the next adventure, must buy new spell component pouches and healer's kits, and may suffer other in-game penalties (or possibly gain in-game benefits) as may be detailed in this scenario.

A character who does not pay for at least Standard Upkeep may also avoid the above-described penalties by living off the wild. If the character possesses four or more ranks in the Survival skill and succeeds at a Survival check (DC 20), the character will heal temporary ability damage as if he or she paid for Standard Upkeep, may refill spell component pouches and healer's kits, and may restock up to 20 arrows or bolts if the character has at least four ranks in Craft (bowmaking). The player is allowed to Take 10 on this roll.

More information about Lifestyle and Upkeep can be found in the "Lifestyle and Upkeep" section of Chapter 3 of the *LIVING GREYHAWK Campaign Sourcebook*.

ADVENTURE BACKGROUND

The Legendary Treasure Fleet of the Sea Princes

Over 150 years ago the Turmoil Between Crowns wracked the Great Kingdom. This decade long schism and resultant civil war plunged the Great Kingdom into chaos. The assassination of the last of the Rax Overkings in 446 CY by Prince Ivid of the house of Naelax, plunged the kingdom into immediate and brutal civil war. Of the conflict, few clear records survive. The shifting politics of the Celestial Houses of Aerdy were swift, diverse and opportunistic.

Brutal warfare swept the kingdom; hundreds of thousands were slain, cities were sacked and whole provinces were pillaged.

The definitive moment of the conflict came in 450 CY when the scheming house Darmen threw their support behind Ivid. The subsequent sack of Rel Deven and the securing of the central lands of the kingdom heralded the end of the conflict and the crowning of Ivid as the first Naelax Overking. The few Rax and their servants to survive this final bloodletting attempted to flee the Great Kingdom with as much of their wealth as possible. Sailing from Rel Astra on a moonless night they fled south, hoping to slip through the Tilva Straits and make their way to safety.

The conflict raging throughout the Great Kingdom however did not go unnoticed. Far to the west buccaneers prowling the Azure Sea saw an opportunity to sack the wealthy port-cities of the Aerdi. Mustering a sizable fleet this loose coalition of pirates, buccaneers and other nerdowells naming themselves the Sea Princes plundered Pontylver and fought several inconclusive skirmishes with patrolling Sea Baron vessels before coming across the last remnants of the Rax fleeing their defeat at the hands of the Naelax.

The Rax fought desperately to escape but were no match for the skilled pirates who boarded and looted every vessel, slaying all but a handful of survivors they took as slaves. The pirates found wealth almost beyond imagining – the accumulated riches of a family who ruled one of the greatest human empires ever existent on the Oerth. Now, their holds crammed with treasure the Sea Princes turned for home. Almost immediately they sailed into a huge storm seemingly coming out of the east. Laden as they were with riches their vessels were unable to maneuver as adroitly as their captains wished. Greedy of heart and consumed by avarice many of the captains refused to cast their loot over the sides, preferring to ride out the storm as best they could. Unsurprisingly many vessels were sunk and only a few finally successfully returned to their home ports in the Azure. Thus did the legend of the Lost Treasure Fleet of the Sea Princes come to be.

The loss of so many of their vessels dealt a severe check to the burgeoning power of the Sea Princes, weakening them to such an extent that when they clashed with the Keoish in 464 CY they were unable to successfully repulse the Keoish navy and their allies.

Half a dozen vessels however were neither sunk by the storm nor managed to return home. Assumed lost with all hands by the fleet's survivors these unfortunate vessels were swept far to the east by the storm that seemed to blow with preternatural strength. Perhaps, this storm was but a coincidence or perhaps it was the last vengeance of the Rax, who called out to Procan the Storm Lord for aid in their final moments. Whatever its origins it blew furiously for several days and only the skill of the pirate captains kept their vessels afloat. Eventually the storm blew itself out, depositing the exhausted crews and their shattered vessels in the near vicinity of the weed-sea. Most of their rigging gone and with severely exhausted and depleted crews the captains could do nothing as the

prevalent currents carried these helpless vessels into the morass of weeds, from which they would never escape.

The Sea Princes were neither the first nor the last to be caught in the weed-sea, although it has grown quite considerably since their incarceration. Vessels from many nations both known and unknown to the denizens of the Flanaess can be found here.

Discovery

In 576 CY a merchantman on its normal trading run from Hepmonaland to Sulward, capital of the Lordship of the Isles, was caught and boarded by a particularly brutal, but successful, band of pirates. All aboard were put to the sword and the vessel looted. The captain of the merchantman, knowing he was likely doomed, tried to buy his life by relating a tale that awoke the greed and avarice lurking within the heart of all pirates.

As he lay prostrate beneath the barred blades of his captors he told how several months ago his vessel was caught in an unusually powerful storm that blew him hundreds of leagues off course to the east. When the winds died his damaged and battered vessel was becalmed until it was caught in a strange ocean current. The current carried him to a slowly churning whirlpool centred on a huge mass of thick and knotted seaweed seemingly piled into huge mounds by the remorseless action of the sea.

As his vessel drew closer to the morass the captain realised that these were no ordinary mounds of seaweed. In reality these mounds were actually the trapped hulks of vessels ensnared under a great mass of seaweed. By chance, the merchantman had not been badly damaged by the storms and with some luck the captain was able to keep his vessel from being ensnared in the weed-sea.

While awaiting a westerly wind to carry him back to known waters, the captain made a study of the trapped vessels although he never actually summoned the courage to explore any of the forlorn wrecks. A veteran sailor he recognised several different kinds of vessels among the weeds from many nations. Many bore the mark of decade's long entanglement. Chief among these were several vessels of the legendary Lost Treasure Fleet of the Sea Princes.

Luck was with the captain and before his vessel was trapped a favourable wind blew up and he returned to known waters after making a detailed chart of his position.

Of course this tale brought the captain naught but a swift death. The pirates, realising that almost unimaginable wealth was in their grasp, sought partners of a similar blackheart to exploit this boon bestowed on them by the Lady of Fate.

Partnership and Betrayal

The pirates found a willing partner in the Sulward Guildmaster of Assassins. Just paid an exorbitant amount of money for the assassination of the Lordship's Grand Admiral the guild was being energetically prosecuted by the Prince of Duxchan who sought to eradicate the guild.

Believing that Sulward was now too dangerous for them the assassins signed on with the pirates and after duping some well-meaning but ultimately doomed adventurers into accompanying them to the weed-sea.

After long weeks at sea the expedition finally discovered the weed-sea and after some initial explorations discovered a vessel they believed to belong to the lost treasure fleet of the Sea Princes.

The successful looting of this vessel yielded much wealth, which the victorious adventurers carried back to their employers. A celebratory feast was held in their honour. At the feast's height when many of the adventurers were incapacitated due to the huge amount of wine they consumed the pirates and assassins fell upon the unfortunate (and trusting) adventurers.

Having disposed of their hirelings the pirates and assassins fell to arguing among themselves. Little more than one week's sail from Sulward these simmering tensions exploded into violence. In an orgy of violence that saw the decks run red with the blood of the erstwhile partners most of the combatants were slain.

Although a close run thing, in the end the assassins prevailed, slaying all the pirates before they realised that none of them really knew how to sail. Swiftly floundering in the heavy ocean swell the survivors could only curse their fate as their vessel was swept by the unforgiving currents toward the coast of Hepmonaland.

Inevitably their ship came to grief upon the rocks of a desolate beach and when finally it slipped below the waves barely a dozen survivors staggered out of the wild surf carrying what treasures they could.

Discovery

One by one these few survivors fell prey to the predators of the jungles, were slain by the savage inhabitants of this place or succumbed to the virulent disease lurking in the fetid hell in which they found themselves caught.

Eventually only the guildmaster was left. Alone, consumed by avarice and half mad with fever, he transported all the remaining wealth to a remote series of caves overlooking the waters of the bay under which his ship lay.

Here he died and lay undiscovered until in 587 followers of the Scarlet Sign, following half-forgotten stories of pale-skinned foreigners able to kill with a single touch sought, and found, the final resting place of the treasures of the Sea Princes. They discovered the ship's log clutched in the desiccated hand of the guildmaster and sent it for study back to their secretive homeland.

A New Beginning

Scholars of the Scarlet Sign spent long months poring through the documents found in the dead guildmaster's hand before they finally confirmed that they could indeed relocate the great weed-sea and the vessels trapped within. Additional research (both magical and mundane) indicated that at least three additional vessels belonging to the Sea Princes treasure fleet yet lay within the morass.

Determining that it was possible that these vessels could hold some of the ancient items of power described in the Sea Princes ledgers and journals of the day the Brotherhood determined to mount an expedition to recover them.

Fearing that a vessel under the Brotherhood banner would attract too much unwelcome attention it was decided by the Father of Obedience himself that a vessel flying the flag of the Lordship of the Isles should carry out the quest (under the correct supervision of course).

Word of the expedition was carried in great secrecy to Sulward and preparations were made. Agents of the Iron League still operating on the island however quickly became aware of the expedition and its goals and via several sympathetic lords of Oeridian descent sent word to their masters on the mainland.

Somehow, word spread from there to many interested parties several of whom readied expeditions of their own. All were aware however of both how the long journey to the weed-sea and the actual exploration of any mired vessels would be. To counter these dangerous the call went forth for brave and patriotic (or in some cases mercenary) adventurers to join the crews of these vessels. It is in this way that the PCs become embroiled

A Word on Motivation

Before this adventure begins the PCs must determine among themselves by whom their group has been employed.

Several of the major ocean-going powers of the Flanaess have prepared expeditions to the weed-sea. They have, readied expeditions with the direct goal of stymieing the Brotherhood's scheme (and of course recovering the treasure). The PCs have the option of working for one of the following powers:

- ❖ United Kingdom of Ahlissa
- ❖ Kingdom of Keoland

If the PCs work for the Kingdom of Keoland the embark from Gradsul. If they are in the employ of Ahlissa they will begin their journey in Prymp.

In addition it is possible that some PCs may own their own ship and may wish to use it to reach the weed-sea. Notably PCs may have gained such a vessel in two recent modules:

COR4-09 Crimson Thorns

☛ **Sailing Ship from Seoman's Shipyard:** You have purchased a sailing ship, called _____, from Lord Seoman Wraxil of Dekspoint. This vessel requires a crew of 10, which can be drawn from either your followers or the local populace. In the case of the latter you must pay them 1 gp each per TU. The captain of the vessel must have at least 5 ranks in Profession (Sailor). This requirement can either be fulfilled by you, or a cohort.

Market Price: 10,000 gp; *Prerequisites:* 10 ranks in Craft (boatbuilding).

NMR3-01 Xerbo's Fury

☛ **The Sea Dragon:** The *Sea Dragon*, a lapstrake constructed caravel, was used to prey on shipping on the Nyr Dyv. During these exploits she was not well cared for and so needs some repairs before being in top condition. (See below for more information)

The *Sea Dragon* is 45 feet long lap-strake constructed carrack. She has a single mast and is lateen rigged; her beam (width) is 10ft, and she draws 5 feet (her depth below water). Her gunnels are 8ft above the waterline.

Using the *Sea Dragon*: She requires a crew of 6 and a captain (with at least 5 ranks in Profession (sailor)) to sail. The crew and the captain may be followers and/or cohort acquired through the Leadership feat, or they may be hired. Each crewmember that must be hired cost 2 gp per TU. Hiring a captain costs 5 gp per TU.

Repairing the *Sea Dragon*: Each adventure you may invest some money in repairing the *Sea Dragon*. These investments can only be made in even 100 gp sums (to simplify accounting), although at most 500 gp can be invested at once. Every time this is done it should be initialed both here, and on the appropriate Adventure Record. Each 100 gp invested raises the current market value by 100 gp. The maximum market value is 10,000 gp (meaning this may be done at most 50 times).

Prerequisites: Craft (boat building) 10 ranks; *Market Price:* 5,000 gp.

APL and Exploration

The APL of the table determines which vessel they will explore. There are two events: the lower level adventure is designed for APLs 2-8 while the higher level adventure is designed for APLs 10 -16. Each version of this module uses a different map; be sure that the correct version is used for each table run.

ADVENTURE SUMMARY

Introduction: In this encounter the PCs meet each other and decide who they are to work for. Once a decision is reached they board ship and set sail for the Jungle of Lost Ships. The voyage is uneventful, if not very long. Inclined PCs may spend some time interacting with the crew, possibly learning information regarding their destination.

Encounter 1 [The Great Weed-Sea]: In this encounter the PCs reach the weed-sea and must make their preparations for exploring the morass.

While crossing the weed-sea the PCs are spotted by either one, or a pair of harpies, that scavenge across the weed-sea, preying on other less mobile denizens of the area.

Encounter 2 [The Lost Treasure of the Sea Princes]: In this encounter the PCs reach the vessel identified to them as belonging to the Lost Treasure Fleet of the Sea Princes.

The PCs board a vessel inhabited by a coven of sea hags and their minions. The hags will energetically defend their territory, although initially the PCs will likely face the hag's servile guards.

Conclusion: In this final encounter the PCs return to their port of origin and after claiming their share of the treasure part company from their employers.

THE WEED-SEA

The weed-sea has slowly built up over centuries at the confluence of several vast and slow moving currents and

now covers an area of several square miles. These currents interact in such a way as to create a whirlpool effect. Because of this the whole weed-sea is slowly rotating, although its actual location does not change.

Over the centuries many helpless vessels belonging to a plethora of nations have been caught here; only a few vessels have managed to escape, either by dint of luck, the crew's skill or magical assistance. Thus many mariners have come to grief here, trapped by nature and circumstances. These few survivors have banded together to form a loose barbaric society, claiming almost a dozen vessels as their territory.

Other intelligent denizens inhabit this floating reef, although with the exception of the less numerous sahuagin none are as well-established as the humans. In addition lizardmen, kelpies and kopoacynth all dwell here. One vessel is infested with undead while others are little more than battlegrounds, picked clean by scavengers.

The reef is also teeming with unintelligent life. Squids, octopus, sea-water crocodiles, sharks, barracudas, sea snakes and other vicious predators all cruise the waters below and around the weed-sea. Life also abounds on the reef itself. Birds, crustaceans, eels and weird and exotic plant life all abound here. In places even the reef itself can be dangerous. An aquatic variety of assassin-vine, almost indistinguishable from sea-weed, grows in relative profusion here and preys on unwary explorers or inhabitants.

Movement

Once the PCs reach the weed-sea they may think that subsequent explorations will be relatively easy. Getting to their ultimate goal however may prove tricky for many PCs. The weed-sea is an incredible dense patch of seaweed and detritus brought here by the currents. It is navigable at its fringes although a vessel's crew will have to stay alert to keep their vessel free; closer in only ship's boats have a good chance of remaining unentangled. The weed-sea is however very dense and no vessel is able to penetrate the interior. Some PCs will be able to explore the centre of the weed-sea by magic. All others will have to discover a way of walking across this floating reef.

Walking across the reef is possible, although progress will be slow (and wet). The human survivors of many of the ships trapped here have developed a cunning way of moving around. Akin to snowshoes, this type of footgear is crafted from discarded spars. If the PCs improvise similar footwear use the following statistics.

☛ **Reef Footgear:** These allow the wearer to move at 2/3 normal speed across the weed-sea. They take one minute to don but can be removed with a full-round action. These are bulky items, weighting 8 lbs. In addition because of their size and shape when worn these items bestow a -5 circumstance penalty to any skill that would normally have an armor check penalty applied. These statistics are modified from the snowshoes presented in, *Arms and Equipment*, p 25.

Water Walk: At higher APLs it is likely that the PCs have the spell *water walk* available and that they use it while walking over the water. Since the spell causes the

subject to hover an inch or two above the water it makes traversing the area considerable easier. It does **not** however allow the subject to hover above the seaweed itself that at many places sticks above the water level. Hence running or charging still requires a DC 12 Balance check and the DC for Tumble has a +2 modifier due to the light obstruction of the weed and the unevenness of the floor.

Moving without Reef Footgear: PCs may move across the weed-sea without wearing the reef footgear detailed above. Such movement is slow and laborious. PCs will regularly sink up to their thighs in seaweed. They will get soaked quickly and will quickly become bedecked in seaweed. Consult the following paragraphs to determine how each PC moves dependant on their weight and load.

Halfings, gnomes and elves are able to move across the weed-sea at half their normal movement providing they are not wearing or carrying heavy armor. However, moving in this way does not allow the PC to run or charge.

Half-elves are able to move across the weed-sea at half their normal movement rate providing they are wearing or carrying light, or no, armor. However, moving in this way does not allow the PC to run or charge.

Dwarves, half-orcs, and humans may move across the weed-sea at a quarter of their normal movement providing they are only wearing or carrying light, or no, armor.

Exceptions: While exploring the weed-sea druids enjoy the free movement granted to them, by the woodland stride ability. Freedom of movement, likewise bestows the PCs with the ability to move without penalty here.

INTRODUCTION

Before play commences have the PCs introduce themselves to each other.

The PCs must also determine which nation they will be working for. With one particular exception (detailed below) the PCs must agree as a group who they are working for. The PCs may work for either the United Kingdom of Ahlissa or the Kingdom of Keoland during this module. If they have access to their own vessel, mount their own expedition. If a unanimous decision cannot be reached a majority decision will do. Once this has been agreed, read or paraphrase the following:

Rumors have been circulating for months that the resting place of the legendary Lost Treasure of the Sea Princes has finally been found. Preparations were made in complete secret as many interested parties are thought to be readying expeditions to claim to it. A trusted individual contacted you as the expedition to recover this wealth requires doughty, trustworthy and brave guards. No doubt as part of your duties you will be called upon to fight off any monsters encountered or to discourage any rival expeditions met on route. Your employer is generous however – and he can afford to be if the tales describing the extent of this treasure are even half true. As payment for your services you will be allowed to keep any treasure that you find during your own explorations.

The treasure itself is apparently located far to the east, out deep in the trackless wastes of the Solnor Ocean where

a great floating reef has been discovered. Many vessels are reported to be trapped within this morass – their crew's fate remains a mystery – and it is within these wrecks that the treasure is reported to lie.

If the PCs are working for the United Kingdom of Ahlissa or the Kingdom of Keoland add the following:

You are part of a larger expedition and have been hired on as guards. Many other treasure hunters and servants of the crown have also embarked upon your vessel. Their mission is to retrieve as much of the treasure as possible for their lord.

If the PCs have any initial questions or want to make any preparations allow them to do so now. If they want to research additional information regarding the weed-sea or the Lost Treasure of the Sea Princes refer to the information gathering section below.

Learning More

It is highly likely that the PCs will wish to learn more about the Lost Treasure of the Sea Princes. PCs may use the following skills and abilities to discover more about the Lost Treasure of the Sea Princes: Bardic Knowledge, Gather Information, Knowledge (history), Knowledge (local – Splintered Sun), Knowledge (local – Sheldomar Valley) or Knowledge (local – Core). Making checks against these skills represents the PC's careful research or discussion with learned individuals before leaving port.

DC	Information Gained
5	The Sea Princes really ceased to exist as a nation-state during the Greyhawk Wars. Thus, there should be no legitimate claimants to any treasure found.
10	The Sea Princes were a nation of slave owners and buccaneers. It is doubtful if anyone cares what happened to the ships carrying all their treasure. It is unknown however where the Sea Princes got so much wealth.
15	The Sea Princes fleet was lost almost 150 years ago. At the time the Conflict Between Crowns, was wracking the Great Kingdom. In reality little more than a civil war this conflict saw the death of the Celestial House of Rax and the rise of the Naelax as supreme rulers of Aerdy. The Sea Princes sought to capitalize on this by sacking some of the Aerdy's coastal cities.
20	During their raids on the Aerdy coast the Sea Princes plundered Pontylver and fought several skirmishes with the vessels of the Sea Barons before disappearing from history.
25	Fragmented records from the 570s speak of an expedition to the weed-sea by a group of adventurers who had been duped by pirates and assassins. All the adventurers

	were slain but a few of the assassins are thought have survived. Their tale spoke of boundless treasure but also of sahuagin, carnivorous plant life and a strange society of half-mad humans who inhabited many of the wrecks.
30	During their deprivation of the Aerdy coast the Sea Princes encountered and captured a fleet of Rax ships fleeing the Great Kingdom. They slew all on board and took their treasure before being borne away by a huge storm.
35	The Rax vessels carried many items of power as well as many valuables. Chief among the items thought lost were several powerful Aerdi weapons.

A successful skill check indicates that the PC has gained the indicated knowledge and any knowledge that would have been discovered with a less successful check.

Animal Companions and Familiars: Most animal companions and familiars will be able to accompany their masters on this adventure. Large creatures however will not be welcomed onboard unless the PC has some way of reducing them to a smaller size for the entire journey. In addition, if an animal companion or familiar is of demonstrably extraplanar in nature.

Once all initial preparations have been made, refer to the relevant read-aloud text below.

Keoland

For parties in the employ of Keoland read or paraphrase the following:

You sail from Gradsul, mightiest port-city of Keoland. The Dock Quarter of this great metropolis is dominated by a multitude of warehouses and anchored ships carrying trade goods from all over the Flanaess. Jutting from the skyline is the recently finished fourth storey of the Church of Oस्पrem, which is the last building you see as the city disappears over the horizon.

The trackless wastes of the Azure pass beneath the bow of the Peregrine as Captain Bryd and his crew skillfully guide you ever eastwards.

Standing far out to sea and giving the mysterious peninsula-homeland of the Scarlet Brotherhood a wide berth HMS Peregrine continued eastwards. Once again while passing through the Tilva Straits your vessel is forced to dodge several patrolling enemy warships. However, once the open waters of the Solnor are reached no more enemy vessels, indeed no more vessels at all, are encountered.

For weeks all you can make out is the immovable and featureless horizon stretching ever before you. Eventually the lookout spots something on the horizon and Captain Bryd orders a course change. Over the balance of the day the speck on the horizon grows larger.

Eventually you can see that the speck is in reality a stretch of land of sorts thickly covered in a mass of seaweed and other detritus. After a moment's study however you realize that you cannot see any land at all! The mass appears to be solely composed of seaweed and other debris of the sea and it seems to be slowly rotating as if caught in some great but invisible whirlpool.

You realize that this must be the weed-sea spoken of and that you have finally reached your destination.

☞ **Captain Byrd**, Oeridian Sea Captain and Privateer of the *HMS Peregrine*.

Appearance. His hawk like nose and thick black beard gives him a predatory appearance. He stands 6 ft. and 260 lbs., stout and a bit overweight. Prone to wearing red breasted doublets and jackets. He uses a crutch and walks with a peg leg on his left leg and is missing his left eye, covered in a patch. This enemy of the Scarlet Brotherhood and Sea Princes was once cursed and transformed into a parrot for several years by their twisted magics.

Personality. The Captain when excited will still squawk like a parrot, and has a foul mouth that has endeared him to half-orc and dwarf alike. His invention of curses was legendary before he was captured and cursed.

Background. His ship uses a special hull design for extra bracing and protection, as well as quickness at sea. He also uses Sea Mages from Gradsul on occasion, and currently ships out with the half sea elf wizard Sussoro who knows the Azure well. On occasion he does special missions for the Duke of Gradsul into enemy waters. He is proficient with the cutlass and the harpoon, and is an excellent navigator. He sails the Azure Seas engaging the Sea Princes under the flag of Gradsul.

Note: PCs bearing the Favor of Cap'n Dyrtybyrd will be particularly well received by the crew. This favor appeared in *Secrets of the Sea Princes*, a Keoland interactive.

United Kingdom of Ahlissa

For parties in the employ of the United Kingdom of Ahlissa read or paraphrase the following:

You set out several weeks ago. Your voyage taking you ever eastwards toward the endless waves of the Solnor Ocean and wealth almost beyond imagining! Sailing from Prymp your voyage was not without incident. Passing through the Gearnat Straits your vessel, the Sea Star, dodged several patrolling Brotherhood and Pomarji vessels. In different times the captain, Remannen Glibersann, would have unhesitatingly sunk such vessels commanding as he does one of the Overking's finest warcraft. However, this mission requires stealth and secrecy and so you quietly slipped past vowing on your return to cause the blockading forces much woe!

Standing far out to sea and giving the mysterious peninsula-homeland of the Scarlet Brotherhood a wide berth the Sea Star continued eastwards. Once again while passing through the Tilva Straits your vessel is forced to dodge several patrolling enemy warships. However, once

the open waters of the Solnor are reached no more enemy vessels, indeed no more vessels at all, are encountered.

For weeks all you can make out is the immovable and featureless horizon stretching ever before you. Eventually the lookout spots something on the horizon and Captain Remannen orders a course change. Over the balance of the day the speck on the horizon grows larger.

Eventually you can see that the speck is in reality a stretch of land of sorts thickly covered in a mass of seaweed and other detritus. After a moment's study however you realize that you cannot see any land at all! The mass appears to be solely composed of seaweed and other debris of the sea and it seems to be slowly rotating as if caught in some great but invisible whirlpool.

You realize that this must be the weed-sea spoken of and that you now near your ultimate goal.

☞ **Remannen** (LE male human Ftr4/Exp3; Knowledge [local: Splintered Sun] +5, Profession [sailor] +10).

Appearance. Typically Oeridian, Remannen is deeply tanned – a legacy of years spent on the open waters. He is a muscular man. His long plaited hair is auburn in color while his eyes are a light gray in hue. He has an oval face and a strong jaw line, although this is hidden behind a closely-cropped beard.

Personality. A cunning seaman and experienced captain, Remannen has a black heart but is basically honorable. He has been ordered to transport the PCs to the weed-sea and he will do so, although if the party seems physically weak he will treat them with disdain.

Interacting with the Crew

While the PCs voyage to the weed-sea they have little to do but rest, train and interact with the crew. While the vessel passes through Brotherhood-controlled waters the PCs will be required to be alert for any attacks none will materialize.

Thus, some PCs may wish to see if members of the crew have any additional information regarding their destination.

A successful Gather Information check reveals the following information.

DC	Information Gained
5	Sea serpents, mighty krakens and worse haunt the uncharted waters of the Solnor!
10	Survivors of previous shipwrecks live in the ruined hulks of their vessels.
15	It is said that the human inhabitants of the weed-sea have found some way to move about on the dense seaweed.
20	Ships of many nations have been mired in the weed-sea. Some of strange, unknown designs.
25	Some of the plant life on the reef is rumored to be carnivorous!

A successful check also reveals all the information that would be gained from a less successful check. If the PCs fail this check they simply have to endure several hours of seaman's tales, mariner's tales and downright lies.

Arriving At the Weed-Sea

Once the PCs have carried out any additional preparations and are ready to disembark read or paraphrase the following:

The [vessel name] is a hive of activity. Sailors busy themselves making ready the ship's boats to investigate the weed-sea. Through the organized chaos strides Captain [name].

"Now that we have arrived," he bellows "you may make ready to disembark. I am sure you are keen to explore some wrecks! Take those three mounds over there," he gestures to several mounds at least five hundred feet away mired deep in the weeds.

"We can only stay on station for about three hours," says Captain (name) "after that the accursed currents will carry us away from this place. If you are not back in that time I cannot guarantee you we will be here."

With that he orders a ship's boat lowered. Four sailors clamber aboard and make it ready to get under way. Once you are all safely ensconced they pull for "shore." How you are to traverse this morass of weeds however is unknown! Once the ship's boat reached the perimeter of the weed-sea you discovered that the weed-sea is just that. There is no land here at all. Only the lightest most nimble member of the party could possibly hope to cross this expanse.

Development: Once the PCs have exhausted all play opportunities here proceed to Encounter 1: The Great Weed-Sea. If the PCs seem to have no idea how to proceed across the weed-sea refer to the Movement section of The Weed-Sea explanatory text above.

ENCOUNTER 1: THE GREAT WEED-SEA

Once play in the Introduction has concluded and the PCs have gained as much or as little information as they require proceed to this encounter. They must first however decide on some way to travel across the weed-sea. Refer to the Movement section within the Weed-Sea explanatory text for more information as to how they may cross the weed-sea.

If the PCs fail to come up with any viable way of traveling across the morass one of the mariners on deck nearby remembers stories he heard about a group of degenerate barbarians who dwell in some the vessels trapped here. Apparently they use a strange type of footwear that he can describe to them. In this instance refer to the Reef Footgear section above.

If the PCs lack the appropriate skills to fashion their own the ship's carpenter can create some for them.

Assuming that the PCs finally manage to begin their travels across the weed-sea read or paraphrase the following:

Finally you near your goal; the long weeks of ocean travel are at an end. Ahead of you stretches the great weed-sea

spoken of in tale and legend. From what you can tell it consists mainly of sea weed. Here and there lie the remains of countless wrecks captured by the remorseless action of the ocean waves and deposited here.

If the PCs are not flying etc. and are using reef shoes to get about continue:

Without more careful examination you cannot tell how thick the mass of weeds is, but it does seem to be holding your weight.

Movement though is slow and unstable. The weeds are prone to compacting when you step upon them and there is no way of telling when you may inadvertently step on a weak spot and fall through! You are brave adventurers however and such concerns fall away in the face of the vast amounts of treasure said to lie for the taking amid the wrecks of the Lost Treasure Fleet of the Sea Princes!

When the PCs start to move across the weed-sea require that they decide on a marching order. For all practical purposes this order can be as wide or as narrow as they wish. Additionally at this point the PCs have no need of a light source as Pelor is high in the sky above them and only a few clouds scud across the sky to offer the PCs any respite from the heat.

Read or paraphrase the following if the PCs are not using magic to traverse the weed-sea:

Going is slow and travel is tiring. The seaweed provides a strange surface over which to walk. Springy but resilient nevertheless it feels odd to be walking on little more than vegetation. The knowledge that this vegetation is all the separates you from a watery grave thousands of feet down at the bottom of the ocean is something you prefer not to dwell on! With every step you take water wells up through the knotted mass below your feet.

If the PCs are using magic to move through the weed-sea read or paraphrase the following text. Additional, read this text for those using mundane methods of travel.

The deeper you travel into the weed-sea the thicker the vegetation becomes. Where at the edge of this vast floating reef a well-manned ship's boat could force its way through, here any such undertaking would be impossible. Deeper into the weed-sea you can make out what appears at this distance to be three jumbled mounds of weeds. Perhaps these mounds are in actual fact the shrouded remains of vessels trapped here since who knows when?

From the PC's vantage point they make out three such mounds. Nearest to them are two smaller mounds – these are vessels that were all but destroyed by the storms that brought them here. Nothing of interest remains within these hulks as other survivors have picked them clean. The mound furthest away from the PCs however contains the main challenges that the PCs will face in their pursuit of the Lost Treasure of the Sea Princes

If the PCs ask for more information regarding these mounds or indicate that they wish to investigate them further, read aloud or paraphrase the following:

There are three mounds ahead of you. The two nearest to you are easily several hundred feet distant from your current position. The larger mound is probably at least another hundred feet beyond that. All appear to consist of nothing but a huge mound of seaweed and other vegetation.

Whilst the PCs traverse the weed-sea they will encounter one or two harpies patrolling the expanse. This/These harpies are flying high above the weed-sea in an attempt to spot prey. Thus it is highly possible that either the harpies will spot the PCs or the PCs will spot the harpies. In either eventuality combat is likely. If neither group spots the other then no combat occurs here. However the harpies will still be patrolling the weeds when the PCs leave. In this instance run this encounter again, checking to see which group spots the other first.

The harpies are flying slowly, roughly 100 ft. above the weed-sea. Thus the PCs have a -10 to their Spot check to notice them (and vice versa).

Treat this encounter as occurring in Plain-type terrain. Thus the harpies will first be able to attempt to spot the PCs at a range of 6d6x40 ft. (and vice versa). Both cover and concealment are nearby. Concealment takes the form of heaped mounds of sea-weed (suitable concealment exists within 1d6 squares of any PC's current position) while the remains of trapped vessels provide cover (suitable cover exists within 1d12 squares of any PC's current position).

This encounter includes a +1 EL due to the environment on which the PCs are fighting, however it also includes a -1 EL due to the lack of equipment, animal companions and familiars.

APL 10 (EL 12)

➤ **Advanced Harpy Sor10:** hp 64; see Appendix 1.

➤ **Advanced Harpy Drd10:** hp 81; see Appendix 1.

APL 12 (EL 14)

➤ **Advanced Harpy Sor12:** hp 70; see Appendix 2.

➤ **Advanced Harpy Drd12:** hp 91; see Appendix 2.

APL 14 (EL 16)

➤ **Advanced Harpy Sor14:** hp 76; see Appendix 3.

➤ **Advanced Harpy Drd14:** hp 101; see Appendix 3.

APL 16 (EL 18)

➤ **Advanced Harpy Sor16:** hp 82; see Appendix 4.

➤ **Advanced Harpy Drd16:** hp 111; see Appendix 4.

Tactics: The harpies have worked together for many years, preying off the less mobile inhabitants of the vessels mired here.

If the PCs spot the harpies before the harpies spot them they will hang back and prepare themselves by casting as many defensive spells as possible before initiating combat.

Once combat has begun the harpies will attempt to defeat their foe while remaining at a distance. They will use their spells and natural abilities for greatest effect. They will focus their attacks on any flying opponents or those who are able to injure them from a distance. They are scavengers and primarily want the PCs for their material possessions. If the combat is going against them they will attempt to flee.

Being Noticed: During this combat it is possible that the PCs might be noticed by the vine horror aboard the *Fortunate Son*.

Normally due to the distances involved this would be highly unlikely, but sounds travel well over water. If the PCs (or the harpies) employ any loud destructive spells such as *fireball* during this combat however the vine horror may hear this and be alerted.

Every time such a spell is employed the vine horror in Area 5: Kitchen may make a Listen check. A successful DC 12 Listen check indicates that the vine horror has heard the battle. Although obviously it is not certain that whoever is involved in the combat will assault the *Fortunate Son* the vine horror will nevertheless be at a higher state of alertness and prepare for the coming battle.

Treasure: There is nothing of interest or value to the PCs here; the harpies possess practically nothing and what they do own is worthless.

Development: Once the PCs have defeated or avoided the harpies they may continue toward their goal. Read or paraphrase the following:

Having dealt with the harpies the path toward the legendary lost treasure of the Sea Princes is once again open.

The two smaller mounds closest to the PCs are the shattered, rotting remains of two small vessels. The wrecks hold nothing of interest, except a small colony of nesting sea birds. Read or paraphrase the following:

Investigating the smaller mounds reveals that they are little more than the shattered poop decks of two long-lost vessels. Nothing else of the vessel remains. Indeed these portions of the wrecks would have long ago sunk beneath the waters of the Solnor if it were not for the cloying properties of the weeds that shroud them. The wrecks have been picked clean. Several portholes and the remains of large rear-facing windows are all that survive.

Once the PCs indicate they wish to explore the larger mound proceed to Encounter 2: The Lost Treasure of the Sea Princes.

ENCOUNTER 2: THE LOST TREASURE OF THE SEA PRINCES

The *Fortunate Son* is one of the biggest ships to be seen from the position of the ship on which the PCs came. It is one of the original vessels of the Treasure Fleet with which the last of the Rax set sail from Rel Astra when fleeing the Great Kingdom. It was the flagship for one of the Rax nobles, and at the time an excellent vessel. The buccaneers of the Sea Princes managed to capture it in one piece when the Rax captain surrendered, hoping to placate the pirates with the treasure aboard. Instead he was betrayed, and brutally murdered, though he cursed his murderers with his last breath. Whether it was his curse that breathed life into the storm is unknown, but fact is that few of the original buccaneers ever arrived home. The lucky ones died in the storm, but most died a gruesome slow death by heat, thirst and hunger. The officers did not find rest after death, rising as particular powerful lacedons. At first they were free roaming undead, but when a coven of hags arrived, they quickly became their servitors.

Now the ship has become the lair of a powerful coven of hags and their servants. It is a haunted place and few of the people in the region dare to approach it.

Features of the Vessel

This vessel is almost 145 ft. in length and 40 ft. wide at its widest point. She has a draft of 8 ft. and stands 9 ft. above the waterline to the top of the main deck rails. Her forecabin and half deck stands 17 ft. above the waterline to her half deck and forecabin rails. The poop deck stands 22 ft. above the water line to her poop deck rails.

The vessel has these generic features. Use these unless the text of an encounter specifically states otherwise.

Hull: The hull of the vessel is made of strong, reinforced wood.

☛ **Hull:** 6 in thick; hardness 5; hp 60; AC 2; DC 27 Break; DC 21 Climb.

Deck: The deck of the *Fortunate Son* is still in good condition – a testimony to the skill of her builders. In cabins and below decks the vessel is cramped; the ceiling being barely 6 ft. in height.

☛ **Deck:** 6 in. thick; hardness 5; hp 60; AC 2; DC 27 Break.

Internal Walls: Internal walls are constructed of strong wood. Unless specifically stated in the text these doors are not fitted with locks.

☛ **Internal Walls:** 2 in. thick; hardness 5; hp 20; AC 3; DC 25 Break; DC 20 Climb.

Doors: Internal doors are simple wooden doors that have swelled due to the constant moisture in the air.

☛ **Wooden Doors:** 1 in. thick; hardness 5; hp 10; AC 5; DC 15 Break.

Portholes: All portholes are 2 ft. square and possess stout wooden shutters. These shutters can only be bared from the inside. Individuals of Small size or smaller can automatically squeeze through these portholes unless they are wearing heavy armor. This movement will cost the PC two squares worth of movement. Medium-sized creatures or Small-sized individuals wearing heavy armor, must make a DC 25 Escape Artist check to fit through this space. Medium-sized creatures wearing heavy armor must make a DC 30 Escape Artist check to fit through this space. Individuals wearing light or no armor gain a +2 circumstance bonus to this check. Individuals who are wet also gain a +2 circumstance bonus to this check. These bonuses are cumulative. PCs can take 20 on this check.

☛ **Shutters:** 1 in. thick; hardness 5; hp 10; AC 5; DC 15 Break.

Stairways: The stairways aboard the *Malachite Serpent* are without exception, steep and cramped. Additionally, the stairs themselves are made from wood.

Light: During the day the interior of the vessel is pretty dark. Most of the portholes are either shuttered or have seaweed growing over them. Similarly although the hull of the vessel has begun to fail in places and many small holes now pierce it these are often clogged and choked with seaweed allowing little light to penetrate into the interior.

Unless otherwise specified humans and halflings require some sort of light source to do more than blunder about in the gloom. While aboard, humans will be able to see in a 5 ft. radius of shadowy illumination. Individuals with low-light vision are able to see roughly 10 ft. with shadowy illumination extending to 20 ft. Individuals with darkvision are able to operate in this environment without problems.

Damaging the *Fortunate Son*: The *Fortunate Son* is a much more fragile dungeon than those the PCs are undoubtedly accustomed to. Weapon damage and area of affect spells all have the potential to seriously damage the interior structure of the vessel.

When determining the damage caused by acid and sonic attacks calculate the damage normally. When determining the damage caused by fire and cold attack however use the following modifiers and then the item's hardness is applied.

Fire: Although not demonstrably wet, most of the vessel's structure is beginning to rot due to the constant exposure to water and lack of maintenance. Thus, walls, decking etc. do not burn as readily as they would normally do. Thus, fire only deals a quarter of the indicated damage.

Cold: Although not demonstrably wet, much of the vessel's walls and decks are water-logged and beginning to rot. Cold-based spells cause this trapped water to freeze and expand rapidly. Thus, such spells deal half the stated damage and not one quarter as is customary.

Sinking the Vessel: If they should try the PCs will find it very hard to sink this vessel. Although they will undoubtedly damage it during their exploration the

cloying affect of the seaweed that holds the vessel here will keep it above the water. If the boat sustains massive damage below the waterline and much of the surrounding seaweed has been cut away it is possible that the vessel will start to sink. This process will take 1d8 minutes per deck.

During this period any surviving intelligent foe will flee, taking any treasure with them that they could realistically take with them. Unless the PCs attempt to continue the combat their foe will simply seek to flee; preferring to relocate to another wreck from which they can rebuild their forces.

Approaching the *Fortunate Son*

When the PCs approach the vessel within 300 feet read or paraphrase the following:

From a distance the remains of the trapped vessel looks more like a large mound of seaweed than a ship. A closer look reveals it for what it is: the remains of a ship trapped and overwhelmed by all kinds of seaweed.

The ship you are approaching is definitely one of the bigger ships you can see. It is almost 150 feet long and the poop deck, the deck of the rear cabin, tower about 20 feet above sea level. Covered in all kinds of vine-like seaweed, mostly dark brown and green in color, it looks rather alien. Through the weed the wood below, and even a few portholes, can just be seen. Only its four masts seem to be clear of the slimy wet green and brown vines that cover the rest of the ship. Getting up there without the aid of magic is not going to be easy.

The fore mast is broken halfway up, and only a few tatters remain of its once proud sails. Some of its riggings seem to have survived the ravages of time, but whether it would be strong enough to climb remains to be seen. There is no flag that betrays the identity of the ship. Only the cracked figurehead of an Oeridan female warrior with long curly hair, wearing a helm of ancient design and armed with a trident gives a clue about the ship's origin and name.

The main mast has a crow's nest and it is there that you see a rather peculiar sight. Just below the crow's nest you see what appears to be the body of a man. Whether he is alive or not is difficult to see from this distance. He seems to be moving, but that might be due to the light breeze blowing in from the reef.

Except for the weeds, which slowly move with the bobbing of the ship, and the figure up on the mast there is no creature to be seen.

The *Fortunate Son* is old, half-rotten and completely overgrown with seaweed. Only its four masts, the fore mast broken off midway, and figurehead rise above the slimy green and brown weeds that covers it. In fact, if it were not for the seaweed the ship would have sunk long ago. The figurehead once represented a beautifully painted Oeridan female warrior, but not much remains of the paint. It is the figurehead that might give away its origins. A DC 25 Knowledge (history) or a DC 25 Bardic Lore check reveals it to be the *Fortunate Son* – one of the flagships of the original Rax treasure fleet.

PCs with ranks in Profession (sailor), Craft (shipbuilding) or Knowledge (local: Splintered Sun) may make a check to determine something about the vessel's origins. Individuals succeeding on a DC 20 check realize that the vessel seems to possess the sleek lines and high poop deck of a warship built in the shipyards of Rel Astra, capital of the Solnor Compact. Though it of an outdated design, roughly a century old. What such a vessel is doing so far out in the trackless wastes of the Solnor Ocean however remains a mystery.

No additional knowledge can be gained from this distance. To learn more the PCs must explore the vessel itself.

The absence of gulls around the ship is an ominous sign that there is some kind of hidden danger lurking aboard the floating wrack.

Area 1: Main Deck – Green Horror

This is the main deck of the trapped vessel. It is accessible from the forecabin, the poop deck or by PCs climbing up the sides of the vessel.

This area seems to be deserted. Seaweed, like everywhere else in the region, grows everywhere. These weeds turn the surface of the deck into a wet and slippery affair. Footing is going to be difficult here.

To the front of the vessel two water-swollen doors flank a dark opening leading into the forecabin. A curtain of seaweed blocks any vision into the corridor behind. There is no staircase leading up on the forecabin. To the rear there are no doors, only a dark opening similarly blocked by seaweed. Two steep staircases lead up to the half-deck. Set almost in the center of the deck, and all but obscured by weeds and other debris, can be made out a heavy metal grill.

Next to the grill towers the main mast the seaweed. Rusty iron rods bored into the mast lead up to the crow's nest, roughly 60 feet above the deck.

The deck area is cluttered with debris and is also slick with seaweed and rainwater. Thus movement is difficult here. PCs must succeed at a DC 14 Balance check to be able to charge or move faster than normal here, assuming they walk over the deck. In addition individuals without 5 ranks or more in Balance are considered flat-footed during combat. For more information regarding this refer to the *Player's Handbook*, p 67.

PCs that examine the main deck from a short distance do note that the weed around the main mast has a rusty brown color, which is different than the rest of the weed on board of the vessel. The patch is roughly 30 feet wide and 15 feet long. It looks like it is dead and rotting. If they succeed at a DC 20 Spot check, they also note that some kind of liquid is dripping from the figure tied up to the mast above (see Area 36 below) right onto the patch of 'dead' seaweed.

Since the weed around the mast immediately assaults anything within reach (and with 15 feet reach it covers the whole main deck) a PC who directly climbs onto the main deck, needs to make a DC 20 Spot check as a surprise roll.

The rusty iron grid on the big opening, which leads down to the Area 14: the Orlop and Area 24: the Hold, is sturdy enough to hold the same weight as the deck. The openings are rather wide though, and any small or medium sized creature walking on it needs to make a DC 19 Balance check. When failed by 5 or more it results in the character falling prone. Creatures that walk on four legs have a +4 circumstance modifier on this check. The locks are rusted shut, and no amount of skill can open them. Opening it requires the locks to be broken, requiring a DC 28 Strength check. Information on the ladders leading down can be found in Area 14: The Orlop below.

🔪 **Iron Grate:** 2 in. thick; hardness 8; hp 60; AC 5; DC 25 Break; DC 23 to lift.

Creatures: The patch of rusty brown weed around the main mast consists of two very dangerous plant-like creatures best compared to the bloodthorns from Carceri in abilities. When Lakaster Rax was murdered, his captors nailed him to the mast above to either slowly bleed to death or die of thirst and heat. Even in death his blood kept flowing, and when the ship got stuck in the seaweed, it dripped on the weed below. The negative energy that infused the blood, slowly changed the weed into the monstrosity that it is now: a plant thirsting for more blood. It is not an undead creature.

On a closer inspection the PCs do note the many thorns that cover the weed as well as its more leathery and dryer appearance.

In addition a vine horror, with the ambition to become a sorcerer under tutelage of the hags below, has made its lair in Area 5. The creature always keeps an eye out for fun and pleasure. Slowly killing creatures in a painful way is what it considers fun. If it hears the PCs approach, or combat starts, it reacts immediately by helping its (or should I say 'their') bloodthorns.

APL 10 (EL 10)

🔪 **Bloodthorn, 8 HD fiendish(2):** Hp 80; See Appendix 1.

🔪 **Skalesh:** Vine horror Sor6; Hp 103; See Appendix 1.

APL 12 (EL 12)

🔪 **Bloodthorn, 15 HD fiendish (2):** Hp 172; See Appendix 2.

🔪 **Skalesh:** Vine horror Sor8; Hp 120; See Appendix 2.

APL 14 (EL 14)

🔪 **Bloodthorn, 23 HD fiendish (2):** Hp 264; See Appendix 3.

🔪 **Skalesh:** Vine horror Sor10; Hp 137; See Appendix 3.

APL 16 (EL 16)

🔪 **Bloodthorn, 31 HD fiendish (2):** Hp 356; See Appendix 4.

🔪 **Skalesh:** Vine horror Sor12; Hp 154; See Appendix 4.

Tactics: Skalesh recognizes two kinds of creatures: playthings and dangerous ones. In either instance its tactics

do not change, either because it hates to kill creatures quickly, or because it is not strong enough to do any real damage. It prefers to let "its" bloodthorns do the work, while it gives them the support needed while remaining hidden in Area 5: The Sea Kitchen. It is not adverse to use its Silent Spell meta-magic feat to assist it in remaining undetected. Its favorite spells are those that cannot be directly traced back to its hiding spot – the spell *dispel magic* (and at higher APLs *greater dispel magic*) is especially fun. Nothing gives it more pleasure than dispelling a *freedom of movement* or a *fly* spell upon an enemy. At higher APLs it also loves to use *telekinesis* to push the PCs within reach of the bloodthorns. It is a bit of a coward, and when reduced to less than half its hit points or when both bloodthorns are destroyed it flees.

Note that it is very likely Skalesh has several long duration buff spells running beforehand (such as *mage armor*). These have not yet been taken into account in the stat blocks since it is difficult to predict how much preparation time he had. For example, if it notes the PCs battling the harpies, he might cast several *resist energy* spells on its bloodthorns and itself of the kind of energy he witnessed being used against the harpies.

The bloodthorns have no tactics. They attack anything living that has blood that comes within reach.

Treasure: None.

Development: After having defeated the bloodthorns the PCs can investigate the vessel further. If they somehow manage to capture Skalesh alive, the creature is going to be most cooperative. They (Skalesh always talk of himself as more than one creature) are more than willing to betray its masters in return for its life and freedom. Note that it knows nothing about the Poquann in Area 30 (except that it is not allowed in that area) or the presence of the sahuagin envoy and his bodyguards. It is also not aware of the hags' favorite trick to disguise some of their skeletons as living prisoners with their *veil* ability (see Area 24).

Area 2: Half Deck

It is likely that the PCs reached the Half Deck via Area 1: Main Deck. However PCs could also have elected to climb up the side of the vessel to reach this area.

Weed and debris clutter the half deck, creating a wet and slippery surface to walk upon. A water-swollen door leads to the round house at the back, and a steep slippery staircase to the poop deck. The mizzen mast rises above you. Nothing remains of the riggings.

The deck area here is cluttered with debris and is also slick with seaweed and rainwater. Thus movement is difficult here. PCs must succeed at a DC 14 Balance check to be able to charge or move faster than normal here. In addition individuals without 5 ranks or more in Balance are considered flat-footed should combat breakout. For more information regarding this refer to the *Player's Handbook*, p 67.

There is nothing of interest to the PCs here.

Area 3: Poop Deck

It is likely that the PCs reached the Poop Deck via Area 1: Main Deck. However PCs could also have elected to climb up the side of the vessel to reach this area.

When the PCs reach the vessel this area is deserted. Read aloud or paraphrase the following:

The voracious weeds that cloak this vessel are particularly prevalent here. This area appears deserted.

Set into the deck, although now cracked and obviously badly damaged, stands that ship's wheel. There is much clutter and detritus strewn around this area.

The deck area here is cluttered with debris and is also slick with seaweed and rainwater. Thus movement is difficult here. PCs must succeed at a DC 14 Balance check to be able to charge or move faster than normal here. In addition individuals without 5 ranks or more in Balance are considered flat-footed should combat breakout. For more information regarding this refer to the *Player's Handbook*, p 67.

There is nothing of interest to the PCs here.

Area 4: Forecastle

It is likely that the PCs reached the Fore Castle via Area 1: Main Deck. However PCs could also have elected to climb up the side of the vessel to reach this area.

The forecastle is in little better condition than the main decks. Great heaps of seaweed lies scattered about here.

A large heap of rotten wood and bits and pieces of rusted metal is all that remains of a large catapult. A few of the boulders still clutter to deck, though they are hard to see due to the seaweed.

The remains of the fore mast stick out of the mass of seaweed. Broken halfway up by some unknown force not much remains of it.

The catapult is beyond repair. The boulders are simple round rocks. There is nothing of any interest to be found here.

The deck area here is cluttered with debris and is also slick with seaweed and rainwater. Thus movement is difficult here. PCs must succeed at a DC 14 Balance check to be able to charge or move faster than normal here. In addition individuals without 5 ranks or more in Balance are considered flat-footed should combat breakout. For more information regarding this refer to the *Player's Handbook*, p 67.

Area 5: Sea Kitchen

This area is accessible from either Area 1: Main Deck or Area 10: Beak Head.

The 10 feet wide corridor is dark, damp and slippery. With a six foot high ceiling it feels rather cramped for some of you. Seaweed grows in abundance at both entrances, though in the middle these are replaced with a slick layer of algae. The stench of rotten seaweed is especially vile in

here. Two closed water-swollen doors lead to cabins on the port side. On the starboard side there stands one door and a door opening.

In the middle of the corridor stands a large rusted iron kettle on a brassier made for ocean traveling ships. It is half filled with a vile smelling green liquid.

This area used to be the galley (kitchen), now it is the home of Skalesh (see Area 1). It cares little for wealth or material possessions. Searching the place reveals a set of simple torturing devices made out of rusty iron and a few humanoid bones. The contents of the kettle are harmless, though it tastes absolutely vile. It is the bed of Skalesh, and in it the PCs can find a few pearls and a few silver plates and eating utensils, which it found in Area 9.

Treasure:

Looting the kettle:

All APLs: L (0 gp); C (50 gp); M (0 gp).

Area 6: Mess

This area is accessible from either Area 5: Sea Kitchen or Area 1: Main Deck. In addition this area has two portholes through which the PCs may enter.

The stench of rotting meat is overwhelming, and one glance shows the source of the smell to be the swollen corpse of a human male slammed into a corner. A once sturdy wooden table surrounded by benches dominates the room – all are nailed to the floor and walls. The legs of the table are broken on one side and the tabletop lies slanted against the wall.

The corpse is that of one of the local human barbarians. Skalesh both for fun and food captured him. He had long brown hair, and a sun-tanned skin. He wears the rags of what once might have been sailor's clothing. A quick examination shows that the man was tortured to death. Most of the bones in his hands, arms, feet and leg have been broken by some kind of blunt instrument. The corpse is covered with numerous small puncture holes, and remarkably empty of blood. There is nothing of value on him or within the room. He is also one of the few corpses onboard not cursed with undeath.

Area 7: Pantry

This area is accessible from either Area 5: Sea Kitchen or Area 1: Main Deck. In addition there are two shut portholes through which the PCs may elect to enter.

Both doors leading into the pantry have been smashed open in the past. The locks are ruined, but due to the swollen state of the doors they are still difficult to open. PCs require a successful DC 15 Strength check to break them open.

All that remains of this cabin is a dark damp hole, smelling of seaweed, silt and rotten wood. Several rusty hooks hanging on the ceiling and rusty iron circlets used on casks on the floor are the sole reminders that this was once to be the ship's pantry.

The pantries have been looted ages ago. All that remains are bits and pieces of smashed barrels and chests – mostly rusted iron. The few bits and pieces of food that remained have long since rotted into nothing. There is absolutely nothing of value in the room.

Area 8: Wood Reserve

This area is accessible from Area 5: Sea Kitchen. In addition this area has a porthole through which the PCs may enter.

The door is still locked, but the brass lock is rusted shut. The sole way of opening the door is by breaking it.

This dark and damp room is filled with the smell of rotting wood. Instead of the expected seaweed, there lies a large slime covered heap of an unidentified substance. The heap fills almost the whole room.

The slimy substance is completely harmless. Under it lies the remains of the ship's wood supply, not that much is left of it. It cannot even be used anymore for kindling and it is absolutely worthless.

Area 9: Captain's Mess

This area is accessible from Area 5: Sea Kitchen. In addition this area has a porthole through which the PCs may enter.

Like the doors to Area 7, this door has been bashed open in the past, closed again and swollen shut. There are several large cracks in it.

Once this must have been a richly decorated room. All that remains now are the rotting wooden carvings on the walls, a cracked table and once comfortable hollow benches. The seats are collapsed into the storage room inside the benches and the tabletop lies flat of the floor. Algae, slime and weed cover most of the floor and walls. Apparently there used to be a secret compartment in one of the walls, but this has been smashed open.

The room has been looted by the vine horror and the pirates before him. There is nothing of value or interest left.

Area 10: Beak Head

This area is accessible from the Area 4: Fore Castle, Area 5: Sea Kitchen and directly from outside.

Two objects dominate this small open deck. Set in the middle stands the rusting bulk of the capstan. Still coiled about it are the anchor chain and the anchor made redundant by the weeds that hold the vessel firmly in place. The rest of the free space is filled with the remains of a small mast.

PCs wishing to investigate the anchor chain more closely may do so. Clearing away some of the sea-weed that clusters about the hull will reveal that the anchor is still in place; although the weeds make it immovable without some major cutting back. Additionally sharp-eyed PCs (those

succeeding at a DC 18 Spot or Search check) notice faded lettering spelling out the ship's name: The *Fortunate Son*.

Like the other open decks aboard the ship, the area is covered with seaweed and other debris. Thus movement is difficult here. PCs must succeed at a DC 14 Balance check to be able to charge or move faster than normal here. In addition individuals without 5 ranks or more in Balance are considered flat-footed should combat breakout. For more information regarding this refer to the *Player's Handbook* page 67.

Area 11: Couch

This area is located on the Main Deck Level. This area is accessible via Area 1: The Main Deck, Area 12: Cabins, and 13: State Cabin.

Once this 10-foot wide damp and dark corridor might have been a comfortable sitting area for important guests, now it is smells of rotten seaweed, wood and other unidentifiable odors. A few heaps of rotten wood are silent testimonies to the furniture that once stood here. Though what kind of furniture stood here is anybody's guess. There are many doors both on star- and port side. There is also a small steep stairway leading down into the darkness below.

Like in most parts of the ship, it has been stripped clean long ago. If a fight takes place here, remember that passing along the stairs or the mizzenmast requires a small or medium size character to squeeze: doubling movement and giving a -4 to attack rolls and AC.

All the doors have locks, but none are locked. The doors are all water-swollen and force is needed to open them. The door leading to Area 13 is locked with an average lock, but due to corrosion of the metal, bashing open the door is much simpler. A DC 30 Open Locks opens it though.

Area 12: Main Deck Cabins

This area is located on the Main Deck Level. This area is accessible from Area 11: Couch. Each of the cabins has a porthole through which the PCs may enter.

Read aloud or paraphrase the text below when the PCs enter one of these cabins for the first time. Each of the cabins had been decorated and furnished the same as the others. After the destruction of pirates, the storm and time each room looks slightly different, but it suffice to describe the other cabins as looking the same as the previous one.

The cabin looks like it was hit by a storm, which might actually exactly be what happened to it. The porthole is smashed open, and the room is covered with slime. The bed under the porthole is collapsed and it is overgrown with strange black mushrooms. A small cabinet lies flat on the floor, apparently torn away by force from the wall to which it was bolted; though in the current rotting condition such is very difficult to verify this. There is also something that looks like it once was a small desk, but it is in an even worse condition than the cabinet.

There is nothing of value in these rooms. There are no tracks of any creature, not even those of seabirds that you would expect.

Area 13: State Cabin

This area is located on the Main Deck Level. This area is accessible from Area 11: Coach. In addition this area has three portholes through which the PCs may elect to enter as well as a door leading to the once ornately carved balcony.

Once glass windows surrounded by ornately carved posts provided an excellent view over the sea from this large cabin. In its heydays it must have been a richly furnished cabin used by either the captain or more likely important guests.

In the corner stand the remains of a four-poster bed. With next to it the wreckage of what once must have been a roll-top desk. The green-black sponge-like substance on the floor probably used to be a luxurious carpet and the woodcarvings in the wall panels must have been detailed and beautiful. Now it is all just one big mess.

Like the rest of the ship, this cabin has been ransacked clean by the pirates. It was taken over by Captain Krovtoosh, and the remains of his clothes can be found in the large closet. PCs searching it can find some golden clasps and belt knuckles on the floor. A DC 25 Search check also reveals the loose board with under it a pouch with some gems, a few platinum coins from the Great Kingdom (with the head of one Rax overking or another on one side) and some utensils, such as a few buttons, two pipe heads and a fishhook. The total value of which is about 50 gp per PC.

Treasure:

Minor treasure in the closet:

All APLs: L (0 gp); C (50 gp); M (0 gp).

Area 14: Orlop

This area is located on the Mid Deck level. This area is accessible from Area 1: Main Deck, Area 11: Coach, Area 17: Crew Quarters, Area 16: Mid Deck's Cabins, Area 18: Hallway of Exaltation and Area 24: The Hold.

Except for a little bit of light that filters through the grate high above, it is dark here. A strange cold permeates the area, and the odor of rot is strong. From below the soft sounds of sloshing water can be heard, and from above the soft sound of the wind. The occasional creaks and groans of the boards echo ominously through this corridor-like room.

On all sides of the room doors lead to various small cabins. Each of the doors stands slightly ajar. One small steep staircase leads up, while a large 15 by 20 feet wide opening in the middle leads both up to the main deck and down to the hold. Three rusty iron ladders lead both up and down.

The deck is covered with debris of all kinds, especially around the staircase, making movement difficult though it is not as slippery as the decks outside.

The staircase is completely safe to use for most people, though it creaks ominously when somebody steps on it. Anybody waiting more than 250 lbs. using it falls through. A DC 15 Reflex avoids falling down, but those that fall down take 2d6 points of damage from both the splinters and the height. The rusty iron ladders are sturdier, though they are incredibly slippery. A DC 10 Climb check is required to use them safely.

The deck around the staircase is lightly obstructed terrain: doubling movement, and requiring a DC 12 Balance check when charging or running. Tumbling has a +2 circumstance modifier to the DC. The deck around the opening (the real orlop so to speak) is relative free of debris. While far from perfect footing, no penalties to movement or hindrances to charging and running are incurred here.

Virtually all of the doors look the same: simple sturdy wooden doors with green corroded brass locks. None of the doors are locked, and all stand open. The exception is the double door leading to Area 18: Hallway of Exaltation. These are made out of some kind of dark wood, and they are decorated with ornate carvings of cloud-faces blowing to waves and ships below with a setting (or rising) sun in the middle. These do not have a lock.

Creatures: Most of the cabins (Area 16) are filled with the undead creations of the coven: simple skeletons placed mainly as a distraction and to protect the real threat, a band of lacedons and the spectre of Maristern (see Area 28 below for more information). Due to the special skills of Tieghan defeating them is not nearly as easy as with normal skeletons. For more information see Area 16 below. Note that when a PC opens one of the doors leading to a cabin, all the skeletons rush forward to attack any living thing in Area 14. The sole exception are the skeletons in area 17, who do nothing but block the way and providing a quick way to heal the ghosts.

The lacedons and spectre on the other hand can usually be found in Area 17, two in each room. They are on this deck by order of the hags, who protected them and several of the skeletons in area 17 with a *veil* spell that gives them the appearance of malnourished sailors. They try to act as prisoners, hoping to lure the PCs into a false sense of security. The spell might also give them some precious rounds before the PCs realize they are dealing with undead.

It is virtually impossible for the PCs to reach this area undetected. Combat is most likely to take place in the orlop with the lacedons attacking from both sides. Adjust the scene if the PCs do manage to remain completely quiet on this and the previous decks.

APL 10 (EL 13)

☛ **Maristern:** Male spectre (human) Rog2; hp 58; See Appendix 1.

☛ **Captain Krovtoosh:** Male ghost (human) Ftr4/Rog2; hp 65; See Appendix 1.

☛ **Lacedons (2):** ghost Ftr4/Rog2; hp 65; See Appendix 1.

APL 12 (EL 15)

➤ **Maristern:** Male spectre (human) Rog4; hp 71; See Appendix 2.

➤ **Captain Krovtoosh:** Male ghastr (human) Ftr4/Rog4; hp 78; See Appendix 2.

➤ **Lacedons (2):** ghastr Ftr4/Rog4; hp 78; See Appendix 2.

APL 14 (EL 17)

➤ **Maristern:** Male spectre (human) Rog6; hp 84; See Appendix 3.

➤ **Captain Krovtoosh:** Male ghastr (human) Ftr4/Rog6; hp 91; See Appendix 3.

➤ **Lacedons (2):** ghastr Ftr4/Rog6; hp 91; See Appendix 3.

APL 16 (EL 19)

➤ **Maristern:** Male spectre (human) Rog8; hp 97; See Appendix 4.

➤ **Captain Krovtoosh:** Male ghastr (human) Ftr4/Rog8; hp 104; See Appendix 4.

➤ **Lacedons (2):** ghastr Ftr4/Rog8; hp 104; See Appendix 4.

Tactics: The lacedons and Maristern work reasonably well together. The lacedon at Maristern's side fights defensively to block the door and provide Maristern ample opportunity to spring attack right in the middle of the PCs and back again. With a speed of 80 feet, and no hindrance from the terrain, he gladly tumbles past opponents, not willing to risk the off chance that the weapon might hit. Maristern focuses on obvious arcane spellcasters and clerics knowing fully well that to him those are the most dangerous opponents. If possible they attempt to flank opponents, or they might try to tumble past the fighters toward the wizards at the back.

Treasure:

Looting the lacedons:

APL 10: L (106 gp); C (8 gp); M 3x *cloak of resistance* +1 (83 gp each), 2x *potion of inflict moderate wounds* (25 gp), 8x *potion of shield of faith* +2 (4 gp each), +1 *scimitar* (193 gp).

APL 12: L (62 gp); C (100 gp); M 3x *cloak of resistance* +1 (83 gp each), 2x *potion of inflict moderate wounds* (25 gp), 8x *potion of shield of faith* +2 (4 gp each), +1 *scimitar* (193 gp), 3x +1 *studded leather* (98 gp each).

APL 14: L (10 gp); C (8 gp); M 3x *amulet of natural armor* (167 gp each), 3x *cloak of resistance* +1 (83 gp each), 2x *potion of inflict moderate wounds* (25 gp), 8x *potion of shield of faith* +2 (4 gp each), 2x +1 *scimitar* (193 gp), +1 *keen scimitar* (693 gp), 3x +1 *studded leather* (98 gp each).

APL 16: L (10 gp); C (8 gp); M 3x *amulet of natural armor* (167 gp each), 2x *cloak of resistance* +1 (83 gp each), *cloak of resistance* +2 (333 gp), 2x *potion of inflict moderate wounds* (25 gp), 8x *potion of shield of faith* +2 (4 gp each), 2x +1 *scimitar* (193 gp), +1 *keen scimitar* (693 gp), 3x +2 *studded leather* (348 gp each).

Detect Magic results: *amulet of natural armor* (Faint Transmutation), *cloak of resistance* +1 and +2 (Faint Abjuration), *potion of inflict moderate wounds* (Faint Necromancy), *potion of shield of faith* +2 (Faint

Abjuration), +1 *scimitar* (Faint Transmutation), +1 *keen scimitar* (Moderate Transmutation), +1 and +2 *studded leather* (Faint Transmutation).

Development: Once the lacedons are defeated and looted the PCs can examine the area. There is nothing of value besides the equipment of the lacedons. The lacedons were ordered to attack the intruders from this spot, and that is what they do. The hags have neither created nor rebuked the lacedons. It is fear for the hags' powers that keep the lacedons firmly under their control. Still, if the PCs come from the hold below they are not going to help the hags when the hags are caught in a battle before them.

Area 15: Great Cabin

This area is located on the Mid Deck level. This area is accessible from Area 14: Orlop.

Once this must have been a fine cabin appointed both with items of luxury and utility. The ornate oak door lies splintered on the floor, and the interior is a mess. The finery must have been fit for a king, but now it is all faded, shredded and/or, covered with slime. A four-poster bed, roll-top desk, a chair and a personal lavatory are still in reasonable fine condition. The curtains of the bed have been shredded and the mattress is covered with black fungi. The roll-top has been broken away, and all drawers have been pulled out. The floor is covered with an unidentifiable spongy substance that once might have been a carpet.

Left of the cabin's entry, the door to a large walk-in closet hangs ajar. It is filled with piles of rent and rotted garments like the rest of the room once fit for a king.

These were the quarters of the captain. Nothing much of use is left in the room: either smashed to bits or looted by the pirates. The PCs can find a spyglass under the bed, which is in surprisingly good condition and could be sold for a reasonable sum.

While the pirates did discover the secret closet in the south, they did not loot it. Instead, their leader claimed it and he kept it in the reasonable safe location. A DC 20 Search check allows the PCs to find the secret panel that gives access to closet. In it they find a small table with a large watertight ivory scroll case. In it are several beautiful expensive maps of the coasts of the Great Kingdom. There also stands a chest, but it is broken open and contains nothing of value.

Creatures: Like in Area 16 (see below) there is one human skeleton standing next to the door. Once a living creature open one of the doors leading to Area 16 or 15 it steps forward to attack the closest living target. It is not particular dangerous to the PCs.

➤ **Skeleton, human:** hp 8; See *Monster Manual* page 226. Note that due to Tieghan's feats they have a strength of 17 (+3 atk, 1d4+3 dmg) and when destroyed explode in a burst of negative energy (1d6 points of damage, negative energy in 10 ft. radius burst, DC 15 Reflex ½).

Tactics: Attack the closest living thing until it stops moving and then assault the next closest living thing. If nothing is left, then return to the room it came from. It is mindless and incapable of complicated tactics. Do not spend too much time on this fight. There are mainly here as decoration and to drain a bit of turning.

Treasure:

Looting the spyglass and maps:

All APLs: L (85 gp); C (15 gp); M (0 gp).

Area 16: Middeck Cabins

This area is located on the Mid Deck level. This area is accessible from Area 14: Orlop.

Each of these 9 cabins looks the same. Once the furniture consisted of a bed, a small closet, a stool and a small desk. While the remains of these can still be found, they are smash to bits and pieces and in a very far state of decomposition. Nothing of value remains in these rooms.

Creatures: Like in Area 15 (see above) there is one human skeleton standing next to the door in each of the cabins. Once a living creature open one of the doors leading to Area 16 or 15 it steps forward to attack the closest living target. It is not particular dangerous to the PCs.

➔ **Skeleton, human (8)*:** hp 8; See *Monster Manual* page 226. Note that due to Tieghan's feats they have a strength of 17 (+3 atk, 1d4+3 dmg) and when destroyed explode in a burst of negative energy (1d6 dmg, negative energy in 10 ft. radius burst, DC 15 Reflex ½).

* One per cabin.

Tactics: Attack the closest living thing until it stops moving and then assault the next closest living thing. If nothing is left, then return to the room it came from. It is mindless and incapable of complicated tactics. Do not spend too much time on this fight. There are mainly here as decoration and to drain a bit of turning.

Area 17: Crew Quarters

This area is located on the Mid Deck level. This area is accessible from Area 14: Orlop.

These 7 feet wide long cabins look more like corridors. The room is filled with hammocks and in the past this probably used to be the crews' quarters. Under each hammock stands a small chest. The smell of rot is rather strong here. In several hammocks lies the body of a human sailor, appearing to be malnourished and unconscious.

The chests are empty of anything of real value except for a few copper pieces.

Creatures: In each of the rooms lie four skeletons all covered by the *veil* spell that also protects the lacedons and Maristern (see Area 14). Unlike the skeletons in Area 15 and 16 these do nothing but laying in the hammocks. The

lacedons or Maristern might destroy them if they need healing, assuming the PCs have not destroyed them before that time by a turn attempt.

Area 18: Hallway of Exaltation

This area is located on the Mid Deck level. This area is accessible from Area 14: Orlop, Area 19: Surgeon's Cabin, Area 20: Infirmary Stores, Area 21: Infirmary, Area 23: Shrine of Procan and Area 22: Weapons Room.

The hallway is 10 feet wide and about 30 feet long. Faded and tattered tapestries covered with mildew decorate the walls. While difficult to see, it looks like they depict naval battles of some kind, though who is fighting whom and who is winning is impossible to determine.

There are six doors leading into the corridor: two on starboard, two on larboard and one at the start and the end of the corridor. The double doors leading to the orlop is beautifully decorated with wave-like carvings as well as with cloud-like faces blowing wind down. The right door on larboard side is similarly decorated. The other four doors are undecorated, though all 6 have green copper locks. The single door at the end of the corridor is strengthened with iron, and looks particular sturdy. It stands slightly ajar, and it shows the clear signs of having been opened with force. The tapestry, walls and floor around the door are scorched as if some kind of explosion took place there a long time ago.

In the middle of the room stand two granite stone statues of what appear to be human sailors of some kind. They look frighteningly life-like, and seem to look in utter surprise to the right door on larboard side.

While all doors have a lock, only the door leading to Area 30 is locked. The other doors apparently have been opened, either by force (the door leading to Area 31) or the key (or lock picks). PCs examining the door leading to Area 30 immediately note that somebody did try to bash open the door, but apparently failed to finish the task.

The door to Area 30 is trapped, as are the walls of that area. A *detect magic* reveals a moderate Evocation (DC 21 Spellcraft) aura on the walls and a major Evocation (DC 22 Spellcraft) on the door. The *blade barrier* trap is triggered if somebody tries to get through one of the walls by force, and it springs up along all the walls. Everybody directly standing next to that particular wall section of Area 30 is allowed a DC 19 Reflex save to avoid any damage as if the *blade barrier* was cast in the area in which they were standing. People opening the door without using the key, and saying the words "The Storm Lord be praised" trigger the *prismatic spray* trap that originates from the door.

Note that the two statues are past victims of the *prismatic spray* trap. These unfortunate souls were part of the raiding party from the Holds of the Sea Princes. If the PCs free them, they are very disorientated. Once the PCs explained to them what happened, they are grateful, but they want to get out of the ship as fast as possible. Under no circumstances are they staying to help the PCs. Since they are simple sailors their presence is going to hinder the PCs more then help anyway.

ALL APLs (EL 7 or 8)

↗**Blade Barrier Trap:** CR 7; magic device; proximity trigger; automatic reset; spell effect (*blade barrier*, 11th-level cleric, 11d6 slashing, DC 19 Reflex save avoids or half damage); Search DC 31; Disable Device DC 31.

↗**Prismatic Spray Trap:** CR 8; magic device; proximity trigger; automatic reset; spell effect (*prismatic spray*, 13th-level wizard, DC 20 Reflex, Fortitude, or Will save, depending on effect); Search DC 32; Disable Device DC 32.

Development: There is nothing of value or interest in the corridor. If the PCs talked with Lemenster Rax in Area 28 and gained the key then avoiding the traps should be relatively easy. Note that while Poquann is aware of the blade barrier trap, he cannot activate it by bashing in the walls due to magic binding him to the shrine.

Area 19: Surgeon

This area is located on the Mid Deck level. This area is accessible from Area 18: Hallway of Exaltation.

This dark damp cabin looks to have survived the ravages of time relatively well. The blankets and mattress on the bed have turned into some kind of slimy mess. The bed itself, as well as a desk, a small closet, and a small chair still stand in one piece. Though it looks like they would disintegrate at a mere touch.

The surgeon who slept in this cabin did not keep his valuables in here. There is nothing to be found in the cabin.

Area 20: Infirmary Stores

This area is located on the Mid Deck level. This area is accessible from Area 18: Hallway of Exaltation.

This dark hole probably used to be a storage room of some kind. Some of the shelves still line the walls, and a few barrels can be recognized as such. Most of the shelves though have fallen to the floor, and any sacks have turned into mush a long time ago. Nothing recognizable remains of what was stored here though, leaving you in the dark about its usage.

Nothing of value remains, though a thorough search shows that it probably once was used as a storage room for an infirmary.

Area 21: Infirmary

This area is located on the Mid Deck level. This area is accessible from Area 18: Hallway of Exaltation.

This 10 by 20 feet large cabin contains one large table close to the door and two hammocks to the left. Spread over the floor lie several rusty pieces of metal that vaguely reminds you of saws, tongs, pincers, forceps and other tools. In a corner across the door stands a large cabinet. Its doors are open, and it has no contents. Next to it stands a yellow

colored skeleton of a human hanging from a rusty standard.

The skeleton has no magical properties, and neither is it animated. It is a relic of by gone days when the area was used as the ship's infirmary. The pirates who looted the place overlooked the double bottom of the cabinet. A DC 20 Search check reveals it, and in it lay two *potions of cure moderate wounds* and three *potions of cure light wounds*.

Treasure:

Finding the hidden compartment:

All APLs: L (0 gp); C (0 gp); M 3x *potion of cure light wounds* (4 gp each), 2x *potion of moderate wounds* (25 gp each).

Detect Magic results: *Potions of cure light/moderate wounds* (Faint Conjuration).

Area 22: Weapons Room

This area is located on the Mid Deck level. This area is accessible from Area 18: Hallway of Exaltation.

This cabin has been ransacked thoroughly and all that you can see are several open empty chests and barrels as well as empty shelves that line the walls. On larboard side there is a small door that seems to blend in with the walls of the cabin. Scorch marks around it clearly show its contours though. Straight across it against the hull you see what appears to be the outline of a man.

Anything of value in this room has been looted a long time ago. The scorch marks are a reminder of the *prismatic spray* trap on the door, and the outline is that of an unfortunate pirate who thought incorrectly that this secret door might not have been trapped. It contains the same trap as the door leading to Area 23 from Area 18. The wall is similarly trapped. For more information see Area 18.

ALL APLs (EL 7 or 8)

↗**Blade Barrier Trap:** CR 7; magic device; proximity trigger; automatic reset; spell effect (*blade barrier*, 11th-level cleric, 11d6 slashing, DC 19 Reflex save avoids or half damage); Search DC 31; Disable Device DC 31.

↗**Prismatic Spray Trap:** CR 8; magic device; proximity trigger; automatic reset; spell effect (*prismatic spray*, 13th-level wizard, DC 20 Reflex, Fortitude, or Will save, depending on effect); Search DC 32; Disable Device DC 32.

Area 23: Shrine of Procan

This area is located on the Mid Deck level. This area is accessible from Area 18: Hallway of Exaltation and Area 22: Weapons Room.

When you open the door, the first thing you note is a small breeze coming from it: a breeze smelling of the sea without any of the rot and decay that is so dominant aboard this vessel. While the breeze in itself is rather surprising, the content of the cabin seems to be in prime condition. The floor is covered in a thick blue-green with patches of white carpet that reminds you of the ocean

waves during a storm. Beautiful carved wooden panels along the walls depict the ocean in a raging storm with a fleet of ships defying the wrath of the storm. Against the hull stands a small wooden shrine covered by a dark blue silken cloth with on it the bust of a bearded Oeridian man wearing a crown woven out of seaweed.

All of this you note while looking past a gorilla-sized blond furred monkey with bat-like wings and two upward curling tusks. Before you can blink it grabs a large trident that was standing against the wall with its tail, and it screeches as only an angry monkey can do. "DIE! LOOTERS! PILLAGERS! FEEL THE WRATH OF PROCAN!"

Though only the deaf do not know it by this time, this is a shrine dedicated to Procan, Lord of the Storms. The panels depict a fleet defying the storm with on the leading ship a cleric of Procan leading a massive prayer to that deity. He seems to be wearing some kind of amulet almost drawn as a black sun, and a large shell horn. A DC 25 Knowledge (history) or Bardic Lore makes the PCs realize it refers to the conquest of what is now the Sea Barons by the Great Kingdom in its early days. According to myth the fleet was caught in a storm, and a priest of Procan saved the whole fleet and the conquest by placating Procan at least temporary for the Aerdy cause. He became the first admiral of the Eastern Fleet of the Great Kingdom. Whether the myth is true remains to be seen, but the shrine is obviously dedicated to the story.

Creatures: The strange monkey is a spirit of the air, and a servant of Procan. It was summoned a long time ago to protect both the treasures in the shrine as well as the shrine itself. The cleric that served aboard the ship never managed to call it during the battle, nor could he dismiss it once it was lost. While the spirit kept the shrine in prime condition, it is not a mindless construct and it slowly went insane over time. The unchanging condition of the shrine, the loneliness and the evil that permeates it, have destroyed any vestige of its former self. It thinks everything is out to destroy the shrine and reacts accordingly – not even a cleric of Procan can change its mind.

APL 10 (EL 12)

☛ **Poquann:** Male spirit of the air Bbn1; hp 119; See Appendix 1.

APL 12 (EL 14)

☛ **Poquann:** Male spirit of the air Bbn3; hp 142; See Appendix 2.

APL 14 (EL 16)

☛ **Poquann:** Male spirit of the air Bbn5; hp 181; See Appendix 3.

APL 16 (EL 18)

☛ **Poquann:** Male spirit of the air Bbn7; hp 205; See Appendix 4.

Tactics: Poquann is quite insane. During the fight he constantly talks with imaginary creatures, discussing battle tactics right in the open for others to hear. His task is to protect the shrine and that is what he does. He does not move further away than Area 18. He might be just sane enough to cast a few buff spells before combat, though *silence* is definitely a favorite. As soon as the door is opened, he calls forth his *whirlwind* in Area 18 moving it straight above the opening leading down to the hold. Once in melee, or when somebody uses an area of effect spell that damages the shrine he goes into rage, trying to destroy those in the shrine and its neighboring areas.

Just before he dies he tries to take a *whirlwind* form, suck up the PCs and drop them into the hold at the mercy of those below. Note that this ability is best compared to the *whirlwind* ability of a huge air elemental unless otherwise specified in the Appendix 1 to 4.

Note: Area of effect spells might damage the things (including a *horn of the tritons* at APL 14 and 16 and Black Sun at all APLs –see Area 28–) lying on the shrine's altar. Make sure the PCs are aware of this before they cast such spells in these rooms.

Treasure: Looting Poquann:

APL 10: L (0 gp); C (0 gp); M *mithral chain shirt* (92 gp), *necklace of adaptation* (750 gp), +1 *trident* (193 gp).

APL 12: L (0 gp); C (0 gp); M *cloak of resistance* +2 (333 gp), +1 *mithral chain shirt* (175 gp), *necklace of adaptation* (750 gp), +1 *trident* (193 gp).

APL 14: L (0 gp); C (0 gp); M *cloak of resistance* +2 (333 gp), +1 *mithral chain shirt* (175 gp), *necklace of adaptation* (750 gp), +1 *shocking trident* (693 gp).

APL 16: L (0 gp); C (0 gp); M *cloak of resistance* +2 (333 gp), +1 *mithral chain shirt* (175 gp), *necklace of adaptation* (750 gp), *pale blue ion stone* (667 gp), +1 *shocking thundering trident* (1526 gp).

Detect Magic results: *cloak of resistance* +2 (Faint Abjuration), +1 *mithral chain shirt* (Faint Transmutation), *necklace of adaptation* (Moderate Transmutation), *pale blue ion stone* (Moderate Transmutation), +1 *trident* (Faint Transmutation), +1 *shocking trident* (Moderate Evocation), +1 *shocking thundering trident* (Moderate Evocation and Faint Necromancy).

Looting the shrine:

APL 10: L (0 gp); C (50* gp); M (0 gp).

APL 12: L (0 gp); C (50* gp + 75 gp); M (0 gp).

APL 14: L (0 gp); C (50* gp + 75 gp); M *Horn of the tritons* (1258 gp).

APL 16: L (0 gp); C (50* gp + 75 gp); M *Horn of the tritons* (1258 gp).

Detect Magic results: *Horn of the tritons* (Moderate Conjururation and Transformation).

* This is the jewel The Black Sun.

Development: The Spirit of the Air does NOT surrender, and unlike regular creatures he dies once brought to below 0 hit points. At that moment he slowly falls into dust that is finally blown out of the cabin into the sea by a strong fresh breeze. In the off chance the PCs use nonlethal damage and

try to tie him up (assuming he was unable to cast *freedom of movement* before the combat or a *dispel magic*) he turns into a whirlwind as soon as he wakes up in one final attempt to destroy the PCs.

Once the Spirit of the Air is defeated the PCs are free to loot the shrine. In fact, when the spirit dies it is almost as if he is relieved. His items shrink to normal size as if they are a gift to the PCs. Of course, some items may have been destroyed in the battle. The Black Sun is a non-magical jewel. More information on it can be found below in Area 28.

Area 24: The Hold

This area is located on the Bottom Deck level. This area is accessible from Area 14: Orlop, Area 25: Coven's Laboratory and Area 29: The Sea Below.

A PC falling from above into the hold either takes no damage (when falling in the water) or 1d6 damage per 10 feet fallen (if he hits a solid object). Roll an attack roll with an attack modifier of half the APL against the falling PC's flat-footed AC to see if the character hits anything hard when falling in the water. Note that the ceiling in the hold is 10 feet high.

The hold of the ship is about 90 feet long and 30 feet wide. A large wooden pillar in the middle of the room forms the feet of the main mast. A smaller pillar near the bow probably belongs to the fore mast. A wooden wall with in the middle a wooden door leads to a cabin of some kind in the back. The hold is partially flooded, and all kinds of debris float in the water. The water is murky and dark. Who knows what is hiding in it...

There is nothing of value in this part of the hold. Near the bow though there is a 10 by 10 feet hole in the hull that leads to the sea outside. It is through this entrance that the sahuagin envoy and scraggs enter about the same time that the PCs come from above – assuming the PCs did not meet these creatures before (see Area 29).

Creatures: The relations between the hags and the local sahuagin are not very good. The two factions constantly bicker with one another about hunting territory. One of the local sahuagin leaders sent an envoy and his bodyguards to talk about the latest point of dispute and to try coming to an agreement. They just happen to have the bad luck of running into the PCs. They assume a trick of some kind and immediately assault the PCs. No amount of talking is going to change this.

The hags on their part love to let the PCs deal with the sahuagin, hoping to kill of the victors.

Terrain: The hull is filled with about 4 feet of water, which is filled with all kinds of floating debris and seaweed. Small-sized creatures need to swim, while medium-sized creatures also can opt to wade through the water. Wading costs double the normal movement, and charging requires a DC 12 Balance check. Running is impossible. Tumbling incurs a +5 DC modifier due to the obstruction. Somebody under the effect of a *freedom of movement* does not have these

penalties. Creatures with a swim speed are better off swimming as opposed to wading, and don't have these penalties either.

The water provides cover to those in the water. If somebody is completely under- or above the water they have total cover against ranged attack, thrown or shot from further away than 5 feet by somebody on the other side of the water level. Because the water is murky, vision underwater is only 5 feet and even then it provides concealment.

APL 10 (EL 11)

➤ **Scrag Bodyguards(2):** Troll Bbn2; hp 95; See Appendix 1.

➤ **Sahuagin Envoy:** Male sahuagin Drd6; hp 55; See Appendix 1.

➤ **Shark Animal Companion:** hp 58; See Appendix 1.

APL 12 (EL 13)

➤ **Scrag Bodyguards(2):** Troll Bbn4; hp 121; See Appendix 2

➤ **Sahuagin envoy:** Male sahuagin Drd8; hp 79; See Appendix 2.

➤ **Shark Animal Companion:** hp 58; See Appendix 2.

APL 14 (EL 14)

➤ **Scrag Bodyguards (2):** Troll Bbn6; hp 165; See Appendix 3.

➤ **Sahuagin envoy:** Male sahuagin Drd10; hp 95; See Appendix 3.

➤ **Shark Animal Companion:** hp 65; See Appendix 3.

APL 16 (EL 17)

➤ **Scrag Bodyguards (2):** Troll Bbn8; hp 193; See Appendix 4.

➤ **Sahuagin envoy:** Male sahuagin Drd12; hp 111; See Appendix 4.

➤ **Shark Animal Companion:** hp 102; See Appendix 4.

Tactics: Relations between the hags and the sahuagin are not very good and the envoy was expecting trouble of one kind or another. As a result he has cast most of his long lasting buffing spells before even entering the territory of the hags. These have been taken into account in the stats and treasure of the creatures.

The envoy prefers to stay in the back either in shark or at APL 12+ giant octopus form while casting spells and using its 20 feet reach to its advantage. Once out of spells, or when further casting makes no sense, the envoy rushes into combat. Meanwhile the scraggs and the shark just attack to kill. Neither of the scraggs nor the shark is smart enough for any real tactics, focusing on what appears to be the most dangerous target.

The envoy does not fight to the death, and if both scraggs are down, or he has lost more than 50% of his hit points he is going to flee. Once the envoy flees, so do the scraggs and his animal companion. Both do try to stop the PCs from chasing for at least 1 round.

Treasure:

Looting the scrag and sahuagin druid:

APL 10: L (15 gp); C (86 gp); M 3x *cloak of resistance* +1 (83 gp each), 2x +1 *studded scale* (98 gp each), *peript of wisdom* +2 (333 gp), 3x *potion of barkskin* +3 (50 gp each), 2x *potion of cure serious wounds* (63 gp each), 3x *scroll of barkskin* (12 gp each).

APL 12: L (15 gp); C (44 gp); M 3x *cloak of resistance* +1 (83 gp each), 2x +1 *studded leather* (98 gp each), *peript of wisdom* +2 (333 gp), 3x *potion of barkskin* +3 (50 gp each), 2x *potion of cure serious wounds* (63 gp each), 2x *ring of protection* +1 (167 gp each), 3x *scroll of barkskin* (12 gp each), *wand of resist energy* (25 charges, 188 gp).

APL 14: L (15 gp); C (6 gp); M *cloak of resistance* +1 (83 gp each), 2x *cloak of resistance* +2 (333 gp each), *horn of goodness/evil* (542 gp), 2x +2 *studded leather* (348 gp each), *peript of wisdom* +2 (333 gp), 3x *potion of barkskin* +3 (50 gp each), 4x *potion of cure serious wounds* (63 gp each), 2x *ring of protection* +1 (167 gp each), 3x *scroll of barkskin* (12 gp each), *wand of resist energy* (25 charges, 188 gp).

APL 16: L (15 gp); C (6 gp); M *cloak of resistance* +1 (83 gp each), 2x *cloak of resistance* +3 (750 gp each), *horn of goodness/evil* (542 gp), 2x +2 *studded leather* (348 gp each), *peript of wisdom* +2 (333 gp), 3x *potion of barkskin* +3 (50 gp each), 4x *potion of cure serious wounds* (63 gp each), 2x *ring of counterspells* (333 gp each), 2x *ring of protection* +1 (167 gp each), 3x *scroll of barkskin* (12 gp each), *wand of resist energy* (25 charges, 188 gp).

Detect Magic results: *Coak of resistance* +1, +2 and +3 (Faint Abjuration), *horn of goodness/evil* (Faint Abjuration), *peript of wisdom* +2 (Moderate Transmutation), *potion of barkskin* +3 (Faint Transmutation), *potion of cure serious wounds* (Moderate Conjunction), *ring of counterspells* (Moderate Evocation), *ring of protection* +1 (Faint Abjuration), *scroll of barkskin* (Faint Abjuration), +1 and +2 *studded leather* (Faint Transmutation), *wand of resist energy* (Faint Abjuration).

Development: During the battle PCs keeping an eye or ear on Area 25 hear the cackling coming from that direction. Whatever is there does not get involved in the battle, though the hags do cast several buffing spells in preparation of the coming battle. Only when the PCs open the door and rush in are the hags going to fight. Else they are going to wait till the sahuagin envoy is defeated before rushing in. The PCs have 2 rounds of actions during which the hags cast the last buffing spells before they open the door and initiate combat. Once again, if the PCs rush in immediately they do defend them selves. More information on the hags can be found below in the description of Area 25.

Note that the envoy does not take prisoners, and is not going to be very cooperative when captured. The sahuagin have a rather simplistic view on the world: something is either prey or a competitor. Non-sea creatures are prey, and by far inferior to the sahuagin and sharks. They consider themselves to be excellent hunters, and they live for the hunt. Anything that is not a shark or sahuagin is obviously inferior. Note that the envoy considers the scrag to be shark-like creatures. It does flee with the intent not to

return for the rest of the day when it was defeated. While it is not inclined to keep its word to inferior species, it is fully aware it cannot win a fight for the moment. Fear is enough a deterrent to keep it from returning.

Area 25: Coven's Laboratory

This area is located on the Bottom Deck level. This area is accessible from Area 24: The Hold, and Area 26: Treasury.

Like the rest of the hold this area is filled with water as well. Unlike the rest of the hold there stands a platform that starts at the feet of the Mizzen Mast and goes on to the end. The platform is still under the water, but at most this is only one foot deep. As a result though the ceiling is only 6 feet high.

The platform is covered with seaweed, and right in the middle stands a huge bubbling cauldron with a strange greenish fog rising from it. From the ceiling all kinds of strange objects dangle, things such as strange sea plants, weird shells, even weirder dried creatures of the sea and all kinds of bones. The whole looks a bit like a wizard's laboratory, but a bit more gruesome and threatening.

This is the laboratory and living room of the three hags that have made their home aboard the ship. There are two small staircases leading up to the platform both on star- and larboard side of the mizzen mast. Climbing up on these stairs does not cost extra movement. Getting up at another area costs 5 feet extra movement. Getting down is easy, and does not cost any movement. Since there is not much water above the platform, movement is not penalized. While it looks really slippery the hags made sure footing is quiet good.

The cauldron contains an unidentifiable liquid of strange alchemical properties. It smells vile and it looks utterly unappetizing. It detects as poison with *detect poison*. Adventurers being adventurers, there always are going to be some fools that try to take zip from it. The effects are detailed below.

The secret door leading to Area 26 stands slightly ajar and is hardly secret. A curtain of seaweed covers it.

APL 10 (EL 13)

☛ **Fhiel:** Sea Hag Sor6; hp 61; See Appendix 1.

☛ **Tieghan:** Sea Hag Clr6; hp 73; See Appendix 1.

☛ **Raesa:** Sea Hag Ftr5; hp 70; See Appendix 1.

APL 12 (EL 15)

☛ **Fhiel:** Sea Hag Sor8; hp 73; See Appendix 2.

☛ **Tieghan:** Sea Hag Clr8; hp 89; See Appendix 2.

☛ **Raesa:** Sea Hag Ftr7; hp 88; See Appendix 2.

APL 14 (EL 17)

☛ **Fhiel:** Sea Hag Sor10; hp 85; See Appendix 3.

☛ **Tieghan:** Sea Hag Clr10; hp 105; See Appendix 3.

☛ **Raesa:** Sea Hag Ftr9; hp 118; See Appendix 3.

APL 16 (EL 19)

☛ **Fhiel:** Sea Hag Sor12; hp 97; See Appendix 4.

➤ **Tieghan:** Sea Hag Clr12; hp 121; See Appendix 4.

➤ **Raesa:** Sea Hag Ftr11; hp 136; See Appendix 4.

Tactics: The hags realize that it is in their benefit to fight at the door between Area 24 and Area 25. Raesa and Tieghan stand in front or directly behind the door with Fhiel standing behind the mast (providing her with cover against attacks made from Area 24). The greatest asset of the sea hags is their horrific appearance, and they know it. Fhiel's is especially potent, and as such she prefers to be the one being seen first before the PCs realize with what they are dealing (and can chose to look away or close their eyes). Fhiel's goal is to disable opponents with her magic, and as such she might be inclined to use her evil eye ability. Still, more often than not, her spells are more reliable and effective and she prefers to use them. The other two prefer to fight or use their divine magic and hence neither uses their evil eye ability.

Note that they try to cast as many buff spells on each other as possible. These have not yet been taken into account in the stat blocks. Most spells are going to be cast on Raesa and Tieghan. Though *spell resistance* is going to be cast upon Fhiel.

Treasure: Looting the hags:

APL 10: L (213 gp); C (0 gp); M *boots of the winterlands* (208 gp), *brooch of shielding* (125 gp), *cloak of charisma* +2 (333 gp), 2x *cloak of resistance* +1 (83 gp each), *eyes of the eagle* (208 gp), +1 *full plate* with spikes (225 gp), *scroll of gaseous form* (31 gp), 2x *scroll of see invisibility* (12 gp each).

APL 12: L (199 gp); C (0 gp); M *boots of striding and springing* (458 gp), +1 *buckler* (97 gp), *cloak of charisma* +2 (333 gp), 2x *cloak of resistance* +1 (83 gp each), *eyes of the eagle* (208 gp), +1 *full plate* with spikes (225 gp), *periapt of wisdom* +2 (333 gp), *scroll of gaseous form* (31 gp), *scroll of locate object* (12 gp), 2x *scroll of see invisibility* (12 gp each), *vestment of resistance* +1 (83 gp), *wand of mage armor* (63 gp).

APL 14: L (43 gp); C (0 gp); M *amulet of health* +2 (333 gp), *boots of speed* (1333 gp), 2x +1 *buckler* (97 gp each), *cloak of charisma* +2 (333 gp), *cloak of resistance* +1 (83 gp each), *cloak of resistance* +2 (333 gp), *eyes of the eagle* (208 gp), +1 *full plate* with spikes (225 gp), +2 *full plate* with spikes (475 gp), *periapt of wisdom* +2 (333 gp), *potion of cure serious wounds* (63 gp), *ring of protection* +1 (167 gp), *scroll of gaseous form* (31 gp), *scroll of locate object* (12 gp), 2x *scroll of see invisibility* (12 gp each), *vestment of resistance* +1 (83 gp), *wand of eagles splendor* (375 gp), *wand of mage armor* (63 gp).

APL 16: L (17 gp); C (0 gp); M *amulet of health* +2 (333 gp), *boots of speed* (1333 gp), +1 *buckler* (97 gp each), +2 *buckler* (347 gp), *cloak of charisma* +2 (333 gp), *cloak of resistance* +1 (83 gp each), *cloak of resistance* +2 (333 gp), *eyes of the eagle* (208 gp), 2x +2 *full plate* with spikes (475 gp each), *gauntlets of ogre power* (333 gp), *gauntlets of rust* (958 gp), *periapt of wisdom* +2 (333 gp), *potion of cure serious wounds* (63 gp), *ring of protection* +1 (167 gp), *scroll of gaseous form* (31 gp), *scroll of locate object* (12 gp), 2x *scroll of see invisibility* (12 gp each), +1 *scythe* (193 gp),

vestment of resistance +2 (333 gp), *wand of eagles splendor* (375 gp), *wand of mage armor* (63 gp).

Detect Magic results: *Amulet of health* +2 (Moderate Transmutation), *boots of speed* (Moderate Transmutation), *boots of striding and springing* (Faint Transmutation), *boots of the winterlands* (Faint Abjuration and Transmutation), *brooch of shielding* (Faint Abjuration), +1 and +2 *buckler* (Faint Transmutation), *cloak of charisma* +2 (Moderate Transmutation), *cloak of resistance* +1 and +2 (Faint Abjuration), *eyes of the eagle* (Faint Divination), +1 and +2 *full plate* with spikes (Faint Transmutation), *gauntlets of ogre power* (Moderate Transmutation), *gauntlets of rust* (Moderate Transmutation), *periapt of wisdom* +2 (Moderate Transmutation), *potion of cure serious wounds* (Moderate Conjunction), *ring of protection* +1 (Faint Abjuration), *scroll of gaseous form* (Moderate Transmutation), *scroll of locate object* (Faint Divination), *scroll of see invisibility* (Faint Divination), +1 *scythe* (Faint Transmutation), *vestment of resistance* +1 and +2 (Faint Abjuration), *wand of eagles splendor* (Faint Transmutation), *wand of mage armor* (Faint Conjunction).

☛ **Ingested Hag's Poison:** The PC has been foolish enough to take a zip from a hag's cauldron. As a result the PC suffers a -2 alchemy penalty to saves vs. Necromancy spells and spell-like ability. Once per day though the PC can chose to get a +4 alchemy bonus on one save vs. a spell or spell-like ability. A carefully worded *wish* or *miracle* spell can remove this effect.

Development: The three hags are not suicidal and they try to flee when at 25% of their hit points if chances of success are high. If doing so only opens them up to attacks with no chance of success they keep fighting on. If real close to death, they either try to grab an unconscious or helpless character as a hostage, or if such is impossible, surrender (assuming the PCs promise to release them alive and within the Seaweed Sea).

They can be helpful and somewhat polite once imprisoned, but they are more likely to say what pleases their captors than the truth. When the PCs came from above, they state that if the PCs defeated the blood-weed and the lacedons nothing dangerous remains aboard the ship. If they came directly from the sea through the hole in the hull they mention the lacedons, stating that those are not their slaves (which is correct – they do not control them through the rebuke power of Tieghan) and they do not accept their orders when giving under duress. Under no circumstances do they mention the blood-weed. They are unaware of the Spirit of the Air. All they know is that it is guarded by powerful magic and they had given up gaining entrance to it. They know about Lord Lemenster Rax (see Area 28 below), but consider it just an odd haunting that does not concern them. They certainly never talked with it.

If on the other hand the hags are victorious, they do not kill any unconscious characters outright. To them living victims are much more fun and enjoyable. Only when the PC is cured after having dropped do the hags go for the kill. If they have unconscious victims, they also

allow other PCs to escape. As far as they concerned they can use the unconscious characters as hostages in case the PCs return quickly and if they do not return then nothing is lost. If all the PCs flee, the hags might follow for a few tens of feet, but they are not going to leave the ship.

Area 26: Sleeping Area

This area is located on the Bottom Deck level. This area is accessible from Area 25: Coven's Laboratory.

Like the hold in front of it, this 15 by 10 feet wide cabin has a higher deck, raising it just below water level. As a result the ceiling is only 6 feet high. Large heaps of seaweed in three corners look much like beds. The walls are decorated with shells, bones and even several strings of fingers. In a corner you see a large barrel, though from this distance it is impossible to see what is in it.

The room is filled with curiosia, most of them lugubrious, but all worthless. The barrel contains seawater and is filled with grub like creatures. They still live and form a big moving mass. These are a quick snack for the hags when hungry in the middle of the day.

Area 27: Round House

This area is not shown on the main plan, but is accessible from Area 2: Half Deck.

This small cabin only has a 5 feet high ceiling. Its windows are all broken, and the cabin is choked with seaweed. On a closer inspection there is some kind of table surrounded by benches somewhere under the weed, but you can hardly see it.

The cabin contains nothing of value or interest.

Area 28: Main Mast – A Ghastly Tale

This area is not shown on the main plan, but is accessible from Area 1: Main Deck or through the air from many directions outside of the ship. Climbing up is relatively easy due to the iron rods in the mast. A DC 5 Climb check suffices. About halfway up some of the rods are rusted through though and cannot support the weight of a person climbing up.

↗ **Ladder trap:** CR 2; mechanical; location trigger; no reset; DC 20 Reflex save avoids; 40 ft. deep (4d6, fall); Search DC 20; Disable Device 20 (though once recognized, it is easy to avoid).

Getting closer to the body tied to the mast just below the crow's nest, you realize the person must have been dead for ages. His death must have been particular painful and prolonged though.

His brown leathery skin has shrunk, showing the bones below and giving it a skeletal appearance. Its eyes are long gone, leaving two dark pits, and its yellow teeth grin at you. In life he must have had long curly brown hair and a short beard, though all that remains are loose

patches of hair. Many superficial cuts cover his body and he, instead of being tied to the mast as you thought at first, has been nailed to it.

While you have seen your fair share of corpses, the black ooze-like liquid, that still drips from its many wounds to the deck below are worrisome. Before you can react though, the thing turns its head to you and two red sparks flare up in its dark empty eye sockets.

"So you have returned to torment me," the thing starts with a raspy hollow voice, "have you Maristern?"

The person nailed to the mast was known as Lemenster Rax in life, an admiral of the Great Kingdom and captain of this ship. When the Sea Prince pirates assaulted the Treasure Fleet they captured this ship with relative ease after having promised to let everybody aboard live, resulting in a mutiny against Lemenster Rax.

Lemenster was one of the few officers captured alive due to the betrayal by his trusted manservant Maristern. The pirates tried to enter the shrine of Procan to acquire the treasure therein, but its guardian and traps chased them out. So instead they tried to find out how to avoid these by torturing Lemenster. He never broke though, and died a slow and painful death that ended during the storm that blew the fleet to the Jungle of Lost Ships.

During his final death spasms, Lemenster got convinced that the whole fleet and him in person were cursed by Procan for taking the Black Sun with them from Rel Astra. Something the clergy of Procan had warned him of doing; though at the time he thought it was nothing more than a political game by the clergy, who supported the House of Darmen (and thus the House of Naelix). At the same time he was filled with anger over his betrayal. In his final moments he called upon dark fell powers and cursed his captors. His mad screams from high up in the mast during the hurricane must have been terrifying to the poor sailors below.

Whether or not fell powers heard him, or Procan indeed did curse him and the ship or perhaps something else happened, the fact is that death was not final to him or those that had murdered him so brutally. His soul remains stuck in the remains of his body, still nailed to the mast, unable to leave to correct the wrongs committed against him. His tormentors turned into the ghosts that haunt this ship, just out of his reach.

➤ **Lemenster Rax:** Male human (Oeridian) ghost Ari4; LE.

Personality: In life Lemenster Rax was a powerful and respected man, and he prefers to be treated as such. His personality can be best described as proud, if not downright arrogant, and deviant.

His years of torture and near solitude have not done much good to his mental health. He has difficulties discerning the current time from the past, mixing PCs with people he knew in the past even in the middle of a conversation. Obviously, he has no idea what happened to the Great Kingdom after his flight from it in 450 CY. Keeping him focused on the current time and conversation is difficult and takes both time and patience.

Below follows a list of people Lemenster might think he is dealing with, and how he reacts to them. When to use whom is entirely up to you, though all persons should be used at least once.

- **Maristern:** The manservant that betrayed him after many years of loyal servitude. He also was one of the more vicious torturers, showing his anger and contempt for Lemenster during these sessions. At some moments, Lemenster thinks he still is his servant and he treats the PC with disdain, ordering him to do one thing or another for him (most likely something very unlikely like bringing him something to eat or to prepare his bath). At other times he is going to curse the PC for his betrayal, demanding to be released or to face the vengeance of the House of Rax.
- **Stormlord Cranden:** Cranden was the high priest of Procan that warned him against taking the Black Sun with him on their flight. At times Lemenster begs him for forgiveness, stating that he is going to find somebody to return the Black Sun to Rel Astra. It was arrogant of him to assume that he should succeed where his more powerful family members failed and reclaim the throne (and hence have the right to carry the Black Sun). At other times he seems to repeat the discussion he had with Cranden at his flight. Accusing the man of allowing the clergy to be involved in politics, and betraying the House of Rax to the scum of the House of Naelex, and how he and his family will return to take vengeance and retake the throne that is rightfully theirs and by doing so, having the right to carry the medallion.
- **Captain Krovtoch:** Krovtoch was the leader of the Sea Prince raiders that attacked the Fortunate Son. Sometimes he is going to demand to be released, stating that Krovtoch is risking an all out war with the Great Kingdom. Or Lemenster might offer an alliance against the treacherous house of Naelax, offering great riches as a reward.

The Black Sun: The Black Sun is a medallion with a large black pearl at its center and decorated with coral. The pattern of coral around the black pearl looks a bit like a black sun, hence its name. According to myths the medallion was given to a priest of Procan by Azhardian as a reward for services committed during Azhardian's conquest of the Isles of the Sea Barons. It has been a symbol of power for the admirals of the Eastern Fleet of the Great Kingdom stationed in Asperdi (and later in Rel Astra). There is no magic associated with the item. It is just a symbol of power, and divine blessing by Procan.

Development: Talking with Lemenster is difficult, and tiring, but the potential for both information and more tangible rewards is big. So are the risks...

Lemenster's wish is for his tormentors to be killed, the Black Sun to be returned to Rel Astra and the admiral of the Eastern Fleet of the Great Kingdom (or its successor state) and for his body to be buried on the soil of the Great Kingdom. If the PCs can convince him that they are willing to do so, he gives them the key (by vomiting it out) that

opens the doors leading to Area 30 and provides them with the password. He also warns them there is a guardian spirit, and he is not sure whether the creature can be convinced that they are indeed sent by Lemenster. He knows about the existence of the ghosts and the hags, but he does not know their powers or where they are living.

If the PCs acquire the medallion, and kill the ghosts, they can remove Lemenster's body from the mast. Before that time, such proves to be impossible. If they fulfill his last wishes, they can put his soul to rest and he gives them a special reward. If they refuse nothing is lost. If they do promise to help him, but then purposefully break their promise, he curses them.

Once finished with Lemenster, they can proceed with exploring the vessel.

Area 29: The Sea Below

This area is not shown on the main plan, but it is accessible from Area 32: The Hold as well as any other area outside assuming the PCs went for a dive under the ship.

From below it is difficult to get a good look at the hull of the ship. The seaweed grows rather thickly close to the surface. All you see is a thick mass of brown and green strands through which hardly any light filters down. Once closer you realize though that something must have cut its way through part of the weed at the front of the ship.

If the PCs chose to go under the seaweed and use the back entrance, they come across the sahuagin envoy and his scrag (see Area 24) in the open sea. Close to the ship and the surface (about 20 feet below and around the ship) the area can be treated as under the effects of an *obscuring mist* – 20% miss chance within the first 5 feet and full concealment further away. Below that the weed is still there, providing concealment with ranged attacks, but not within melee.

If the PCs met the envoy in the hold, then there is nothing dangerous around.

NOTE: Only use the envoy and his bodyguards once the majority of the PCs go down. One PC can easily be overwhelmed and there is no fun in that.

CONCLUSION

Once the PCs have slain all the monsters aboard the *Fortunate Son*, or have retreated from it proceed to this section.

In this encounter the PCs return to their vessel after exploring one or more of the hulks trapped in the weed-sea. If the PCs have not yet encountered the harpies in Encounter 1 run that encounter again. If they have already slain the harpies read or paraphrase the following:

Returning across the weed-sea your progress is slow. Luckily you encounter no further denizens of this strange floating reef and you return to your vessel without incident.

The crew of (insert vessel name) lower a boat and soon you are safely onboard. Whilst you have failed to discover

the legendary Lost Treasure of the Sea Princes you have managed to recover some loot from the wrecks you searched.

As you sort through your loot many of the other exploratory groups straggle in across the weed-sea. Many of these groups have been depleted somewhat by their explorations and it emerges that none of have been very successful. They speak of abandoned ships, undead, other terrible denizens of the reef and a colony of half-mad humans who populate many of the wrecks. Perhaps these forsaken people are the final holders of the Sea Princes much-sought treasure?

Still, time is against you and Captain (name) begins to make preparations for your long trip home. While unsuccessful this time perhaps you will be able to return again to complete your explorations of this strange place.

The Ghost of Lemenster Rax

During the scenario the PCs had an opportunity to talk with the ghost of Lemenster Rax. While having a decent conversation probably proved to be difficult, patient PCs could gain some useful information about the ship and the treasure it contains. At some time he also asked the PCs to do three things for him, and only if they swore to fulfill these requests he gave them a key and the passwords to Area 23. He asked them to destroy Maristern and Krovtosh, return the Black Sun to Rel Astra and give it to its ruler and finally to bury his remains in the soil of the Great Kingdom.

As long as no promises were made there is no real problem if the PCs do not finish all three tasks. Lemenster Rax might not find his rest, and he definitely does not like the turn of events, but he does not curse the PCs under those circumstances. If on the other hand the PCs did swear to help him, and then decide otherwise, he becomes furious. In that case he calls upon Procan to punish the PCs for their transgression, who punishes them accordingly (see “The Curse of Lemenster Rax” below). If the failure is the result of a conscious act by only a select few of the whole group (e.g. pick pocketing the Black Sun and throwing it in the water) or when one or two members are against breaking the promise, Procan only punishes those responsible. If on the other hand no promises were made, but the PCs still fulfill his last wishes, they do get his reward.

Note that to gain his blessing the PCs have to finish ALL THREE tasks set down by him!

Treasure:

☛ **Curse of Lemenster Rax:** Whenever the PC is in water the area around him becomes turbulent as if lashed by a storm. Such water is automatically counted as Rough Water. If the water already qualifies as Rough Water then these effects combine to make the water stormy. An *atonement* cast by a 16th level or higher cleric of Procan or a miracle cast by any cleric can only remove the curse.

☛ **Blessing of Lemenster Rax:** When you are beset by undead and your need is great Lemenster Rax will come to your aid. He will channel portions of his own energy

through you. This assistance generates an undead ward around your body. This effect lasts for one minute. During that time no undead creature may approach within 10 ft. of you. Undead within the area of affect are expelled directly away from you. Unintelligent undead and undead with fewer than half the PC's level will flee away from you for the duration of this effect. Turn resistance does apply to the undead's hit dice. This ability is useable only once.

The End

EXPERIENCE POINT SUMMARY

To award experience for this adventure, add up the values for the objectives accomplished. Then assign the experience award. Award the total value (objectives plus roleplaying) to each character.

Encounter 1: [The Great Weed Sea]

Defeating the harpies:

APL10	360 XP
APL12	420 XP
APL14	480 XP
APL16	540 XP

Area 1: [Main Deck]

Defeating the vine horror and the bloodthorns:

APL10	300 XP
APL12	360 XP
APL14	240 XP
APL16	300 XP

Area 14: [The Orlop]

Defeating the spectre and lacedons:

APL10	390 XP
APL12	450 XP
APL14	510 XP
APL16	570 XP

Area 16: [Mid Deck Cabins]

Destroying the skeletons:

APL10	30 XP
APL12	30 XP
APL14	30 XP
APL16	30 XP

Area 23: [Shrine of Procan]

Defeating the spirit of air:

APL10	360 XP
APL12	420 XP
APL14	480 XP
APL16	540 XP

Area 24: [The Hold]

Defeating the envoy and scraggs:

APL10	330 XP
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APL12	390 XP
APL14	450 XP
APL16	510 XP

Area 25: [The Coven's Laboratory]

Defeating hags:

APL10	390 XP
APL12	450 XP
APL14	510 XP
APL16	570 XP

Conclusion

Returning Lemenster Rax to rest:

APL10	60 XP
APL12	90 XP
APL14	120 XP
APL16	150 XP

Discretionary Role-playing Award

APL2	210 XP
APL4	225 XP
APL6	240 XP
APL8	255 XP

Total Possible Experience:

APL10	2700 XP
APL12	3150 XP
APL14	3600 XP
APL16	4050 XP

TREASURE SUMMARY

During an adventure, characters encounter treasure, usually finding it in the possession of their foes. Every encounter that features treasure has a "treasure" section within the encounter description, giving information about the loot, coins, and magic items that make up the encounter's treasure.

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go back to loot the bodies, and those bodies are there (i.e., not carted off by dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

The coin total is the number of gold pieces each character gains if they take the coin available. A normal adventuring party can usually gather this wealth in a round or so. If for some reason, they pass up this treasure, the coin total is subtracted from the encounter totals given below.

Next, the magic items are listed. Magic item treasure is the hardest to adjudicate, because they are varied and because characters may want to use them during the adventure. Many times characters must cast *identify*, *analyze dweomer* or similar spell to determine what the item does and how to activate it. Other times they may attempt to use the item blindly. If the magic item is consumable (a potion, scroll,

magic bolts, etc.) and the item is used before the end of the adventure, its total is subtracted from the adventure totals below.

Once you have subtracted the value for unclaimed treasure from each encounter add it up and that is the number of gold pieces a characters total and coin value increase at the end of the adventure. Write the total in the GP Gained field of the adventure certificate. Because this is a Regional scenario, characters may spend additional Time Units to practice professions or create items immediately after the adventure so this total may be modified by other circumstances.

Loot = Looted gear from enemy; Coin = Coin, Gems, Jewelry, and other valuables; Magic = Magic Items.

Area 5: [The Kitchen]

Looting the kettle:

All APLs: Loot: 0 gp; Coin: 50 gp; Magic: 0 gp.

Area 13: [State Cabin]

Minor treasure in the closet:

All APLs: Loot: 0 gp; Coin: 50 gp; Magic: 0 gp.

Area 14: [The Orlop]

Looting the lacedons:

APL 10: Loot: 106 gp; Coin: 8 gp; Magic: 3x *cloak of resistance* +1 (83 gp each), 2x *potion of inflict moderate wounds* (25 gp), 8x *potion of shield of faith* +2 (4 gp each), +1 *scimitar* (193 gp).

APL 12: Loot: 62 gp; Coin: 100 gp; Magic: 3x *cloak of resistance* +1 (83 gp each), 2x *potion of inflict moderate wounds* (25 gp), 8x *potion of shield of faith* +2 (4 gp each), +1 *scimitar* (193 gp), 3x +1 *studded leather* (98 gp each).

APL 14: Loot: 10 gp; Coin: 8 gp; Magic: 3x *amulet of natural armor* (167 gp each), 3x *cloak of resistance* +1 (83 gp each), 2x *potion of inflict moderate wounds* (25 gp), 8x *potion of shield of faith* +2 (4 gp each), 2x +1 *scimitar* (193 gp), +1 *keen scimitar* (693 gp), 3x +1 *studded leather* (98 gp each).

APL 16: Loot: 10 gp; Coin: 8 gp; Magic: 3x *amulet of natural armor* (167 gp each), 2x *cloak of resistance* +1 (83 gp each), *cloak of resistance* +2 (333 gp), 2x *potion of inflict moderate wounds* (25 gp), 8x *potion of shield of faith* +2 (4 gp each), 2x +1 *scimitar* (193 gp), +1 *keen scimitar* (693 gp), 3x +2 *studded leather* (348 gp each).

Area 21: [Infirmary]

Finding the hidden compartment:

All APLs: Loot: 0 gp; Coin: 0 gp; Magic: 3x *potion of cure light wounds* (4 gp each), 2x *cure moderate wounds* (25 gp each).

Area 23: [Shrine of Procan]

Looting Poquann and the shrine:

APL 10: Loot: 0 gp; Coin: 0 gp; Magic: *mithral chain shirt* (92 gp), *necklace of adaptation* (750 gp), +1 *trident* (193 gp).

APL 12: Loot: 0 gp; Coin: 0 gp; Magic: *cloak of resistance* +2 (333 gp), +1 *mithral chain shirt* (175 gp), *necklace of adaptation* (750 gp), +1 *trident* (193 gp).

APL 14: Loot: 0 gp; Coin: 0 gp; Magic: *cloak of resistance* +2 (333 gp), +1 *mithral chain shirt* (175 gp), *necklace of adaptation* (750 gp), +1 *shocking trident* (693 gp).

APL 16: Loot: 0 gp; Coin: 0 gp; Magic: *cloak of resistance* +2 (333 gp), +1 *mithral chain shirt* (175 gp), *necklace of adaptation* (750 gp), *pale blue ion stone* (667 gp), +1 *shocking thundering trident* (1526 gp).

Looting the shrine:

APL 10: Loot: 0 gp; Coin: 50 gp; Magic: 0 gp.

APL 12: Loot: 0 gp; Coin: 125 gp; Magic: 0 gp.

APL 14: Loot: 0 gp; Coin: 125 gp; Magic: *Horn of the tritons* (1258 gp).

APL 16: Loot: 0 gp; Coin: 125 gp; Magic: *Horn of the tritons* (1258 gp).

Area 24: [The Hold]

Looting the scrags and sahuagin druid:

APL 10: Loot: 15 gp; Coin: 86 gp; Magic: 3x *cloak of resistance* +1 (83 gp each), 2x +1 *studded leather* (98 gp each), *periapt of wisdom* +2 (333 gp), 3x *potion of barkskin* +3 (50 gp each), 2x *potion of cure serious wounds* (63 gp each), 3x *scroll of barkskin* (12 gp each).

APL 12: Loot: 15 gp; Coin: 44 gp; Magic: 3x *cloak of resistance* +1 (83 gp each), 2x +1 *studded leather* (98 gp each), *periapt of wisdom* +2 (333 gp), 3x *potion of barkskin* +3 (50 gp each) 2x *potion of cure serious wounds* (63 gp each), 2x *ring of protection* +1 (167 gp each), 3x *scroll of barkskin* (12 gp each), *wand of resist energy* (25 charges, 188 gp).

APL 14: Loot: 15 gp; Coin: 6 gp; Magic: *cloak of resistance* +1 (83 gp each), 2x *cloak of resistance* +2 (333 gp each), *horn of goodness/evil* (542 gp), 2x +2 *studded leather* (348 gp each), *periapt of wisdom* +2 (333 gp), 4x *potion of cure serious wounds* (63 gp each), 3x *potion of barkskin* +3 (50 gp each), 2x *ring of protection* +1 (167 gp each), 3x *scroll of barkskin* (12 gp each), *wand of resist energy* (25 charges, 188 gp).

APL 16: Loot: 15 gp; Coin: 6 gp; Magic: *cloak of resistance* +1 (83 gp each), 2x *cloak of resistance* +3 (750 gp each), *horn of goodness/evil* (542 gp), 2x +2 *studded leather* (348 gp each), *periapt of wisdom* +2 (333 gp), 3x *potion of barkskin* +3 (50 gp each), 4x *potion of cure serious wounds* (63 gp each), 2x *ring of counterspells* (333 gp each), 2x *ring of protection* +1 (167 gp each), 3x *scroll of barkskin* (12 gp each), *wand of resist energy* (25 charges, 188 gp).

Area 25: [The Coven's Laboratory]

Looting the hags:

APL 10: Loot: 213 gp; Coin: 0 gp; Magic: *boots of the winterlands* (208 gp), *brooch of shielding* (125 gp), *cloak of charisma* +2 (333 gp), 2x *cloak of resistance* +1 (83 gp each), *eyes of the eagle* (208 gp), +1 *full plate* with spikes (225 gp), *scroll of gaseous form* (31 gp), 2x *scroll of see invisibility* (12 gp each).

APL 12: Loot: 199 gp; Coin: 0 gp; Magic: *boots of striding and springing* (458 gp), +1 *buckler* (97 gp), *cloak of charisma* +2 (333 gp), 2x *cloak of resistance* +1 (83 gp each), *eyes of the eagle* (208 gp), +1 *full plate* with spikes (225 gp),

periapt of wisdom +2 (333 gp), *scroll of gaseous form* (31 gp), *scroll of locate object* (12 gp), 2x *scroll of see invisibility* (12 gp each), *vestment of resistance* +1 (83 gp), *wand of mage armor* (63 gp).

APL 14: Loot: 43 gp; Coin: 0 gp; Magic: *amulet of health* +2 (333 gp), *boots of speed* (1333 gp), 2x +1 *buckler* (97 gp each), *cloak of charisma* +2 (333 gp), *cloak of resistance* +1 (83 gp each), *cloak of resistance* +2 (333 gp), *eyes of the eagle* (208 gp), +1 *full plate* with spikes (225 gp), +2 *full plate* with spikes (475 gp), *periapt of wisdom* +2 (333 gp), *potion of cure serious wounds* (63 gp), *ring of protection* +1 (167 gp), *scroll of gaseous form* (31 gp), *scroll of locate object* (12 gp), 2x *scroll of see invisibility* (12 gp each), *vestment of resistance* +1 (83 gp), *wand of eagles splendor* (375 gp), *wand of mage armor* (63 gp).

APL 16: Loot: 17 gp; Coin: 0 gp; Magic: *amulet of health* +2 (333 gp), *boots of speed* (1333 gp), +1 *buckler* (97 gp each), +2 *buckler* (347 gp), *cloak of charisma* +2 (333 gp), *cloak of resistance* +1 (83 gp each), *cloak of resistance* +2 (333 gp), *eyes of the eagle* (208 gp), 2x +2 *full plate* with spikes (475 gp each), *gauntlets of ogre power* (333 gp), *gauntlets of rust* (958 gp), *periapt of wisdom* +2 (333 gp), *potion of cure serious wounds* (63 gp), *ring of protection* +1 (167 gp), *scroll of gaseous form* (31 gp), *scroll of locate object* (12 gp), 2x *scroll of see invisibility* (12 gp each), +1 *scythe* (193 gp), *vestment of resistance* +2 (333 gp), *wand of eagles splendor* (375 gp), *wand of mage armor* (63 gp).

Total Possible Treasure

APL 10: Loot: 334 gp; Coin: 244 gp; Magic: 4023 gp - Total: 4601 gp

APL 12: Loot: 276 gp; Coin: 277 gp; Magic: 6070 gp - Total: 6623 gp

APL 14: Loot: 68 gp; Coin: 239 gp; Magic: 13426 gp - Total: 13733 gp

APL 16: Loot: 42 gp; Coin: 239 gp; Magic: 19440 gp - Total: 19721 gp

ITEMS FOR THE ADVENTURE RECORD

☛ **The Black Sun:** The Black Sun is a non-magical medallion with a large black pearl at its center and decorated with coral. The pattern of coral around the black pearl looks a bit like a black sun, hence its name. It is just a symbol of power, and divine blessing by Procan for the Great Kingdom of old.

Only one per table; Cost 300 gp.

☛ **Curse of Lemenster Rax:** Whenever the PC is in water the area around him becomes turbulent as if lashed by a storm. Such water is automatically counted as Rough Water. If the water already qualifies as Rough Water then these effects combine to make the water stormy. An *atonement* cast by a 16th level or higher cleric of Procan or a miracle cast by any cleric can only remove the curse.

☛ **Blessing of Lemenster Rax:** When you are beset by undead and your need is great Lemenster Rax will come to

your aid. He will channel portions of his own energy through you. This assistance generates an undead ward around your body. This effect lasts for one minute. During that time no undead creature may approach within 10 ft. of you. Undead within the area of affect are expelled directly away from you. Unintelligent undead and undead with fewer than half the PC's level will flee away from you for the duration of this effect. Turn resistance does apply to the undead's hit dice. This ability is useable only once.

☛ **Ingested Hag's Poison:** The PC has been foolish enough to take a zip from a hag's cauldron. As a result the PC suffers a -2 alchemy penalty to saves vs. Necromancy spells and spell-like abilities. Once per day though the PC can choose to get a +4 alchemy bonus on one save vs. a spell or spell-like ability. A carefully worded *wish* or *miracle* spell can remove this effect.

Item Access

APL 10

- ❖ *Boots of the winterlands* (Any, DMG)
- ❖ *Brooch of shielding* (Adventure, DMG)
- ❖ *Eyes of the eagle* (Any, DMG)
- ❖ *Mithral chain shirt* (Adventure, DMG)
- ❖ *Necklace of adaptation* (Any, DMG)
- ❖ *Potion of inflict moderate wounds* (Adventure, CL 3, PHB)

APL 12 (All of APL 10 plus the following)

- ❖ *Boots of striding and springing* (Any, DMG)
- ❖ *Cloak of resistance +2* (Adventure, DMG)
- ❖ *Vestment of resistance +1* (Adventure, T&B)
- ❖ *Wand of mage armor* (Adventure, DMG)
- ❖ *Wand of resist energy* (25 charges, Adventure, 2250 gp)

APL 14 (All of APLs 10-12 plus the following)

- ❖ *Boots of speed* (Any, DMG)
- ❖ *Horn of goodness/evil* (Adventure, DMG)
- ❖ *Horn of the tritons* (Any, DMG)
- ❖ *+2 full plate with spikes* (Adventure, DMG)
- ❖ *+2 studded leather* (Adventure, DMG)
- ❖ *+1 keen scimitar* (Adventure, DMG)
- ❖ *+1 shocking trident* (Any, DMG)
- ❖ *Wand of eagles splendor* (Adventure, DMG)

APL 16 (All of APLs 10-14 plus the following)

- ❖ *+2 buckler* (Adventure, DMG)
- ❖ *Cloak of resistance +3* (Adventure, DMG)
- ❖ *Gauntlets of rust* (Any, DMG)
- ❖ *Pale blue ion stone* (Any, DMG)
- ❖ *Ring of counterspells* (Adventure, DMG)
- ❖ *+1 shocking thundering trident* (Any, DMG)
- ❖ *Vestment of resistance +2* (Adventure, T&B)

APPENDIX 1: APL 10

Encounter 1: The Great Seaweed

➤ **Harpy Sor10:** CR 10; Medium Monstrous Humanoid; HD 7d8 plus 10d4; hp 64; Init +2; Spd 20 ft., fly 80 ft. (average); AC 13, touch 12, flat-footed 11; Base Atk +12/+7/+2 Grp +12; Atk +12 melee (1d6, club); Full Atk +12/+7/+2 melee (1d6, club) and +7 melee (1d3, claw); SA Captivating song, spells; SQ Darkvision 60 ft., summon familiar; AL CE; SV Fort +5, Ref +10, Will +12; Str 10, Dex 15, Con 10, Int 7, Wis 12, Cha 18.

Skills and Feats: Bluff +12, Concentration +11, Intimidate +8, Listen +7, Perform (oratory) +6, Spot +3; Dodge, Flyby Attack, Mobility, Persuasive.

Captivating Song (Su): The most insidious ability of the harpy is its song. When a harpy sings, all creatures (other than harpies) within a 300-foot spread must succeed at a DC 16 Will save or become captivated. This is a sonic, mind-affecting charm effect. If the save is successful, that creature cannot be affected again by that harpy's song for 24 hours. The save DC is Charisma based.

A captivated victim walks toward the harpy, taking the most direct route available. If the path leads into a dangerous area, that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. A victim within 5 feet of the harpy stands there and offers no resistance to the monster's attacks. The effect continues for as long as the harpy sings and for 1 round hereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Skills: Harpies have a +4 racial bonus on Bluff and Listen checks.

Spells Known: (6/7/7/7/6/3; base DC = 14 + spell level): 0- *acid splash, dancing lights, daze, detect magic, mage hand, ray of frost, read magic, resistance, touch of fatigue*, 1st- *color spray, mage armor, magic missile, ray of enfeeblement, shield*, 2nd- *melf's acid arrow, protection from arrows, resist energy, scorching ray*; 3rd- *blink, fireball, slow*; 4th- *confusion, Evard's black tentacles*; 5th- *telekinesis*.

Possessions: Club.

➤ **Harpy Drd10:** CR 10; Medium Monstrous Humanoid; HD 7d8 plus 10d8; hp 81; Init +2; Spd 20 ft., fly 80 ft. (average); AC 13, touch 12, flat-footed 11; Base Atk +14/+9/+4; Grp +14; Atk +14 melee (1d6, club); Full Atk +14/+9/+4 melee (1d6, club) and +9 melee (1d3, claw); SA Captivating song; SQ Darkvision 60 ft. animal companion, nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, wild shape (4/day), venom immunity; AL NE; SV Fort +9, Ref +10, Will +16; Str 10, Dex 15, Con 10, Int 7, Wis 17, Cha 17.

Skills and Feats: Bluff +11, Concentration +13, Handle Animal +5, Intimidate +7, Knowledge (nature)

+10, Listen +7, Perform (oratory) +5, Spot +3, Survival +11; Dodge, Flyby Attack, Mobility, Persuasive.

Captivating Song (Su): The most insidious ability of the harpy is its song. When a harpy sings, all creatures (other than harpies) within a 300-foot spread must succeed at a DC 16 Will save or become captivated. This is a sonic, mind-affecting charm effect. If the save is successful, that creature cannot be affected again by that harpy's song for 24 hours. The save DC is Charisma based.

A captivated victim walks toward the harpy, taking the most direct route available. If the path leads into a dangerous area, that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. A victim within 5 feet of the harpy stands there and offers no resistance to the monster's attacks. The effect continues for as long as the harpy sings and for 1 round hereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Resist Nature's Lure (Ex): The druid gains a +4 bonus on saving throws against the spell-like abilities of fey.

Wild Shape (Su): The druid may transform himself into an Small, Medium or Large-sized creature from the *Monster Manual* a set number of times per day. This ability functions as the spell polymorph except as noted here. The effect lasts for 1 hour per druid level or until he changes back into his own form. Changing form is a standard action that doesn't provoke an attack of opportunity. The form chosen must be that of one known to the druid. A druid loses his power of speech while in animal form.

Skills: Harpies have a +4 racial bonus on Bluff and Listen checks.

Spells Prepared: (6/5/5/4/3/2; base DC = 13 + spell level): 0- *cure minor wounds, detect magic, flare, guidance, purify food and drink, resistance*, 1st- *cure light wounds (2), entangle, faerie fire, shillelagh*, 2nd- *barkskin, bear's endurance, heat metal, resist energy, warp wood*; 3rd- *call lightning, cure moderate wounds, dominate animal, poison*; 4th- *control water, flame strike, freedom of movement*; 5th- *call lightning storm, cure critical wounds*.

Possessions: Club.

Area 1: Main Deck – Green Horror

➤ **Bloodthorn, 7 HD fiendish (2):** CR 7; Huge Plant (Extraplannar); HD 7d8+49; hp 80; Init +3; Spd 0 ft.; AC 18 (touch 11, flat-footed 15); Base Atk +5; Grp +22; Atk +12 melee (1d8+9, tendril); Full Atk +12/+12/+12/+12 melee (1d8+9, tendril); Space/Reach 15 ft./15 ft.; SA Blood drain, improved grab, smite good 1/day (+8 dmg); SQ Darkvision 60 ft., DR 5/magic, plant traits, resistance cold/fire 10, SR 13; AL NE; SV Fort +12, Ref +5, Will +3; Str 28, Dex 16, Con 24, Int –, Wis 12, Cha 2.

Skills and Feats:—

Blood Drain (Ex): If a bloodthorn grabs an opponent, it begins draining blood. It deals 1d4 points of Constitution damage with each successful grapple check. If the opponent wins a grapple check, one of the bloodthorn's tentacles comes loose from the opponent's body. The resulting wound continues to lose blood for 1 additional round.

Improved Grab (Ex): If a bloodthorn hits an opponent that is at least one size category smaller than itself with at least two tendril attacks, it deals normal damage for each tendril and attempts to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it can use its blood drain ability. Each successful grapple check it makes during successive rounds automatically deals tendril damage and drains blood.

Possessions:—

☛ **Skalesh:** Vine horror Sor6; CR 7; Medium-size Plant (Aquatic); HD 5d8+6d4+66; hp 103; Init +1; Spd 30 ft., Swim 20 ft.; AC 18 (touch 10, flat-footed 18); Base Atk +6; Grp +9; Atk +9 melee (1d6+3, slam); Full Atk +9/+9 melee (1d6+3, slam); SA Animate vines; SQ Half damage from piercing and slashing, malleability, plant traits; AL NE; SV Fort +12, Ref +4, Will +7; Str 16, Dex 12, Con 23, Int 11, Wis 13, Cha 15.

Skills and Feats: Concentration +12, Hide +16 (+31 when in an area with a lot of algae), Listen +5, Spellcraft +6, Spot +5, Swim +16; Alertness, Blind-Fight, Practiced Spellcaster, Silent Spell.

Animate Vines (Sp): A vine horror can use this ability to animate any single vine or similar kind of plant life within 90 feet. An animated vine fights as an assassin vine in all respects (see the *Monster Manual*). An animated vine loses its ability to fight if the vine horror that animated it is incapacitated or moves out of range.

Malleability (Ex): Because of a vine horror's unusual body structure, it can compress its body enough to squeeze through a 1-inch-wide crack. Cracks and similar openings that are 1 inch or more in width do not slow the vine horror at all.

Spells Known (6/7/6/3; Base DC = 12 + Spell Level): 0—*acid splash, daze, detect magic, mending, message, prestidigitation, read magic, 1st-mage armor, magic missile, ray of enfeeblement, shield, 2nd-scorching ray, resist energy, 3rd-dispel magic.*

* Note that due to the feat Practiced Spellcaster its effective CL is 10 and NOT 6.

Possessions: Spell component pouch.

Area 14: Orlop

☛ **Maristern:** Male spectre (human) Rog2; CR 9; Medium Undead (Incorporeal); HD 9d12; hp 58; Init +5; Spd 40 ft., fly 80 ft. (perfect); AC 19 (touch 19, flat-footed 15); Base Atk +4; Grp —; Atk +9 melee (1d8 plus energy drain, incorporeal touch); Full Atk +9 melee (1d8 plus energy drain, incorporeal touch); SA Energy drain, create spawn, sneak attack +1d6; SQ Darkvision

60 ft., evasion, incorporeal traits, +6 turn resistance, sunlight powerlessness, undead traits, unnatural aura; AL LE; SV Fort +2, Ref +10, Will +6; Str —, Dex 20, Con —, Int 14, Wis 12, Cha 18.

Skills and Feats: Balance +12, Hide +15, Intimidate +14, Jump +7, Knowledge (religion) +12, Listen +11, Search +12, Spot +11, Survival +1 (+3 following tracks), Tumble +17; Dodge, Improved Turn Resistance, Mobility, Spring Attack.

Energy Drain (Su): Living creatures hit by a spectre's incorporeal touch attack gain two negative levels. The DC is 17 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the spectre gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a spectre becomes a spectre in 1d4 rounds. Spawn are under the command of the spectre that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a spectre at a distance of 30 feet. They do not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Sunlight Powerlessness (Ex): Spectres are powerless in natural sunlight (not merely a *daylight* spell) and flee from it. A spectre caught in sunlight cannot attack and can take only a single move or attack action in a round.

Possessions:—

☛ **Captain Krovtoth:** Male ghost Ftr4/Rog2; CR 9; Medium Undead (Aquatic); HD 10d12; hp 65; Init +6; Spd 30 ft., Swim 30 ft.; AC 25* (touch 17, flat-footed 20); Base Atk +7; Grp +11; Atk +11 melee (1d8+4 plus paralysis, bite) or +12 melee (1d6+5/18-20/x2, +1 *scimitar*); Full Atk +10/+5 melee (1d6+5/18-20/x2, +1 *scimitar*), and +10 melee 1d4+2 plus paralysis, claw) and +10 melee (1d8+2 plus paralysis, bite); SA Ghoul fever, paralysis, sneak attack +1d6, stench; SQ Darkvision 60 ft., evasion, undead traits, +6 turn resistance; AL CE; SV Fort +9, Ref +12, Will +8; Str 19, Dex 22, Con —, Int 13, Wis 12, Cha 18.

Skills and Feats: Balance +12, Bluff +9, Climb +13, Diplomacy +6, Hide +11, Intimidate +6, Jump +15, Move Silently +11, Profession (sailor) +5, Spot +7, Swim +18, Tumble +13, Use Rope +10; Ability Focus (paralysis), Combat Expertise, Great Fortitude, Improved Turn Resistance, Multiattack, Two-Weapon Defense, Two-Weapon Fighting.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghost's bite or claw attack must succeed on a DC 18 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 10 feet must succeed on a DC 16 Fortitude save or be sickened for 1d6+4 minutes. A creature that successfully saves cannot be affected again by the same ghost's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Possessions: +1 *scimitar*, dagger, light crossbow, 20 bolts, masterwork studded leather, *cloak of resistance* +1, 2x *potions of shield of faith* +2, 2x *potion of inflict moderate wounds*, pouch with 24 gp.

* Unless surprised, they have quaffed a *potion of shield of faith* +2. The effects have already been taken into account, and the potion removed.

☛ **Lacedons (2):** Male ghost Ftr4/Rog2; CR 9; Medium Undead (Aquatic); HD 10d12; hp 65; Init +6; Spd 30 ft., Swim 30 ft.; AC 25* (touch 17, flat-footed 20); Base Atk +7; Grp +11; Atk +11 melee (1d8+4 plus paralysis, bite) or +12 melee (1d6+4/18-20/x2, masterwork scimitar); Full Atk +10/+5 melee (1d6+4/18-20/x2, masterwork scimitar), and +10 melee 1d4+2 plus paralysis, claw) and +10 melee (1d8+2 plus paralysis, bite); SA Ghoul fever, paralysis, sneak attack +1d6, stench; SQ Darkvision 60 ft., evasion, undead traits, +6 turn resistance; AL CE; SV Fort +8, Ref +11, Will +7; Str 19, Dex 22, Con -, Int 13, Wis 12, Cha 18.

Skills and Feats: Balance +12, Bluff +9, Climb +13, Diplomacy +6, Hide +11, Intimidate +6, Jump +15, Move Silently +11, Profession (sailor) +5, Spot +7, Swim +18, Tumble +13, Use Rope +10; Ability Focus (paralysis), Combat Expertise, Great Fortitude, Improved Turn Resistance, Multiattack, Two-Weapon Defense, Two-Weapon Fighting.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghost's bite or claw attack must succeed on a DC 18 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 10 feet must succeed on a DC 16 Fortitude save or be sickened for 1d6+4 minutes. A creature that successfully saves cannot be affected again by the same ghost's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Possessions: Masterwork scimitar, dagger, light crossbow, 20 bolts, masterwork studded leather, *cloak of resistance* +1, 2x *potions of shield of faith* +2, pouch with 24 gp.

* Unless surprised, they have quaffed a *potion of shield of faith* +2. The effects have already been taken into account, and the potion removed.

Area 30: Shrine of Procan

☛ **Poquann:** Male spirit of the air Bbn1; CR 12; Large Magical Beast (Air); HD 11d10+1d12+60; hp 119; Init +6; Spd 40 ft., Climb 40 ft., fly 60 ft. (average); AC 31 (touch 15, flat-footed 25); Base Atk +12; Grp +23; Atk +19 melee (2d6+8, +1 *large trident*); Full Atk +19/+14/+9 melee (2d6+8, +1 *large trident*), and +16 melee (1d6+3, bite), and +16 melee (1d4+3, wing buffet); Space/Reach 10 ft./10 ft.; SA Air mastery, rage 1/day, spell-like abilities, spells, whirlwind; SQ Darkvision 60 ft., DR 10/magic, immunity to air effects, low-light vision, scent, SR 23; AL CN; SV Fort +14, Ref +13, Will +6; Str 24, Dex 22, Con 21, Int 14, Wis 19, Cha 14.

Skills and Feats: Climb +14, Concentration +16, Hide +14, Listen +15, Search +13, Spot +15, Survival +10; Expertise, Hover, Improved Trip, Multiattack, Power Attack.

Air Mastery (Ex): A spirit of the air gains a +1 bonus on its attack and damage rolls if its opponent is airborne.

Spell-like Abilities (Ex): At will—*call lightning*, *control winds*, *detect magic*, 1/day—*confusion*, *control weather*, *whirlwind*, *wind walk*; Caster Level 15th; save DC 14 + spell level.

Whirlwind (Su): A spirit of the air can transform itself into a whirlwind one per day and remain in that form up to 10 rounds. In this form, a spirit of the air can move through the air or along a surface at its fly speed.

The whirlwind is 5 feet wide at its base, 20 feet wide at the top, and 30 feet tall. The spirit of the air controls the whirlwind's exact height (using a standard action to get taller or shorter), but it must be at least 10 feet tall.

Creatures one or more sizes smaller than that spirit of the air might take damage when caught in the whirlwind and may be lifted into the air. An affected creature must succeed on a Reflex save (DC 21) when it comes into contact with the whirlwind or take 2d6 points of damage. It must also succeed on a second Reflex save (DC 21) or be poked up bodily and held suspended in the powerful winds, automatically taking 2d6 points of damage each round. A creature that can fly is allowed a Reflex save each round to escape the whirlwind. The creature still takes damage but can leave if the save is successful.

A spirit of the air can eject any carried creature whenever it wishes, depositing them wherever the whirlwind happens to be.

If the whirlwind's base touches the ground, it creates a swirling cloud of debris. The cloud is centered on the spirit of the air and has a diameter equal to half the whirlwind's height. The cloud obscures vision, including darkvision, beyond 5 feet. Creatures 5 feet away have concealment, while those farther away have

total concealment. Those caught in the cloud also must succeed on a DC 20 Concentration check to cast spells.

Spells Prepared (6/6/5/4/3; Base DC = 14 + spell level): 0—*create water*, *cure minor wounds* (2), *detect magic* (2), *mending*; 1st—*cure light wounds*, *divine favor* (2), *longstrider**, *protection from evil*, *shield of faith*; 2nd—*aid*, *cure moderate wounds*, *fog cloud**, *silence* (2); 3rd—*bestow curse*, *cure serious wounds*, *dispel magic*, *fly**, 4th—*dimensional door**, *freedom of movement*, *poison*.

* Domain spell. *Domains*: Travel (7rds per day *freedom of movement* against magical effects that constrain movement); Water (turn fire creatures or rebuke water creatures 6/day). *Deity*: Procan.

Possessions: +1 *large trident*, mithral chain shirt, *necklace of adaptation*.

Area 32: The Hold

➤ **Scrag Bodyguards** (2): Male troll Bbn2; CR 7; Large Giant (Aquatic); HD 6d8+2d12+54; hp 95; Init +4; Spd. 30 ft., Swim 40 ft.; AC 24* (touch 13, flat-footed 20); Base Atk +6; Grp +19; Atk +15* melee (1d8+10, claw); Full Atk +15/+15* melee (1d8+10, claw) and +9* melee (1d6+5, bite); Space/Reach 10 ft./10 ft.; SA Rage 1/day, rend 2d8+13; SQ Darkvision 90 ft., low-light vision, regeneration 5, scent, uncanny dodge; AL CE; SV Fort +16, Ref +7, Will +5; Str 28, Dex 18, Con 25, Int 6, Wis 11, Cha 2.

Skills and Feats: Listen +6, Spot +7, Survival +4, Swim +15; Alertness, Improved Natural Attack (Claw), Iron Will.

Rend (Ex): If a troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d8+12 points of damage.

Regeneration (Ex): Fire and acid deal normal damage to a troll. It regenerates only if mostly immersed in water.

Rage (Ex): During rage the scrag's are modified as such: hp +16; AC 22* (touch 11, flat-footed 18); Atk +17* melee (1d8+12, claw); Full Atk +17/+17* melee (1d8+12, claw) and +12* melee (1d6+6, bite); SA Rend 2d8+16; SV Fort +18, Will +7.

* Protected by a *barkskin* cast at CL 3, a *greater magic fang* at CL 6, and a *resist energy* (fire) cast at CL 6.

Possessions: +1 *studded leather*, *cloak of resistance* +1, *potion of cure serious wounds*, *potion of barkskin* +3, pouch with some pearls.

➤ **Sahuagin envoy**: Male sahuagin Drd6; Medium Monstrous Humanoid (Aquatic); CR 7; HD 8d8+16; hp 55; Init +0; Spd 30 ft., Swim 60 ft.; AC 18 (touch 10, flat-footed 18); Base Atk +6; Grp +8; Atk +8 melee (1d4+2, talon); Full Atk +8/+8 melee (1d4+2, talon) and +6 melee (1d4+1, bite); SA Blood frenzy, rake 1d4+1; SQ Animal companion, blindsense 30 ft., darkvision 60 ft., freshwater sensitivity, light blindness, speak with sharks, resist nature's lure, trackless step, water dependent, wild empathy, wild shape 2/day, woodland

stride; AL NE; SV Fort +10, Ref +6, Will +13; Str 14, Dex 11, Con 14, Int 16, Wis 19, Cha 13.

Skills and Feats: Concentration +16, Diplomacy +8, Handle Animal +6 (+10 with sharks), Hide +6 (+10 underwater), Knowledge (Nature) +14, Listen +14 (+18 underwater), Professions (Hunter) +5 (+9 within 50 miles of lair), Ride +3, Spot +14 (+18 underwater), Survival +16 (+20 within 50 miles of lair), Swim +9; Great Fortitude, Multiattack^B, Natural Spell, Skill Focus (Concentration).

Blindsense (Ex): A sahuagin can locate creatures underwater within a 30-foot radius. This ability works only when the sahuagin is underwater.

Blood Frenzy: Once per day a sahuagin that takes damage in combat can fly into a frenzy in the following round, clawing and biting madly until either it or its opponent is dead. It gains +2 Constitution and +2 Strength, and takes a -2 penalty to Armor Class. A sahuagin cannot end its frenzy voluntarily.

Rake (Ex): Attack bonus +2 melee, damage 1d4+1. A sahuagin also gains two rake attacks when it attacks while swimming.

Freshwater Sensitivity (Ex): A sahuagin fully immersed in fresh water must succeed on a DC 15 Fortitude save or become fatigued. Even on a success, it must repeat the save attempt every 10 minutes it remains immersed.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds sahuagin for round. On subsequent rounds, they are dazzled while operating in bright light.

Speak with Sharks (Ex): Sahuagin can communicate telepathically with sharks up to 150 feet away. The communication is limited to fairly simple concepts such as "food," "danger," and "enemy." Sahuagin can use the Handle Animal skill to befriend and train sharks.

Water Dependent (Ex): Sahuagin can survive out of the water for 1 hour per 2 points of Constitution (after that, refer to the drowning rules on page 304 of the *Dungeon Master's Guide*).

Wild Shape: Favorite form is a medium shark – hp 47, Spd Swim 60 ft., +7 melee (1d6+1, bite), AC 15 (touch 12, flat-footed 15), Str 13, Dex 15, Con 13.

Spells Prepared (5/4/4/3; Base DC = 14 + spell level): 0—*detect magic* (2), *detect poison* (2), *read magic*; 1st—*cure light wounds* (2), *entangle*, *hide from animals*; 2nd—*resist energy* (2(4)); 3rd—*cure moderate wounds*, *greater magic fang* (2).

Possessions: Masterwork studded leather, *periapt of wisdom* +2, *cloak of resistance* +1, *3x scroll of barkskin*, *potion of barkskin* +3, spell component pouch.

➤ **Shark animal companion**: Large Animal (Aquatic); HD 9d8+18; hp 58; Init +7; Spd Swim 60 ft.; AC 20* (touch 12, flat-footed 17*); Base Atk +6; Grp +14; Atk +9 melee (2d6+6, bite); Full Atk +9 melee (2d6+6, bite); Space/Reach 10 ft./5 ft.; SQ Blindsense, evasion, keen

scent, share spells; AL N; SV Fort +9, Ref +9, Will +4; Str 18, Dex 16, Con 14, Int 1, Wis 12, Cha 2.

Skills and Feats: Listen +9, Spot +8, Swim +12; Alertness, Great Fortitude, Improved Initiative, Improved Natural Attack.

* Protected by *barkskin* cast at CL 3.

Area 33: Coven's Laboratory

➤ **Fhiel:** Sea Hag Sor6; CR 9; Medium Monstrous Humanoid (Aquatic); HD 3d8+6d4+30; hp 61; Init +2; Spd 30 ft., Swim 40 ft.; AC 15 (touch 12, flat-footed 13); Base Atk +6; Grp +9; Atk +9 melee (1d4+3, claw); Full Atk +9/+9 melee (1d4+3, claw); SA Horrific appearance, evil eye; SQ Ambibious, SR 14; AL CE; SV Fort +6, Ref +7, Will +9; Str 17, Dex 14, Con 16, Int 12, Wis 13, Cha 22.

Skills and Feats: Concentration +9, Knowledge (Arcana) +7, Knowledge (History) +5, Hide +6, Listen +7, Spellcraft +9, Spot +12, Swim +12; Alertness, Skill Focus (Concentration), Spell Focus (Enchantment), Toughness.

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 17 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 17 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 17 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Spells Known (6/8/7/4; Base DC = 16 + spell level): 0—*daze*, *detect magic*, *detect poison*, *mending*, *message*, *prestidigitation*, *read magic*, 1st—*charm person**, *mage armor*, *magic missile*, *ray of enfeeblement*, 2nd—*resist energy*, *tasha's hideous laughter**, 3rd—*haste*.

* Due to Spell Focus (Enchantment) the Base DC = 17 + spell level for these spells.

Possessions: *Cloak of charisma* +2, *eyes of the eagle*, 2x *scroll of see invisibility*, *scroll of gaseous form*, spellcomponent pouch.

➤ **Tieghan:** Sea Hag Clr6; CR 9; Medium Monstrous Humanoid (Aquatic); HD 9d8+30; hp 73; Init +0; Spd 30 ft., swim 40 ft.; AC 22 (touch 10, flat-footed 22); Base Atk +7; Grp +13; Atk +13 melee (1d4+6, claw); Full Atk +13/+13 melee (1d4+6, claw); SA Horrific appearance, evil eye, 1/day smite (+4 atk, +6 dmg), spontaneous inflict; SQ Amphibious, rebuke undead 4/day, SR 14;

AL CE; SV Fort +10, Ref +6, Will +13; Str 22, Dex 10, Con 16, Int 12, Wis 18, Cha 14.

Skills and Feats: Concentration +9, Diplomacy +8, Knowledge (religion) +11, Hide -1, Listen +10, Spot +10, Swim +5; Alertness, Corpsecrafter, Destruction Retribution, Toughness.

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 13 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 13 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 13 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Spells prepared (5/5/5/4; Base DC = 14 + spell level): 0—*cure minor wounds*, *detect magic* (2), *read magic*, *resistance*, 1st—*cure light wounds*, *divine favor*, *protection from good**, *shield of faith* (2); 2nd—*cure moderate wounds*, *death knell*, *resist energy* (2), *shatter**, 3rd—*dispel magic* (2), *cure serious wounds*, *magic circle against good**.

* Domain spell. *Deity:* Panzuriel; *Domains:* Destruction (smite 1/day), Evil (+1 caster level Evil spells).

Possessions: Silver dagger, light crossbow, 20 cold iron bolts, masterwork full plate, masterwork buckler, *cloak of resistance* +1, *brooch of shielding*, silver holy symbol, spell component pouch.

➤ **Raesa:** Sea Hag Ftr5; CR 9; Medium Monstrous Humanoid (Aquatic); HD 3d8+5d10+27; hp 70; Init +2; Spd 30 ft., Swim 60 ft.; AC 23 (touch 11, flat-footed 22); Base Atk +8; Grp +15; Atk +16 melee (2d4+12/x4, masterwork scythe); Full Atk +16/+11 melee (2d4+12/x4, masterwork scythe) or +15/+14 melee (1d4+7, claw); SA Horrific appearance, evil eye; SQ Amphibious, SR 14; AL CE; SV Fort +9, Ref +7, Will +8; Str 24, Dex 14, Con 16, Int 10, Wis 16, Cha 12.

Skills and Feats: Knowledge (local: Core) +3, Hide -1, Intimidate +6, Listen +8, Spot +8, Swim +8; Alertness, Improved Buckler Defense, Power Attack, Toughness, Weapon Focus (scythe), Weapon Specialization (scythe).

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 12 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced

to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 12 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 12 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Possessions: Masterwork scythe, silver dagger, light crossbow, 20x cold iron bolts, +1 *full plate*, masterwork buckler, *boots of the winterlands*, *cloak of resistance* +1.

Coven Powers:

Spell-Like Abilities: 3/day—*animate dead*, *bestow curse* (DC 17), *control weather*, *dream*, *forcecage*, *mind blank*, *mirage arcana* (DC 18), *polymorph*, *veil* (DC 19), *vision*. Caster level 9th. The save DCs are based on a Charisma score of 16. To use one of these abilities (which requires a full-round action), all three hags must be within 10 feet of one another, and all must participate.

Note that *mindblank* is cast on Raesa in advance and that *veil* has been used as well.

APPENDIX 2: APL 12

Encounter 1: The Great Seaweed

➤ **Harpy Sor12 (1):** CR 12; Medium Monstrous Humanoid; HD 7d8 plus 12d4; hp 70; Init +2; Spd 20 ft., fly 80 ft. (average); AC 13, touch 12, flat-footed 11; Base Atk +13/+8/+3 Grp +13; Atk +13 melee (1d6, club); Full Atk +13/+8/+3 melee (1d6, club) and +8 melee (1d3, claw); SA Captivating song, spells; SQ Darkvision 60 ft., summon familiar; AL CE; SV Fort +8, Ref +11, Will +13; Str 10, Dex 15, Con 10, Int 7, Wis 12, Cha 18.

Skills and Feats: Bluff +12, Concentration +13, Intimidate +8, Listen +7, Perform (oratory) +6, Spot +3; Dodge, Flyby Attack, Great Fortitude, Mobility, Persuasive.

Captivating Song (Su): The most insidious ability of the harpy is its song. When a harpy sings, all creatures (other than harpies) within a 300-foot spread must succeed at a DC 16 Will save or become captivated. This is a sonic, mind-affecting charm effect. If the save is successful, that creature cannot be affected again by that harpy's song for 24 hours. The save DC is Charisma based.

A captivated victim walks toward the harpy, taking the most direct route available. If the path leads into a dangerous area, that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. A victim within 5 feet of the harpy stands there and offers no resistance to the monster's attacks. The effect continues for as long as the harpy sings and for 1 round hereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Skills: Harpies have a +4 racial bonus on Bluff and Listen checks.

Spells Known: (6/7/7/7/7/5/3; base DC = 14 + spell level): 0- *acid splash, dancing lights, daze, detect magic, mage hand, ray of frost, read magic, resistance, touch of fatigue*, 1st- *color spray, mage armor, magic missile, ray of enfeeblement, shield*, 2nd- *Melf's acid arrow, mirror image, protection from arrows, resist energy, scorching ray*; 3rd- *blink, dispel magic, fireball, slow*; 4th- *confusion, Evard's black tentacles, polymorph*; 5th- *cone of cold, telekinesis*; 6th- *disintegrate*.

Possessions: Club.

➤ **Harpy Drd12 (1):** CR 12; Medium Monstrous Humanoid; HD 7d8 plus 12d8; hp 91; Init +2; Spd 20 ft., fly 80 ft. (average); AC 13, touch 12, flat-footed 11; Base Atk +15/+10/+5; Grp +15; Atk +15 melee (1d6, club); Full Atk +15/+10/+5 melee (1d6, club) and +10 melee (1d3, claw); SA Captivating song; SQ Darkvision 60 ft. animal companion, nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, wild shape (Plant), venom immunity; AL NE; SV Fort +12, Ref +11, Will +17; Str 10, Dex 15, Con 10, Int 7, Wis 17, Cha 17.

Skills and Feats: Bluff +11, Concentration +15, Handle Animal +5, Intimidate +7, Knowledge (nature) +12, Listen +7, Perform (oratory) +5, Spot +3, Survival +13; Dodge, Flyby Attack, Great Fortitude, Mobility, Persuasive.

Captivating Song (Su): The most insidious ability of the harpy is its song. When a harpy sings, all creatures (other than harpies) within a 300-foot spread must succeed at a DC 16 Will save or become captivated. This is a sonic, mind-affecting charm effect. If the save is successful, that creature cannot be affected again by that harpy's song for 24 hours. The save DC is Charisma based.

A captivated victim walks toward the harpy, taking the most direct route available. If the path leads into a dangerous area, that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. A victim within 5 feet of the harpy stands there and offers no resistance to the monster's attacks. The effect continues for as long as the harpy sings and for 1 round hereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Resist Nature's Lure (Ex): The druid gains a +4 bonus on saving throws against the spell-like abilities of fey.

Wild Shape (Su): The druid may transform himself into an Small, Medium or Large-sized creature from the *Monster Manual* a set number of times per day. This ability functions as the spell polymorph except as noted here. The effect lasts for 1 hour per druid level or until he changes back into his own form. Changing form is a standard action that doesn't provoke an attack of opportunity. The form chosen must be that of one known to the druid. A druid loses his power of speech while in animal form.

Skills: Harpies have a +4 racial bonus on Bluff and Listen checks.

Spells Prepared: (6/6/5/5/3/3/2; base DC = 13 + spell level): 0- *cure minor wounds, detect magic, flare, guidance, purify food and drink, resistance*, 1st- *cure light wounds (2), entangle, faerie fire, obscuring mist, shillelagh*; 2nd- *barkskin, bear's endurance, heat metal (2), resist energy, warp wood*; 3rd- *call lightning, cure moderate wounds, dominate animal, poison, protection from energy*; 4th- *control water, flame strike, freedom of movement*; 5th- *call lightning storm, cure critical wounds, insect plague*; 6th- *antilife shell, greater dispel magic*.

Possessions: Club.

Area 1: Main Deck – Green Horror

➤ **Bloodthorn, 15 HD fiendish (2):** CR 9; Huge Plant (Extraplanar); HD 15d8+105; hp 172; Init +3; Spd 0 ft.; AC 18 (touch 11, flat-footed 15); Base Atk +11; Grp +28; Atk +18 melee (1d8+9, tendril); Full Atk

+18/+18/+18/+18 melee (1d8+9, tendril); Space/Reach 15 ft./15 ft.; SA Blood drain, improved grab, smite good 1/day (+15 dmg); SQ Darkvision 60 ft., DR 10/magic, plant traits, resistance cold/fire 10, SR 20; SV Fort +16, Ref +8, Will +6; Str 29, Dex 16, Con 24, Int –, Wis 12, Cha 2.

Skills and Feats: –

Blood Drain (Ex): If a bloodthorn grabs an opponent, it begins draining blood. It deals 1d4 points of Constitution damage with each successful grapple check. If the opponent wins a grapple check, one of the bloodthorn's tentacles comes loose from the opponent's body. The resulting wound continues to lose blood for 1 additional round.

Improved Grab (Ex): If a bloodthorn hits an opponent that is at least one size category smaller than itself with at least two tendril attacks, it deals normal damage for each tendril and attempts to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it can use its blood drain ability. Each successful grapple check it makes during successive rounds automatically deals tendril damage and drains blood.

Possessions: –

➤ **Skalesh:** Vine horror Sor8; CR 9; Medium-size Plant (Aquatic); HD 5d8+8d4+78; hp 120; Init +1; Spd 30 ft., Swim 20 ft.; AC 18 (touch 10, flat-footed 18); Base Atk +7; Grp +10; Atk +10 melee (1d6+3, slam); Full Atk +10/+10 melee (1d6+3, slam); SA Animate vines; SQ Half damage from piercing and slashing, malleability, plant traits; AL NE; SV Fort +12, Ref +4, Will +8; Str 16, Dex 12, Con 23, Int 11, Wis 13, Cha 16.

Skills and Feats: Concentration +14, Hide +16 (+31 when in an area with a lot of algae), Listen +5, Spellcraft +6, Spot +5, Swim +16; Alertness, Blind-Fight, Extend Spell, Practiced Spellcaster, Silent Spell.

Animate Vines (Sp): A vine horror can use this ability to animate any single vine or similar kind of plant life within 90 feet. An animated vine fights as an assassin vine in all respects (see the *Monster Manual*). An animated vine loses its ability to fight if the vine horror that animated it is incapacitated or moves out of range.

Malleability (Ex): Because of a vine horror's unusual body structure, it can compress its body enough to squeeze through a 1-inch-wide crack. Cracks and similar openings that are 1 inch or more in width do not slow the vine horror at all.

Spells Known (6/7/7/6/3; Base DC = 13 + Spell Level): 0–*acid splash*, *daze*, *detect magic*, *mending*, *message*, *prestidigitation*, *read magic*, 1st–*mage armor*, *magic missile*, *protection from good*, *ray of enfeeblement*, *shield*; 2nd–*glitterdust*, *resist energy*, *scorching ray*; 3rd–*dispel magic*, *stinking cloud*; 4th–*greater invisibility*.

* Note that due to the feat Practiced Spellcaster its effective CL is 12 and NOT 8.

Possessions: Spell component pouch.

Area 14: Orlop

➤ **Maristern:** Male spectre (human) Rog4; CR 11; Medium Undead (Incorporeal); HD 11d12; hp 71; Init +5; Spd 40 ft., fly 80 ft. (perfect); AC 19 (touch 19, flat-footed 15); Base Atk +6; Grp –; Atk +11 melee (1d8 plus energy drain, incorporeal touch); Full Atk +11 melee (1d8 plus energy drain, incorporeal touch); SA Energy drain, create spawn, sneak attack +2d6; SQ Darkvision 60 ft., evasion, incorporeal traits, +6 turn resistance, sunlight powerlessness, uncanny dodge, undead traits, unnatural aura; AL LE; SV Fort +3, Ref +11, Will +7; Str –, Dex 20, Con –, Int 14, Wis 12, Cha 18.

Skills and Feats: Balance +12, Bluff +10, Hide +19, Intimidate +14, Jump +7, Knowledge (religion) +12, Listen +14, Search +12, Spot +14, Survival +1 (+3 following tracks), Tumble +21; Dodge, Improved Turn Resistance, Mobility, Spring Attack.

Energy Drain (Su): Living creatures hit by a spectre's incorporeal touch attack gain two negative levels. The DC is 17 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the spectre gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a spectre becomes a spectre in 1d4 rounds. Spawn are under the command of the spectre that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a spectre at a distance of 30 feet. They do not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Sunlight Powerlessness (Ex): Spectres are powerless in natural sunlight (not merely a *daylight* spell) and flee from it. A spectre caught in sunlight cannot attack and can take only a single move or attack action in a round.

Possessions: –

➤ **Captain Krovtoth:** Male ghost Ftr4/Rog4; CR 11; Medium Undead (Aquatic); HD 12d12; hp 78; Init +6; Spd 30 ft., Swim 30 ft.; AC 26* (touch 17, flat-footed 21); Base Atk +9; Grp +14; Atk +14 melee (1d8+5 plus paralysis, bite) or +15 melee (1d6+6/18-20/x2, +1 *scimitar*); Full Atk +13/+8 melee (1d6+6/18-20/x2, +1 *scimitar*) and +12 melee (1d8+5 plus paralysis, bite) and +12 melee (1d4+2 plus paralysis, claw); SA Ghoul fever, paralysis, sneak attack +2d6, stench; SQ Darkvision 60 ft., evasion, uncanny dodge, undead traits, +6 turn resistance; AL CE; SV Fort +10, Ref +13, Will +9; Str 20, Dex 22, Con –, Int 13, Wis 12, Cha 18.

Skills and Feats: Balance +12, Bluff +10, Climb +14, Diplomacy +6, Hide +15, Intimidate +6, Jump +16, Move Silently +15, Profession (sailor) +5, Spot +7, Swim +19, Tumble +21, Use Rope +10; Ability Focus (paralysis), Combat Expertise, Great Fortitude, Improved Paralysis, Improved Turn Resistance,

Multiattack, Two-Weapon Defense, Two-Weapon Fighting.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghost's bite or claw attack must succeed on a DC 20 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 10 feet must succeed on a DC 16 Fortitude save or be sickened for 1d6+4 minutes. A creature that successfully saves cannot be affected again by the same ghost's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Possessions: +1 *scimitar*, dagger, light crossbow, 20 bolts, +1 *studded leather*, *cloak of resistance* +1, 2x *potions of shield of faith* +2, 2x *potions of inflict moderate wounds*, pouch with 576 gp in pearls.

* Unless surprised, they have quaffed a *potions of shield of faith* +2. The effects have already been taken into account, and the potion removed.

➤ **Lacedons (2):** Male ghost Ftr4/Rog4; CR 11; Medium Undead (Aquatic); HD 12d12; hp 78; Init +6; Spd 30 ft., Swim 30 ft.; AC 26* (touch 17, flat-footed 21); Base Atk +9; Grp +14; Atk +14 melee (1d8+5 plus paralysis, bite) or +15 melee (1d6+5/18-20/x2, masterwork scimitar); Full Atk +13/+8 melee (1d6+5/18-20/x2, masterwork scimitar) and +12 melee (1d8+5 plus paralysis, bite) and +12 melee (1d4+2 plus paralysis, claw); SA Ghoul fever, paralysis, sneak attack +2d6, stench; SQ Darkvision 60 ft., evasion, uncanny dodge, undead traits, +6 turn resistance; AL CE; SV Fort +9, Ref +12, Will +8; Str 20, Dex 22, Con –, Int 13, Wis 12, Cha 18.

Skills and Feats: Balance +12, Bluff +10, Climb +14, Diplomacy +6, Hide +15, Intimidate +6, Jump +16, Move Silently +15, Profession (sailor) +5, Spot +7, Swim +19, Tumble +21, Use Rope +10; Ability Focus (paralysis), Combat Expertise, Great Fortitude, Improved Paralysis, Improved Turn Resistance, Multiattack, Two-Weapon Defense, Two-Weapon Fighting.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghost's bite or claw attack must succeed on a DC 20 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 10 feet must succeed on a DC 16 Fortitude save or be sickened for 1d6+4 minutes. A creature that successfully saves cannot be affected

again by the same ghost's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Possessions: Masterwork scimitar, dagger, light crossbow, 20 bolts, +1 *studded leather*, *cloak of resistance* +1, 2x *potions of shield of faith* +2, pouch with 24 gp.

* Unless surprised, they have quaffed a *potions of shield of faith* +2. The effects have already been taken into account, and the potion removed.

Area 30: Shrine of Procan

➤ **Poquann:** Male spirit of the air Bbn3; CR 14; Large Magical Beast (Air); HD 11d10+3d12+70; hp 142; Init +6; Spd 40 ft., Climb 40 ft., fly 60 ft. (average); AC 32 (touch 15, flat-footed 26); Base Atk +14; Grp +25; Atk +21 melee (2d6+8, +1 *large trident*); Full Atk +21/+16/+11 melee (2d6+8, +1 *large trident*), and +18 melee (1d6+3, bite), and +18 melee (1d4+3, wing buffet); Space/Reach 10 ft./10 ft.; SA Air mastery, rage 1/day, spell-like abilities, spells, whirlwind; SQ Darkvision 60 ft., DR 10/magic, immunity to air effects, low-light vision, scent, SR 23, uncanny dodge; AL CN; SV Fort +17, Ref +16, Will +9; Str 24, Dex 22, Con 21, Int 14, Wis 19, Cha 14.

Skills and Feats: Climb +18, Concentration +16, Hide +14, Listen +19, Search +13, Spot +15, Survival +14; Expertise, Hover, Improved Trip, Multiattack, Power Attack.

Air Mastery (Ex): A spirit of the air gains a +1 bonus on its attack and damage rolls if its opponent is airborne.

Spell-like Abilities (Ex): At will—*call lightning*, *control winds*, *detect magic*; 1/day—*confusion*, *control weather*, *whirlwind*, *wind walk*; Caster Level 15th; save DC 14 + spell level.

Whirlwind (Su): A spirit of the air can transform itself into a whirlwind one per day and remain in that form up to 10 rounds. In this form, a spirit of the air can move through the air or along a surface at its fly speed.

The whirlwind is 5 feet wide at its base, 20 feet wide at the top, and 30 feet tall. The spirit of the air controls the whirlwind's exact height (using a standard action to get taller or shorter), but it must be at least 10 feet tall.

Creatures one or more sizes smaller than that spirit of the air might take damage when caught in the whirlwind and may be lifted into the air. An affected creature must succeed on a Reflex save (DC 21) when it comes into contact with the whirlwind or take 2d6 points of damage. It must also succeed on a second Reflex save (DC 21) or be poked up bodily and held suspended in the powerful winds, automatically taking 2d6 points of damage each round. A creature that can fly is allowed a Reflex save each round to escape the

whirlwind. The creature still takes damage but can leave if the save is successful.

A spirit of the air can eject any carried creature whenever it wishes, depositing them wherever the whirlwind happens to be.

If the whirlwind's base touches the ground, it creates a swirling cloud of debris. The cloud is centered on the spirit of the air and has a diameter equal to half the whirlwind's height. The cloud obscures vision, including darkvision, beyond 5 feet. Creatures 5 feet away have concealment, while those farther away have total concealment. Those caught in the cloud also must succeed on a DC 20 Concentration check to cast spells.

Spells Prepared (6/6/5/4/3; Base DC = 14 + spell level): 0—*create water, cure minor wounds (2), detect magic (2), mending, 1st—cure light wounds, divine favor (2), longstrider**; *protection from evil, shield of faith, 2nd—aid, cure moderate wounds, fog cloud*, silence (2); 3rd—bestow curse, cure serious wounds, dispel magic, fly**; *4th—dimensional door*, freedom of movement, poison.*

* Domain spell. *Domains*: Travel (7rds per day *freedom of movement* against magical effects that constrain movement); Water (turn fire creatures or rebuke water creatures 6/day). *Deity*: Procan.

Possessions: +1 *large trident, +1 mithral chain shirt, cloak of resistance +2, necklace of adaptation.*

Area 32: The Hold

➤ **Scrag Bodyguards (2)**: Male troll Bbn4; CR 9; Large Giant (Aquatic); HD 6d8+4d12+66; hp 121; Init +4; Spd. 30 ft., Swim 40 ft.; AC 25* (touch 14, flat-footed 21); Base Atk +8; Grp +21; Atk +19* melee (1d8+11, claw); Full Atk +19/+19* melee (1d8+11, claw) and +10 melee (1d6+4, bite); Space/Reach 10 ft./10 ft.; SA Rage 2/day, rend 2d8+13; SQ Darkvision 90 ft., low-light vision, regeneration 5, scent, trap sense +1, uncanny dodge; AL CE; SV Fort +17, Ref +8, Will +6; Str 28, Dex 18, Con 25, Int 6, Wis 11, Cha 2.

Skills and Feats: Listen +6, Spot +7, Survival +8, Swim +15; Alertness, Improved Natural Attack (Claw), Iron Will, Weapon Focus (Claw).

Rend (Ex): If a troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d8+12 points of damage.

Regeneration (Ex): Fire and acid deal normal damage to a troll. It regenerates only if mostly immersed in water.

Rage (Ex): During rage the scrag's are modified as such: hp +20; AC 23* (touch 11, flat-footed 19); Atk +19 melee (1d8+11, claw); Full Atk +21/+21 melee (1d8+13, claw) and +13 melee (1d6+5, bite); SA Rend 2d8+16; SV Fort +19, Will +8.

* The scrag's are under the effect of a *greater magic fang* and a *resist energy* cast at CL 8 and a *barkskin* cast at CL 3. One of the scrag's is also protected by a *freedom of movement* cast at CL 8.

Possessions: +1 *studded leather, cloak of resistance +1, ring of protection +1, potion of cure serious wounds, potion of barkskin +3, pouch with pearls.*

➤ **Sahuagin envoy**: Male sahuagin Drd8; Medium Monstrous Humanoid (Aquatic); CR 9; HD 10d8+30; hp 79; Init +0; Spd 30 ft., Swim 60 ft.; AC 18 (touch 10, flat-footed 18); Base Atk +8; Grp +10; Atk +10 melee (1d4+2, talon); Full Atk +10/+10 melee (1d4+2, talon) and +8 melee (1d4+1, bite); SA Blood frenzy, rake 1d4+1; SQ Animal companion, blindsense 30 ft., darkvision 60 ft., freshwater sensitivity, light blindness, speak with sharks, resist nature's lure, trackless step, water dependent, wild empathy, wild shape 3/day (Large), woodland stride; AL NE; SV Fort +11, Ref +6, Will +14; Str 14, Dex 11, Con 14, Int 16, Wis 19, Cha 13.

Skills and Feats: Concentration +18, Diplomacy +10, Handle Animal +6 (+10 with sharks), Hide +6 (+10 underwater), Knowledge (Nature) +14, Listen +16 (+20 underwater), Professions (Hunter) +5 (+9 within 50 miles of lair), Ride +3, Spot +16 (+20 underwater), Survival +18 (+22 within 50 miles of lair), Swim +13; Great Fortitude, Improved Toughness, Multiattack^B, Natural Spell, Skill Focus (Concentration).

Blindsense (Ex): A sahuagin can locate creatures underwater within a 30-foot radius. This ability works only when the sahuagin is underwater.

Blood Frenzy: Once per day a sahuagin that takes damage in combat can fly into a frenzy in the following round, clawing and biting madly until either it or its opponent is dead. It gains +2 Constitution and +2 Strength, and takes a -2 penalty to Armor Class. A sahuagin cannot end its frenzy voluntarily.

Rake (Ex): Attack bonus +2 melee, damage 1d4+1. A sahuagin also gains two rake attacks when it attacks while swimming.

Freshwater Sensitivity (Ex): A sahuagin fully immersed in fresh water must succeed on a DC 15 Fortitude save or become fatigued. Even on a success, it must repeat the save attempt every 10 minutes it remains immersed.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds sahuagin for round. On subsequent rounds, they are dazzled while operating in bright light.

Speak with Sharks (Ex): Sahuagin can communicate telepathically with sharks up to 150 feet away. The communication is limited to fairly simple concepts such as "food," "danger," and "enemy." Sahuagin can use the Handle Animal skill to befriend and train sharks.

Water Dependent (Ex): Sahuagin can survive out of the water for 1 hour per 2 points of Constitution (after that, refer to the drowning rules on page 304 of the *Dungeon Master's Guide*).

Wild Shape: Favorite form is that of a giant octopus – hp 69, AC 18 (touch 11, flat-footed 16), Grp +17; Atk +12 melee (1d4+5, tentacle), Full Atk +12/+12/+12/+12/+12/+12/+12/+12 (1d4+5, tentacle)

and +7 melee (1d3+2, bite), SA constrict (2d8+6), improved grab, Reach 20 ft. with tentacle, Str 20, Dex 15, Con 13.

Spells Prepared (6/5/4/4/3; Base DC = 14 + spell level): 0—*detect magic* (2), *detect poison* (2), *flare*, *read magic*, 1st—*charm animal*, *cure light wounds* (2), *entangle*, *hide from animals*, 2nd—*resist energy* (2); 3rd—*cure moderate wounds*, ~~*greater magic fang*~~ (2), *poison*; 4th—*dispel magic*, *languor*, ~~*freedom of movement*~~.

Possessions: Masterwork studded leather, *amulet of wisdom* +2, *cloak of resistance* +1, *wand of resist energy* (25 charge), 3x *scroll of barkskin*, *potion of barkskin* +3, spell component pouch.

➤ **Shark animal companion:** Large Animal (Aquatic); HD 9d8+18; hp 58; Init +7; Spd Swim 60 ft.; AC 20* (touch 12, flat-footed 17); Base Atk +6; Grp +14; Atk +9 melee (2d6+6, bite); Full Atk +9 melee (2d6+6, bite); Space/Reach 10 ft./5 ft.; SQ Blindsight, evasion, keen scent, share spells; AL N; SV Fort +9, Ref +9, Will +4; Str 18, Dex 16, Con 14, Int 1, Wis 12, Cha 2.

Skills and Feats: Listen +9, Spot +8, Swim +12; Alertness, Great Fortitude, Improved Initiative, Improved Natural Attack.

* Protected by a *barkskin* spell cast at CL 3.

Area 33: Coven's Laboratory

➤ **Fhiel:** Sea Hag Sor8; CR 11; Medium Monstrous Humanoid (Aquatic); HD 3d8+8d4+36; hp 73; Init +2; Spd 30 ft., Swim 40 ft.; AC 15 (touch 12, flat-footed 13); Base Atk +7; Grp +10; Atk +10 melee (1d4+3, claw); Full Atk +10/+10 melee (1d4+3, claw); SA Horrific appearance, evil eye; SQ Ambibious, SR 14; AL CE; SV Fort +7, Ref +8, Will +11; Str 17, Dex 14, Con 16, Int 12, Wis 13, Cha 22.

Skills and Feats: Concentration +15, Knowledge (Arcana) +7, Knowledge (History) +5, Hide +6, Listen +7, Spellcraft +9, Spot +12, Swim +12; Alertness, Skill Focus (Concentration), Spell Focus (Enchantment), Toughness.

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 17 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 17 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 17 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Spells Known (6/8/8/6/4; Base DC = 16 + spell level): 0—*daze*, *detect magic*, *detect poison*, *flare*, *mending*, *message*, *prestidigitation*, *read magic*; 1st—*charm person**; *mage armor*, *magic missile*, *ray of enfeeblement*, *shield*; 2nd—*blindness/deafness*, *resist energy*, *tasha's hideous laughter**; 3rd—*haste*, *slow*; 4th—*confusion**.

* Due to Spell Focus (Enchantment) the Base DC = 17 + spell level for these spells.

Possessions: *Cloak of charisma* +2, *eyes of the eagle*, 2x *scroll of see invisibility*, *scroll of gaseous form*, *scroll of locate object*, *wand of mage armor*, spell component pouch.

➤ **Tieghan:** Sea Hag Clr8; CR 11; Medium Monstrous Humanoid (Aquatic); HD 11d8+36; hp 89; Init +0; Spd 30 ft., swim 40 ft.; AC 22 (touch 10, flat-footed 22); Base Atk +9; Grp +15; Atk +15 melee (1d4+6, claw); Full Atk +15/+15 melee (1d4+6, claw); SA Horrific appearance, evil eye, 1/day smite (+4 atk, +8 dmg), spontaneous inflict; SQ Amphibious, rebuke undead 4/day, SR 14; AL CE; SV Fort +11, Ref +6, Will +15; Str 22, Dex 10, Con 16, Int 12, Wis 20, Cha 14.

Skills and Feats: Concentration +15, Diplomacy +8, Knowledge (religion) +11, Hide -1, Listen +11, Spot +11, Swim +5; Alertness, Corpsecrafter, Destruction Retribution, Toughness.

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 13 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 13 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 13 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Spells prepared (6/7/5/5/4; Base DC = 15 + spell level): 0—*cure minor wounds*, *detect magic* (2), *read magic* (2), *resistance*; 1st—*cure light wounds* (2), *divine favor* (2), *protection from good**; *shield of faith* (2); 2nd—*cure moderate wounds*, *death knell*, *resist energy* (2), *shatter**; 3rd—*dispel magic* (2), *cure serious wounds*, *invisibility purge*, *magic circle against good**; 4th—*freedom of movement* (2), *spell immunity*, *unholy blight**.

* Domain spell. *Deity:* Panzuriel; *Domains:* Destruction (smite 1/day), Evil (+1 caster level Evil spells).

Possessions: Silver dagger, light crossbow, 20 cold iron bolts, masterwork full plate, masterwork buckler,

cloak of resistance +1, *periapt of wisdom* +2, silver holy symbol, spell component pouch.

➤ **Raesa:** Sea Hag Ftr7; CR 11; Medium Monstrous Humanoid (Aquatic); HD 3d8+7d10+33; hp 88; Init +2; Spd 40 ft., Swim 60 ft.; AC 24 (touch 11, flat-footed 23); Base Atk +10; Grp +17; Atk +19 melee (2d4+12/19-20/x4, masterwork scythe) or +17 melee (1d4+7, claw); Full Atk +18/+13 melee (2d4+12/19-20/x4, masterwork scythe) or +17/+16 melee (1d4+7, claw); SA Horrific appearance, evil eye; SQ Amphibious, SR 14; AL CE; SV Fort +10, Ref +8, Will +11; Str 24, Dex 14, Con 16, Int 10, Wis 16, Cha 12.

Skills and Feats: Knowledge (local: Core) +3, Hide +4, Intimidate +8, Listen +8, Spot +8, Swim +10; Alertness, Improved Buckler Defense, Improved Critical (scythe), Iron Will, Power Attack, Toughness, Weapon Focus (scythe), Weapon Specialization (scythe).

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 12 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 12 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 12 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Possessions: Masterwork scythe, silver dagger, light crossbow, 20x cold iron bolts, +1 *full plate*, +1 *buckler*, *boots of striding and springing*, *cloak of resistance* +1.

Coven Powers:

Spell-Like Abilities: 3/day—*animate dead*, *bestow curse* (DC 17), *control weather*, *dream*, *forcecage*, *mind blank*, *mirage arcana* (DC 18), *polymorph*, *veil* (DC 19), *vision*. Caster level 9th. The save DCs are based on a Charisma score of 16. To use one of these abilities (which requires a full-round action), all three hags must be within 10 feet of one another, and all must participate.

Note that *mindblank* is cast on Raesa in advance and that *veil* has been used as well.

APPENDIX 3: APL 14

Encounter 1: The Great Seaweed

➤ **Harpy Sor14 (1):** CR 14; Medium Monstrous Humanoid; HD 7d8 plus 14d4; hp 76; Init +2; Spd 20 ft., fly 80 ft. (average); AC 13, touch 12, flat-footed 11; Base Atk +14/+9/+4 Grp +14; Atk +14 melee (1d6, club); Full Atk +14/+9/+4 melee (1d6, club) and +9 melee (1d3, claw); SA Captivating song, spells; SQ Darkvision 60 ft., summon familiar; AL CE; SV Fort +8, Ref +11, Will +14; Str 10, Dex 15, Con 10, Int 7, Wis 12, Cha 19.

Skills and Feats: Bluff +12, Concentration +15, Intimidate +8, Listen +7, Perform (oratory) +6, Spot +3; Dodge, Empower Spell, Flyby Attack, Great Fortitude, Mobility, Persuasive.

Captivating Song (Su): The most insidious ability of the harpy is its song. When a harpy sings, all creatures (other than harpies) within a 300-foot spread must succeed at a DC 16 Will save or become captivated. This is a sonic, mind-affecting charm effect. If the save is successful, that creature cannot be affected again by that harpy's song for 24 hours. The save DC is Charisma based.

A captivated victim walks toward the harpy, taking the most direct route available. If the path leads into a dangerous area, that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. A victim within 5 feet of the harpy stands there and offers no resistance to the monster's attacks. The effect continues for as long as the harpy sings and for 1 round hereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Skills: Harpies have a +4 racial bonus on Bluff and Listen checks.

Spells Known: (6/7/7/7/6/5/3; base DC = 14 + spell level): 0- *acid splash, dancing lights, daze, detect magic, mage hand, ray of frost, read magic, resistance, touch of fatigue*; 1st- *color spray, mage armor, magic missile, ray of enfeeblement, shield*; 2nd- *melf's acid arrow, mirror image, protection from arrows, resist energy, scorching ray*; 3rd- *blink, dispel magic, fireball, slow*; 4th- *confusion, Evard's black tentacles, lesser globe of invulnerability, polymorph*; 5th- *cone of cold, feeblemind, telekinesis*; 6th- *disintegrate, spell turning*; 7th- *prismatic spray*.

Possessions: Club.

➤ **Harpy Drd14 (1):** CR 14; Medium Monstrous Humanoid; HD 7d8 plus 14d8; hp 101; Init +2; Spd 20 ft., fly 80 ft. (average); AC 13, touch 12, flat-footed 11; Base Atk +16/+11/+6; Grp +16; Atk +16 melee (1d6, club); Full Atk +16/+11/+6 melee (1d6, club) and +11 melee (1d3, claw); SA Captivating song; SQ Darkvision 60 ft. animal companion, nature sense, wild empathy, woodland stride, trackless step, resist nature's lure, wild shape (5/day), venom immunity, thousand faces; AL

NE; SV Fort +13, Ref +11, Will +18; Str 10, Dex 15, Con 10, Int 7, Wis 18, Cha 17.

Skills and Feats: Bluff +11, Concentration +17, Handle Animal +5, Intimidate +7, Knowledge (nature) +14, Listen +7, Perform (oratory) +5, Spot +3, Survival +15; Dodge, Flyby Attack, Great Fortitude, Mobility, Persuasive.

Captivating Song (Su): The most insidious ability of the harpy is its song. When a harpy sings, all creatures (other than harpies) within a 300-foot spread must succeed at a DC 16 Will save or become captivated. This is a sonic, mind-affecting charm effect. If the save is successful, that creature cannot be affected again by that harpy's song for 24 hours. The save DC is Charisma based.

A captivated victim walks toward the harpy, taking the most direct route available. If the path leads into a dangerous area, that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. A victim within 5 feet of the harpy stands there and offers no resistance to the monster's attacks. The effect continues for as long as the harpy sings and for 1 round hereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Resist Nature's Lure (Ex): The druid gains a +4 bonus on saving throws against the spell-like abilities of fey.

Wild Shape (Su): The druid may transform himself into an Small, Medium or Large-sized creature from the *Monster Manual* a set number of times per day. This ability functions as the spell polymorph except as noted here. The effect lasts for 1 hour per druid level or until he changes back into his own form. Changing form is a standard action that doesn't provoke an attack of opportunity. The form chosen must be that of one known to the druid. A druid loses his power of speech while in animal form.

Skills: Harpies have a +4 racial bonus on Bluff and Listen checks.

Spells Prepared: (6/6/6/5/5/3/3/2; base DC = 14 + spell level): 0- *cure minor wounds, detect magic, flare, guidance, purify food and drink, resistance*; 1st- *cure light wounds (2), entangle, faerie fire, obscuring mist, shillelagh*; 2nd- *barkskin, bear's endurance, heat metal (2), resist energy, warp wood*; 3rd- *call lightning, cure moderate wounds, dominate animal, poison, protection from energy*; 4th- *control water, cure serious wounds, flame strike, freedom of movement, ice storm*; 5th- *call lightning storm, cure critical wounds, insect plague*; 6th- *antilife shell, fire seeds, greater dispel magic*; 7th- *creeping doom, heal*.

Possessions: Club.

Area 1: Main Deck – Green Horror

➤ **Bloodthorn, 23 HD fiendish (2):** CR 11; Huge Plant (Extraplannar); HD 23d8+161; hp 264; Init +3; Spd 0 ft.; AC 18 (touch 11, flat-footed 15); Base Atk +17; Grp +35; Atk +25 melee (1d8+10, tendril); Full Atk +25/+25/+25/+25 melee (1d8+10, tendril); Space/Reach 15 ft./15 ft.; SA Blood drain, improved grab, smite good 1/day (+23 dmg); SQ Darkvision 60 ft., DR 10/magic, plant traits, resistance cold/fire 10, SR 25; SV Fort +22, Ref +10, Will +8; Str 30, Dex 17, Con 24, Int –, Wis 12, Cha 2.

Skills and Feats: –

Blood Drain (Ex): If a bloodthorn grabs an opponent, it begins draining blood. It deals 1d4 points of Constitution damage with each successful grapple check. If the opponent wins a grapple check, one of the bloodthorn's tentacles comes loose from the opponent's body. The resulting wound continues to lose blood for 1 additional round.

Improved Grab (Ex): If a bloodthorn hits an opponent that is at least one size category smaller than itself with at least two tendril attacks, it deals normal damage for each tendril and attempts to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it can use its blood drain ability. Each successful grapple check it makes during successive rounds automatically deals tendril damage and drains blood.

Possessions: –

➤ **Skalesh:** Vine horror Sor10; CR 11; Medium-size Plant (Aquatic); HD 5d8+10d4+90; hp 137; Init +1; Spd 30 ft., Swim 20 ft.; AC 18 (touch 10, flat-footed 18); Base Atk +8; Grp +11; Atk +11 melee (1d6+3, slam); Full Atk +11/+11 melee (1d6+3, slam); SA Animate vines; SQ Half damage from piercing and slashing, malleability, plant traits; AL NE; SV Fort +13, Ref +5, Will +9; Str 16, Dex 12, Con 23, Int 11, Wis 13, Cha 16.

Skills and Feats: Concentration +16, Hide +16 (+31 when in an area with a lot of algae), Listen +5, Spellcraft +6, Spot +5, Swim +16; Alertness, Blind-Fight, Empower Spell, Extend Spell, Practiced Spellcaster, Silent Spell.

Animate Vines (Sp): A vine horror can use this ability to animate any single vine or similar kind of plant life within 90 feet. An animated vine fights as an assassin vine in all respects (see the *Monster Manual*). An animated vine loses its ability to fight if the vine horror that animated it is incapacitated or moves out of range.

Malleability (Ex): Because of a vine horror's unusual body structure, it can compress its body enough to squeeze through a 1-inch-wide crack. Cracks and similar openings that are 1 inch or more in width do not slow the vine horror at all.

Spells Known (6/7/7/7/5/3; Base DC = 13 + Spell Level): 0–*acid splash, daze, detect magic, mage hand, mending, message, prestidigitation, read magic*; 1st–*mage armor, magic missile, protection from good, ray of enfeeblement, shield*; 2nd–*blindness/deafness,*

glitterdust, resist energy, scorching ray, 3rd–dispel magic, fire ball, stinking cloud, 4th–enervation, greater invisibility, 5th–telekinesis.

* Note that due to the feat Practiced Spellcaster its effective CL is 14 and NOT 10.

Possessions: Spell component pouch.

Area 14: Orlop

➤ **Maristern:** Male spectre (human) Rog6; CR 13; Medium Undead (Incorporeal); HD 13d12; hp 84; Init +9; Spd 40 ft., fly 80 ft. (perfect); AC 19 (touch 19, flat-footed 15); Base Atk +7; Grp –; Atk +12 melee (1d8 plus energy drain, incorporeal touch); Full Atk +12 melee (1d8 plus energy drain, incorporeal touch); SA Energy drain, create spawn, sneak attack +3d6; SQ Darkvision 60 ft., evasion, incorporeal traits, +6 turn resistance, sunlight powerlessness, uncanny dodge, undead traits, unnatural aura; AL LE; SV Fort +4, Ref +12, Will +8; Str –, Dex 21, Con –, Int 14, Wis 12, Cha 18.

Skills and Feats: Balance +12, Bluff +14, Hide +21, Intimidate +14, Jump +7, Knowledge (religion) +12, Listen +16, Search +12, Sense Motive +9, Spot +16, Survival +1 (+3 following tracks), Tumble +23; Dodge, Improved Initiative, Improved Turn Resistance, Mobility, Spring Attack.

Energy Drain (Su): Living creatures hit by a spectre's incorporeal touch attack gain two negative levels. The DC is 17 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the spectre gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a spectre becomes a spectre in 1d4 rounds. Spawn are under the command of the spectre that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a spectre at a distance of 30 feet. They do not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Sunlight Powerlessness (Ex): Spectres are powerless in natural sunlight (not merely a *daylight* spell) and flee from it. A spectre caught in sunlight cannot attack and can take only a single move or attack action in a round.

Possessions: –

➤ **Captain Krovtosh:** Male ghost Ftr4/Rog6; CR 13; Medium Undead (Aquatic); HD 14d12; hp 91; Init +6; Spd 30 ft., Swim 30 ft.; AC 27* (touch 17, flat-footed 22); Base Atk +10; Grp +15; Atk +15 melee (1d8+5 plus paralysis, bite) or +16 melee (1d6+6/15-20/x2, +1 *keen scimitar*); Full Atk +14/+9 melee (1d6+6/15-20/x2, +1 *keen scimitar*) and +13 melee (1d8+5 plus paralysis, bite) and +13 melee (1d4+2 plus paralysis, claw); SA Ghoul fever, paralysis, sneak attack +3d6, stench; SQ Darkvision 60 ft., evasion, uncanny dodge, undead

traits, +6 turn resistance; AL CE; SV Fort +10, Ref +13, Will +9; Str 20, Dex 22, Con –, Int 13, Wis 12, Cha 18.

Skills and Feats: Balance +18, Bluff +10, Climb +14, Diplomacy +6, Hide +20, Intimidate +6, Jump +16, Move Silently +20, Profession (sailor) +5, Spot +7, Swim +19, Tumble +23, Use Rope +10; Ability Focus (paralysis), Combat Expertise, Great Fortitude, Improved Paralysis, Improved Turn Resistance, Multiattack, Two-Weapon Defense, Two-Weapon Fighting.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghost's bite or claw attack must succeed on a DC 20 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 10 feet must succeed on a DC 16 Fortitude save or be sickened for 1d6+4 minutes. A creature that successfully saves cannot be affected again by the same ghost's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Possessions: +1 *keen scimitar*, dagger, light crossbow, 20 bolts, +1 *studded leather*, *cloak of resistance* +1, *amulet of natural armor* +1, 2x *potions of shield of faith* +2, 2x *potion of inflict moderate wounds*, pouch with 24 gp.

* Unless surprised, they have quaffed a *potion of shield of faith* +2. The effects have already been taken into account, and the potion removed.

➤ **Lacedons (2):** Male ghost Ftr4/Rog6; CR 13; Medium Undead (Aquatic); HD 14d12; hp 91; Init +6; Spd 30 ft., Swim 30 ft.; AC 27* (touch 17, flat-footed 22); Base Atk +10; Grp +15; Atk +15 melee (1d8+5 plus paralysis, bite) or +16 melee (1d6+6/18-20/x2, +1 *scimitar*); Full Atk +14/+9 melee (1d6+6/18-20/x2, +1 *scimitar*) and +13 melee (1d8+5 plus paralysis, bite) and +13 melee (1d4+2 plus paralysis, claw); SA Ghoul fever, paralysis, sneak attack +3d6, stench; SQ Darkvision 60 ft., evasion, uncanny dodge, undead traits, +6 turn resistance; AL CE; SV Fort +10, Ref +13, Will +9; Str 20, Dex 22, Con –, Int 13, Wis 12, Cha 18.

Skills and Feats: Balance +18, Bluff +10, Climb +14, Diplomacy +6, Hide +20, Intimidate +6, Jump +16, Move Silently +20, Profession (sailor) +5, Spot +7, Swim +19, Tumble +23, Use Rope +10; Ability Focus (paralysis), Combat Expertise, Great Fortitude, Improved Paralysis, Improved Turn Resistance, Multiattack, Two-Weapon Defense, Two-Weapon Fighting.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghost's bite or claw attack must succeed on a DC 20 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 10 feet must succeed on a DC 16 Fortitude save or be sickened for 1d6+4 minutes. A creature that successfully saves cannot be affected again by the same ghost's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Possessions: +1 *scimitar*, dagger, light crossbow, 20 bolts, +1 *studded leather*, *cloak of resistance* +1, *amulet of natural armor* +1, 2x *potions of shield of faith* +2, pouch with 24 gp.

* Unless surprised, they have quaffed a *potion of shield of faith* +2. The effects have already been taken into account, and the potion removed.

Area 30: Shrine of Procan

➤ **Poquann:** Male spirit of the air Bbn5; CR 16; Large Magical Beast (Air); HD 11d10+5d12+96; hp 181; Init +6; Spd 40 ft., Climb 40 ft., fly 60 ft. (average); AC 32 (touch 15, flat-footed 26); Base Atk +16; Grp +27; Atk +23 melee (2d6+8+1d6 electricity, +1 *large shocking trident*); Full Atk +23/+18/+13/+8 melee (2d6+8+1d6 shocking, +1 *large shocking trident*), and +20 melee (1d6+3, bite), and +20 melee (1d4+3, wing buffet); Space/Reach 10 ft./10 ft.; SA Air mastery, rage 2/day, spell-like abilities, spells, whirlwind; SQ Darkvision 60 ft., DR 10/magic, immunity to air effects, improved uncanny dodge, low-light vision, scent, SR 23; AL CN; SV Fort +19, Ref +16, Will +9; Str 24, Dex 22, Con 22, Int 14, Wis 19, Cha 14.

Skills and Feats: Climb +18, Concentration +16, Hide +14, Intimidate +14, Listen +19, Search +13, Spot +15, Survival +14; Cleave, Expertise, Hover, Improved Trip, Multiattack, Power Attack.

Air Mastery (Ex): A spirit of the air gains a +1 bonus on its attack and damage rolls if its opponent is airborne.

Spell-like Abilities (Ex): At will—*call lightning*, *control winds*, *detect magic*; 1/day—*confusion*, *control weather*, *whirlwind*, *wind walk*; Caster Level 15th; save DC 14 + spell level.

Whirlwind (Su): A spirit of the air can transform itself into a whirlwind one per day and remain in that form up to 10 rounds. In this form, a spirit of the air can move through the air or along a surface at its fly speed.

The whirlwind is 5 feet wide at its base, 20 feet wide at the top, and 30 feet tall. The spirit of the air controls the whirlwind's exact height (using a standard action to get taller or shorter), but it must be at least 10 feet tall.

Creatures one or more sizes smaller than that spirit of the air might take damage when caught in the whirlwind and may be lifted into the air. An affected creature must succeed on a Reflex save (DC 21) when it comes into contact with the whirlwind or take 2d6 points of damage. It must also succeed on a second Reflex save (DC 21) or be poked up bodily and held suspended in the powerful winds, automatically taking 2d6 points of damage each round. A creature that can fly is allowed a Reflex save each round to escape the whirlwind. The creature still takes damage but can leave if the save is successful.

A spirit of the air can eject any carried creature whenever it wishes, depositing them wherever the whirlwind happens to be.

If the whirlwind's base touches the ground, it creates a swirling cloud of debris. The cloud is centered on the spirit of the air and has a diameter equal to half the whirlwind's height. The cloud obscures vision, including darkvision, beyond 5 feet. Creatures 5 feet away have concealment, while those farther away have total concealment. Those caught in the cloud also must succeed on a DC 20 Concentration check to cast spells.

Spells Prepared (6/6/5/4/3; Base DC = 14 + spell level): 0—*create water, cure minor wounds* (2), *detect magic* (2), *mending*; 1st—*cure light wounds, divine favor* (2), *longstrider**, *protection from evil, shield of faith*; 2nd—*aid, cure moderate wounds, fog cloud**, *silence* (2); 3rd—*bestow curse, cure serious wounds, dispel magic, fly**, 4th—*dimensional door**, *freedom of movement, poison*.

* Domain spell. *Domains*: Travel (7rds per day *freedom of movement* against magical effects that constrain movement); Water (turn fire creatures or rebuke water creatures 6/day). *Deity*: Procan.

Possessions: +1 *large shocking trident*, +1 *mithral chain shirt, cloak of resistance +2, necklace of adaptation*.

Area 32: The Hold

➤ **Scrag Bodyguards** (2): Male troll Bbn6; CR 11; Large Giant (Aquatic); HD 6d8+6d12+96; hp 165; Init +4; Spd. 30 ft., Swim 40 ft.; AC 28* (touch 14, flat-footed 24*); Base Atk +10; Grp +23; Atk +21* melee (1d8+11, claw); Full Atk +21/+21* melee (1d8+11, claw) and +12 melee (1d6+4, bite); Space/Reach 10 ft./10 ft.; SA Rage 2/day, rend 2d8+13; SQ Darkvision 90 ft., improved uncanny dodge, low-light vision, regeneration 5, scent, trap sense +2; AL CE; SV Fort +20, Ref +10, Will +8; Str 28, Dex 18, Con 26, Int 6, Wis 11, Cha 2.

Skills and Feats: Listen +6, Spot +7, Survival +10, Swim +17; Alertness, Improved Natural Attack (Claw), Iron Will, Power Attack, Weapon Focus (Claw).

Rend (Ex): If a troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d8+12 points of damage.

Regeneration (Ex): Fire and acid deal normal damage to a troll. It regenerates only if mostly immersed in water.

Rage (Ex): During rage the scrags are modified as such: hp +24; AC 26* (touch 12, flat-footed 22*); Atk +23* melee (1d8+13, claw); Full Atk +23/+23* melee (1d8+13, claw) and +15 melee (1d6+5, bite); SA Rend 2d8+16; SV Fort +22, Will +10.

* The scrags are protected by *barkskin, resist energy* (fire), *greater magic fang* and *freedom of movement* cast at CL 10.

Possessions: +2 *studded leather, cloak of resistance +2, ring of protection +1, 2x potion of cure serious wounds, pouch of pearls*.

➤ **Sahuagin envoy**: Male sahuagin Drd10; Medium Monstrous Humanoid (Aquatic); CR 11; HD 12d8+36; hp 95; Init +0; Spd 30 ft., Swim 60 ft.; AC 20* (touch 10, flat-footed 20); Base Atk +9; Grp +11; Atk +13* melee (1d4+4, talon); Full Atk +13/+13* melee (1d4+4, talon) and +9 melee (1d4+1, bite); SA Blood frenzy, rake 1d4+1; SQ Animal companion, blindsense 30 ft., darkvision 60 ft., freshwater sensitivity, light blindness, speak with sharks, resist nature's lure, trackless step, venom immunity, water dependent, wild empathy, wild shape 4/day (Large), woodland stride; AL NE; SV Fort +12, Ref +7, Will +16; Str 14, Dex 11, Con 14, Int 16, Wis 20, Cha 13.

Skills and Feats: Concentration +20, Diplomacy +12, Handle Animal +6 (+10 with sharks), Hide +6 (+10 underwater), Knowledge (Nature) +14, Listen +19 (+23 underwater), Professions (Hunter) +8 (+12 within 50 miles of lair), Ride +3, Spot +19 (+23 underwater), Survival +21 (+25 within 50 miles of lair), Swim +15; Great Fortitude, Improved Toughness, Multiattack^B, Natural Spell, Skill Focus (Concentration), Spell Focus (Transmutation).

Blindsense (Ex): A sahuagin can locate creatures underwater within a 30-foot radius. This ability works only when the sahuagin is underwater.

Blood Frenzy: Once per day a sahuagin that takes damage in combat can fly into a frenzy in the following round, clawing and biting madly until either it or its opponent is dead. It gains +2 Constitution and +2 Strength, and takes a -2 penalty to Armor Class. A sahuagin cannot end its frenzy voluntarily.

Rake (Ex): Attack bonus +2 melee, damage 1d4+1. A sahuagin also gains two rake attacks when it attacks while swimming.

Freshwater Sensitivity (Ex): A sahuagin fully immersed in fresh water must succeed on a DC 15 Fortitude save or become fatigued. Even on a success, it must repeat the save attempt every 10 minutes it remains immersed.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds sahuagin for round. On subsequent rounds, they are dazzled while operating in bright light.

Speak with Sharks (Ex): Sahuagin can communicate telepathically with sharks up to 150 feet away. The communication is limited to fairly simple concepts such as "food," "danger," and "enemy."

Sahuagin can use the Handle Animal skill to befriend and train sharks.

Water Dependent (Ex): Sahuagin can survive out of the water for 1 hour per 2 points of Constitution (after that, refer to the drowning rules on page 304 of the *Dungeon Master's Guide*).

Wild Shape: Favorite form is that of a giant octopus – hp 69, AC 20* (touch 11, flat-footed 18), Grp +17; Atk +15* melee (1d4+7, tentacle), Full Atk +15/+15/+15/+15/+15/+15/+15/+15* (1d4+7, tentacle) and +7 melee (1d3+2, bite), SA constrict (2d8+6), improved grab, Reach 20 ft. with tentacle, Str 20, Dex 15, Con 13.

Spells Prepared (6/6/5/4/4/3; Base DC = 15 + spell level): 0–*detect magic* (2), *detect poison* (2), *flare*, *read magic*; 1st–*charm animal*, *cure light wounds* (2), *entangle** (2), *hide from animals*; 2nd–~~*barkskin*~~ (2), *resist energy* (1); 3rd–~~*greater magic fang*~~ (3), *poison*; 4th–*dispel magic*, *languor**; ~~*freedom of movement*~~ (2); 5th–*animal growth*, *baleful polymorph**; *wall of thorns*.

* Due to Spell Focus (Transmutation) the base DC = 16 + spell level for these spells.

Possessions: Masterwork studded leather, *amulet of wisdom* +2, *cloak of resistance* +1, *horn of goodness/evil**; *wand of resist energy* (25 charges), 3x *scroll of barkskin*, *potion of barkskin* +3, spell component pouch.

* He used the horn on himself and has a +2 Deflection Bonus against attacks made by good aligned opponents, and +2 resistance on saves. He is also protected by a *barkskin* cast at CL 3 and a *greater magic fang* cast at CL 10.

➤ **Shark animal companion:** Huge Animal (Aquatic); HD 10d8+20; hp 65; Init +6; Spd Swim 60 ft.; AC 17* (touch 10, flat-footed 15); Atk +7; Grp +20; Atk +10 melee (2d6+7, bite); Full Atk +10 melee (2d6+7, bite); SQ Blindsight, keen scent, share spells; Space/Reach 15 ft./10 ft.; SV Fort +11, Ref +9, Will +4; Str 21, Dex 15, Con 15, Int 1, Wis 12, Cha 2.

Skills and Feats: Listen +10, Spot +10, Swim +13; Alertness, Great Fortitude, Improved Initiative, Iron Will.

* The shark is protected by a *barkskin* cast at CL 3.

Possessions: –

Area 33: Coven's Laboratory

➤ **Fhiel:** Sea Hag Sor10; CR 13; Medium Monstrous Humanoid (Aquatic); HD 3d8+10d4+42; hp 85; Init +2; Spd 30 ft., Swim 40 ft.; AC 16 (touch 13, flat-footed 14); Base Atk +8; Grp +11; Atk +11 melee (1d4+3, claw); Full Atk +11/+11 melee (1d4+3, claw); SA Horrific appearance, evil eye; SQ Ambibious, SR 14; AL CE; SV Fort +8, Ref +9, Will +12; Str 17, Dex 14, Con 16, Int 12, Wis 13, Cha 23.

Skills and Feats: Concentration +18, Knowledge (Arcana) +7, Knowledge (History) +5, Hide +6, Listen +7, Spellcraft +12, Spot +12, Swim +12; Alertness, Practised Spellcaster, Skill Focus (Concentration), Spell Focus (Enchantment), Toughness.

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 17 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 17 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 17 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Spells Known (6/8/8/7/6/4; Base DC = 16 + spell level): 0–*daze*, *detect magic*, *detect poison*, *flare*, *mage hand*, *mending*, *message*, *prestidigitation*, *read magic*; 1st–*charm person**; *mage armor*, *magic missile*, *ray of enfeeblement*, *shield*; 2nd–*blindness/deafness*, *resist energy*, *scorching ray*, *tasha's hideous laughter**; 3rd–*haste*, *lightning bolt*, *slow*; 4th–*confusion**; *dimensional door*; 5th–*feeblemind**.

* Due to Spell Focus (Enchantment) the Base DC = 17 + spell level for these spells.

Note: that due to the feat Practiced Spellcaster her effective CL is 13.

Possessions: *Cloak of charisma* +2, *eyes of the eagle*, *ring of protection* +1, 2x *scroll of see invisibility*, *scroll of gaseous form*, *scroll of locate object*, *wand of mage armor*, *wand of eagles splendor*; spell component pouch.

➤ **Tieghan:** Sea Hag Clr10; CR 13; Medium Monstrous Humanoid (Aquatic); HD 13d8+12; hp 105; Init +0; Spd 30 ft., swim 40 ft.; AC 24 (touch 10, flat-footed 24); Base Atk +10; Grp +16; Atk +16 melee (1d4+6, claw); Full Atk +16/+16 melee (1d4+6, claw); SA Horrific appearance, evil eye, 1/day smite (+4 atk, +10 dmg), spontaneous inflict; SQ Amphibious, rebuke undead 4/day, SR 14; AL CE; SV Fort +14, Ref +9, Will +18; Str 22, Dex 10, Con 16, Int 12, Wis 21, Cha 14.

Skills and Feats: Concentration +19, Diplomacy +8, Knowledge (religion) +13, Hide +4, Listen +11, Spot +11, Swim +15; Alertness, Corpsecrier, Destruction Retribution, Practiced Spellcaster, Toughness.

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 13 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 13 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 13 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Spells prepared (6/7/6/5/5/4; Base DC = 15 + spell level): 0—*cure minor wounds*, *detect magic* (2), *read magic* (2), *resistance*, 1st—*cure light wounds* (2), *divine favor* (2), *protection from good**, *shield of faith* (2); 2nd—*cure moderate wounds*, *death knell*, *resist energy* (2), *shatter**, *spiritual weapon*, 3rd—*dispel magic* (2), *cure serious wounds*, *invisibility purge*, *magic circle against good**, 4th—*cure critical wounds*, *freedom of movement* (2), *spell immunity*, *unholy blight**, 5th—*dispel good**, *flame strike*, *righteous might*, *spell resistance*.

* Domain spell. **Deity:** Panzuriel; **Domains:** Destruction (smite 1/day), Evil (+1 caster level Evil spells).

Note: Due to the Practiced Spellcaster feat she has a CL of 13.

Possessions: Silver dagger, light crossbow, 20 cold iron bolts, +1 *full plate*, +1 *buckler*, *cloak of resistance* +2, *peripart of wisdom* +2, silver holy symbol, spell component pouch.

➤ **Raesa:** Sea Hag Ftr9; CR 13; Medium Monstrous Humanoid (Aquatic); HD 3d8+9d10+51; hp 118; Init +2; Spd 30 ft., Swim 60 ft.; AC 27 (touch 11, flat-footed 26); Base Atk +12; Grp +19; Atk +20 melee (2d4+12/19-20/x4, Masterwork scythe) or +19 melee (1d4+7, claw); Full Atk +19/+14/+9 melee (2d4+12/19-20/x4, Masterwork scythe) or +18/+17 melee (1d4+7, claw); SA Horrific appearance, evil eye; SQ Amphibious, SR 14; AL CE; SV Fort +12, Ref +9, Will +12; Str 25, Dex 14, Con 18, Int 10, Wis 16, Cha 12.

Skills and Feats: Knowledge (local: Core) +3, Hide -1, Intimidate +10, Listen +8, Spot +8, Swim +12; Alertness, Combat Reflexes, Improved Buckler Defense, Improved Critical (scythe), Improved Sunder, Iron Will, Power Attack, Toughness, Weapon Focus (scythe), Weapon Specialization (scythe).

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 12 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 12 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an

affected creature must succeed on a DC 12 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Possessions: Masterwork scythe, silver dagger, light crossbow, 20x cold iron bolts, +2 *full plate*, +1 *buckler*, *amulet of health* +2, *boots of speed*, *cloak of resistance* +1, *potion of cure serious wounds*.

Coven Powers:

Spell-Like Abilities: 3/day—*animate dead*, *bestow curse* (DC 17), *control weather*, *dream*, *forcecage*, *mind blank*, *mirage arcana* (DC 18), *polymorph*, *veil* (DC 19), *vision*. Caster level 9th. The save DCs are based on a Charisma score of 16. To use one of these abilities (which requires a full-round action), all three hags must be within 10 feet of one another, and all must participate.

Note that *mindblank* is cast on Raesa in advance and that *veil* has been used as well.

APPENDIX 4: APL 16

Encounter 1: The Great Seaweed

➤ **Harpy Sor16 (1):** CR 14; Medium Monstrous Humanoid; HD 7d8 plus 16d4; hp 82; Init +2; Spd 20 ft., fly 80 ft. (average); AC 13, touch 12, flat-footed 11; Base Atk +15/+10/+5 Grp +15; Atk +15 melee (1d6, club); Full Atk +15/+10/+5 melee (1d6, club) and +10 melee (1d3, claw); SA Captivating song, spells; SQ Darkvision 60 ft., summon familiar; AL CE; SV Fort +9, Ref +12, Will +15; Str 10, Dex 15, Con 10, Int 7, Wis 12, Cha 19.

Skills and Feats: Bluff +12, Concentration +17, Intimidate +8, Listen +7, Perform (oratory) +6, Spot +3; Dodge, Empower Spell, Flyby Attack, Great Fortitude, Mobility, Persuasive.

Captivating Song (Su): The most insidious ability of the harpy is its song. When a harpy sings, all creatures (other than harpies) within a 300-foot spread must succeed at a DC 16 Will save or become captivated. This is a sonic, mind-affecting charm effect. If the save is successful, that creature cannot be affected again by that harpy's song for 24 hours. The save DC is Charisma based.

A captivated victim walks toward the harpy, taking the most direct route available. If the path leads into a dangerous area, that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. A victim within 5 feet of the harpy stands there and offers no resistance to the monster's attacks. The effect continues for as long as the harpy sings and for 1 round hereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Skills: Harpies have a +4 racial bonus on Bluff and Listen checks.

Spells Known: (6/7/7/7/7/6/6/5/3; base DC = 14 + spell level): 0- *acid splash, dancing lights, daze, detect magic, mage hand, ray of frost, read magic, resistance, touch of fatigue*, 1st- *color spray, mage armor, magic missile, ray of enfeeblement, shield*, 2nd- *melf's acid arrow, mirror image, protection from arrows, resist energy, scorching ray*; 3rd- *blink, dispel magic, fireball, slow*; 4th- *confusion, Evard's black tentacles, lesser globe of invulnerability, polymorph*; 5th- *cone of cold, feeblemind, mind fog, telekinesis*; 6th- *disintegrate, spell turning, true seeing*; 7th- *limited wish, prismatic spray*; 8th- *maze*.

Possessions: Club.

➤ **Harpy Drd16 (1):** CR 14; Medium Monstrous Humanoid; HD 7d8 plus 16d8; hp 111; Init +2; Spd 20 ft., fly 80 ft. (average); AC 13, touch 12, flat-footed 11; Base Atk +17/+12/+7; Grp +17; Atk +17 melee (1d6, club); Full Atk +17/+12/+7 melee (1d6, club) and +12 melee (1d3, claw); SA Captivating song; SQ Darkvision 60 ft. animal companion, nature sense, wild empathy, woodland stride, trackless step, resist nature's lure,

wild shape (elemental 1/day), venom immunity, thousand faces, timeless body; AL NE; SV Fort +14, Ref +14, Will +19; Str 10, Dex 15, Con 10, Int 7, Wis 18, Cha 17.

Skills and Feats: Bluff +11, Concentration +17, Handle Animal +5, Intimidate +7, Knowledge (nature) +14, Lightning Reflexes, Listen +7, Perform (oratory) +5, Spot +3, Survival +15; Dodge, Flyby Attack, Great Fortitude, Mobility, Persuasive.

Captivating Song (Su): The most insidious ability of the harpy is its song. When a harpy sings, all creatures (other than harpies) within a 300-foot spread must succeed at a DC 16 Will save or become captivated. This is a sonic, mind-affecting charm effect. If the save is successful, that creature cannot be affected again by that harpy's song for 24 hours. The save DC is Charisma based.

A captivated victim walks toward the harpy, taking the most direct route available. If the path leads into a dangerous area, that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. A victim within 5 feet of the harpy stands there and offers no resistance to the monster's attacks. The effect continues for as long as the harpy sings and for 1 round hereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Resist Nature's Lure (Ex): The druid gains a +4 bonus on saving throws against the spell-like abilities of fey.

Wild Shape (Su): The druid may transform himself into an Small, Medium or Large-sized creature from the *Monster Manual* a set number of times per day. This ability functions as the spell polymorph except as noted here. The effect lasts for 1 hour per druid level or until he changes back into his own form. Changing form is a standard action that doesn't provoke an attack of opportunity. The form chosen must be that of one known to the druid. A druid loses his power of speech while in animal form.

Skills: Harpies have a +4 racial bonus on Bluff and Listen checks.

Spells Prepared: (6/6/6/6/6/4/3/3/2; base DC = 14 + spell level): 0- *cure minor wounds, detect magic, flare, guidance, purify food and drink, resistance*, 1st- *cure light wounds (2), entangle, faerie fire, obscuring mist, shillelagh*, 2nd- *barkskin, bear's endurance, heat metal (2), resist energy, warp wood*; 3rd- *call lightning, cure moderate wounds, dominate animal, poison, protection from energy, wind wall*; 4th- *control water (2), cure serious wounds, flame strike, freedom of movement, ice storm*; 5th- *call lightning storm, cure critical wounds, death ward, insect plague*; 6th- *antilife shell, fire seeds, greater dispel magic*; 7th- *creeping doom, fire storm, heal*; 8th- *finger of death, reverse gravity*.

Possessions: Club.

Area 1: Main Deck – Green Horror

➤ **Bloodthorn, 31 HD fiendish (2):** CR 13; Huge Plant (Extraplannar); HD 31d8+217; hp 356; Init +4; Spd 0 ft.; AC 19 (touch 12, flat-footed 15); Base Atk +23; Grp +41; Atk +31 melee (1d8+10, tendril); Full Atk +31/+31/+31/+31 melee (1d8+10, tendril); Space/Reach 15 ft./15 ft.; SA Blood drain, improved grab, smite good 1/day (+31 dmg); SQ Darkvision 60 ft., DR 10/magic, plant traits, resistance cold/fire 10, SR 25; SV Fort +26, Ref +13, Will +11; Str 30, Dex 18, Con 25, Int –, Wis 12, Cha 2.

Skills and Feats: –

Blood Drain (Ex): If a bloodthorn grabs an opponent, it begins draining blood. It deals 1d4 points of Constitution damage with each successful grapple check. If the opponent wins a grapple check, one of the bloodthorn's tentacles comes loose from the opponent's body. The resulting wound continues to lose blood for 1 additional round.

Improved Grab (Ex): If a bloodthorn hits an opponent that is at least one size category smaller than itself with at least two tendril attacks, it deals normal damage for each tendril and attempts to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it can use its blood drain ability. Each successful grapple check it makes during successive rounds automatically deals tendril damage and drains blood.

Possessions: –

➤ **Skalesh:** Vine horror Sor12; CR 13; Medium-size Plant (Aquatic); HD 5d8+12d4+102; hp 154; Init +1; Spd 30 ft., Swim 20 ft.; AC 18 (touch 10, flat-footed 18); Base Atk +9; Grp +12; Atk +12 melee (1d6+3, slam); Full Atk +12/+12 melee (1d6+3, slam); SA Animate vines; SQ Half damage from piercing and slashing, malleability, plant traits; AL NE; SV Fort +14, Ref +6, Will +10; Str 16, Dex 12, Con 23, Int 11, Wis 13, Cha 17.

Skills and Feats: Concentration +18, Hide +16 (+31 when in an area with a lot of algae), Listen +5, Spellcraft +6, Spot +5, Swim +16; Alertness, Blind-Fight, Empower Spell, Extend Spell, Practiced Spellcaster, Silent Spell.

Animate Vines (Sp): A vine horror can use this ability to animate any single vine or similar kind of plant life within 90 feet. An animated vine fights as an assassin vine in all respects (see the *Monster Manual*). An animated vine loses its ability to fight if the vine horror that animated it is incapacitated or moves out of range.

Malleability (Ex): Because of a vine horror's unusual body structure, it can compress its body enough to squeeze through a 1-inch-wide crack. Cracks and similar openings that are 1 inch or more in width do not slow the vine horror at all.

Spells Known (6/7/7/7/6/5/3; Base DC = 13 + Spell Level): 0–*acid splash, daze, detect magic, mage hand, mending, message, prestidigitation, read magic,*

1st–mage armor, magic missile, protection from good, ray of enfeeblement, shield, 2nd–blindness/deafness, eagle's splendor, glitterdust, resist energy, scorching ray, 3rd– fire ball, fly, magic circle against good, stinking cloud, 4th–dimensional door, enervation, greater invisibility, 5th–feeblemind, telekinesis, 6th–greater dispel magic.

* Note that due to the feat Practiced Spellcaster its effective CL is 16 and NOT 12.

Possessions: Spell component pouch.

Area 14: Orlop

➤ **Maristern:** Male spectre (human) Rog8; CR 15; Medium Undead (Incorporeal); HD 15d12; hp 97; Init +9; Spd 40 ft., fly 80 ft. (perfect); AC 19 (touch 19, flat-footed 15); Base Atk +9; Grp –; Atk +14 melee (1d8 plus energy drain, incorporeal touch); Full Atk +14 melee (1d8 plus energy drain, incorporeal touch); SA Energy drain, create spawn, sneak attack +4d6; SQ Darkvision 60 ft., evasion, improved uncanny dodge, incorporeal traits, +6 turn resistance, sunlight powerlessness, undead traits, unnatural aura; AL LE; SV Fort +5, Ref +13, Will +9; Str –, Dex 21, Con –, Int 14, Wis 12, Cha 18.

Skills and Feats: Balance +12, Bluff +16, Hide +23, Intimidate +14, Jump +11, Knowledge (religion) +12, Listen +18, Search +16, Sense Motive +11, Spot +18, Survival +1 (+3 following tracks), Tumble +25; Combat Expertise, Dodge, Improved Initiative, Improved Turn Resistance, Mobility, Spring Attack.

Energy Drain (Su): Living creatures hit by a spectre's incorporeal touch attack gain two negative levels. The DC is 17 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the spectre gains 5 temporary hit points.

Create Spawn (Su): Any humanoid slain by a spectre becomes a spectre in 1d4 rounds. Spawn are under the command of the spectre that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a spectre at a distance of 30 feet. They do not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

Sunlight Powerlessness (Ex): Spectres are powerless in natural sunlight (not merely a *daylight* spell) and flee from it. A spectre caught in sunlight cannot attack and can take only a single move or attack action in a round.

Possessions: –

➤ **Captain Krovtoch:** Male ghost Ftr4/Rog8; CR 15; Medium Undead (Aquatic); HD 16d12; hp 104; Init +10; Spd 30 ft., Swim 30 ft.; AC 28* (touch 17, flat-footed 23); Base Atk +12; Grp +17; Atk +17 melee (1d8+5 plus paralysis, bite) or +18 melee (1d6+6/15-20/x2, +1 keen scimitar); Full Atk +16/+11/+6 melee

(1d6+6/15-20/x2, +1 *keen scimitar*) and +15 melee (1d8+5 plus paralysis, bite) and +15 melee (1d4+2 plus paralysis, claw); SA Ghoul fever, paralysis, sneak attack +4d6, stench; SQ Darkvision 60 ft., evasion, improved uncanny dodge, undead traits, +6 turn resistance; AL CE; SV Fort +11, Ref +15, Will +10; Str 20, Dex 23, Con –, Int 13, Wis 12, Cha 18.

Skills and Feats: Balance +21, Bluff +13, Climb +14, Diplomacy +6, Hide +25, Intimidate +6, Jump +16, Move Silently +25, Profession (sailor) +5, Spot +7, Swim +19, Tumble +25, Use Rope +10; Ability Focus (paralysis), Combat Expertise, Great Fortitude, Improved Initiative, Improved Paralysis, Improved Turn Resistance, Multiattack, Two-Weapon Defense, Two-Weapon Fighting.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghost's bite or claw attack must succeed on a DC 20 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 10 feet must succeed on a DC 16 Fortitude save or be sickened for 1d6+4 minutes. A creature that successfully saves cannot be affected again by the same ghost's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Possessions: +1 *keen scimitar*, dagger, light crossbow, 20 bolts, +2 *studded leather*, *cloak of resistance* +2, *amulet of natural armor* +1, 2x *potions of shield of faith* +2, 2x *potion of inflict moderate wounds*, pouch with 24 gp.

* Unless surprised, they have quaffed a *potion of shield of faith* +2. The effects have already been taken into account, and the potion removed.

☛ **Lacedons (2):** Male ghost Ftr4/Rog8; CR 15; Medium Undead (Aquatic); HD 16d12; hp 104; Init +10; Spd 30 ft., Swim 30 ft.; AC 28* (touch 17, flat-footed 23); Base Atk +12; Grp +17; Atk +17 melee (1d8+5 plus paralysis, bite) or +18 melee (1d6+6/18-20/x2, +1 *scimitar*); Full Atk +16/+11/+6 melee (1d6+6/18-20/x2, +1 *scimitar*) and +15 melee (1d8+5 plus paralysis, bite) and +15 melee (1d4+2 plus paralysis, claw); SA Ghoul fever, paralysis, sneak attack +4d6, stench; SQ Darkvision 60 ft., evasion, improved uncanny dodge, undead traits, +6 turn resistance; AL CE; SV Fort +10, Ref +14, Will +9; Str 20, Dex 23, Con –, Int 13, Wis 12, Cha 18.

Skills and Feats: Balance +21, Bluff +13, Climb +14, Diplomacy +6, Hide +25, Intimidate +6, Jump +16, Move Silently +25, Profession (sailor) +5, Spot +7, Swim +19, Tumble +25, Use Rope +10; Ability Focus (paralysis), Combat Expertise, Great Fortitude, Improved Initiative, Improved Paralysis, Improved

Turn Resistance, Multiattack, Two-Weapon Defense, Two-Weapon Fighting.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghost's bite or claw attack must succeed on a DC 20 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 10 feet must succeed on a DC 16 Fortitude save or be sickened for 1d6+4 minutes. A creature that successfully saves cannot be affected again by the same ghost's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Possessions: +1 *scimitar*, dagger, light crossbow, 20 bolts, +2 *studded leather*, *cloak of resistance* +1, *amulet of natural armor* +1, 2x *potions of shield of faith* +2, pouch with 24 gp.

* Unless surprised, they have quaffed a *potion of shield of faith* +2. The effects have already been taken into account, and the potion removed.

Area 30: Shrine of Procan

☛ **Poquann:** Male spirit of the air Bbn7; CR 18; Large Magical Beast (Air); HD 11d10+7d12+108; hp 205; Init +6; Spd 40 ft., Climb 40 ft., fly 60 ft. (average); AC 32 (touch 15, flat-footed 26); Base Atk +18; Grp +30; Atk +26 melee (2d6+9+1d6 electricity, +1 *large shocking thundering trident*); Full Atk +26/+21/+16/+11 melee (2d6+9+1d6 electricity, +1 *large shocking thundering trident*), and +23 melee (1d6+4, bite), and +23 melee (1d4+4, wing buffet); Space/Reach 10 ft./10 ft.; SA Air mastery, rage 2/day, spell-like abilities, spells, whirlwind; SQ Darkvision 60 ft., DR 10/magic, DR 1/–, immunity to air effects, improved uncanny dodge, low-light vision, scent, SR 23; AL CN; SV Fort +20, Ref +17, Will +12; Str 26, Dex 22, Con 22, Int 14, Wis 19, Cha 14.

Skills and Feats: Climb +21, Concentration +16, Hide +17, Intimidate +14, Listen +21, Search +13, Spot +15, Survival +16; Cleave, Expertise, Hover, Improved Trip, Iron Will, Multiattack, Power Attack.

Air Mastery (Ex): A spirit of the air gains a +1 bonus on its attack and damage rolls if its opponent is airborne.

Spell-like Abilities (Ex): At will—*call lightning*, *control winds*, *detect magic*, 1/day—*confusion*, *control weather*, *whirlwind*, *wind walk*; Caster Level 15th; save DC 14 + spell level.

Whirlwind (Su): A spirit of the air can transform itself into a whirlwind one per day and remain in that form up to 10 rounds. In this form, a spirit of the air can move through the air or along a surface at its fly speed.

The whirlwind is 5 feet wide at its base, 20 feet wide at the top, and 30 feet tall. The spirit of the air controls the whirlwind's exact height (using a standard action to get taller or shorter), but it must be at least 10 feet tall.

Creatures one or more sizes smaller than that spirit of the air might take damage when caught in the whirlwind and may be lifted into the air. An affected creature must succeed on a Reflex save (DC 21) when it comes into contact with the whirlwind or take 2d6 points of damage. It must also succeed on a second Reflex save (DC 21) or be pocked up bodily and held suspended in the powerful winds, automatically taking 2d6 points of damage each round. A creature that can fly is allowed a Reflex save each round to escape the whirlwind. The creature still takes damage but can leave if the save is successful.

A spirit of the air can eject any carried creature whenever it wishes, depositing them wherever the whirlwind happens to be.

If the whirlwind's base touches the ground, it creates a swirling cloud of debris. The cloud is centered on the spirit of the air and has a diameter equal to half the whirlwind's height. The cloud obscures vision, including darkvision, beyond 5 feet. Creatures 5 feet away have concealment, while those farther away have total concealment. Those caught in the cloud also must succeed on a DC 20 Concentration check to cast spells.

Spells Prepared (6/6/5/4/3; Base DC = 14 + spell level): 0—*create water*, *cure minor wounds* (2), *detect magic* (2), *mending*, 1st—*cure light wounds*, *divine favor* (2), *longstrider**, *protection from evil*, *shield of faith*, 2nd—*aid*, *cure moderate wounds*, *fog cloud**, *silence* (2); 3rd—*bestow curse*, *cure serious wounds*, *dispel magic*, *fly**, 4th—*dimensional door**, *freedom of movement*, *poison*.

* Domain spell. *Domains*: Travel (7rds per day *freedom of movement* against magical effects that constrain movement); Water (turn fire creatures or rebuke water creatures 6/day). *Deity*: Procan.

Possessions: +1 *large shocking thundering trident*, +1 *mithral chain shirt*, *cloak of resistance +2*, *pale blue ion stone*.

Area 32: The Hold

➤ **Scrag Bodyguards** (2): Male troll Bbn8; CR 13; Large Giant (Aquatic); HD 6d8+8d12+110; hp 193; Init +4; Spd. 30 ft., Swim 40 ft.; AC 29* (touch 14, flat-footed 25*); Base Atk +12; Grp +25; Atk +24* melee (1d8+12, claw); Full Atk +24/+24 melee (1d8+12, claw) and +14 melee (1d6+4, bite); Space/Reach 10 ft./10 ft.; SA Rage 3/day, rend 2d8+13; SQ Darkvision 90 ft., DR 1/—, improved uncanny dodge, low-light vision, regeneration 5, scent, trap sense +2; AL CE; SV Fort +22, Ref +11, Will +9; Str 28, Dex 18, Con 26, Int 6, Wis 11, Cha 2.

Skills and Feats: Listen +6, Spot +7, Survival +12, Swim +19; Alertness, Improved Natural Attack (Claw), Iron Will, Power Attack, Weapon Focus (Claw).

Rend (Ex): If a troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d8+12 points of damage.

Regeneration (Ex): Fire and acid deal normal damage to a troll. It regenerates only if mostly immersed in water.

Rage (Ex): During rage the scrag's are modified as such: hp +28; AC 27* (touch 12, flat-footed 23); Atk +26* melee (1d8+14, claw); Full Atk +26/+26* melee (1d8+14, claw) and +17 melee (1d6+5, bite); SA Rend 2d8+16; SV Fort +24, Will +11.

* The scrag's are affected by *greater magic fang*, *freedom of movement*, *barkskin* and *resist energy* (fire) cast by a CL 12.

Possessions: +2 *studded leather*, *cloak of resistance +3*, *ring of counterspells* (dispel magic), *ring of protection +1*, 2x *potion of cure serious wounds*, *potion of barkskin +3*.

➤ **Sahuagin envoy**: Male sahuagin Drd12; Medium Monstrous Humanoid (Aquatic); CR 11; HD 14d8+42; hp 111; Init +0; Spd 30 ft., Swim 60 ft.; AC 20* (touch 10, flat-footed 20*); Base Atk +11; Grp +13; Atk +16* melee (1d4+5, talon); Full Atk +16*/+16* melee (1d4+5, talon) and +11 melee (1d4+1, bite); SA Blood frenzy, rake 1d4+1; SQ Animal companion, blindsense 30 ft., darkvision 60 ft., freshwater sensitivity, light blindness, speak with sharks, resist nature's lure, trackless step, venom immunity, water dependent, wild empathy, wild shape 4/day (Large), woodland stride; AL NE; SV Fort +13, Ref +8, Will +17; Str 14, Dex 11, Con 14, Int 16, Wis 20, Cha 13.

Skills and Feats: Concentration +22, Diplomacy +14, Handle Animal +6 (+10 with sharks), Hide +6 (+10 underwater), Knowledge (Nature) +14, Listen +21 (+25 underwater), Professions (Hunter) +8 (+12 within 50 miles of lair), Ride +7, Spot +21 (+25 underwater), Survival +23 (+27 within 50 miles of lair), Swim +15; Great Fortitude, Improved Toughness, Multiattack^B, Natural Spell, Skill Focus (Concentration), Spell Focus (Transmutation).

Blindsense (Ex): A sahuagin can locate creatures underwater within a 30-foot radius. This ability works only when the sahuagin is underwater.

Blood Frenzy: Once per day a sahuagin that takes damage in combat can fly into a frenzy in the following round, clawing and biting madly until either it or its opponent is dead. It gains +2 Constitution and +2 Strength, and takes a -2 penalty to Armor Class. A sahuagin cannot end its frenzy voluntarily.

Rake (Ex): Attack bonus +2 melee, damage 1d4+1. A sahuagin also gains two rake attacks when it attacks while swimming.

Freshwater Sensitivity (Ex): A sahuagin fully immersed in fresh water must succeed on a DC 15 Fortitude save or become fatigued. Even on a success, it must repeat the save attempt every 10 minutes it remains immersed.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds sahuagin for round. On subsequent rounds, they are dazzled while operating in bright light.

Speak with Sharks (Ex): Sahuagin can communicate telepathically with sharks up to 150 feet away. The communication is limited to fairly simple concepts such as “food,” “danger,” and “enemy.” Sahuagin can use the Handle Animal skill to befriend and train sharks.

Water Dependent (Ex): Sahuagin can survive out of the water for 1 hour per 2 points of Constitution (after that, refer to the drowning rules on page 304 of the *Dungeon Master's Guide*).

Wild Shape: Favorite form is that of a giant octopus – hp 69, AC 20* (touch 11, flat-footed 18), Grp +17; Atk +18* melee (1d4+8, tentacle), Full Atk +18/+18/+18/+18/+18/+18/+18/+18* (1d4+8, tentacle) and +7 melee (1d3+2, bite), SA constrict (2d8+6), improved grab, Reach 20 ft. with tentacle, Str 20, Dex 15, Con 13.

Spells Prepared (6/7/5/5/4/4/2; Base DC = 15 + spell level): 0–*detect magic* (2), *detect poison* (2), *flare*, *read magic*, 1st–*charm animal*, *cure light wounds* (2), *entangle** (2), *hide from animals* (2); 2nd–~~*barkskin*~~ (2), *resist energy* (1); 3rd–*cure moderate wounds*, ~~*greater magic fang*~~ (3), *poison*, 4th–*dispel magic*, *languor**; ~~*freedom of movement*~~ (2); 5th–*animal growth*, *baleful polymorph** (2), *wall of thorns*, 6th–*fire seeds*, *mass bull's strength*.

* Due to Spell Focus (Transmutation) the base DC = 16 + spell level for these spells.

Possessions: Masterwork studded leather, *amulet of wisdom* +2, *cloak of resistance* +1, *horn of goodness/evil**, *wand of resist energy* (25 charges), 3x *scroll of barkskin*, *potion of barkskin* +3, spell component pouch.

* He used the horn on himself and has a +2 Deflection Bonus against attacks made by good aligned opponents, and +2 resistance on saves. He is also protected by a *barkskin* cast at CL 3 and a *greater magic fang* cast at CL 12.

➤ **Shark animal companion:** Huge Animal (Aquatic); HD 12d8+48; hp 102; Init +7; Spd Swim 60 ft.; AC 18 (touch 11, flat-footed 15); Atk +9; Grp +23; Atk +13 melee (2d6+9, bite); Full Atk +13 melee (2d6+9, bite); SQ Blindsight, evasion, keen scent, share spells; Space/Reach 15 ft./10 ft.; SV Fort +13, Ref +11, Will +5; Str 22, Dex 16, Con 16, Int 1, Wis 12, Cha 2.

Skills and Feats: Listen +11, Spot +11, Swim +13; Alertness, Great Fortitude, Improved Initiative, Improved Toughness, Iron Will.

* Protected by a *barkskin* cast at CL 3.

Possessions: –

Area 33: Coven's Laboratory

➤ **Fhiel:** Sea Hag Sor12; CR 15; Medium Monstrous Humanoid (Aquatic); HD 3d8+12d4+48; hp 97; Init +2; Spd 30 ft., Swim 40 ft.; AC 16 (touch 13, flat-footed 14);

Base Atk +9; Grp +12; Atk +12 melee (1d4+3, claw); Full Atk +12/+12 melee (1d4+3, claw); SA Horrific appearance, evil eye; SQ Ambibious, SR 14; AL CE; SV Fort +10, Ref +11, Will +14; Str 17, Dex 14, Con 16, Int 12, Wis 13, Cha 23.

Skills and Feats: Concentration +21, Knowledge (Arcana) +7, Knowledge (History) +5, Hide +6, Listen +7, Spellcraft +15, Spot +12, Swim +12; Ability Focus (horrific appearance), Alertness, Practised Spellcaster, Skill Focus (Concentration), Spell Focus (Enchantment), Toughness.

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 19 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 17 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 17 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Spells Known (6/8/8/7/7/6/4; Base DC = 16 + spell level): 0–*daze*, *detect magic*, *detect poison*, *flare*, *mage hand*, *mending*, *message*, *prestidigitation*, *read magic*, 1st–*charm person**, *mage armor*, *magic missile*, *ray of enfeeblement*, *shield*, 2nd–*blindness/deafness*, *blur*, *resist energy*, *scorching ray*, *tasha's hideous laughter**, 3rd–*haste*, *lightning bolt*, *slow*, *vampiric touch*; 4th–*confusion**, *dimensional door*, *Otiluke's resilient sphere*, 5th–*feeblemind**, *hold monster**, 6th–*disintegrate*.

* Due to Spell Focus (Enchantment) the Base DC = 17 + spell level for these spells.

Note that due to the feat Practiced Spellcaster her effective CL is 15.

Possessions: *Cloak of charisma* +2, *eyes of the eagle*, *ring of protection* +1, 2x *scroll of see invisibility*, *scroll of gaseous form*, *scroll of locate object*, *wand of mage armor*, *wand of eagles splendor*, spell component pouch.

➤ **Tieghan:** Sea Hag Clr14; CR 15; Medium Monstrous Humanoid (Aquatic); HD 15d8+18; hp 121; Init +0; Spd 30 ft., swim 40 ft.; AC 26 (touch 10, flat-footed 26); Base Atk +12; Grp +18; Atk +18 melee (1d4+6, claw); Full Atk +18/+18 melee (1d4+6, claw); SA Horrific appearance, evil eye, 1/day smite (+4 atk, +12 dmg), spontaneous inflict; SQ Amphibious, rebuke undead 4/day, SR 14; AL CE; SV Fort +14, Ref +9, Will +17; Str 22, Dex 10, Con 16, Int 12, Wis 21, Cha 14.

Skills and Feats: Concentration +21, Diplomacy +8, Knowledge (religion) +17, Hide -1, Listen +11, Spot +11, Swim +5; Alertness, Corpsecrafter, Destruction Retribution, Quicken Spell, Practiced Spellcaster, Toughness.

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 13 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 13 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 13 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Spells prepared (6/8/6/6/5/5/3; Base DC = 15 + spell level): 0—*cure minor wounds*, *detect magic* (2), *read magic* (2), *resistance*, 1st—*cure light wounds* (2), *divine favor* (2), *protection from good**, *shield of faith* (3); 2nd—*cure moderate wounds*, *death knell*, *resist energy* (2), *shatter**, *spiritual weapon*; 3rd—*bestow curse*, *dispel magic*, *cure serious wounds* (2), *invisibility purge*, *magic circle against good**, 4th—*cure critical wounds*, *freedom of movement* (2), *spell immunity*, *unholy blight**, 5th—*dispel good**, *flame strike*, *quicken inflict light wounds*, *righteous might*, *spell resistance*, 6th—*greater dispel magic*, *harm**, *heal*.

* Domain spell. *Deity:* Panzuriel; *Domains:* Destruction (smite 1/day), Evil (+1 caster level Evil spells).

Note: Due to the Practiced Spellcaster feat she has a CL of 15.

Possessions: Silver dagger, light crossbow, 20 cold iron bolts, +2 *full plate*, +2 *buckler*, *cloak of resistance* +2, *gauntlet of rust*, *periapt of wisdom* +2, silver holy symbol, spell component pouch.

➤ **Raesa:** Sea Hag Ftr11; CR 15; Medium Monstrous Humanoid (Aquatic); HD 3d8+11d10+58; hp 136; Init +2; Spd 30 ft., Swim 60 ft.; AC 25 (touch 11, flat-footed 24); Base Atk +14; Grp +21; Atk +22 melee (2d4+15/19-20/x4, +1 *scythe*) or +21 melee (1d4+8, claw); Full Atk +22/+17/+12 melee (2d4+15/19-20/x2, +1 *scythe*) or +21/+20 melee (1d4+8, claw); SA Horrific appearance, evil eye; SQ Amphibious, SR 14; AL CE; SV Fort +13, Ref +9, Will +12; Str 27, Dex 14, Con 18, Int 10, Wis 16, Cha 12.

Skills and Feats: Knowledge (local: Core) +3, Hide -1, Intimidate +12, Listen +8, Spot +8, Swim +14; Alertness, Combat Reflexes, Hold the Line, Improved Buckler Defense, Improved Critical (*scythe*), Improved

Sunder, Iron Will, Power Attack, Toughness, Weapon Focus (*scythe*), Weapon Specialization (*scythe*).

Horrific Appearance (Su): The sight of a sea hag is so revolting that anyone (other than another hag) who sets eyes upon one must succeed on a DC 12 Fortitude save or instantly be weakened, taking 2d6 points of Strength damage. This damage cannot reduce a victim's Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same hag's horrific appearance for 24 hours. The save DC is Charisma-based.

Evil Eye (Su): Three times per day, a sea hag can cast its dire gaze upon any single creature within 30 feet. The target must succeed on a DC 12 Will save or be dazed for three days, although *remove curse* or *dispel evil* can restore sanity sooner. In addition, an affected creature must succeed on a DC 12 Fortitude save or die from fright. Creatures with immunity to fear effects are not affected by the sea hag's evil eye. The save DCs are Charisma-based.

Possessions: +1 *scythe*, silver dagger, light crossbow, 20x cold iron bolts, +2 *full plate*, +1 *buckler*, *amulet of health* +2, *gauntlets of ogre power*, *boots of speed*, *cloak of resistance* +1, *potion of cure serious wounds*.

Coven Powers:

Spell-Like Abilities: 3/day—*animate dead*, *bestow curse* (DC 17), *control weather*, *dream*, *forcecage*, *mind blank*, *mirage arcana* (DC 18), *polymorph*, *veil* (DC 19), *vision*. Caster level 9th. The save DCs are based on a Charisma score of 16. To use one of these abilities (which requires a full-round action), all three hags must be within 10 feet of one another, and all must participate.

Note that *mindblank* is cast on Raesa in advance and that *veil* has been used as well.

APPENDIX 5: FIGHTING IN WATER

Land based creatures have considerable disadvantages when fighting in water.

Ranged Attacks Underwater: Thrown weapons are ineffective, even when launched from land. Attacks with other ranged weapons takes a –2 penalty on attack rolls for every five feet of water they pass through. In addition normal range increment penalties apply.

Attacks from Land: Characters swimming, floating or treading water on the surface or wading in chest deep water have improved cover (+8 bonus to AC, +4 bonus to Reflex saves) from opponents on land. Land bound attackers who are under a *freedom of movement* spell ignores these modifiers. Magical effects are unaffected except for those that require attack rolls and fire effects.

Fire: Nonmagical fire (including alchemist's fire) does not burn under water. Spells or spell-like effects with the fire descriptor are ineffective underwater unless the caster makes a DC 20 + spell level Spellcraft check. If the check succeeds the spell creates a bubble of steam instead of its usual fiery effect, but otherwise the spell works as normal. A supernatural fire effect is ineffective underwater unless its description states otherwise.

The surface of the water blocks line of effect for any fire spell, even if the caster makes a successful

Drowning: Swimmers can hold their breath for a number of rounds equal to double their Constitution score but only if you do nothing other than take move actions or free actions. If you take a standard action or a full-round action the remainder of the duration for which you can hold your breath is reduced by 1 round (Effectively a character in combat can hold his or her breath only half as long as normal). After this time a successful DC 10 Constitution check must be made every round. The DC for each subsequent check increases by 1.

When a Constitution check is finally failed the swimmer begins to drown. In the first round he falls unconscious (0 hp). In the following round he drops to –1 hit points and in the third round he drowns.

Underwater Combat Adjustments

Condition	Slashing or Bludgeoning	Attack/Damage Tail	Movement	Off Balance? ⁴
<i>Freedom of movement</i>	normal/normal	normal/normal	normal	No
Has a swim speed	-2/half	normal	normal	No
Successful Swim check	-2/half ¹	-2/half	quarter of half ²	No
Firm footing ³	-2/half	-2/half	half	No
None of the above	-2/half	-2/half	normal	Yes

1. A creature without a *freedom of movement* effect or a swim speed makes grapple checks underwater at a –2 penalty, but deals damage normally when grappling.
2. A Successful Swim check lets a creature move one-quarter its speed as a move action or one-half its speed as a full-round action.
3. Creatures have firm footing when walking along the bottom, braced against a ship's hull, or the like. A creature can only walk along the bottom if it wears or carries enough gear to weigh itself down – at least 16 pounds for Medium creatures, twice that for each size category larger than Medium, and half that for each size category smaller than Medium.
4. Creatures flailing about in the water (usually because they failed Swim checks) have a hard time fighting effectively. An off-balance creature loses its Dexterity bonus to Armour Class, and opponents gain a +2 bonus on attacks against it.

Spellcraft check to make the fire spell work underwater.

APPENDIX 6 NEW RULES ITEMS

Blood Thorns

(Source: *Fiend Folio*, page 23)

Large Plant (Extraplanar)

Hit Dice: 3d8+12 (25 hp)

Initiative: +3

Speed: 0 ft.

AC: 16 (-1 size, +3 Dex, +4 natural), touch 12, flat-footed 13.

Base Attack/Grapple: +2/+11

Attack: Tendril +6 melee

Full Attack: 4 tendrils +6 melee

Damage: Tendril 1d8+5

Face/Reach: 10 ft./10 ft.

Special Attacks: Blood drain, improved grab

Special Qualities: Plant traits

Saves: Fort +7, Ref +4, Will +2

Abilities: Str 20, Dex 17, Con 19, Int –, Wis 12, Cha 2.

Skills: –

Feats: –

Climate/Terrain: Any desert and plains (Abys, Carceri, Outlands, Pandemonium)

Organization: Solitary

Treasure: –

Alignment: Always neutral

Advancement: 4–6 HD (Large); 7–15 HD (Huge)

The bloodthorn is a tough, wiry plant that grows in thick, briarlike patches out in the barren wastelands of the Outlands, Carceri, the Abyss, and Pandemonium. The plant subsists entirely on the blood of living creatures by draining it out through 3-inch-long, hollow, needle-sharp spikes on its tendrils. Bloodthorns appear as black, desiccated vines with small-bladed leaves. Bright red, succulent berries grow on the plant continually.

The berries produce a fragrant odor that appeals to most species, especially in the deserts where bloodthorns grow. If a creature survives a bloodthorn's attack and steals away a few berries, it discovers its efforts were in vain – the berries are bitter and provide no sustenance.

On rare occasions, a bloodthorn is transplanted onto the Material Plane. Such plants usually dies in a few days, but some survive and grow to great sizes in the wastelands.

Combat

A bloodthorn seems to be a normal plant until a living creature comes within the reach of its tendrils. It then lashes out with as many tendrils as possible and drains the victim of blood. A bloodthorn allows scavengers to remove the carcasses, thus keeping the area around the plant free of its consumed prey.

A bloodthorn can be summoned using a *summon nature's ally* IV spell.

Blood Drain (Ex): If a bloodthorn grabs an opponent, it begins draining blood. It deals 1d4 of Constitution damage with each successful grapple check. If the opponent wins a grapple check, one of the bloodthorn's tentacles comes loose from the opponent's body. The resulting wound continues to lose blood for 1 additional round.

Improved Grab (Ex): If a bloodthorn hits an opponent that is at least one size category smaller than itself with at least two tendril attacks, it deals normal damage for each tendril and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +11). If it gets a hold, it can use its blood drain ability. Thereafter, the bloodthorn has the option to conduct the grapple normally, or simply use two tendrils to hold the opponent (-20 penalty on grapple check, but the bloodthorn is not considered grappled). In either case, each successful grapple check it makes during successive rounds automatically deals tendril damage and drains blood.

Note: The bloodthorns used in this scenario are a special breed created under unique circumstances. It looks different, but it acts the same!

Spirit of the Air

(Source: *Fiend Folio*, page 160)

Large Magical Beast (Air)

Hit Dice: 11d10+33 (93 hp)

Initiative: +5

Speed: 30 ft., climb 40 ft., fly 60 ft. (average)

AC: 26 (-1 size, +5 Dex, +12 natural), touch 14, flat-footed 21

Base Attack/Grapple: +11/+19

Attack: +1 heavy mace +15 melee

Full Attack: +1 heavy mace +15/+10/+5 melee and bite +12 melee and wing buffet +12 melee

Damage: +1 heavy mace 2d6+5, bite 1d6+2, wing buffet 1d4+2

Face/Reach: 10 ft./10 ft.

Special Attacks: Air mastery, spell-like abilities, spells, whirlwind

Special Qualities: Darkvision 60 ft., DR 10/magic, immunity to air effects, low-light vision, scent, SR 23

Saves: Fort +10, Ref +12, Will +6

Abilities: Str 19, Dex 20, Con 17, Int 14, Wis 17, Cha 16

Skills: Climb +12, Concentration +14, Hide +13, Listen +14, Search +13, Spot +14

Feats: Combat Expertise, Hover, Improved Trip, Multiattack

Climate/Terrain: Any land

Organization: Solitary, pair, or troop (5–12)

Challenge Rating: 11

Treasure: Standard

Alignment: Usually neutral

Advancement: 12–16 HD (Large); 17–33 HD (Huge)

Spirits of the air are whimsical creatures that serve deities of the wind and sky, or even nondeific powers that deal in the same areas. They travel the upper parts of the atmosphere near windy mountaintops as well as the windswept plains of the lowlands. Wherever there is wind, you can find the spirits of the air catching updrafts and soaring through the clouds.

A spirit of the air resembles a monkey, roughly 10 feet tall, with elongated fingers that form the ribs of its fanlike wings. The coloration of their furred bodies ranges from dark brown to blond, and their tusked mouths have a mirthful set, even when the spirits of the air are engaged in battle. A spirit of the air's mouth sports two tusks that curl up toward the creature's nose, then out toward its cheeks. In its long, prehensile tail is typically clutched a heavy mace.

Spirits of the air claim windy areas as their territories. Due to their remarkable mobility, these territories sometimes stretch for hundreds of miles. Creatures that pass within are generally unmolested, but the spirits sometimes take offense at unseen slights and rush to attack interlopers.

Spirits of the air speak Auran, Draconic, and Giant.

Combat

Spirits of the air fight while hovering whenever possible. They use their spell-like abilities from a distance, then close to melee. If their maces are not particularly successful, they resort to their whirlwind attack.

Air Mastery (Ex): A spirit of the air gains a +1 bonus on its attack and damage rolls if its opponent is airborne.

Spell-Like Abilities: At will—*call lightning, control winds, detect magic, 1/day—confusion, control weather, whirlwind, wind walk*. Caster Level 15th; save DC 13 + spell level.

Spells: A spirit of the air casts divine spells as a 7th-level cleric with the Air and Luck domains (6/6/5/4/2; save DC 13 + spell level). A typical spell list: 0—*create water, cure minor wounds, light, resistance, virtue, 1st—command, comprehend languages, divine favor, entropic shield**; 2nd—*aid, animal messenger, cure moderate wounds, enthrall, wind wall**; 3rd—*dispel magic, invisibility purge, magic vestment, protection from elements**; 4th—*freedom of movement**; *summon monster IV*.

* Domain Spell. Domains: Air (turn, destroy, rebuke, or command earth creatures 7/day), Luck (reroll 1/day).

Whirlwind (Su): A spirit of the air can transform itself into a whirlwind once per day and remain in that form for up to 10 rounds. In this form, a spirit of the air can move through the air or along a surface at its fly speed.

The whirlwind is 5 feet wide at its base, 20 feet wide at the top, and 30 feet tall. The spirit of the air controls the whirlwind's exact height (using a standard action to get taller or shorter), but it must be at least 10 feet tall.

Creatures one or more sizes smaller than that spirit of the air might take damage when caught in the whirlwind and may be lifted into the air. An affected creature must succeed on a Reflex save (DC 20) when it comes into contact with the whirlwind or take 2d6 points of damage. It must also succeed on a Reflex (DC 20) save or be picked up bodily and held suspended in the powerful winds, automatically taking 2d6 points of damage each round. A creature that can fly is allowed a Reflex save each round to escape the whirlwind. The creature still takes damage but can leave if the save is successful.

A spirit of the air can eject any carries creatures whenever it wishes, depositing them wherever the whirlwind happens to be.

If the whirlwind's base touches the ground, it creates a swirling cloud of debris. This cloud is centered on the spirit of the air and has a diameter equal to half the whirlwind's height. The cloud obscures vision, including darkvision, beyond 5 feet. Creatures 5 feet away have concealment (20% miss chance), while those farther away have total concealment (50% miss chance). Those caught in the cloud must succeed on a Concentration check (DC 20) to cast a spell.

Immunity to Air Effects (Ex): A spirit of the air is immune to strong winds or any air-related effects.

Scent (Ex): A spirit of the air can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Skills: Spirits of the air have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Vine Horror

(Source: *Fiend Folio*, page 185)

Medium-Size Plant (Aquatic)

Hit Dice: 5d8+20 (42 hp)

Initiative: +0

Speed: 30 ft., swim 20 ft.

AC: 18 (+8 natural), touch 10, flat-footed 18

Base Attack/Grapple: +3/+7

Attack: Slam +7 melee

Full Attack: 2 slams +7 melee

Damage: Slam 1d6+4

Face/Reach: 5 ft./5 ft.

Special Attacks: *Animate vines*

Special Qualities: Half damage from piercing and slashing, malleability, plant traits

Saves: Fort +8, ref +1, Will +2

Abilities: Str 18, Dex 10, Con 19, Int 9, Wis 13, Cha 10.

Skills: Hide +15*, Listen +3, Spot +3, Swim +16

Feats: Alertness, Blind-Fight

Climate/Terrain: Any swamp or aquatic

Organization: Solitary or colony (2–12)

Challenge Rating: 4

Treasure: –

Alignment: Always neutral evil

Advancement: 6–7 HD (Large); 8–16 HD (Huge)

Primitive, cruel, and elusive, vine horrors are sentient colonies of algae with the ability to assume a roughly humanoid form. They stalk swamps and similar areas, and they attack by surprise whenever possible.

Vine horrors are often mistaken for green-skinned humanoids with coarse, rough features. A vine horror's features appear smooth and somewhat unformed, and when it speaks, its voice often changes pitch in unusual and seemingly random patterns.

Guided by their own malicious instincts, vine horrors seek to harm and slay any who enter their territory. Communities located too close to swamps or other vine horror lairs often suffer nocturnal attacks by animated trees.

Vine horrors speak Sylvan.

Combat

Vine horrors often attempt to hide in shallow, algae-filled water, where they then *animate trees* to attack foes on at a time. Unlike treants and similar creatures, vine horrors care nothing for the trees they animate or the swamps they inhabit.

Animate Vines (Sp): A vine horror can use this ability to animate any single vine or similar kind of plant life within 90 feet. An animated vine fights as an assassin vine in all respects (see the *Monster Manual*). An animated vine loses its ability to fight if the vine horror that animated it is incapacitated or moves out of range.

Malleability (Ex): Because of a vine horror's unusual body structure, it can compress its body enough to squeeze through a 1-inch-wide crack. Cracks and similar openings that are 1 inch or more in with do not slow the vine horror at all.

Skills: Vine horrors have a +8 racial bonus on any Swim check to perform some special action or avoid a hazard and can always choose to take 10 on Swim checks, even if distracted or endangered. * Vine horrors have a +15 racial bonus on Hide checks in swamps or other areas with noticeable concentrations of algae.

Feats

Improved Buckler Defense

(Source: *Complete Warrior*, page 100)

You can attack with an off-hand weapon while retaining a buckler's shield bonus to your Armor Class.

Prerequisite: Shield Proficiency.

Benefit: When you attack with a weapon in your off-hand, you may still apply your buckler's shield bonus to your Armor Class.

Normal: Without this feat, a character wielding a buckler who attacks with an off-hand weapon loses the buckler's shield bonus to AC until his or her next turn.

Special: A fighter may select Prone Attack as one of his fighter bonus feats.

Improved Toughness

(Source: *Complete Warrior*, page 101)

You are significantly tougher than normal.

Prerequisite: Base Fortitude save bonus +2.

Benefit: You gain a number of hit points equal to your current Hit Dice. Each time you gain a HD (such as by gaining a level), you gain 1 additional hit point. If you lose a HD (such as by losing a level), you lose 1 hit point permanently.

Special: A fighter may select Prone Attack as one of his fighter bonus feats.

Practiced Spellcaster [General]

(Source: *Complete Divine*, page 82)

Choose a spellcasting class that you possess. Your spells cast from that class are more powerful.

Prerequisite: Spellcraft 4 ranks.

Benefit: Your caster level for the chosen spellcasting class increases by +4. This can't increase your caster level beyond your HD. However, even if you can't benefit from the full bonus immediately, if you later gain noncaster-level HD you may be able to apply the rest of the bonus.

For example, a human 5th-level cleric/3rd-level fighter who selects this feat would increase his cleric caster level from 5th to 8th (since has 8 HD). If he later gained a fighter level, he would gain the remainder of the bonus and his cleric caster level would become 9th (since he now has 9 HD).

A character with two or more spellcasting classes (such as a bard/sorcerer or a ranger/druid) much choose which class gains the feat's effect.

This does not affect your spells per day or spells known. It only increases your caster level, which would help you penetrate SR and increase the duration and other effects of your spells.

Special: You may select this feat multiple times. Each time you choose it, you must apply it to a different spellcasting class. For instance, a 4th-level cleric/5th-level wizard who has selected this feat twice would cast cleric spells as an 8th-level caster and wizard spells as a 9th-level caster.

Corpsecrafter [General]

(Source: *Libris Mortis*, page 25)

Undead you raise or create are tougher than normal.

Benefit: Each undead you raise or create with any necromancy spell gains a +4 enhancement bonus to Strength and +2 hit points per Hit Dice.

Destruction Retribution [General]

(Source: *Libris Mortis*, page 26)

Undead you raise or create harbor a retributive curse that is unleashed if they are destroyed.

Prerequisites: Corpsecrafter.

Benefit: Each undead you raise or create with any necromancy spell releases a burst of negative energy upon its destruction, dealing 1d6 points of damage plus an additional 1d6 points per 2 Hit Dice to every creature within a 10-foot spread (Reflex DC 15 half). This damage comes from negative energy, and it therefore heals undead creatures.

Improved Paralysis [Monstrous]

(Source: *Libris Mortis*, page 27)

You are better at paralyzing your victims.

Prerequisites: Undead type, paralysis special ability, Ability Focus (paralysis).

Benefit: When your natural attacks threaten to paralyze your foe, add a +4 bonus to the save DC.

Improved Turn Resistance [Monstrous]

(Source: *Libris Mortis*, page 27)

You have better than normal chance to resist turning.

Prerequisites: Undead type.

Benefits: You are less easily affected by clerics or paladins than you normally would be (see Turn or Rebuke Undead, page 159 of the *Player's Handbook*). When resolving a turn, rebuke, command, or bolster attempt, add +4 to your character level (monster Hit Dice plus class levels) to determine your Hit Dice for turn, rebuke, command, and bolster attempts. For example, a 4 HD wight with this feat is treated as an 8 HD undead for the purpose of turn, rebuke, command, and bolster attempts, even though it is a 4 HD creature for any other purpose. A vampire that already has +4 turn resistance adds an additional +4 with this feat, for a total of +8.

FORTUNATE SON MAP



