

SHE5-03

The Prophet's Voice

A One-Round D&D® LIVING GREYHAWK™ Sheldomar Valley Metaregional Adventure

Version 2.2

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Dreams course through your mind each night. They burn like molten fire and it has been very many days since you slept a full night. You have wandered into the Good Hills of Keoland seeking solace and an answer. The only way to lessen each night's torment seems to be to travel towards Istivin. What waits for you there? A Sheldomar Valley metaregional adventure for APLs 6-18 and Part Two of the *Dark Clouds* series.

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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Details and maps of the town of Pest's Crossing are excerpted from: *Against the Giants: The Liberation of Geoff* by Gary Gygax and Sean K. Reynolds.

Visit the LIVING GREYHAWK website at www.rpga.com.

For questions specific to this document and your metaregion please e-mail your metaregional point of contact (POC) at scon40@aol.com. For LIVING GREYHAWK campaign questions email rpgahq@wizards.com.

RPGA SANCTIONED PLAY

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 Dungeon Master (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.

To learn more about the LIVING GREYHAWK character creation and development, RPGA event sanctioning, and DUNGEONS & DRAGONS REWARDS, visit the RPGA website at www.rpga.com.

PLAYERS 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 the Appendices.

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 players 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.
2. Advise characters to buy riding dogs to help protect them, and fight for them.

TIME UNITS AND UPKEEP

This is a standard one-round Metaregional adventure, set in the Sheldomar Valley. Characters native to the Sheldomar Valley pay one Time Unit per round, all others pay two Time Units per round.

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 adventure.

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

This adventure follows up events that occurred in SHE4-06 *Dark Clouds Over Istivin*.

The Sakhut have moved worship of Memnor to a place of honor and outlawed the worship of the good deities and, in one fell swoop, created a schism that may cause the dissolution of the giant alliance. The giants stand together in recognition that they are stronger together than apart and in recognition that the Tyv (the word the giants use for the humans who settled into the Sheldomar Valley) have spread through the lands, the ones the giants once held, like a parasitic infestation. At the same time, there are differences in ideology and faith amongst the giants.

The world that the Sakhut wants to build is not the world that all the giants wish to live in. It is a world ruled with an iron fist and ruled absolutely. It is giant-kind ascendant and dominant at the expense of all others. This does not sit well with all of his people, nor does it sit well with the giants' deities themselves, and thus change has begun to move subtly across the political landscape built by the Sakhut.

Maira Lachlandotter's dreams are troubled. She wakes shuddering and in a cold sweat. Carved upon her neck is a rune of arcane power, "*Still Thy Tongue*." She cannot speak lest the Sakhut hear what she says. She remembers the ungentle touch of the knife that made her what she is now. It haunts her dreams. Maira knows despair. She knows remorse. A deep and abiding hatred has grown in her that she is having a harder and harder time controlling. She knows that the Sakhut's plans debase her people. An alliance with the fomorians (giants of deformities, both physical and spiritual) and with the hill giants turns her stomach. It has been forced upon them. This offends her on two levels. First, she finds their twisted forms repulsive. Secondly, she finds the culture of the evil giants unjust and unkind. Maira knows that her rage is changing who she is, but she cannot control it. The Sakhut must be stopped, and she is helpless to effect this change.

Her brother has taken to compromise as an art. He rules Sterich at the behest of the Sakhut. She worries for him as the path he walks can twist him. The Tyv do not understand the sacrifice he has made. He has set himself as a shield between the depredations of the other giants and the small ones. He risks much, and the process erodes who he is.

Iallanis and Hiatea, good deities of the giants, have watched the activities of their "children" with dismay. There is little they can do to directly affect the shape of things. The divine are bound from direct intervention on

Oerth for the most part. Still, the goddesses are not truly restricted in their ability to communicate with their followers, especially not their clergy. Hiatea has begun to shape Maira's dreams. The two fear for her. She is walking a path of destruction and has asked for their guidance. Her deities have heard her. Maira may destroy herself and all she holds dear. Iallanis and Hiatea can save her. While Maira's experiences have given her rage, they have also given her the power to speak about change and a fine sense of justice. Hiatea would have her speak about what she has seen, and therefore testify to all who would hear the injustice of the Sakhut's deeds and policies. Iallanis would have her speak at length about what will occur. Iallanis believes that Maira can become her prophet, an oracle for her people and will be able to transform and shape the world. First however, Maira must be made to confront her anger and her prejudice and regain her voice.

The runic magic that has been worked upon Maira can only be undone by a very few, and all of these individuals are servants of the Sakhut or beyond Maira's reach. However, there is another way. Maira's dreams have shown her continuous images of a slim spindle of white stone, unique and distinct, and unlike any formation she had seen before. During consultation with her father's intelligent harp, Silsellay told her this dream location is the Aerie of Cul Bra Folinu in the Crystalmists, a home for raptorans (a race believe lost or mythical in the Sheldomar Valley). The raptorans of the Aerie are held in thrall to the powerful storm giant wizard, Gar Mujal. Gar is rumored to be an expert in runic magic and power and also a specialist in the elemental planes. Again Maira's dreams changed. Gar, she knows, can give her back her voice, if not directly, then perhaps through another agent. Each time she dreams of taking the journey herself, she dreams of pursuit and death at the hands of the Sakhut's agents. A recurring image has repeated itself to her. She dreams of Tyv, particularly of the Tyv who raided her brother's castle. She knows she must contact these people, but she does not know how. Visions will direct her.

ADVENTURE SUMMARY

Each PC experiences a series of vivid and haunting dreams: the marking of Maira with a rune, the Aerie of Cul Bra Folinu, and being trapped inside of walls. The dreams become more and more violently and painfully intense each day, except when the PCs are moving in the direction of Sterich; it is on those days of travel towards Sterich that the dreams stay at the same intensity. Finally, the PCs find themselves in Crookhollow, at the *Roc's Feather*, where the PCs realize they have been sharing the same cycle of dreams and have a change to discuss them with each other. Maira, wild shaped into the form of a mouse, will observe the PCs' conversation. Maira then sneaks into the room of one of the PCs and leaves a request for aid and a meeting spelled out in grass seeds on the floor. Once the PCs and Maira meet, she

shares with them what she knows, and asks them to travel to the lair of the storm giant and retrieve her voice. This involves a long question & answer session with Silsellay and Maira, with Silsellay acting as Maira's voice. Note that the tone of this exchange is much different for Lords Sinister than for Lords Errant or Stalwart. Maira views Lords Errant and Stalwart as allies; however, Maira is still arrogant and certain she is superior to the PCs, as this is her true weakness. Lords Sinister have a completely different experience as Maira sees her interaction with them as punishment from the divine. These are the people who tried to kill her brother and destroy her ancestral home. Maira makes quite clear to the PCs that she is certain that the Sakhut's agents have fully infiltrated many nations of the Sheldomar (a false rumor actually) and hold Sterich under their complete control. She asks them to keep this information secret since if they share it, most certainly they will be discovered.

Encounter 1: Bound by Shackles

PCs travel through Sterich. This is difficult (but not impossible) for the Lords Sinister and a pleasure for Lords Errant or Lords Stalwart. PCs have a chance to collect information about how the giants rule and about the experiences of the people under the rule of the giants. If PCs are indiscreet, news of their journey will reach the Sakhut. This will increase the challenge of the combats in Encounters 2 and 5 substantially as the giants reinforce their positions in an attempt to either guard their borders more effectively or support their agents. PCs may pick their path through Sterich.

Encounter 2: Uncommon Game

PCs must cross the forbidden zone that buffers the mountains and their foothills. In so doing they encounter a fomorian chieftain who is out hunting Tyv for sport. PCs who help the peasants escape spark a diplomatic incident and lose their status as Lords Errant or Stalwart; their good deed though earns them a new status of Lords Dire instead. Lords Sinister who save the peasants have their status improved as their good deed is noted and reported by survivors (they lose the Lords Sinister title, and the accompanying Hatred of Sterich, and become Lords Dire as well). PCs who do not assist the peasants have their deeds witnessed by survivors and are reported for their cowardice (they lose their Lords Errant or Stalwart status or retain their Lords Sinister status, if they possess one of these). PCs who have not played the first adventure in the series (*SHE4-06 Dark Clouds Over Istivin*) who help spark a diplomatic incident by killing the fomorian chieftain also become Lords Dire of Sterich.

Encounter 3: The Thralls of Gar Mujal

PCs traveling through the Crystalmists and towards the aerie are spotted and approached by raptorans of the Folinu tribe, who are held in service to Gar Mujal. This can lead to an untiered combat if PCs are not careful. If

they are careful, then they will have a chance to peacefully meet and interact with the raptorans. PCs are brought before the elders of the Folinu. Gar Mujal holds these creatures in virtual captivity. One of their ancestors cut a poor deal with Gar Mujal. He twisted the intent of the contract and now holds the entire tribe in bondage. He has used his knowledge of runic magic to curse the Folinu with infertility. Their eggs will only fertilize if the giant allows them to. Those that leave doom those of their bloodline to extinction. They are his servants but not his willing servants. PCs who play their cards right will learn much about Gar and his followers before being brought to the lair of the giant. The raptorans must report their presence and bring them to their Lord. PCs can resist, but the raptorans will fight in this instance.

Encounter 4: The Halls of Cul Bra Folinu

The PCs are brought into the presence of the storm giant wizard, Gar Mujal. PCs must negotiate assistance for Maira. PCs that fail are expunged from the hall or face an untiered combat with Gar and those that serve him (a likely death sentence for such PCs). PCs that are successful are given a chance to stay with Gar as he researches their problem. Gar is no friend of the Sakhut and is quite eager to cause them distress. PCs who take this angle will eventually get what they need. PCs who choose to confront Gar will soon lament that particular tactical decision. Gar is a brilliant tactician and a potent mage with hundreds of years experience dealing with his enemies. The ogres, ogre mage, and bugbears that serve his household are loyal to him and fight to the last. Gar is, in the last, offended by the Sakhut's ambition and jealous of the power amassed as a result. He will help the PCs. Additionally, PCs may be able to convince him to consider the release the Folinu. However, this will require further consideration on his part. They must, however, be careful in how they speak to him. Gar will not provide an answer for PCs in their first meeting, however. He listens to what they have to say and offers them the hospitality of his house while he contemplates what they have brought to him.

Encounter 5: Murder Most Foul

PCs are ambushed by agents of the Sakhut who have infiltrated Gar's household. They attack at night, as the PCs sleep in the suite of rooms provided to them by Gar Mujal.

Encounter 6: The Enemy of My Enemy

Assuming the PCs survive the night, Gar Mujal invites them to breakfast in the morning and provides them with his answer. Gar proposes that the PCs travel through a portal to the Elemental Plane of Air that is at the top of the aerie. Once they reach the Elemental Plane of Air, he suggests they contact the Djinni Noble Azalla, who will be able to help them. Azalla, however, is mystically trapped and needs the PCs help to escape his plight.

Encounter 7: Into Thin Air

Gar makes certain the PCs are transported to Azalla's island prison on the Elemental Plane of Air. Azalla is imprisoned in the tomb of his old master. Within PCs encounter elemental creatures twisted by negative energy and spells gone awry and given unnatural life. They also encounter the remains of Ruka himself, who failed to transform himself into a lich.

Azalla has been bottled and left to a lingering fate of boredom and despair. PCs who successfully solve the riddle to his prison will have a chance to explain why they are there. Azalla will be sensitive to Maira's plight and will want to journey with the PCs to speak with her and offer his assistance.

Conclusion:

PCs make their way back to Maira. Azalla and she meet. He cannot solve her problem directly, but agrees to become her voice, the voice of the prophet.

PREPARATION FOR PLAY

Before play begins, determine who has played *SHE4-06 Dark Clouds Over Istivin* and whether it was with this PC or a different one. Encourage players to play the same PC in this adventure as they did in *SHE4-06 Dark Clouds Over Istivin*, as the play and the narrative has a more consistent and solid resolution when played with the same PCs.

A quick note on Lords Errant, Lords Sinister and Lords Stalwart – Lords Errant earned their title in the Winter Fantasy Special: *Assault on the Vault*. These individuals are the heroes of their realm. This title takes precedence over the title of Lords Stalwart. Lords Stalwart received their title because they were able to defeat Magnussen and ensure Achim Lachlansen became the ruler of Sterich, creating a much more benign rule. Lords Sinister dropped Achim's cloud giant castle very near the city of Istivin, resulting in its devastation. These PCs are under sentence of death within Sterich and should be reminded of this fact at the beginning of the adventure. However, you can indicate to the players of those Lords Sinister PCs that one can play this adventure with those PCs if they are careful in their actions and that the adventure might offer an opportunity for them to clear their name, so to speak.

Determine who is a Lord Errant, Lord Stalwart, or a Lord Sinister, as that affects the narrative arc of the adventure. Lords Sinister have a completely different relationship to Maira and Sterich that will determine the narrative path. Note that it is highly possible that you may have mixed tables of Lords Sinister and Lords Errant/Stalwart. This requires mild suspension of disbelief on the part of the players. Assume Maira's brother Achim was attacked by adventurers (including any PC Lords Sinister present), but he and the castle survived thanks to the actions of any PC Lords Stalwart present. She will treat Lords Errant and non-Lord PCs as

accomplices to the crime of the Lords Sinister, as they are guilty by association, if one is present and no Lord Stalwart is present. Additionally, please determine if any PCs spent TUs studying with Silsellay, as this has relevance when the PCs meet the harp again.

Ask spellcasters to provide a list of any spells they normally cast on days they are traveling. This list is relevant to their starting spells below, in the Introduction.

Give the players *Player Handout #4: The Dreams*.

INTRODUCTION

Tonight you find yourself in Crookhollow in Keoland, not three days from the border of Sterich. The local Inn here is called the Roc's Feather. The halflings who dwell here find your somber manner unsettling. Their cheerful greetings quickly turn to averted eyes and mumbles, "Beg Pardon." The weight of your dreams must tell in your eyes.

Your table is round. Others sit across from you, each, no doubt a veteran of the trade. They have the look of adventurers about them. Their eyes are sunken and blackened pits. Pale, they look as if undeath has tasted each one. You have the same haunted look. You have seen it each morning in your looking glass.

Their eyes meet yours in the same sullen recognition.

What curse afflicts you all?

Allow PCs a chance to interact and introduce themselves to one another. If they ask, let them know the following information:

- They have all arrived in the last 15 minutes.
- They are each suffering from chronic sleep deprivation (DC 10 Heal check).
- The halflings in the Inn are giving them a wide berth and about half of their number have left the Inn since you came in.

Share the following with PCs privately:

- Each PC feels completely exhausted.
- PC spellcasters haven't been able to regain lost spells in four days due to their level of exhaustion. Any spells/spell slots normally used for traveling (as determined in Preparation for Play) are unavailable to the PCs at this time as they have not recovered those due to exhaustion.
- All PCs are considered to be fatigued.

The owner of the Inn is Selwin Downrunner. Selwin assigns his eldest son, Andin, as server to the PCs.

Andin is quiet and polite and avoids conversation with the PCs. The halflings in the Inn disengage as quickly as possible. Selwin and Andin offer rooms to the PCs as they request. The Inn is designed for halfling-sized patrons. PC can only fit one per room. A medium sized mattress is brought into the room for PCs. This covers half the floor.

THE WALLS HAVE EARS

Maira is in the rafters overlooking the PCs. She has shifted into mouse form and is hiding and listening to PCs. DC to spot Maira the mouse is 64 (Diminutive (size) +12, camouflage (circumstance) +10, Hide (skill) +12, forestfold (competence) +20, Assume average roll of 10).

Maira's goal is to verify that this group has been brought to her for the reasons that she believes and to see what sort of people they are based on how they communicate with one another. She takes no other actions other than to observe and wait to see what the players do for the night. If players detect and choose to confront Maira, she attempts to flee. If forced to communicate at this time, Maira shifts into the form of a small earth elemental and carves responses to questions into the wooden floor of the Inn. Note that if PCs physically attack or damage Maira, then she flees, the adventure is over for them, and you may pass out Adventure Records (the PCs receive the **Cursed Sleep** effect).

CROOKHOLLOW

👑 **Crookhollow** (Village): Conventional; AL: LG; 200 gp limit; Assets: 3,000 gp; Population: 300 Mixed (237 halfling, 62 gnomes and 2 dwarves).

Crookhollow is a halfling village also known as Buckshold. It is the site of a local fortification and home of Pemlo Penchant, master brewer of a very fine lambic.

Crookhollow is a sleepy little village that has a major Brewfestival every four years. Several years ago (in CY 592) adventurers aided a halfling known as Pemlo in gathering ingredients for his lambic. Some PCs who have been here before may feel some resentment towards Pemlo or wish to visit the various NPCs. A list of them is below, along with likely reactions:

🍷 **Pemlo Penchant:** Pemlo will be glad to see the PCs, offering them lambic to drink (as he will soon need the room for the new batch coming in next year). He has been feeling a bit under the weather, but nothing that will affect making the lambic next year.

🍷 **Patsy Penchant:** Pemlo's assistant and closest relative is doing well; his uncle keeps at him about not running around and trying to get himself killed. Otherwise, everything is going great – Patsy will offer lambic to the adventurers to make room for the new stock.

☛ **Cal Flatbottom:** Cal is away on patrol and will not appear in this adventure.

☛ **Knothead the Treant:** Knothead is unavailable during this adventure.

☛ **Wil Brayman:** The herbalist overheard a sweet melody while near Spinster's Woods – it was probably the fey; they hold a lot of parties up there. Occasionally their parties get a little too wild and people lose track of time ... and occasionally their minds (chuckling).

Otherwise, nothing special is going on. The lambic will be poured freely as it is time to make room for the new batch. Halflings and gnomes will steer clear of the sleep deprived PCs, vacating areas that the PCs enter. If the PCs aren't sleep deprived due to some magical means, they can participate in the festivities.

SLEEPING OVERNIGHT

Maira identifies the person who has comported themselves in the most diplomatic and level-headed manner during the previous conversation and creeps into that PC's room tonight to leave a message on the floor. Note that a PC who is a Lords Errant or Stalwart is chosen over a Lord Sinister. Unless PCs take unusual precautions, Maira can leave the following message. She is, quite literally, as quiet as a mouse. Additionally, PCs are experiencing the first complete and uninterrupted night's sleep they have had in several weeks. Assume they are in deep slumber, unless PCs tell you otherwise. In that case, she will not visit them. If the entire group of PCs take actions that will prevent her from visiting any of them during the evening, she will leave the message in the barn addressed to them. She uses grass seed, grass, and twigs to leave the message.

Give the PC that Maira favors *Player Handout #1* if he or she is a Lord Errant, *Player Handout #2* if he or she is a Lord Sinister, or *Player Handout #3* if he or she is neither, as soon as he or she wakes in the morning. Note that Maira only chooses a PC she has never met before if there are no Lords Errant or Sinister present.

Selwin and Andin both know where The Knob is and where it is in relation to Spinster's Woods. PCs who have played KEO 2-07 *Getting there is Half the Fun* or who are residents of the Good Hills know exactly where this is. All others can find it with a DC 15 Knowledge (local – Sheldomar Valley metaregion), Knowledge (geography), or Gather Information check, or they can purchase a guide or mapped instructions to the Knob for 50 gp.

Assuming PCs decide to meet Maira for their rendezvous, read the following. If PCs choose to reject her offer of a meeting, their sleep continues to be troubled, and the adventure ends for them here; you may pass out Adventure Records (the PCs receive the **Cursed Sleep** effect).

Spinster's Nob, or the Nob, overlooks Spinster's Wood, a wild place occasionally touched by Fey and madness. It rests on the northern edge of the Bettledown Moors.

The morning sun is bright and the air clear. The bright summer sun touches your face, like a caress. This is the first full night's rest you have had in many a day, and it is welcome.

Knee-high grasses have just gained their summer bloom, and the air dances with the hum of bees.

As you approach the hill, a woman stands, some 16 feet tall. Her skin is the white of clouds. Her hair is a mass of brown curls. Her throat is marked by an ugly, red wound. Scarring in the shape of some arcane mark or rune mars the contour of her perfect skin. She smiles in greeting and bows as you approach.

Beside her rests a ten-foot-tall, gilded harp. Its craftsmanship is exquisite. It speaks, "Good Maira tells me that you are bound to her by ties divine and arcane. I bid you good welcome from us both. Maira bids you thanks, and I too offer you my gratitude. The quicker you bring her aid, the quicker that I will be returned to my home. Please forgive me, but I find the green things and the dirt not to my liking. On this point Maira and I disagree. Regardless, gather round, small ones, and we shall discuss matters great and wondrous."

If PCs are rude or ungracious in their greeting, Silsellay admonishes them, reminding them that she is a harp of the "Fochlucan Line," and respect is her due.

☛ **Maira Lachlansdotter:** N Female Cloud Giant Drd17.

If any PCs present have spent time with Silsellay in her tutelage, she defers to them above all others and expects those individuals to explain to the rest of the party what she considers appropriate social decorum. Silsellay is a bit pretentious and very formal in her communication. Additionally, she has the manner of an early grade school teacher and is didactic and commanding with PCs. If she becomes particularly over the top, Maira reminds her that the PCs are their friends, and Silsellay acknowledges this by saying, "Maira reminds me you are here out of the goodness of your hearts and I should remember your short lives make you impatient." Improvise this sort of commentary as you need.

When PCs have finished initial conversations with Maira and Silsellay, read the following:

"You have dreamed, as has Maira. You have seen Still Thy Tongue carved by flame and steel upon Maira's throat by the agents of the Sakhut. Each

thing she speaks flows to the Sakhut's ears. As such, she has asked me to speak to you in her stead.

You must wonder where these dreams come from. We have a theory. Maira is a druid and a follower of Hiatea. Your dreams have the touch of the divine. They have the imprint of her deity and have come to you with a purpose.

What she bids me tell you now threatens the political foundation of our people. The Sakhut have outlawed the worship of all good deities and promoted worship of Memnon to a place of honor. This rests uneasy among the giants as we are of many different minds. Some see their way as ascendant, and the arrogance of their certainty wears on those that do not share their way of seeing. Change waits like water in a thunderhead.

Maira dreams as you have, but dreams of more. Maira dreams of things she must say. Maira dreams of Iallanis and Hiatea. The goddesses ask her to speak for them. They ask her to share what she has seen and experienced. They ask her to show the people another path. Giant kind must see another way.

We know you think of us as wicked, but that is a simple way of seeing. We are manifold in belief, and there are many who do not see the necessity of tyranny and domination. Maira believes she is the Prophet of these people and of a coming change. Yet, she cannot speak.

She must have her voice.

Maira has shared with me the vision of the rock. It is a place easily recognizable to me. It is Cul Bra Folinu, home of the raptorans of the Folinu tribe. It is also the home of the storm giant wizard Gar Mujal.

Gar Mujal is master of rune craft. He is also a sage, well studied in the ways of the elemental planes. Still Thy Tongue is a rune of potent force crafted by masters of the art. It will require a master to unwind the rune and free Maira from the torture of her silence. She needs you to make the trip for her into the Crystalmists to the realm of the storm giant and secure either his assistance or his counsel in the means to shatter the rune.

Once the rune is broken, Maira will travel amongst her people, speaking the truth of her deities and challenging the tyranny of the Sakhut and Memnon. She needs you to do this."

Maira stares at you and waits for you answer.

Maira and Silsellay answer questions as the PCs ask. Both answer questions to the best of their abilities. Their goal is to secure the player characters' cooperation and help them be successful. The two are forthcoming. The

following covers questions that the PCs are likely to ask and answers that Maira and Silsellay are likely to provide:

Q: What is the meaning of the second dream? What about the raptorans in the dream? What about the egg?

A: *Specific meaning eludes me. Nonetheless, raptorans are not normally known to consult with such as Gar Mujal. It has long been supposed that he must hold them in some sort of thrall or that they suffer from some sort of curse.*

Q: What is the meaning of the third dream? What about the steel walls?

A: *I sincerely have no idea what this dream symbolizes. There are elements that lend themselves to supposition. Certainly, it speaks of a loss of self and imprisonment. Beyond that, all is imprecise, and clear meaning cannot be distilled.*

Q: Why has the Sakhut restricted worship?

A: *We do not know. Close counsel is kept on this issue.*

Q: Won't your brother be angry if you speak out against the Sakhut?

A: *We do not know. Maira is already seen as a traitor in the eyes of the Sakhut. Achim was given the task of pacifying Sterich regardless of this. As long as he is not clearly associated with Maira's cause, he should not be harassed.*

Q: Does he know what you plan?

A: *Achim does not even know that I have been taken from his abode. Fortune smiles upon this task, as Achim is absorbed by matters of state. He is a priest of Iallanis, and the Sakhut's decree rests hard against him. He has chosen a path. He must walk it, and I do not know where it will lead him.*

Q: Why can't you (Silsellay) speak for Maira?

A: *I am an instrument of finest make and not a translator. Besides, given my nature, I have a certain bias in what I say and do. I can be accused of bias towards my owner. In the last, I am a thing, albeit a well-made and beautiful thing. What came from me would not be respected by all the giants, especially the most coarse and vulgar. It is best a prophet speaks with her own voice.*

Q: Why us?

A: *Who knows why fate chooses us? We must all accept our lot. Your lot is different than many. You wear the mantle of champion and of hero. Deeds such as yours are the meat and drink of my craft. If you are fated, accept it as so.*

Q: What do you know about Gar Mujal?

A: *Gar Mujal is old and learned in many arcane arts. Gar Mujal is said to be sly in the way a dragon*

is sly. He has seen much and knows much. He is a plane walker and specializes in the elemental planes. Gar believes in the power of bargains and the power of debt, and many are bound to him as a result.

Q: Please tell us about storm giants?

A: *Storm giants are among the most powerful of their kind.*

Q: What's going on in Sterich?

A: *Achim rules justly. However, he rules as the Sakhut's agent and as such enforces his law. Tyv are subjects. Giants are lords. Tyv nobles fair slightly better but are still only seen as the lead vermin in the pack. The Sakhut's justice is fierce and brutal. Sterich prospers in that it has not been razed. It suffers in that it is enslaved.*

Other questions are likely and possible. Use the notes above as a guideline and paraphrase as you need. Refer to the notes in summary or introduction.

When the questions have begun to wind down, conclude with the following text:

"Maira bids you consider this. The Sakhut have not failed in what they have pursued so far. The armies of the Sheldomar have broken before him. Not one nation has resisted the might of the giants."

PCs may interrupt at this point, as this statement is questionable and reflects giant propaganda more than anything else. Still, it is what Maira believes:

"If the current path is walked to its conclusion then your children and their children down through the generations will live under the Sakhut's heel. Maira fears that her people will succumb to the darkness the Sakhut lays before them. All of giant-kind can choose darkness or light, and the Sakhut's path is darkness and tyranny."

If you help her, she will turn the course history through prophecy and truth.

If you help her, you will have her gratitude.

Regardless whether you choose to help or not, know this. The Sakhut's agents are everywhere. Keoland is compromised. Shibolet has the taint of his agency. All things are for sale in the Yeomanry. The Principality of Ulek is infested with informers. Speak of what you know and invite destruction on Maira. One cannot keep secrets from the Sakhut. Silence is the only lock without a key.

Well then, we have no more to offer. Will you give Maira aid?"

Assuming the PCs agree to help, proceed to Encounter 1. Maira agrees to meet the PCs at the Knob and waits here for them. If the PCs decide not to help, the adventure ends for them now you may pass out

Adventure Records (the PCs receive the Cursed Sleep effect).

ENCOUNTER 1: BOUND BY SHACKLES

The following section can be role-played to whatever degree you and the players desire. In convention or game day play, the limitations of a structured slot will make extended play impractical. In these instances, it is best to let the box text and encounter tables do their work. When time allows, PCs can take their time traversing the nation, and you are encouraged to provide whatever narrative depth strikes their skill set and fancy. Note that Lords Sinister must be discrete and covert as they traverse the nation. If they are discovered, they are captured. However, reasonable precautions such as traveling at night and avoiding population centers are sufficient to protect PCs. Effective use of illusions and magic like *hats of disguise* are also sufficient to allow passage. Make certain that PCs understand that as Lords Sinister, there is a bounty on their heads, and they are wanted by the giants. Although their particular decision when playing SHE4-06 *Dark Clouds Over Istivin* was to drop the island and slay many of the giants, the majority of the premiere tables chose the other path. As a result, they still bear the consequences of their particular decision even though the communal narrative does not reflect that decision (the official result of that adventure was that the good cloud giant noble was attacked, but survived, while a group of adventurers attacked the evil cloud giant noble, earning Sterich a much less deadly submission to the invaders. Lords Errant and Lords Stalwart can pass through Sterich without restriction.

Sterich suffers. The country has not been razed. That much is true. However, the lash is still a lash, no matter how gentle the hand that wields it.

The giants rule. Along the roadside are stands of pikes adorned with the impaled corpses of the dead. Their crimes are written on placards and hung from their necks. All seem slain for theft and murder and other domestic crimes that must be punished in the name of governance. Still, this is not the governance normally seen in the lands of men.

The giants walk among the people with easy arrogance. Orcs, ogres, goblins, hobgoblins, and bugbears act as army, militia, and constabulary for the giants, working side by side with the representatives of the old government. It is an odd sight, a priest of Heironeous and four human soldiers standing beside four goblins as they inspect a cart for contraband. The goblins seem upset they cannot keep what they find. The humans seem dismayed at the vigor of the search. The people in Sterich live lives like few others in the Sheldomar.

Read the following to Lords Errant and/or Stalwart only:

Each of you has seen true nobles, those who have attained their station by right of birth and divine provenance. They are regal in their bearing and dignity and are responded to with deference. The peasants here do not treat you as sovereign lord. They respond to you with the air of a carnival. You are more like some gladiator from the pits of the Great Kingdom or a member of the Bardic Circle in the Principality of Ulek. They gape at you and want to touch your cloak. Deference is the wrong word. Rather, they treat you like some calf poorly made and cursed with an extra limb. So this is what it is to be a noble? In many ways the anonymity of the adventurer was preferable.

Still, this is your nation. These are your people.

Read the following to Lords Sinister only (this assumes that these PCs are being careful about how they move about Sterich; warn PCs who are not being careful that they should be):

Your passage has been unnerving. Giants stalk the land, and you cannot help but feel hunted. The giants have issued wanted placards for all the Lords Sinister. However, your gear is worth more than 5000 gold, and you cannot help but feel insulted on some level. Still, it is more than any Lord, Mayor, or Knight has ever offered to pay you in your career for accomplishing a task.

LORDS SINISTER EXPOSED

Read the following to Lords Sinister who choose **NOT** to travel cautiously through Sterich despite repeated warnings (those who take precautions can avoid this part of the encounter):

You are surprised by how little attention you have drawn. You had thought your presence would have been the cause of at least some notice. Beyond some peasants scurrying out of your groups' way in shock and awe, you have drawn little notice.

It is your third day in Sterich and near midday. The open stretch of road is empty. The trees and grass off to the left and right don't restrict your field of view.

The clouds drift lazily by.

There is a bright flash of light, in front of you and off to your left and right. Before you stands a regal woman, dressed in the livery of Sterich (your bannerman drop to one knee). Behind and around her stand four men in full plate and shield and carrying drawn long swords. Behind her a halfling in robes eyes you warily. To you left and right two other groups appear. One is led by a priest in golden vestments. The other by a huge man carrying a great

sword. A horse materializes beside him as he glares at you.

A substantial amount of information is available for PCs who make the appropriate skill checks. These are detailed in the following list:

- DC 5 Knowledge (nobility and royalty): Marchioness Resbin, the former Sterich head of state, is the woman in front of them.
- DC 25 Spellcraft: Identify the spells as teleports.
- DC 10 Knowledge (religion): Identifies the golden vestments and the holy symbol as sacred to Pelor. Also, identifies the symbols on the armor of the man wielding the double handed sword as those of Heironeous.
- DC 10 Spellcraft or Knowledge (religion): Recognize that the man with the great sword just summoned a warhorse in the manner that a paladin does.

The woman glares at (insert names of Lord Sinister here). *"We are Marchioness Resbin, and We are here to do the people's business. Under penalty of death, We instructed you never to return to Our lands. Your ruthlessness is remembered. Yet you have returned. We have been instructed to bring you to Our Lord, Achim, so that he might come to know the face of Tyv evil and understand what sickness dwells along the Sheldomar."*

"I have no doubt you have magics aplenty to aid you in your flight. Do not fly hence from us. If I fail in your apprehension, the more intolerant elements of the occupying army will rampage through the countryside in pursuit of you. Many hundreds, if not thousands of our subjects will die."

"I ask that you stand down and surrender to our will. You are bound by law, and guilty of deeds of heinous and ruthless excess. Your comrades may continue on their journey (although stripped of any title they might hold in this land from this day forth.)"

"If this must be a trial by arms, so be it, we are able. However, know that if you are triumphant you will be hunted by each nation of the Sheldomar for the murder of a righteous monarch."

"What say ye? Do we face down sword versus sword, or do you yield?"

Let PCs know that to flee under these circumstances is an evil act, as it will directly lead to the sack of many homes and the murder of many people. Attacking the Marchioness and her force is also a definite evil act. Committing an evil act of this magnitude is cause to immediately remove this PC from play; mark this PC's Adventure Record with a note that they committed an evil act and are permanently removed from play. Likewise, let PCs know that the legal claim that has just

been presented is just and most likely accurate and resisting arrest is likewise an evil act and also an unlawful act.

☞ **Marchioness Resbin Dren Emondav:** LN Female Human Sor13; see *Appendix 8*.

☞ **Marchioness' Private Guard (16):** LN Female and Male Human Ftr7.

☞ **Marchioness' Advisor:** LN Male Halfling Mnk9.

☞ **Priest of Pelor:** NG Male Human Clr11.

☞ **Paladin of Heironeous:** LG Male Human Pal11.

Allow PCs what time they need to discuss this. Let them know that the people who surround them are clearly waiting for them to make their move.

Marchioness Resbin will answer the following questions:

Q: What will become of me? What does Achim have in store for us?

A: *We do not know and do not pretend to know the intentions of our Lord. Note that he could have sent his giant minions to capture you and their technique would not have been as gentle. We think they would have slain you and all who stood with you.*

Q: PCs explain their mission, etc.

A: *It is good then that we have only been sent for Lords Sinister, as the rest of you have good work to do. You may continue on once your compatriot has surrendered. Note that we do not wish you ill, although I must detail in my report who you traveled with, and cannot call you Lord or Lady from this day forth. My Lord's forces are already alerted along the borders. I bid you luck.*

Resbin will be insistent that Lords Sinister must surrender. However, a DC 40 Diplomacy check can convince Resbin to allow the Lords Sinister to continue on the mission if they promise to surrender immediately after the mission is completed. She will make such PCs agree to a *geas*.

Lords Sinister who do surrender now or later earn the **Time in Achim's Court** effect on their Adventure Record. PCs who fight or flee are removed from play. PCs who do choose this action should be warned of the consequences of their action. If a fight does break out, simply ask who fights and who does not. Non-combatants may continue with the mod after watching their compatriots successfully kill the Marchioness and her party.

Once the apprehension of Lords Sinister has been resolved, recalculate the APL as is appropriate. Allow tables with fewer than four players to continue on if they

wish. Cohorts may not be added to the party at this point, as the events of the story are already in progress.

COLLECTING INFORMATION IN STERICH

PCs can learn quite a bit as they traverse Sterich based on their skill in gaining such information and the amount of time they choose to commit to the task. Note that parties including Lords Sinister who interact with the population extensively (enter a major city or make more than one attempt to Gather Information) gain the attention of giants and are captured as described above. Note that PCs who use Intimidate and Bluff as a means to collect information and fail in their opposed rolls immediately trigger the increase in EL, as detailed below, as the targets of their tactics alert the giants to their presence.

Likewise, PCs who attempt to directly contact the Marchioness will also trigger the bump in EL, as detailed below. Additionally, Lords Sinister who attempt to contact the Marchioness will trigger their own capture as detailed above.

PCs who are indiscrete in their questioning or who are too pointed in what they ask add to the difficulty of their passage into the Crystalmists. PCs who ask about the mountains, mention Cul Bra Folinu, or ask questions about the organization of the giants' army cause the giants' intelligence network to note the increased interest in the area by the Lords Errant and Stalwart, and they will secure their border; the EL of combats in Encounters 2 and 5 increase by 2 as a result (see the details in those individual encounters).

Gather Information

Gather Information checks assume interaction with groups of people in a social environment. Below are a list of topics that the PCs can ask about on the road, or in cities and villages, and the answers they receive:

THE OCCUPATION

- **DC 10:** At least they don't be eatin' us all the time like back in 584. The last time the giants rules most of the common folk ended up on a spit. At least now they leaves ya alone as long as you mind your trade and keep your head down.
- **DC 15:** Dem twisted lookin' white ones is the worst of the lot. Eat you as soon as look at you, they will. Seems like they're just mad that the cloud giants is in charge. Takes every shot at you they can and calls it collecting tribute. Still Achim don't like them much and they gets in trouble if they hurts us. Not really a part of the giant army anyhow.
- **DC 20:** The Marchioness still governs the day to day. However, the Giants step in anytime there is perceived disorder.

- **DC 25:** Achim Lachlansen is under constant pressure to increase the amount of tax and tribute delivered by Sterich.
- **DC 30:** Knights of the Watch have been seen flying to and from Achim's castle.

THE CRYSTALMISTS

- **DC 5:** Dem Giants crawls all over dem mountains. Ain't a safe place for anyone.
- **DC 10:** They got a dead zone that goes out five miles along the edge of the mountains. They mark it with them big ole' stones the giants like so much. If they catch you there heading towards the mountains, they kill you, then they eat you.
- **DC 15:** The drow that was under them mountains lost a fight with the giants. Used to be they raided us often. Ain't heard nothing from them since.
- **DC 20:** The giants are very territorial and divide their land into fiefdoms. The leader or chieftain in charge of that area has near total authority over his land. The giants do not interfere with each other's sovereign territory.
- **DC 25:** The giants have scoured the mountains. The dwarven nations that once lived there have been eliminated.
- **DC 30:** Rumor has it that their used to be many raptoran clans in the mountains, and Sterich traded with them. Yes, raptorans ... they're not the mythical creatures some would claim them to be. It has been several centuries since such commerce was common though.

THE GIANTS' ARMY

- **DC 5:** Each group of humanoids seems beholden to a specific giant or giant clan. They do as that clan says and respond to others with snarls and disrespect.
- **DC 10:** The giants have a fairly strict caste system that determines their hierarchy. They respect each other as giants and follow orders well. Their units are brutal. Any major group is led by a true blooded giant. Ettins and ogres serve as shock troops.
- **DC 15:** I hear tell the army of Sterich is being dismantled one unit at a time. Entire brigades have been marched into the mountains, never to be seen again. I'm in no hurry to join up myself now.
- **DC 20:** The giants have embarked on house by house searches, usually conducted by orcs and goblinoids. They have carried off anyone who has skill in metalworking.

- **DC 25:** The giants brag that they know what Tyvs say before they say it and will openly tell you that most Tyv would sell their grandmother to save their own skins.
- **DC 30:** The giants are rumored to be readying for a major invasion of the Downlands.

CUL BRA FOLINU

- **DC 5:** Isn't that a tea they make in Ket?
- **DC 10:** Sounds like it might be Auran. Do you speak Auran?
- **DC 15:** Folinu? That name is familiar. I think they were a trading clan up in the mountains that used to trade raw silver and hide for weapons and fine cloth.
- **DC 20:** Back in my great grandfather's time, there was a mountain city we used to trade with deep in the Crystalmists. Suddenly, the trade stopped. Must've been the giants.
- **DC 25:** That was a city of the raptorans. Yes, raptorans ... they're not the mythical creatures some would claim them to be. Rumor has it they were decimated.
- **DC 30:** That means the Whitesky Stone of the Skypledged. It's a raptoran city and rumored to be a portal to the Elemental Plane of Air.

Diplomacy

This assumes that PCs are interacting with members of the local government or clergy. Below are a list of topics that the PCs can ask about, and the answers they receive. You'll note that some categories cannot be accessed with Diplomacy that were accessible with Gather Information:

THE OCCUPATION

- **DC 15:** The best course has been silent cooperation.
- **DC 20:** The giants have been aggressive in their purgation of priests. They have made it very difficult to practice any faith save their own.
- **DC 25:** The faith of Memnor teaches us that all the non-giant races are fodder and that this is the nature of things. Humanoids are a warrior race. Humans and the like are merely beasts of burden or cattle. Some have begun to accept this as their lot.
- **DC 30:** It is rumored that Achim Lachlansen now worships Memnor.

THE GIANTS' ARMY

- **DC 15:** Squabbles occasionally break out between giants of different types. These can be exploited.

- **DC 20:** The giants guard their spell casters closely and protect them. I have never seen a giant's wizard or cleric unprotected by many of his brethren.
- **DC 25:** The giants have made it clear to any in a position of authority that cooperation will be met with reward. Resistance is punishable by death. Still, they are eager for information about each other and their inter-clan intrigue seems to be the chink in their armor.

MEETING LOCALS

When communicating this information in free-form role-playing, develop a series of personas that dwell in different parts of Sterich that PCs interact with. For example:

☛ **Poulinos, Male Human Exp2:** Sense Motive +0; Poulinos is a teamster who drives up and down the length of the country of Sterich delivering goods. He dislikes the occupation immensely and dislikes the humanoids that work for the giants.

☛ **Caprice, Female Human Brd5:** Sense Motive +8; Caprice is a wandering merchant and minstrel and collects information as a result. She is surprised by how mild the occupation has been and credits Achim for his work restraining the worst of the giants' baser instincts.

☛ **Scrand, Male Human War6:** Sense Motive +1; Scrand is a decommissioned member of the army and was once a Lord of Sterich. He can talk at length about the structure of the current army and the giant's army and also about how easy it is to get titles in the land. He can also talk about how easy it is to lose them.

☛ **Grand Selwin, Male Halfling Com2:** Sense Motive +1; Selwin is a halfling and a devout follower of Fharlanghn. He has traveled all over Sterich more out of curiosity than anything else.

☛ **Jacob the Smith, Male Human Exp3:** Sense Motive +2; Jacob is a well built Oeridian man in his early forties. He is a bit closed mouthed. He is worried about his family and his business.

☛ **Constable Malcom, Male Human War3:** Sense Motive +1; the constable knows all the juiciest local gossip and will share it with the Lords given any opportunity.

☛ **Sister Ablis, Female Human Clr2:** Sense Motive +2; Ablis is very concerned about the safety of her flock. As a cleric of Beory she takes her charges well-being very seriously. She is satisfied that the giants have been generous so far in the occupation, but is worried that this could halt. She urges caution.

If PCs go to Istivin and try to contact the Marchioness or any of her staff, this automatically bumps the EL of Encounters 2 and 5 as the people who visit her are always closely watched. Lords Sinister who visit the Marchioness automatically trigger their own capture as detailed above.

When PCs cross the border zone of Sterich, proceed to Encounter 2.

ENCOUNTER 2: UNCOMMON GAME

Note: The difficulty of the combat in this encounter is based in part on how the PCs handled the previous encounter. If PCs passed quickly and quietly through Sterich, then the combat will be at EL = APL. If PCs have been indiscrete, then the encounter's EL is raised by 2.

A light rain has misted most of the day, and the mugginess of a summer storm has settled on you. Armor and straps are far from pleasant riding hard on even callous and hardened skin.

About an hour ago, you crossed into the Forbidden Zone that buffers the Crystalmists. The giants marked the border with an obelisk. Letters wrapped the obelisk in a spiral. Giant, dwarven, the common tongue, and draconic were worked with precision and art into the stone.

The message was simple. "Pass into the Crystalmists at your peril. Tyv found beyond this point will be slain."

If the PCs check, they find the obelisk is non-magical.

The green fields and countryside of Sterich lay behind you. The foothills of the Crystalmists are folded with shallow ravines and steep hollows. The mountains are young compared to the Good Hills, merely a brief footnote before the mountains that rise before you.

Ask for Listen checks. Read the following to those who make a DC 15:

Someone runs towards you though the brush. It seems man-sized from the sound.

Allow PCs to take a standard action if they made the Listen check. Continue with the following box text:

A wild-eyed Oeridian woman in her late twenties staggers onto the rough mountain path you have been marching down. A child of no more than three clings to her, his eyes wild with terror. He sees you and folds his body tight against her, shuddering.

The woman falls backwards at the sight of you, at first terrified, and then her face lights in recognition.

"Lords, help me. The giant has brought us here to hunt. My husband..." she chokes in grief. "It ATE him."

"Love of Pelor, help us," she says, her voice shaking in horror.

The ground vibrates underneath your feet. A giant approaches. Other human voices carry to you in the distance. Some cry out in panic. Others are hoarse shouts of outrage.

PCs can disengage and flee effectively if they choose to. They can hear people running off to their right and left. The misting rain reduces vision to sixty feet. Marla blurts out the following if PCs stop to listen to her:

It's huge and white skinned. It was on us before we knew it. It's got a great twisted lump of flesh where its nose should be. How can something that big be so quiet?

Proceed to the next section of box text. Adjust the DC to spot the fomorian to 10 since the PCs have been prepared for their opponent's tactics. If PCs rush in, they crash through high brush and encounter the fomorian and his entourage (based on APL) as they crash into the clearing. PCs must make an opposed Listen vs. Move. Silently check to avoid surprise as the giant drops down on then from above. See DM Aid: Map #1.

You break out of the brush into a clearing. In the center of the clearing are the fresh remains of someone, the pile of twisted meat and bone close in size to what a human, elf, or dwarf should be. Rubble and tall boulders ring the clearing, and the west side, to your left, is bordered by an escarpment some thirty feet in height. The giant flings himself at you from its top just as several peasants pursued by two dog-like humanoids with bows emerge from the underbrush across from you.

Tactics: Based on APL, the fomorian and his entourage jump the PCs. At lower APLs, the fomorian is wounded and inebriated and cannot trample. Additionally, the peasants swarm and overcome the gnolls. At higher APLs, the giant tramples during the surprise round and then bashes away as his gnoll archer comrades unload a steady, rapid fire on the PCs. At the highest APLs the druid that accompanies this group will send her bear in to fight and observe in owl form, casting a steady barrage of spells. She will delay and target spell casters.

Assuming PCs vanquish the giant and his minions, they quickly find themselves the focus of attention from the surviving peasants. The peasants are all commoners or warriors of first to fourth level. Based on APL, they may have been able to overcome some of the giants' allies. Regardless, the peasants are more than eager to share a meal and a fire with the PCs as they head into the mountains. Under no circumstances outside of magical compulsion will the peasants go into the mountains with

the PCs. Charming or compelling the peasants to come with the PCs into the mountains is an evil act and should be treated as such given the context of the campaign setting.

The villagers were herded here by the fomorian for sport and have been drawn from all over the countryside. Once they were in the restricted area, the giant could do as he pleased with them and claim they had tried to cross over into the mountains. They thank the PCs profusely and offer to feed them. Allow PCs to make any number of Gather Information checks with this group without consequence. Marla and her son Jed function as the mouth-piece.

Marla says such things as. *"Mind the good Lord's question. Saved your life, he did. Be civil and quick in your answer."* Marla and the others defer to the PCs as Lords regardless of their title or station. The Marchioness' knights and lands adventurers all the time, and it is safer from their perspective to assume the PCs are nobility than not.

Use the following personas for peasants as you need:

☛ **Marla, Female Human Com3:** Sense Motive -1.

☛ **Jed, Male Human Com1:** Sense Motive -2.

☛ **Gerri, Male Human Rgr4:** Sense Motive +1; Gerri is a veteran of the liberation of Sterich who settled down to farm with his brother Carl. Carl was killed by the gnolls in the fight.

☛ **Prindle, Male Human Com5:** Sense Motive +2; Prindle is an old commoner who stayed as a refugee in Keoland until the emancipation. He thinks all Keoland nobles are insane and discusses this at length with anyone who will listen.

☛ **Clause, Male Human Ftr3:** Sense Motive +0; Clause is Marla's uncle and a militia member. He is very big and very strong, but not bright.

☛ **Agnes, Female Human Com1:** Sense Motive +3; Agnes is a very simple but pleasant woman and an incredible cook. She will patch PCs' gear if they allow her to.

Treasure: The only treasure in this area is the possessions of the giant and his minions.

Development: PCs who help the peasants escape spark a diplomatic incident and lose their status as Lords Errant or Stalwart; their good deed though earns them a new status of Lords Dire instead. Lords Sinister who save the peasants have their status improved as their good deed is noted and reported by survivors (they lose the Lords Sinister title, and the accompanying Hatred of Sterich, and become Lords Dire as well). PCs who do not assist the peasants have their deeds witnessed by survivors and are reported for their cowardice (they lose their Lords Errant or Stalwart status or retain their Lords Sinister status, if they possess one of these). PCs who have

not played the first adventure in the series (SHE4-06 *Dark Clouds Over Istivin*) who help spark a diplomatic incident by killing the fomorian chieftain also become Lords Dire of Sterich. See **Lord Dire of Sterich** effect on the Adventure Record. This change in status comes directly by edict of the Marchioness, on hearing of the PCs' deeds or lack thereof.

Creatures: The PCs could face one of the following two groups of combatants, depending on the APL and whether or not the EL was increased due to the giants being aware of the PCs' presence (as per Encounter 1).

GIANTS NOT ON ALERT (EL = APL)

APL 6 (EL 6)

👉 **Fomorian Giant, Inebriated and Wounded:** hp 75; use Ettin, *Monster Manual*, page 106.

Note: Two gnoll archers accompany the fomorian giant, but are occupied and defeated by the commoners.

APL 8 (EL 8)

👉 **Fomorian Giant, Inebriated and Wounded:** hp 126; use Stone Giant, *Monster Manual*, page 124.

Note: Two gnoll archers accompany the fomorian giant, but are occupied and defeated by the commoners.

APL 10 (EL 10)

👉 **Fomorian Giant, Inebriated and Wounded:** hp 147; use Fire Giant, *Monster Manual*, page 121.

Note: Two gnoll archers accompany the fomorian giant, but are occupied and defeated by the commoners.

APL 12 (EL 12)

👉 **Fomorian Giant, Inebriated and Wounded:** hp 147; use Fire Giant, *Monster Manual*, page 121.

👉 **Gnoll Archer, Male Gnoll Ftr7:** hp 92; see Appendix 4.

👉 **Gnoll Ranger, Male Gnoll Rgr7:** hp 75; see Appendix 4.

👉 **Scar, Wolf Animal Companion:** hp 30; see Appendix 4.

APL 14 (EL 14)

👉 **Fomorian Giant:** hp 158; see Appendix 5.

👉 **Gnoll Archer, Male Gnoll Ftr10:** hp 132; see Appendix 5.

👉 **Gnoll Ranger, Male Gnoll Rgr10:** hp 99; see Appendix 5.

👉 **Scar, Wolf Animal Companion:** hp 30; see Appendix 5.

APL 16 (EL 16)

👉 **Fiendish Fomorian Giant:** hp 158; see Appendix 6.

👉 **Gnoll Archer, Male Gnoll Ftr12:** hp 165; see Appendix 6.

👉 **Gnoll Ranger, Male Gnoll Rgr12:** hp 126; see Appendix 6.

👉 **Scar, Wolf Animal Companion:** hp 45; see Appendix 6.

APL 18 (EL 18)

👉 **Fiendish Fomorian Giant:** hp 158; see Appendix 7.

👉 **Gnoll Archer, Male Gnoll Ftr14:** hp 189; see Appendix 7.

👉 **Gnoll Ranger, Male Gnoll Rgr12:** hp 126; see Appendix 7.

👉 **Scar, Wolf Animal Companion:** hp 45; see Appendix 7.

👉 **Gnoll Druid, Female Gnoll Drd14:** hp 176; see Appendix 7.

👉 **Mauler, Dire Bear Animal Companion:** hp 111; see Appendix 7.

GIANTS ON ALERT (EL = APL + 2)

APL 6 (EL 8)

👉 **Fomorian Giant, Inebriated and Wounded:** hp 126; use Stone Giant, *Monster Manual*, page 124.

Note: Two gnoll archers accompany the fomorian giant, but are occupied and defeated by the commoners.

APL 8 (EL 10)

👉 **Fomorian Giant, Inebriated and Wounded:** hp 147; use Fire Giant, *Monster Manual*, page 121.

Note: Two gnoll archers accompany the fomorian giant, but are occupied and defeated by the commoners.

APL 10 (EL 12)

👉 **Fomorian Giant, Inebriated and Wounded:** hp 147; use Fire Giant, *Monster Manual*, page 121.

👉 **Gnoll Archer, Male Gnoll Ftr7:** hp 92; see Appendix 3.

👉 **Gnoll Ranger, Male Gnoll Rgr7:** hp 75; see Appendix 3.

➤ **Scar, Wolf Animal Companion:** hp 30; see Appendix 3.

APL 12 (EL 14)

➤ **Fomorian Giant:** hp 158; see Appendix 4.

➤ **Gnoll Archer, Male Gnoll Ftr10:** hp 132; see Appendix 4.

➤ **Gnoll Ranger, Male Gnoll Rgr10:** hp 99; see Appendix 4.

➤ **Scar, Wolf Animal Companion:** hp 30; see Appendix 4.

APL 14 (EL 16)

➤ **Fiendish Fomorian Giant:** hp 158; see Appendix 5.

➤ **Gnoll Archer, Male Gnoll Ftr12:** hp 165; see Appendix 5.

➤ **Gnoll Ranger, Male Gnoll Rgr12:** hp 126; see Appendix 5.

➤ **Scar, Wolf Animal Companion:** hp 45; see Appendix 5.

APL 16 (EL 18)

➤ **Fiendish Fomorian Giant:** hp 158; see Appendix 6.

➤ **Gnoll Archer, Male Gnoll Ftr14:** hp 189; see Appendix 6.

➤ **Gnoll Ranger, Male Gnoll Rgr12:** hp 126; see Appendix 6.

➤ **Scar, Wolf Animal Companion:** hp 45; see Appendix 6.

➤ **Gnoll Druid, Female Gnoll Drd14:** hp 176; see Appendix 6.

➤ **Mauler, Dire Bear Animal Companion:** hp 111; see Appendix 6.

APL 18 (EL 20)

➤ **Fiendish Fomorian Giant Bbn2:** hp 223; see Appendix 7.

➤ **Gnoll Archer, Male Gnoll Ftr16:** hp 213; see Appendix 7.

➤ **Gnoll Ranger, Male Gnoll Rgr14:** hp 144; see Appendix 7.

➤ **Scar, Wolf Animal Companion:** hp 45; see Appendix 7.

➤ **Gnoll Druid, Female Gnoll Drd16:** hp 198; see Appendix 7.

➤ **Mauler, Dire Bear Animal Companion:** hp 129; see Appendix 7.

ENCOUNTER 3: THE THRALLS OF GAR MUJAL

The trip through the Crystalmists takes the PCs many days. Have them arrange their marching order and also their watch rotation before you proceed. The following text assumes a party traveling on foot, as traveling by horse and most mounts is impossible. Alert the text below if PCs are taking steps to move with absolute stealth or to prevent their detection from the air, or if they travel by air. However, it is not necessary to contact the Folinu to complete the mission, so PCs with the appropriate magic or resources can bypass this encounter.

Your sleep has certainly been less troubled since you took up Maira's cause. The dreams have lessened in intensity and in frequency since you started your quest. The images linger and still you dream, but these are clearly images of the dream world and not lucid visions of horror and terror.

The Crystalmists are aptly named. Each morning, the entire range is covered in a cold, wet fog. Sunrise and sunset cause the snow on the highest peaks to shine like cut glass. The mountains are rough and raw. Like all young things, they have sharp edges.

There have been numerous and plentiful signs of giants and their minions as you passed through the mountains. So far, you have been able to easily dodge their patrols.

However, you know someone has been watching you. Far overhead, great birds have been circling for the past hour. More have joined their number and a great swirling flock marks your position.

Suddenly, three of them begin to descend.

With a successful Spot check (DC 15), the PCs know that the flying creatures are humanoid and resemble the ones from their dream.

PCs who panic and who attack the raptors of Cul Bra Folinu quickly cause them to scatter and report their position to Gar Mujal. Gar quickly alerts the other giants in the Crystalmists to the PCs' location and causes a great mobilization of force to hunt them down.

Every day the PCs will have an encounter with a giant force sent to either slay the PCs or drive them from the mountains. The adventure ends here for the PCs; either they successfully escape the mountains and leave Sterich or they are slain by the giants. Assuming they escape, proceed to the Conclusion: Fleeing the Mountains.

However, it is more likely that PCs will wait for the Folinu to descend and speak to them. In that case, proceed to the next section.

All APLs (EL 21)

🔥 **Fire Giants (16):** hp 142 each; see *Monster Manual*, page 121.

🔥 **Troll Hunters (6):** hp 126 each; see *Monster Manual*, page 247.

🔥 **Ogre Barbarians (4):** hp 87 each; see *Monster Manual*, page 199.

🔥 **Wyvern Mounts (4):** hp 74 each; see *Monster Manual*, page 259.

🔥 **Ogre Mages (16):** hp 42 each; see *Monster Manual*, page 200.

🔥 **Trolls (24):** hp 63 each; see *Monster Manual*, page 247.

🔥 **Ogres (40):** hp 33 each; see *Monster Manual*, page 199.

🔥 **Hobgoblins (120):** hp 8 each; see *Monster Manual*, page 153.

MEETING THE FOLINU

Three bird-like creatures glide to the ground before you. These are the creatures from your second dream. They are both man and bird, their wingspan easily twelve feet. Each nimbly shifts an oversized bow from their taloned feet to their hands as they land, side by side. There are two males and one female present. Their wings are feathered white, and each have a fine crest of feathers on their head. From a distance, it almost looks like hair. Each wears functional leather armor, finely worked and well made.

The one in the center speaks.

"I am Caaraaki, first hunter of the Folinu and eyes for my tribe. Many seasons have passed since the ground-bound come among us. We extend welcome but must ask your business here in the lands of Gar Mujal. I am honor-bound to act as his agent."

Caaraaki introduces Shernaa, the female, and Ackabu, the male if asked. These two are his age-mates. Caaraaki speaks in general terms to the PCs. His primary goal is to identify who they are then either bring them directly to Gar Mujal or to his clan elders. His response is based largely on how the PCs present themselves. If he realizes that the PCs are "of the valley" and that they are here "to do god's work," then he leads them to his elders. If not, he takes them directly to Gar Mujal.

🦅 **Raptoran Sentries (3):** male and female raptoran Rgr5; see Appendix 8.

Caaraaki shares the following information with the PCs:

- His people serve Gar Mujal.
- The PCs are in the lands held by Gar Mujal.
- His people used to trade eagerly with those "of the valley" (Sterich and the Sheldomar) but have not done so in four generations.
- This area is controlled by Gar Mujal, and other giants do not come here.
- Their duty is to escort the PCs to Gar Mujal, as they are on his land.
- Gar Mujal trades ideas and information with many sorts of people, including illithids, duergar, the other giants, and sometimes dark-skinned elves. The pale, blonde haired mages of the valley tower sometimes come and speak to him, too. (DC 15 Knowledge (local – Sheldomar Valley metaregion) check identifies these mages as the Silent Ones).

Caaraaki wants the PCs to share information with him also. PCs who are impolite or confrontational are informed that it is time to go before the dread master and explain their need. If PCs are diplomatic, Caaraaki asks the PCs several questions:

- What brings you to the Crystalmists?
- How do you find yourself in the lands of Gar Mujal, by accident or design?
- Do you know that Tyv who travel among the lands of the giants are considered fair sport among the giants?
- Are you the ones now called Lords of the Valley?

Caaraaki is very interested if the PCs are Lords Errant or Stalwart and impressed with the ruthlessness of any Lords Sinister. PCs who mention that they are on a quest and provide details or that mention their dream note that the raptorans are obviously distressed and saddened by what they've said. However, these three do not answer specific questions about the meaning of the dream, but rather defer to their leadership. Likewise, if PCs mention that they are on a divinely inspired quest and reference this in their discussion, Caaraaki wants them to meet his elders and asks them specifically to go there.

He nods, and Shernaa takes flight. Caaraaki does not share specifics about the elders, saying, "Only they are wise enough in counsel to guide you on this path."

If PCs fail to pique the interest of the Folinu, proceed to Encounter 4. Otherwise, proceed to the next section.

THE ELDERS OF THE FOLINU

Caaraaki and his age-mates walk with you, comfortably and adeptly. You have the feeling that the raptorans spend as much time on the ground as they do in the air. Caaraaki makes small talk, pointing out this or that rock formation and discussing at length the dyes that can be gathered from the local flora. He defers to his elders on many questions.

Before you is a perfect oval depression. At its center is a crystal blue pool of water, perfectly circular. Seven raptorans, their wing tips and head feathers blackened with age, wait patiently for you.

They nod to you as you approach and open their arms in greeting.

One steps forward, saying, "And who might you be, that causes our eyes to call us from the aerie to parley? Gar Mujal dislikes secrecy in his servants, so your cause must be dire, else Caaraaki would not have called us out. We must be quick in our counsel."

After the PCs introduce themselves, the elders respond with their identities. They are:

☞ **Sherinda, Flock Chief:** female raptoran Drd12; see Appendix 8.

☞ **Cas, Medicine Chief:** male raptoran Clr9 of Phaulkon; see Appendix 8.

☞ **Nikcuri, War Chief:** male raptoran Rgr10; see Appendix 8.

☞ **Creskara, Hunting Chief:** female raptoran Rgr8/Sor2; see Appendix 8.

☞ **Daetae, Sunspeaker:** female raptoran Brd8; see Appendix 8.

☞ **Nimvanna, Star Chief:** female raptoran Drd7/Skypledged1; see Appendix 8.

☞ **Tayn, Supply Chief:** male raptoran Rog2/Clr6 of Phaulkon; see Appendix 8.

The PCs have an opportunity to introduce themselves and explain why they are here. If PCs do not mention their dream, then Cas asks about it if they have already mentioned it to Caaraaki and his peers. Cas also wants to know how the PCs learned of Cul Bra Folinu.

Once PCs have explained at length what they know and why they are here, use or paraphrase the following text:

Creskara speaks, her voice high, tight, and tonal. "They know of the shame of the Folinu. The divine has led them here. I say we gift them the tale of our fall. Who shares my view?"

Sherinda nods in the head bobbing way of her people, "They should know." The others nod their agreement.

Cas steps forward and strikes his drum once as he lifts himself into the air on his wings. His voice comes to you strong and taut as a bow string.

"In those days the Folinu dwelt upon the rock and sky free of care and free of sorrow. Chief among them was Erruja, a raptoran great in arcane power and great in his arrogance.

Erruja knew that all of those of raptoran blood were bound to the lords of air and descended from the wind of the plane of air itself. He knew that we were touched by the elements and the magic of that place and that the sacred oath we swore to the lords of air gave us strength and gave us the sky.

This was not enough for Erruja. He lusted for more power and plotted to return to the plane of air and confront the Lords therein. Erruja would be their equal. Erruja would be their lord. Erruja would have raptorans be greater than the gods themselves. He set about a plan to make it so.

Gar Mujal is learned in the runic arts and in the elemental planes. He is cunning in counsel and negotiation. He is known far and wide and a maker of gates and a master of runes. He is ancient in his wickedness. He has watched the generations of the skywise rise and fall like grass in its season.

Erruja in his arrogance and pride came to Gar Mujal. Erruja would have a gate to the Lords of air. He would have passage into their lands so his people could claim their supposed birthright.

Gar Mujal looked into Erruja's heart and saw that his lust for power consumed him. Gar Mujal offered a pact bound by blood. He would give Erruja his gate, but he bound to it our fate. Erruja could pass into the land of the djinn; his progeny was bound to his sin. No child of the Folinu from that day could be born if Gar Mujal said, 'Nay.' The price of our flesh did not achieve Erruja's prize. The Lords of air slew him and forbid our passage nigh.

We now serve to live entrapped by our past. To challenge our master is to have our eggs turned to ash."

Cas closes with a flourish on his hand drum.

Creskara lets the final notes hang in the air, "You know the shame of the Folinu. Gar Mujal owns us as surely as you own your steel. I hope this gives meaning to your dream. There is little you can do.

Gar Mugal would let go of you no quicker than I would this bow. We are too useful."

In fact, there is little the PCs can obviously do. The raptoran elders have no idea how they can be freed from their bondage. All they know with certainty is that their master collects favors and information and will broker both. The Folinu tells PCs that they might be able to cut a deal worth their freedom if they have something of value to the trade in return. They, however, have no idea what he would value enough to free them.

The Folinu elders share information that does not directly compromise their master's house. That is, they do not talk about his magical protections or his allies. However, they let PCs know that he has many, many, many ogre mages, bugbears, and ogres as his servants, and that they have seen Gar Mugal single-handedly defeat eight mind flayers.

The Folinu elders tell PCs that they believe that they have been brought here for a reason not clear to any of them. If asked about the portal to the Elemental Plane of Air, the Folinu say none of them has passed through it since Erruja led their bravest warriors to their doom. Gar Mugal forbade them from passing through the gate.

If questioned in specific about Gar Mugal and how he treats the Folinu, PCs find that he treats them well but allows them little freedom. They cannot leave his domain, and he strictly controls who can mate and when. The process they describe sounds like a prize horse breeder managing his stock. However, in the last, none of them want for material things and are well fed and safe. However, they hunger for liberty and freedom.

The Folinu make clear that they must escort the PCs into Gar Mugal's presence and if they do not, he will find out and hunt them down.

If PCs choose to leave the mountains and not speak to Gar Mugal, this triggers the daily attacks of the giant force as mentioned above. If PCs choose to meet Gar Mugal, proceed to Encounter 4.

ENCOUNTER 4: THE HALLS OF CUL BRA FOLINU

The Stone of Cul Bra Folinu was purest white, like fresh fallen snow. Across the face of the stone, you can see small pockmarks, like the one from your dream. Raptorans enter and leave all across the face of the stone.

Caaraaki walks towards the base of the mount, and as you get closer you have a better feel of the raw size of it. It is easily seven hundred feet tall. Clawed from the base of the stone is a massive gate, made of some darker stone. Slitted firing ports surround the gate, and it swings open as you approach. A full dozen blue-skinned ogres step out and move

towards you, greatswords strapped to their backs and huge longbows in their hands.

Caaraaki takes a knee before the largest as he approaches. He says to the ogre mage in Giant, "We have found these Tyv within our Lords demesne. They seek him out and seek his counsel. We release them into your care.

The ogre mage regards you briefly and snarls a greeting. "You live at Gar Mugal's pleasure. Destroy the serenity of my Lord's house and face his wrath. Keep your steel sheathed. Cast no spell. Agree to these things now and swear by your heathen gods else we smite you down."

If PCs agree and swear, then proceed to the next block of text. If not, make clear to them they will not be allowed to continue until they do. They will be allowed to leave, but if they do so, they will soon face repeated attacks by giant forces, as mentioned in Encounter 3, until they escape Sterich; proceed then to the Conclusion: Fleeing the Mountains.

You are led up a long, spiral staircase up into the interior of the mountain. Sconces line the walls, and all flicker with apparent unending flame. There are hundred of bugbears, ogres and ogre mage here, that much is apparent. Gar Mugal's lesser servants, goblins, part with bowed heads as your guards pass with you in tow. This place is vast.

Finally, you are led through a pair of huge brass doors. The room beyond is gilded, with that precious metal worked into every surface. The walls seem to writhe with power, as literally hundreds of different runes adorn the surface.

At the end of the hall, a giant sits atop a white stone throne. He would be easily twenty-five feet tall if he were standing. He is not. He sits casually on his stone throne sipping from a huge gold goblet, a great bastard sword resting against his knee. Eldritch fire licks up and down its blade. His skin is light green. What is truly disturbing though, are the tattoos that cover every inch of his exposed skin. They flicker and flare with a life of their own.

To his right and left are easily fifty ogre mages. They chatter among themselves, regarding you. The Giant sips from his goblet and favors you with a grin.

"Who seeks the wisdom of Gar Mugal? It is not common Tyv in these times to come so far and through so much. Your days are numbered if the Sakhut's will is made manifest... Do you know that if I were a true and faithful servant of my leadership, I would slay and eat you now? Do not fear, I find there is much to admire in the mind of Tyv. You make items of power and destruction to rival our own, even if your magic is primitive and poorly formed. Speak. I would hear what brings such as

you before me. The Sheldomar spawns posing heroes of all stripe and skill. Show me your mettle."

This room is warded by Gar Mujal with runic magic and is proof against *scrying* and *teleportation*. PCs within are also under the effects of a *zone of truth* spell while within (DC 20 Will save). Gar Mujal will be aware of those who have resisted the effects of this spell as he observes the PCs as they speak and determines who has clearly failed. He only allows those people under the effects of the *zone of truth* to speak to him. All others he calls "cunning and sly" and tells them to be silent as he knows they are liars, like all weak and small things.

Gar Mujal is amused by the presence of the PCs and finds their bravery and diligence a novelty. He has a great admiration for human and elven magic and as a result is more amenable to conversation than the typical giant. Finally, he has no love of the Sakhut and is angered by, and jealous of, the power that has been amassed.

Gar Mujal is interested in truth, as truth has value. Deception he appreciates on a purely technical level, but is not amused by Tyv who come and lie to him.

He digs deeply into the PCs' story, asking precise and pointed questions until he knows all the reasons why they are here.

If PCs should decide to attack Gar Mujal, warn them know that their chance of success is minimal. They will quickly find themselves in a fight with a storm giant Wiz10/Loremaster10 backed up by a functionally unlimited number of ogres, ogre mages, and bugbears, many of which are leveled in classes themselves. If PCs are gracious guests, Gar Mujal will not attack the PCs as he finds them entertaining and also sees in them a way to annoy the Sakhut.

♣ **Gar Mujal:** male storm giant Wiz10/Loremaster10.

♣ **Ogre Mages (50):** see *Monster Manual*, page 200.

At his base, Gar Mujal is amenable to the PCs' request if they are truthful to him, show respect, and are articulate in their case. If they fail in all three of these areas, he ejects them from his house. They will soon face repeated attacks by giant forces, as mentioned in Encounter 3, until they escape Sterich; proceed then to the Conclusion: Fleeing the Mountains.

If PCs ask about the plight of the Folinu, Gar laughs and tells them that the Folinu are bound by their own folly. He retells the story in his terms, scoffing at Erruja's idiocy. He refuses to talk to them about such "bird-brained idiocy." He affirms whatever the PCs ask him. However, he very pointedly questions the PCs as they ask, with a specific goal of finding out how the PCs came to know about the Folinu. He sees the raptorans as a useful tool and prizes their ability to do effective recon over a distance. If PCs attempt to bargain for the freedom

of the Folinu, he laughs at them. He has very little interest, at this point, in ending the relationship he has with the raptorans.

Gar Mujal wants to know why the PCs are here. If the PCs share what they know with him, then he decides to help them, although he does not plan to announce it until the morning after when he has done some research. PCs must share the following information to receive Gar Mujal's assistance:

- They were brought here by a dream.
- The rune that they need removed was placed to directly silence a voice against the Sakhut.
- Hiatea and Iallanis are believed to be involved.
- The PCs have had a role in attempting to thwart the Sakhut's plan.
- Aiding them might cause the Sakhut to be overthrown.

He will dig for this information, but he ejects PCs from his presence if they are not forthcoming with the details he seeks. In this case, they will soon face repeated attacks by giant forces, as mentioned in Encounter 3, until they escape Sterich; proceed then to the Conclusion: Fleeing the Mountains.

Gar Mujal is very much aware of the danger of helping displace this rune. However, he is cunning and will evolve a plan.

Assuming PCs do not anger the Giant and can present their case well, Gar Mujal invites them to dinner and leads them into his banquet hall. Afterwards:

The giant nods as you finish. "You bring me much of interest. I must ponder. We may be of use to each other, and certainly we share a common disdain. This evening, I have much to do as I consider your request."

"You are guests within my house. I will provide quarters for you that are secure and let my thralls know that to strike against you is to strike against me. You have my protection. I ask these things: stay to the quarters I assign you. Do not attempt to communicate to the outside, either to your gods or to your allies. Tolerate the idiosyncrasies of my staff. They may press you, but they cannot harm you. Finally, I ask that you do not wander from your room tonight. You are my guests, but I value my privacy. I will not have you poking your nose where it does not belong. Stay in your room."

In the morning we will continue our pilander. I thank you for seeking me out."

If pressed on the issue of magical communication, Gar simply states that he finds it disturbing, and it is the

condition he attaches to his hospitality. If the PCs accept his hospitality, proceed to Encounter 5.

If PCs refuse his hospitality, allow them to quit the mission. They encounter Urg and perhaps his companion, Aglashti on the road as they leave the mountains, rather than in the next encounter. After that fight, go to the Conclusion: Leaving the Mountains.

ENCOUNTER 5: MURDER MOST FOUL

Refer to DM Aid: Map #2 for this encounter.

It is apparent that Gar Mujal routinely extends the hospitality of his house to beings your size. This large cylindrical room is completely and finely appointed. The only apparent entrance is the door you entered, and closer examination bears this out. There are seven alcoves equally spaced around the perimeter of the room. Each is open to the rest of the room except for a curtain easily drawn across the space. Six have a bed and washstand within as well as an empty armoire. One is a small privy. The main room has a sunken and steaming tub at its center. Fine towels, soaps, and oils are in baskets near the water. A low table in the Ketite style has also been provided. Pillows surround the table.

Food, wine, mead, and a small tun of ale have already been provided. It covers the surface of the table and smells quite inviting. The bulk of the fare is wild game. The smell of mutton must be big horn sheep.

The female goblins who brought you here pointed to a hanging bell rope near the entrance and bid you ring if you need anything. They also made clear that it was your right to lock this room from the inside and that none save the master could gain entrance.

Outside your door, two ogres stand guard, perhaps to keep you in, but just as likely, to keep others out. In the morning, you will meet Gar Mujal.

PCs who examine the lock on the door find it of superior (Open Lock DC 40) quality. The residents of Cul Bra Folinu leave the PCs alone, with the exception of Urg, a bugbear assassin who has functioned as a sleeper agent in Gar Mujal's household for years. He has been specifically instructed to eliminate any Tyv who come from the Sheldomar Valley seeking aid against the Sakhut. Other heroes from the Sheldomar draw his attention too, but his long term purpose was to monitor potential agents from Geoff or who might support Geoff. In this instance, he has been instructed to kill as many PCs as he can, but has been told to specifically focus his attention on wizards and sorcerers.

Allow PCs to take whatever precautions they wish and to set watches as they desire. The food that has been provided is untainted. There is one entrance to the room. The room is in the heart of the white stone formation.

Urg enters the room through the privy using *invisibility* and *gaseous form*. He observes waking targets for three rounds and then attacks to kill, layering spells as necessary. Urg will not fight to the death, if he can avoid it. He will flee using *gaseous form*, either fleeing out the door or down the privy as necessary. If PCs do not keep watch, he will coup de grace one target each round until someone wakes up or he has killed everyone. He starts with spell casters and ends his little murder spree with rogues.

Urg has very little illusions about his chances of success in this endeavor. He knows that he will most likely be butchered by the PCs. He has a mission however. He will do his best to kill at least one Tyv.

If PCs sounded the alarm in Sterich by being too aggressive in their questioning or failing to keep a low profile, then Urg will be assisted by Aglashti. Aglashti is an ogre mage warlock who would not normally be used in this way. However, if the "alarm" has been sounded, he will commit to this mission, contacting Urg to coordinate their attacks the night the PCs arrive.

The ogres outside helps as best they are able if a fight breaks out that they can hear. One runs for help, and the other enters the room if it is unlocked or attempts to batter the door down if it is locked. It takes the ogre four rounds to hack through the door. The ogre bellows at the top of his lungs as he tries to hack through, in giant, "I come save Tyv! Master be mad if they get killed and put me in stew pot. I coming!" Help comes to the PCs in a number of rounds equal to their APL in the form of bugbears and ogre mages. When reinforcements arrive, Urg flees.

🗡️ **Guards, Ogres (2):** hp 33 each; see *Monster Manual*, page 199.

🗡️ **Reinforcements, Bugbears (12):** hp 21 each; see *Monster Manual*, page 29.

🗡️ **Reinforcements, Ogre Mages (2):** hp 42 each; see *Monster Manual*, page 200.

Gar Mujal arrives via *dimension door* two rounds after the combat ends. He is apologetic and upset that the PCs have been assaulted. It should be readily apparent to PCs that he is sincere. He offers PCs alternative housing if they are desire and wants to take Urg's body for "questioning." He does not relent on this point. He will have PCs healed by a bugbear cleric in his entourage if they are willing. He vows to get to the bottom of this and let them know what he learns.

If PCs wish to leave, allow them to do so at this point. However, the adventure is over for them in this case. Proceed to the Conclusion: Leaving the Mountains.

If PCs choose to stay and meet with Gar Mujal in the morning, go to encounter 6.

Treasure: The possessions of the assassin(s) are the only treasure here.

Creatures: The PCs could face one of the following two groups of combatants, depending on the APL and whether or not the EL was increased due to the giants being aware of the PCs' presence (as per Encounter 1).

GIANTS NOT ON ALERT (EL = APL + 2)

APL 6 (EL 8)

👉 **Urg:** male bugbear Rog5/Asn1; hp 66; see Appendix 1.

APL 8 (EL 10)

👉 **Urg:** male bugbear Rog5/Asn3; hp 79; see Appendix 2.

APL 10 (EL 12)

👉 **Urg:** male bugbear Rog5/Asn5; hp 102; see Appendix 3.

APL 12 (EL 14)

👉 **Urg:** male bugbear Rog5/Asn7; hp 117; see Appendix 4.

APL 14 (EL 16)

👉 **Urg:** male bugbear Rog5/Asn9; hp 132; see Appendix 5.

APL 16 (EL 18)

👉 **Urg:** male bugbear Rog5/Asn10/Thief-Acrobat1; hp 147; see Appendix 6.

APL 18 (EL 20)

👉 **Urg:** male bugbear Rog5/Asn10/Thief-Acrobat3; hp 162; see Appendix 7.

GIANTS ON ALERT (EL = APL + 4)

APL 6 (EL 10)

👉 **Urg:** male bugbear Rog5/Asn1; hp 66; see Appendix 1.

👉 **Aglashti:** male ogre mage Warlock1; hp 48; see Appendix 1.

APL 8 (EL 12)

👉 **Urg:** male bugbear Rog5/Asn3; hp 79; see Appendix 2.

👉 **Aglashti:** male ogre mage Warlock3; hp 68; see Appendix 2.

APL 10 (EL 14)

👉 **Urg:** male bugbear Rog5/Asn5; hp 102; see Appendix 3.

👉 **Aglashti:** male ogre mage Warlock5; hp 83; see Appendix 3.

APL 12 (EL 16)

👉 **Urg:** male bugbear Rog5/Asn7; hp 117; see Appendix 4.

👉 **Aglashti:** male ogre mage Warlock7; hp 98; see Appendix 4.

APL 14 (EL 18)

👉 **Urg:** male bugbear Rog5/Asn9; hp 132; see Appendix 5.

👉 **Aglashti:** male ogre mage Warlock9; hp 113; see Appendix 5.

APL 16 (EL 20)

👉 **Urg:** male bugbear Rog5/Asn10/Thief-Acrobat1; hp 147; see Appendix 6.

👉 **Aglashti:** male ogre mage Warlock11; hp 128; see Appendix 6.

APL 18 (EL 22)

👉 **Urg:** male bugbear Rog5/Asn10/Thief-Acrobat3; hp 162; see Appendix 7.

👉 **Aglashti:** male ogre mage Warlock13; hp 156; see Appendix 7.

ENCOUNTER 6: THE ENEMY OF MY ENEMY

You are led to the room where you first met Gar Mujal. It has been dressed for a banquet. Gar stands as you enter. His table is larger and set above yours. Six ogre magi stand to your left and right in dress livery.

"I am glad you have survived the night. I must apologize again for the intrusion during the night and for any suffering you endured. It seems my household has been compromised by agents of the Sakhut. The bugbear that attacked you responded well to my questioning. I wrung what I needed from his spirit. Here, I offer you a gift."

One of the ogre magi advances and offers a freshly tanned hide in much the same way a shopkeeper might offer you the finest silk. It grins around its yellowing tusks.

"Take the assassin's hide as a token of my contrition," Gar Mujal says, his tone sincere, "It is

the least I can do given the circumstances. Accept this pelt and my apologies."

The bugbear's hide has been preserved with the same skill a furrier uses to preserve the hide of beaver or minx.

Gar waits until someone receives the hide and then digs into breakfast with vigor. Whichever PC chooses to take the hide receives the **Urg's Hide** effect on their Adventure Record. If the PCs argue about who is to receive the hide, Gar will watch with bemusement as they fight it out.

Gar Mugal is amused but not offended if the PCs do not take the hide of the bugbear. He makes small talk during the meal, but defers any conversation until after the meal is served.

"Well, then," the giant begins, "you have twice shared the hospitality of my table, and I have had time to consider who and what you are and determine where our interests might be aligned. Several things are clear to me.

First, that we all bear the Sakhut little love is something we can all agree on. I am recognized as a threat, else agents would not be deployed here within my walls. That these same assets were deployed against you tells me you have earned their enmity. We share an enemy.

Secondly, in returning Maira's voice, you seek to disrupt the Sakhut's power. I share this ambition, as I find such strutting and posing as the Sakhut does unseemly. We share a goal.

Finally, as you seek the destruction and removal of the rune from Maira's throat, so I seek the power and knowledge to do the same. We share a need.

Simply put, we are bound by three things: hate, desire and ambition. From such as this the best deals are made.

Here is my proposal. Erruja, that great idiot of the Folinu, had me bind a gate for him to the Elemental Plane of Air. He sought a confrontation with the Lords of Air, as you know, his very gods. He was slain as a result, and the bargain he made brought the Folinu into my power.

It also gave me a permanent gate into the Plane of Air. The cloud giants are, alas, bound to the Plane of Air in much the same way the raptorans are. Ancient alliances have given them their power over the elements. The greatest among them travel into the plane to learn more from the Lords of Air and also to bind servants to themselves or make alliances instead if that is their disposition. Some among their number sometimes chose to live among the elementals and the jann, seeking greater power and knowledge.

Ages ago, the cloud giant Ruka Nisindra chose to walk the path of the elementals. He dwelled upon the Plane of Air and became practiced in both runecraft and the lesser arcane arts. He bound to himself djinn and elementals of many different sorts. Legends say he was the first to craft the greatest runes of binding. I do not know if this is true. I do know that his power was great and that he bound to his will a noble djinni called Azalla.

I have found the cloud island necropolis of Ruka Nisindra. I believe the noble djinn Azalla lies trapped within. It should be within his power to grant Maira her voice, once he is liberated. I propose this. I transport you to Ruka's tomb. You liberate the genie and return to me with what magical booty you find. The djinn travels with you. Whatever artifacts you find within the necropolis are mine.

Finally, this deal must be sealed with a geas, which each of you must willingly submit to. I will not risk the loss of the items I seek if you flee. I will bind you to return all items with a magical aura that you find within the necropolis to me.

What say ye?" and with that Gar Mugal rests against his throne, a playful smile on his lips.

Gar Mugal fully expects to have to bargain here and is actually disappointed if PCs merely agree to his terms. Allow PCs a Sense Motive check against his Bluff check (+12 modifier) if they quickly close a deal and do not attempt to bargain. Let them know he is disappointed about something if they are successful in the check.

However, he does not relent on the topic of the *geas*. He allows PCs to leave unmolested if they choose to do so, as he bears them no specific malice. However, the adventure ends for the PCs and you may proceed to the Conclusion: Leaving the Mountains.

THE NEGOTIATIONS

Offer One

If PCs balk or challenge his terms, Gar Mugal says:

"Very well then. Your caution is commendable. Let us try this. If you agree to bring me whatever magical writings, wands, staves, or rods, runes and tomes, weapons, and miscellaneous items of power you find, I agree to let you keep whatever other potions and non-magical loot you discover."

Gar knows that there are several tomes of runic magic in the necropolis, and he wants them for his own. He will barter away the rest of the tomb's contents for these and very much enjoys the process. Each offer and counter offer adds another class of magical booty PCs get to keep until it gets down to just the writings. This is all he is really concerned about, after all, and he finds the process of negotiation amusing.

Offer Two

If PCs push him for the release of the Folinu, he responds as follows:

Gar Mujal's brows knit in consideration. "You would take from me my eyes and ears. They are bound to me by an act of free will. They prosper under my care. I make them better and stronger than they were without me. I have bred them stronger and quicker and harder over time. What do you offer in return for the loss of my greatest servants?"

Gar agrees to release the Folinu from their bondage to him if the PCs relinquish all claims to booty they find in Ruka's tomb and agree to owe him a favor in the future. If they agree to be in his debt (they receive the **Debt to Gar Mujal** effect on the Adventure Record), then he agrees to let the raptors go. He knows that about a third of the raptors will stay with him anyway, as they have prospered with him. To his mindset, he can recover his population loss in a few hundred years and having the debt of Tyv heroes is useful to him in the immediate future.

If asked, he lets the PCs know that he will only agree to this if they are willing to submit to a second *geas* that will bind them to return to him and fulfill a mission for him in the future. He only agrees to this if the entire party submits to him on this issue.

Again PCs can bargain to gain access to greater booty. Gar Mujal will not relent on his demand for a *geas*, however.

WHAT GAR MUJAL KNOWS

Gar Mujal shares what he knows with PCs if they ask him the right question. He is amused by the PCs and interested in their success. Likewise, he is gauging their intelligence based on how they question him and respond to him. He will share the following if asked:

- Ruka is rumored to have turned himself into a lich.
- Ruka's prize work was crafting the *Books of Neros*, a series of texts forged on hammered sheets of astral drift metal. He also wrote many lesser tomes.
- The Necropolis of Ruka has been visited before.
- He believes that Azalla was bound inside the tomb by Ruka to keep his most precious items secure.
- Azalla has been imprisoned for thousands of years. He is a noble djinn, but his *wishes* were forced from him during his imprisonment. He might have one *wish* left. He might just be trapped.
- He can only keep the gate open at one particular point on the Plane of Air for 24 hours. PCs must

accomplish their task in that time. It will take him weeks to recalibrate the gate.

- Gar Mujal doesn't know what guards Ruka's tomb, but he does know that Ruka was a master of elemental magic who dabbled in necromancy.
- He can talk at length about the Plane of Air and its attributes (see *Dungeon Master's Guide*, page 155).

Once PCs have cut a deal with Gar Mujal:

"Well then, it is done. You have bargained well. Spend today preparing as you will. You are restricted to your rooms again, but my servants will bring you what items you feel you need for your journey."

We will need to be at the top of Cul Bra Folinu by midday tomorrow. Plan your day accordingly."

The PCs may request and receive any gear from Table 7-8: Goods and Services (Adventuring Gear section only) in the *Player's Handbook*.

ENCOUNTER 7: INTO THIN AIR

The view from atop Cul Bra Folinu is breathtaking. The mountains stretch away from the white stone as far as you can see. The clouds rest on the shoulders of the tallest peaks like a giant's mantle. The wind whistles around you, like a melody from a dream.

One by one Gar Mujal lays his geas upon you. He uses a great twisted staff of some ebon wood as the mechanism for his casting. The magical compulsion washes over you and your comrades, each, in turn. You must return him the items you agreed to. You can feel the promise wrap about your soul like steel bands.

If any PCs balk at this or attempt to save against the spell (DC 24 Will save) Gar Mujal refuses to open the gate until all the PCs have submitted to his *geas*. As some of the PCs may have already accepted the *geas*, this can have very nasty effects for the rest of the party. Once this is resolved, if it is an issue, proceed:

Gar Mujal gestures and crushes a stone to powder in his hands. The gate reveals itself. He waves his hand at the gate. Images scroll by. First you see a massive storm, lighting crashes thought the air. Next, you see a vast city of floating islands, peopled by a handsome people who must be genies of some sort. Cloudscapes rapidly flash by as Gar Mujal searches for the right place, the right spot. Finally, the image comes to rest on clouds and an unending blue sky. The gate opens onto a plain of swirling cloud.

Gar Mugal waves towards the gate "The surface here is like a cloud rock of a cloud giants' island. Crossover and be quick. The necropolis should be on yon island by the cloud rock obelisk. Remember, on the Plane of Air, down is the direction you choose. It is an act of will to make down, down."

As you peer through, you can see a tall spindle of cloud rock thrust out from the terrain. It is some distance away.

Refer to the *Dungeon Master's Guide*, page 155, for a description of the traits attached to the Plane of Air. Note that gravity is subjective on the Plane of Air. Allow PCs a DC 20 Knowledge (planes) check to determine this information. Give the PCs more planar traits based on their roll, providing information for every five points by which they beat 20.

The island is about one mile across. The surface of the cloud rock is spongy and difficult to walk on. Treat it is a shallow bog (see *Dungeon Master's Guide*, page 88). Gar Mugal quickly turns abusive if PCs do not pass through quickly. Once the PCs cross:

The air is pleasant and warm, if a bit dry. Your feet sink into cloud rock. It feels like muck. Wind moves across you. Down, for right now at least, is below your feet.

It is hard to judge distance, but the obelisk is perhaps a half hour's march from here. Turning to look at the gate, you see a perfect circle limned in silver. Gar Mugal sits opposite, cross-legged on the white stone. He regards you with cold, black eyes.

Once PCs confirm they are heading towards the obelisk and communicate to you whatever precautions they would like to take, read the following:

The Obelisk is like smoke made solid. The surface of the cloud has become harder as you have approached. Before you is a tunnel sunk into the heart of the island. It is deep, stretching down into the island to the end of your vision and out of sight.

PCs may re-orient their own personal down at any time by making a DC 16 Wisdom check. Rules for this are defined in the *Dungeon Master's Guide*, page 147. When PCs are ready to enter the tunnel, let PCs know that the tunnel has become dark. Give PCs a DC 15 Knowledge (planes) check to recognize that this is unusual. If PCs *detect evil*, at this point, they will detect a faint aura. Once they have provided a light source (one strong enough to counter the *deeper darkness* effect [see below]), if they need one, read the following:

It is dark and cold. From down the tunnel a light wind blows, carrying on it the scent of ancient decay.

The tunnel opens into blackness. The walls slope away above and below and to your right and

left. From the slight curve, it seems you are on the surface of a sphere.

Dust floats thickly in the air. Bits of bone and fragments of metal spin weightlessly before you. As you stare into the dark, it is apparent that the skeletons of perhaps hundreds of creatures float before you.

Refer to DM Aid: Map #3 and DM Aid: Map #4. Allow PCs to determine how they want to travel into the room. The sphere is 300 feet across. Columns of cloud stone cross the chamber at multiple points. PCs may cross the room by redefining their personal definition of up and walking along the columns to the other side.

Note that PCs crossing the room are quickly made aware of the bones of hundred of creatures floating without apparent gravity in the air. This makes flying hazardous, and PCs must make a DC 10 + APL Reflex save anytime they fly faster than a 30 foot move; those that fail take 2d6 damage for every 10 feet above the base move of 30 that they fly. That is, a person flying at a base move of 60 feet and playing APL 10 would have to make a DC 20 Reflex or take 6d6 damage as they flew through the bones. The residents of this room have lived here for centuries, and are much more adept at maneuvering within this space. As a result, they ignore this check.

APL 6 (EL 10)

☛ Ruka, Spellstitched Cloud Giant Skeleton: hp 153; see Appendix 1.

☛ Medium Air Necromental: hp 36; see Appendix 1.

☛ Sickening Shock, Living Spell: hp 30; see Appendix 1.

APL 8 (EL 12)

☛ Ruka, Spellstitched Cloud Giant Skeleton: hp 153; see Appendix 2.

☛ Huge Air Necromental: hp 144; see Appendix 2.

☛ Sickening Shocks, Living Spells (2): hp 30 each; see Appendix 2.

APL 10 (EL 14)

☛ Ruka, Spellstitched Cloud Giant Skeleton: hp 153; see Appendix 3.

☛ Greater Air Necromental: hp 189; see Appendix 3.

☛ Sickening Shocks, Living Spells (2): hp 30 each; see Appendix 3.

☛ Greasy Chill, Living Spell: hp 81; see Appendix 3.

APL 12 (EL 16)

✚ **Ruka, Cloud Giant Mummy:** hp 153; see Appendix 4.

✚ **Greater Air Necromental:** hp 189; see Appendix 4.

✚ **Greasy Chill, Living Spell:** hp 81; see Appendix 4.

APL 14 (EL 18)

✚ **Ruka, Evolved(x2) Cloud Giant Mummy:** hp 153; see Appendix 5.

✚ **Elder Air Necromental:** hp 216; see Appendix 5.

✚ **Greasy Chills, Living Spells (2):** hp 81 each; see Appendix 5.

APL 16 (EL 20)

✚ **Ruka, Evolved(x2) Cloud Giant Mummy:** hp 153; see Appendix 6.

✚ **Tempest Necromental:** hp 216; see Appendix 6.

✚ **Greater Dispelling Fire, Living Spell:** hp 147; see Appendix 6.

APL 18 (EL 22)

✚ **Ruka, Evolved(x4) Cloud Giant Mummy:** hp 153; see Appendix 7.

✚ **Air Monolith Necromental:** hp 324; see Appendix 7.

✚ **Greater Dispelling Firestorm, Living Spell:** hp 158; see Appendix 7.

Tactics: The entrance to the bier that holds the undead corpse of Ruka is directly across from the opening. Ruka is either a skeleton or a mummy here (varies based on APL); his attempt at lichdom was an immense failure and he instead became a variant version of a skeleton or mummy. The denizens wait to attack the PCs until they approach the final door to the tomb. This space is both *desecrated* and *unhallowed*. The unhallow effect is also linked to a *deeper darkness* that covers the entire necropolis. The undead will flee into the bier if necessary, based on the PCs' tactics. PCs who fail both Spot and Listen checks against the undead/living spells will be surprised.

The creatures within this tomb are very familiar with this space and have fought here countless times over the millennia. They will use the limitations of the PCs' vision against them and attack out of the darkness as they are able. This is particularly true of those creatures with Flyby Attack. Refer to the rules for light and vision on pages 164-165 of the *Dungeon Master's Guide*. Remember, a light source is visible from a great distance. The inhabitants of this room will take advantage of this and pester the PCs with flyby attacks and spell fire from outside of their range of vision for as long as they can.

When it comes time for melee, the creatures will attempt to attack PCs from three different directions. Due to the circumstances of the tomb and the tactics of the undead/living spells, the EL of this encounter is effectively increased by 1 (which is reflected below).

At low APLs (6-10), the living spells will come straight at the PCs and engage as quickly as they can. The necromental will do flyby attacks until this is no longer tenable, switching targets if it is apparent its target is readied for its next attack. The skeleton will sneak around behind the PCs under cover of darkness if possible and engage from the opposite side as the living spells. If the PCs travel along the pillars, the skeleton will cross on an opposite pillar and swing around to the PCs' other side, using his reach to his advantage. Remember, down is subjective on this plane and these creatures are natives. Use this in their tactics.

At higher APLs (12-18), the living spells will move to flank the PCs. The mummy will fly, using his spell-like abilities and awesome morningstar, paying particular attention to arcane spellcasters and archers. The mummy will also use his innate *fog cloud* and *obscuring mist* abilities to make himself difficult to target. He will have the fear effect face away from the captured subject. The necromental will flyby as described above.

At all APLs, the undead will retreat to the bier and the pit if attacked. At high APLs, the mummy knows about the puzzle that holds Azalla (see below). If forced to retreat here, he will grab a handful of gems and drop them one by one on his turn onto the pillar triggering the Constitution drain described below. This, of course, assumes he is able to retreat.

Furthermore, flying targets draw the attention of the flyers. If a lone or pair of PCs pulls off from the rest and is flying, they will draw the attention of all flyers.

Once the PCs defeat the enemies:

You stand at the lip of a deep pit. Perhaps it is just a dead end corridor, the physics of this place are causing your brain to ache. Light glitters off of coins and other metal at its bottom. Those objects define down along the far wall. Rising from the floor is pedestal. Something rests on it.

THE PIT

PCs can safely descend to the floor by walking down the walls or scaling down with ropes, once they are at the bottom, read the following:

Before you is a box made of mahogany. It rests on a three-foot wide pillar of cloud rock. As you look at the surface of the pillar, you can see the faint outline of an iron flask or a bottle just beneath the surface. It is almost as if the apparently solid material of the stone waxed and waned like moonlight.

Tell the first PC who touches the box that he has an immediate flash of the last element of his or her dream. Repeat the following to the player in question if he or she asks:

Around you there are walls made of steel, smooth and cold to your touch. You can take one stride forward. You can take one stride back. You can take one stride to the left or the right. That is all. The floor underneath your feet slopes gently up to the wall. You cannot stand flat footed, and your ankles and feet ache with standing on the sloping floor.

Above, the light washes from red to blue to green to yellow then back to red. Unending the cycle repeats, again and again and again.

It has always been this way. Long ago you remember the open sky and flight. The touch of such thoughts is fading like a song long lost. Soon, you will remember only the steel walls and the sloping floors. It has been so long. Red, Blue, Green, Yellow, Red, Blue, Green, Yellow, Red, Blue, Green, Yellow, Red, Blue, Green, Yellow, the cycle repeats endlessly.

You cannot walk. You cannot move. You cannot fly. You cannot leave. There is no voice except your own. There is no color beyond these four. The walls are steel. This is all you know. The walls are all. The walls are all. The walls are all. Eternity stretches before you.

As PCs examine the rock, let them know that it is very hard. If a PC attacks the pillar with a weapon, let them know the dream flashes through their mind again and that they hear a scream of agony.

❖ **Pillar:** 3 feet thick; hardness 25; hp 150.

PCs can hack through the stone, but this kills Azalla as the damage done to the stone transfers to him. PCs who slay Azalla have failed their mission; proceed to the Conclusion: Failed Mission.

THE PUZZLE

When PCs open the box:

The box sticks slightly and then opens with a faint creak. There are eight small bowls, no more than three inches across on the left side of the case. The right side contains many precious stones of many different types. Yellow topaz bits, black shards of onyx, red chips of ruby, small white pearls, fragments of blue sapphire, green emerald chips, minute purple garnets, and small pieces of blue-greenish aquamarine fill the deeper side of the hinged box.

The solution to this puzzle is straightforward. PCs need to take four red rubies, four blue sapphires, four green emeralds, and four yellow topaz into four separate

bowls. The bowls must be placed on the table in the following order: red, blue, green, and yellow. The key rests in the dream. The bowls must be placed in the same order as the colored lights cycle in the dream. The number of the gems is the tricky part; hopefully the PCs will notice the repeated use of the number four in the dream: four colors, four strides, four walls.

If PCs ask, tell them there are twelve each of each gem type.

The other gems and extra bowls are a distraction. Placing the bowls in the wrong order or placing a bowl with the wrong colored stones on the table causes 1d4 Con damage to each person within thirty feet of the pedestal for each mistake.

If PCs successfully solve the puzzle, read the following:

The pedestal dissolves into vapor. The iron flask that was suspended within it tumbles to the ground with a clatter. A section of the floor beneath the pedestal disappears too, revealing what can only be the massive tomes that Gar Mujal seeks.

PCs who want to examine the tomes find six three-foot by two-foot mithral covered books with sheets of hammered astral drift metal. Each is numbered in giant sequentially from one to six. PCs trying to read them find that the text is in an ancient dialect of giantish they are unfamiliar with. Further, if they are able to decipher the script, they find that it is gibberish and probably some sort of code.

Treasure: Ruka's possessions are the only treasure here for the PCs.

THE DJINN

The flask itself is the home of Azalla, the noble djinn they have been searching for. Releasing the djinn triggers the following:

You hear a long, low, shuddering scream that builds with each moment. Smoke billows from the steel flask and steadily coalesces into the shape of a handsome bronze skinned human-like man with a balding head and honey brown hair.

"Aaaaaahhhhhh," he breathes out loudly. "I taste the air of freedom and thank you. He bows deeply. My mind has warped and wandered in my time within. I thank you." He bows deeply. "I am Vizier Azalla Munifa, sword brother to the Caliph. I must ask, what time has passed?"

Azalla has been imprisoned for some four thousand years. He is familiar with Oerth and will be stunned to learn that the Suel Imperium and the Baklunish Empire are gone. He will also quickly surmise that his people have been lost to him too.

PCs may immediately ask for a *wish* or if the djinn has a *wish* for them. He smirks and says:

"So it always is with mortals. Hunger for power eats away at your brief span of years. Wishes are the price I pay for bondage. Do you seek to make a slave of me? You do not strike me as the same twisted and evil sort as my master was. I have no wish for you."

Azalla wants to know why the PCs have sought him out. He listens at length and is more than willing to go and speak to Maira if the PCs ask. He believes he might be able to help her, although he provides no specifics if asked.

When PCs are ready to return to Oerth, go to the Conclusion. PCs who return with the books and Azalla proceed to the Successful Mission section; others proceed to the Failed Mission section.

CONCLUSION

FLEEING THE MOUNTAINS

You were afraid that abandoning your quest might cause the dreams to return. Instead, your dreams are disturbingly empty. The passage out of the mountains was not without trial. You know you are lucky to be alive. The giants hounded your every step. Still your soul aches. You have failed.

LEAVING THE MOUNTAINS

You were afraid that abandoning your quest might cause the dreams to return. Instead, your dreams are disturbingly empty. The hospitality of Gar Mujal left much to be desired. You could not abide it. Still, you cannot help but feel that something has been lost here. Maira will not be pleased, of that you are certain.

FAILED MISSION

Gar Mujal met you with disdain. "So, you have failed? I have sent Tyv to do the work of heroes. I should expect as much. Well, I leave you with your failure. Let the magic of my spell work its power upon you. Let your remaining days be miserable. Be gone from here."

PCs who are willing to accept a debt from Gar Mujal (they receive the **Debt to Gar Mujal** effect on the Adventure Record) can get him to dismiss the *geas* spell; however, they must submit to a new *geas* (related to the debt) to do so.

It is a long march back home. The weight of his spell coils about you like a viper.

SUCCESSFUL MISSION

If the PCs successfully negotiated freedom for the Folinu, read the following (and grant them the **Gratitude of the Folinu** effect on the Adventure Record):

The Folinu were overwhelmed with gratitude and awe. They understand you traded your flesh for theirs and set them on a course of freedom. Sadly, a clean third of their number chose to stay with Gar Mujal and serve him still. A willing slave comes to love the lash. The rest were opulent with their thanks and praise. They will be close and good friends and you know you have done the right thing, regardless of cost.

Proceed with the following for all successful parties:

The trip back to Spinster's Knob in Keoland is uneventful. Maira rises to meet you as you make your way to her. She smiles.

"This is the Prophet?" asks Azalla, and moves towards her. "What witchery has been done to you?" he asks and touches Maira's scarred and rune warped flesh. "Ah yes," he says, clearly reading her thought says he has done yours at times as you have traveled, "we have much to discuss."

They speak at length and into the night. Azalla works what magic he can against Still Thy Tongue to no avail. As the sunrise comes, he approaches you all.

"The workings of this rune are beyond my power. At one time I was a master of this art, but time and the steady skill of ages have made what I once knew but a shadow before the might one's that worked this magic. Still, this Maira has the hands of the very gods upon her. She bids me thank you and tells me that she is in your debt, as am I. I have agreed to speak for her. Once I was Azalla Munifa, sword brother to the Caliph. No more, now I am only Azalla. Hence forth let me be known as The Prophet's Voice." With that, he bows deeply before you, and turns his back and walks towards Maira. She inclines her head in thanks.

The light of the new day's sun burns brightly.

PCs who bring Azalla to Maira earn her and Silsellay's thanks (they receive the **Friendship of Maira** and **Immortalized in Song** effects on the Adventure Record).

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 2

Defeat the giant and rescue the peasants

APL 6: 180 xp.
APL 8: 240 xp.
APL 10: 300 xp.
APL 12: 360 xp.
APL 14: 420 xp.
APL 16: 480 xp.
APL 18: 540 xp.

Encounter 5

Survive the assassination attempt

APL 6: 240 xp.
APL 8: 300 xp.
APL 10: 360 xp.
APL 12: 420 xp.
APL 14: 480 xp.
APL 16: 540 xp.
APL 18: 600 xp.

Encounter 7

Defeat the inhabitants of Necropolis

APL 6: 300 xp.
APL 8: 360 xp.
APL 10: 420 xp.
APL 12: 480 xp.
APL 14: 540 xp.
APL 16: 600 xp.
APL 18: 660 xp.

Story Award

Bring Azalla back to Maira

APL 6: 90 xp.
APL 8: 110 xp.
APL 10: 135 xp.
APL 12: 155 xp.

APL 14: 180 xp.

APL 16: 200 xp.

APL 18: 225 xp.

Discretionary roleplaying award

APL 6: 90 xp.
APL 8: 115 xp.
APL 10: 135 xp.
APL 12: 160 xp.
APL 14: 180 xp.
APL 16: 205 xp.
APL 18: 225 xp.

Total possible experience

APL 6: 900 xp.
APL 8: 1,125 xp.
APL 10: 1,350 xp.
APL 12: 1,575 xp.
APL 14: 1,800 xp.
APL 16: 2,025 xp.
APL 18: 2,250 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 adventure, 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.

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

Encounter 2:

GIANTS NOT ON ALERT

APL 6: L: 6 gp, C: 0 gp, M: 0 gp.

APL 8: L: 3 gp, C: 0 gp, M: 0 gp.

APL 10: L: 108 gp, C: 0 gp, M: 0 gp.

APL 12: L: 113 gp, C: 0 gp, M: 40 adamantine arrows (5 gp each), 2 +1 mithral breastplates (429 gp each), 2 potions of cure moderate wounds (25 gp each), 2 +1 composite longbows (+4 Str bonus) (233 gp each), 2 +1 battleaxes (193 gp each).

APL 14: L: 15 gp, C: 0 gp, M: 40 adamantine arrows (5 gp each), 2 +1 mithral breastplates (429 gp each), 2 potions of cure moderate wounds (25 gp each), +1 unholy composite longbow (+4 Str bonus) (1,567 gp), +1 bane (human) seeking composite longbow (+4 Str bonus) (1,567 gp), 2 +1 battleaxes (193 gp each).

APL 16: L: 10 gp, C: 0 gp, M: +1 huge heavy flail (197 gp), 40 adamantine arrows (5 gp each), 2 +1 mithral breastplates (429 gp each), 2 potions of cure serious wounds (63 gp each), +1 unholy composite longbow (+4 Str bonus) (1,567 gp), +1 bane (human) seeking composite longbow (+4 Str bonus) (1,567 gp), 2 +1 battleaxes (193 gp each), 2 amulets of health +2 (333 gp each), 2 lesser bracers of archery (417 gp each), 2 cloaks of protection +3 (750 gp each).

APL 18: L: 11 gp, C: 0 gp, M: +1 huge heavy flail (197 gp), 40 adamantine arrows (5 gp each), +3 mithral breastplate (1,096 gp), +1 mithral breastplate (429 gp), 2 potions of cure serious wounds (63 gp each), +1 unholy composite longbow (+4 Str bonus) (1,567 gp), +1 bane (human) seeking composite longbow (+4 Str bonus) (1,567 gp), 2 +1 battleaxes (193 gp each), 2 amulets of health +2

(333 gp each), greater bracers of archery (2,083 gp), lesser bracers of archery (417 gp), 2 cloaks of protection +3 (750 gp each), gloves of dexterity +2 (333 gp), +3 wild dragonhide (silver) breastplate (3,058 gp), +1 wild heavy darkwood shield (1,355 gp), +1 scimitar (193 gp), periapt of wisdom +4 (1,333 gp), wand of cure serious wounds (CL 5th, 20 charges) (375 gp).

GIANTS ON ALERT

APL 6: L: 3 gp, C: 0 gp, M: 0 gp.

APL 8: L: 108 gp, C: 0 gp, M: 0 gp.

APL 10: L: 113 gp, C: 0 gp, M: 40 adamantine arrows (5 gp each), 2 +1 mithral breastplates (429 gp each), 2 potions of cure moderate wounds (25 gp each), 2 +1 composite longbows (+4 Str bonus) (233 gp each), 2 +1 battleaxes (193 gp each).

APL 12: L: 15 gp, C: 0 gp, M: 40 adamantine arrows (5 gp each), 2 +1 mithral breastplates (429 gp each), 2 potions of cure moderate wounds (25 gp each), +1 unholy composite longbow (+4 Str bonus) (1,567 gp), +1 bane (human) seeking composite longbow (+4 Str bonus) (1,567 gp), 2 +1 battleaxes (193 gp each).

APL 14: L: 10 gp, C: 0 gp, M: +1 huge heavy flail (197 gp), 40 adamantine arrows (5 gp each), 2 +1 mithral breastplates (429 gp each), 2 potions of cure serious wounds (63 gp each), +1 unholy composite longbow (+4 Str bonus) (1,567 gp), +1 bane (human) seeking composite longbow (+4 Str bonus) (1,567 gp), 2 +1 battleaxes (193 gp each), 2 amulets of health +2 (333 gp each), 2 lesser bracers of archery (417 gp each), 2 cloaks of protection +3 (750 gp each).

APL 16: L: 11 gp, C: 0 gp, M: +1 huge heavy flail (197 gp), 40 adamantine arrows (5 gp each), +3 mithral breastplate (1,096 gp), +1 mithral breastplate (429 gp), 2 potions of cure serious wounds (63 gp each), +1 unholy composite longbow (+4 Str bonus) (1,567 gp), +1 bane (human) seeking composite longbow (+4 Str bonus) (1,567 gp), 2 +1 battleaxes (193 gp each), 2 amulets of health +2 (333 gp each), greater bracers of archery (2,083 gp), lesser bracers of archery (417 gp), 2 cloaks of protection +3 (750 gp each), gloves of dexterity +2 (333 gp), +3 wild dragonhide (silver) breastplate (3,058 gp), +1 wild heavy darkwood shield (1,355 gp), +1 scimitar (193 gp), periapt of wisdom +4 (1,333 gp), wand of cure serious wounds (CL 5th, 20 charges) (375 gp).

APL 18: L: 11 gp, C: 0 gp, M: +1 huge heavy flail (197 gp), 40 adamantine arrows (5 gp each), 2 +3 mithral breastplates (1,096 gp each), 2 potions of cure serious wounds (63 gp each), +1 unholy composite longbow (+4 Str bonus) (1,567 gp), +1 bane (human) seeking composite longbow (+4 Str bonus) (1,567 gp), 2 +1 battleaxes (193 gp each), 2 amulets of health +2 (333 gp each), 2 greater bracers of archery (2,083 gp each), 2 cloaks of protection +3 (750 gp each), gloves of dexterity +2 (333 gp), +3 wild dragonhide (silver) breastplate (3,058 gp), +1 wild heavy darkwood shield (1,355 gp), +1 scimitar (193 gp), gloves

of dexterity +4 (1,333 gp), wand of cure serious wounds (CL 5th, 20 charges) (375 gp), 2 rings of protection +4 (2,667 gp each), boots of levitation (625 gp), periapt of wisdom +6 (3,000 gp).

Encounter 5:

GIANTS NOT ON ALERT

APL 6: L: 88 gp, C: 0 gp, M: +1 mithral breastplate (429 gp), +1 morningstar (192 gp), cloak of resistance +1 (83 gp), potion of gaseous form (63 gp), potion of haste (63 gp).

APL 8: L: 88 gp, C: 0 gp, M: +2 mithral breastplate (679 gp), +1 frost morningstar (692 gp), cloak of resistance +1 (83 gp), potion of gaseous form (63 gp), potion of haste (63 gp).

APL 10: L: 88 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +1 (83 gp), potion of gaseous form (63 gp), potion of haste (63 gp), amulet of health +2 (333 gp), ring of counterspells (333 gp).

APL 12: L: 88 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +3 (750 gp), potion of gaseous form (63 gp), potion of haste (63 gp), amulet of health +2 (333 gp), ring of counterspells (333 gp), gloves of dexterity +4 (1,333 gp).

APL 14: L: 88 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +3 (750 gp), potion of gaseous form (63 gp), potion of haste (63 gp), amulet of health +2 (333 gp), ring of counterspells (333 gp), gloves of dexterity +4 (1,333 gp), headband of intellect +4 (1,333 gp), rod of withering (2,083 gp).

APL 16: L: 88 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +3 (750 gp), potion of gaseous form (63 gp), potion of haste (63 gp), amulet of health +2 (333 gp), ring of counterspells (333 gp), gloves of dexterity +4 (1,333 gp), headband of intellect +4 (1,333 gp), rod of withering (2,083 gp), ring of protection +4 (2,667 gp), scarab of protection (3,167 gp).

APL 18: L: 88 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +3 (750 gp), potion of gaseous form (63 gp), potion of haste (63 gp), amulet of health +2 (333 gp), ring of counterspells (333 gp), gloves of dexterity +4 (1,333 gp), headband of intellect +4 (1,333 gp), rod of withering (2,083 gp), ring of protection +4 (2,667 gp), scarab of protection (3,167 gp).

GIANTS ON ALERT

APL 6: L: 151 gp, C: 0 gp, M: +1 mithral breastplate (429 gp), +1 morningstar (192 gp), cloak of resistance +1 (83 gp), potion of gaseous form (63 gp), potion of haste (63 gp), ring of protection +1 (167 gp).

APL 8: L: 151 gp, C: 0 gp, M: +2 mithral breastplate (679 gp), +1 frost morningstar (692 gp), cloak of resistance +1 (83 gp), potion of gaseous form (63 gp), potion of haste (63 gp), ring of protection +1 (167 gp), amulet of health +2 (333 gp).

APL 10: L: 151 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +1 (83 gp), potion of gaseous form (63 gp), potion of haste (63 gp), 2 amulets of health +2 (333 gp each), ring of counterspells (333 gp), ring of protection +1 (167 gp), vest of resistance +1 (83 gp), cloak of charisma +2 (333 gp), 2 potions of cure serious wounds (63 gp each).

APL 12: L: 151 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +3 (750 gp), potion of gaseous form (63 gp), potion of haste (63 gp), 2 amulets of health +2 (333 gp each), ring of counterspells (333 gp), gloves of dexterity +4 (1,333 gp), ring of protection +1 (167 gp), vest of resistance +1 (83 gp), cloak of charisma +4 (1,333 gp), 2 potions of cure serious wounds (63 gp each).

APL 14: L: 151 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +3 (750 gp), potion of gaseous form (63 gp), potion of haste (63 gp), 2 amulets of health +2 (333 gp each), ring of counterspells (333 gp), gloves of dexterity +4 (1,333 gp), headband of intellect +4 (1,333 gp), rod of withering (2,083 gp), ring of protection +3 (1,500 gp), vest of resistance +1 (83 gp), cloak of charisma +4 (1,333 gp), 2 potions of cure serious wounds (63 gp each).

APL 16: L: 117 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +3 (750 gp), potion of gaseous form (63 gp), potion of haste (63 gp), 2 amulets of health +2 (333 gp each), ring of counterspells (333 gp), gloves of dexterity +4 (1,333 gp), headband of intellect +4 (1,333 gp), rod of withering (2,083 gp), ring of protection +4 (2,667 gp), scarab of protection (3,167 gp), ring of protection +3 (1,500 gp), vest of resistance +3 (750 gp), cloak of charisma +4 (1,333 gp), 2 potions of cure serious wounds (63 gp each), warlock's scepter (2,333 gp).

APL 18: L: 117 gp, C: 0 gp, M: +3 mithral breastplate (1,096 gp), +1 frost morningstar (692 gp), cloak of resistance +3 (750 gp), potion of gaseous form (63 gp), potion of haste (63 gp), amulet of health +2 (333 gp), ring of counterspells (333 gp), gloves of dexterity +4 (1,333 gp), headband of intellect +4 (1,333 gp), rod of withering (2,083 gp), 2 rings of protection +4 (2,667 gp each), scarab of protection (3,167 gp), vest of resistance +3 (750 gp), cloak of charisma +6 (3,000 gp), 2 potions of cure serious wounds (63 gp each), warlock's scepter (2,333 gp), amulet of health +4 (1,333 gp), slippers of spider climbing (400 gp).

Encounter 7:

APL 6: L: 5 gp, C: 0 gp, M: 0 gp.

APL 8: L: 5 gp, C: 0 gp, M: 0 gp.

APL 10: L: 5 gp, C: 0 gp, M: 0 gp.

APL 12: L: 0 gp, C: 0 gp, M: +2 *unholy gargantuan morningstar* (1,530 gp), +1 *huge full plate* (596 gp), *ring of major energy resistance (fire)* (2,333 gp), *winged boots* (1,333 gp), *cloak of turn resistance* (917 gp), *ring of counterspells* (333 gp).

APL 14: L: 0 gp, C: 0 gp, M: +2 *unholy gargantuan morningstar* (1,530 gp), +1 *huge full plate* (596 gp), *ring of major energy resistance (fire)* (2,333 gp), *winged boots* (1,333 gp), *cloak of turn resistance* (917 gp), *ring of counterspells* (333 gp).

APL 16: L: 0 gp, C: 0 gp, M: +2 *unholy gargantuan morningstar* (1,530 gp), +1 *huge full plate* (596 gp), *ring of major energy resistance (fire)* (2,333 gp), *winged boots* (1,333 gp), *cloak of turn resistance* (917 gp), *ring of counterspells* (333 gp).

APL 18: L: 0 gp, C: 0 gp, M: +2 *unholy gargantuan morningstar* (1,530 gp), +1 *huge full plate* (596 gp), *ring of major energy resistance (fire)* (2,333 gp), *winged boots* (1,333 gp), *cloak of turn resistance* (917 gp), *ring of counterspells* (333 gp).

Total Possible Treasure (Maximum Reward Allowed)

APL 6: L: 159 gp, C: 0 gp, M: 997 gp – Total: 1,156 gp (900 gp).

APL 8: L: 264 gp, C: 0 gp, M: 2,080 gp – Total: 2,344 gp (1,300 gp).

APL 10: L: 269 gp, C: 0 gp, M: 5,665 gp – Total: 5,934 gp (2,300 gp).

APL 12: L: 201 gp, C: 0 gp, M: 18,375 gp – Total: 18,576 gp (3,300 gp).

APL 14: L: 161 gp, C: 0 gp, M: 26,397 gp – Total: 26,558 gp (6,600 gp).

APL 16: L: 128 gp, C: 0 gp, M: 44,211 gp – Total: 44,339 gp (9,900 gp).

APL 18: L: 128 gp, C: 0 gp, M: 59,737 gp – Total: 59,865 gp (17,000 gp).

ITEMS FOR THE ADVENTURE RECORD

Special

✦ **Cursed Sleep:** This PC refused to aid Maira and is haunted by horrific images in their sleep or during their meditations. This PC suffers from chronic fatigue and becomes fatigued after only 4 hours of activity. This curse can be removed only by a 17th level or higher caster.

🕒 **Urg's Hide:** The hide of this would be bugbear assassin has been presented to you by Gar Mujal.

👤 **Time in Achim's Court:** This PC has his title of Lord Sinister removed; it is replaced by Lord Dire instead. This PC surrendered to the Marchioness of Sterich and was remitted into the custody of Achim, occupier of Sterich and agent of the Sakhut. Achim holds the PC as his captive for 52 TU before letting the individual go. This PC receives a +4 circumstance bonus on any Knowledge or Cha-based check related to the Sakhut or their minions as a result of this captivity. They also gain Giant as a free bonus language, if they don't already possess it, or gain the ability to identify the race of a giant by the dialect of Giant they speak, if they do already possess it.

👤 **Lord Dire of Sterich:** By causing a diplomatic incident in Sterich in order to save a helpless group of commoners from a fate worse than death, you have lost any former titles in Sterich you might have possessed (Lord Stalwart, Lord Sinister, Lord Errant) and the benefits/penalties these titles provided. Instead, you are now known as a Lord Dire, a reputation both troublesome and distinguished. The cost of upkeep is now doubled for you, as your reputation as being a dangerous person to know precedes you. However, you may always take free standard upkeep during any adventure set in the Sheldomar Valley metaregion as the commonfolk are always willing to put you up for the night in honor of your good deeds for the common man/woman. You receive a +2 circumstance bonus to all Cha-based checks with commoners and all Intimidate checks with anyone in the Sheldomar Valley metaregion.

✦ **Debt to Gar Mujal:** You have bound by oath and magic. You have promised to return to Gar Mujal to do his bidding in the future and have accepted a *geas* (CL 20th) as part of this bargain.

👤 **Immortalized in Song:** Silsellay recognizes your bravery and daring in uniting the Prophet with her Voice. She composes a ballad called *The Prophet's Voice* in your honor and makes certain it is distributed to the other intelligent instruments of her Fochlucan line. This PC receives a +2 bonus to all Cha-based checks with good giants.

👤 **Friendship of Maira:** Maira will secure, for your purchase, access to a single casting of *greater dispel magic*, *remove curse*, or *break enchantment* at CL 17th. This favor must be spent during an adventure set in the Sheldomar Valley metaregion. Mark this favor as USED when it is consumed.

👤 **Gratitude of the Folinu:** The Folinu are grateful for your help. You may trade in this favor to gain access (Frequency: Adventure) to purchase the following items (from *Races of the Wild*): *netcutter spikes*, *hawkfeather armor*, *owlfeather armor*, *belt of hidden pouches*, *safewing emblem*, *survival pouch*. Mark this favor as USED when it is consumed.

Item Access

APL 6:

- +1 Mithral Breastplate (Adventure; Dungeon Master's Guide)
- Gargantuan Items: Morningstar (Adventure; Dungeon Master's Guide)
- Large Items: Hide Armor, Morningstar, Javelin, Greatclub, Greatsword, Chain Shirt (Adventure; Dungeon Master's Guide)

APL 8 (all of APL 6 plus the following):

- +1 Frost Morningstar (Adventure; Dungeon Master's Guide)
- +2 Mithral Breastplate (Adventure; Dungeon Master's Guide)
- Large Items: Half-Plate, Greatsword (Adventure; Dungeon Master's Guide)

APL 10 (all of APLs 6, 8 plus the following):

- +3 Mithral Breastplate (Adventure; Dungeon Master's Guide)
- 20 Adamantine Arrows (Adventure; Dungeon Master's Guide)
- Ring of Counterspells (Adventure; Dungeon Master's Guide)
- Vest of Resistance +1 (Adventure; Complete Arcane)

APL 12 (all of APLs 6, 8, 10 plus the following):

- +1 Bane (Human) Seeking Composite Longbow, +4 Str Bonus (Adventure; Dungeon Master's Guide)
- +1 Unholy Composite Longbow, +4 Str Bonus (Adventure; Dungeon Master's Guide)
- +2 Unholy Gargantuan Morningstar (Adventure; Dungeon Master's Guide)
- Cloak of Charisma +4 (Adventure; Dungeon Master's Guide)
- Cloak of Resistance +3 (Adventure; Dungeon Master's Guide)
- Gloves of Dexterity +4 (Adventure; Dungeon Master's Guide)
- Huge Items: Heavy Flail, Hide Armor, +1 Full Plate (Adventure; Dungeon Master's Guide)
- Ring of Major Energy Resistance, Fire (Adventure; Dungeon Master's Guide)
- Winged Boots (Adventure; Dungeon Master's Guide)

APL 14 (all of APLs 6, 8, 10, 12 plus the following):

- +1 Huge Heavy Flail (Adventure; Dungeon Master's Guide)
- Bracers of Archery, Lesser (Adventure; Dungeon Master's Guide)
- Headband of Intellect +4 (Adventure; Dungeon Master's Guide)
- Ring of Protection +3 (Adventure; Dungeon Master's Guide)
- Rod of Withering (Adventure; Dungeon Master's Guide)

APL 16 (all of APLs 6, 8, 10, 12, 14 plus the following):

- +1 Wild Heavy Darkwood Shield (Adventure; Dungeon Master's Guide)
- +3 Wild Dragonhide (Silver) Breastplate (Adventure; Dungeon Master's Guide)
- Bracers of Archery, Greater (Adventure; Dungeon Master's Guide)
- Periapt of Wisdom +4 (Adventure; Dungeon Master's Guide)
- Ring of Protection +4 (Adventure; Dungeon Master's Guide)
- Scarab of Protection (Adventure; Dungeon Master's Guide)
- Vest of Resistance +3 (Adventure; Complete Arcane)
- Wand of Cure Serious Wounds (CL 5th; Adventure; Dungeon Master's Guide)
- Warlock's Scepter (Adventure; Complete Arcane)

APL 18 (all of APLs 6, 8, 10, 12, 14, 16 plus the following):

- Amulet of Health +4 (Adventure; Dungeon Master's Guide)
- Boots of Levitation (Adventure; Dungeon Master's Guide)
- Cloak of Charisma +6 (Adventure; Dungeon Master's Guide)
- Periapt of Wisdom +6 (Adventure; Dungeon Master's Guide)
- Slippers of Spider Climbing (Adventure; Dungeon Master's Guide)

ENCOUNTER 5

Giants Not on Alert

Urg: Male Bugbear Rog5/Asn1; CR 8; Medium Humanoid (Goblinoid); HD 3d8+5d6+1d6+27; hp 66; Init +9; Spd 30 ft., climb 20 ft.; AC 24, touch 15, flat-footed 24 (+5 Dex, +3 natural, +6 armor); BAB/Grp +5/+9; Atk +10 melee (1d8+7, +1 morningstar) or +10 ranged (1d4+4 plus poison/19-20, dagger); Full Atk +10 melee (1d8+7, +1 morningstar) or +10 ranged (1d4+4 plus poison/19-20, dagger); SA sneak attack +4d6, death attack (DC 13), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, poison use; AL LE; SV Fort +5 (+6), Ref +14 (+15), Will +3 (+4); Str 18, Dex 20, Con 16, Int 14, Wis 8, Cha 8.

Skills and Feats: Balance +6, Bluff +10, Climb +7, Diplomacy +0, Disguise +4 (+6 acting), Hide +16, Intimidate +0, Jump +5, Listen +3, Move Silently +20, Open Lock +10, Sleight of Hand +7, Spot +3, Tumble +16, Use Magic Device +5; Combat Expertise, Improved Feint, Improved Initiative, Iron Will.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (1, save DC 12 + spell level): 1st – critical strike*, distract assailant*. *Complete Adventurer.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +1 mithral breastplate, +1 morningstar, cloak of resistance +1, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of spider climb, potion of invisibility, potion of gaseous form.~~

Giants on Alert

Urg: Male Bugbear Rog5/Asn1; CR 8; Medium Humanoid (Goblinoid); HD 3d8+5d6+1d6+27; hp 66; Init +9; Spd 30 ft., climb 20 ft.; AC 24, touch 15, flat-footed 24 (+5 Dex, +3 natural, +6 armor); BAB/Grp +5/+9; Atk +10 melee (1d8+7, +1 morningstar) or +10 ranged (1d4+4 plus poison/19-20, dagger); Full Atk +10 melee (1d8+7, +1 morningstar) or +10 ranged (1d4+4 plus poison/19-20, dagger); SA sneak attack +4d6, death attack (DC 13), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, poison use; AL LE; SV Fort +5 (+6), Ref +14 (+15), Will +3 (+4); Str 18, Dex 20, Con 16, Int 14, Wis 8, Cha 8.

Skills and Feats: Balance +6, Bluff +10, Climb +7, Diplomacy +0, Disguise +4 (+6 acting), Hide +16, Intimidate +0, Jump +5, Listen +3, Move Silently +20, Open Lock +10, Sleight of Hand +7, Spot +3, Tumble +16, Use Magic Device +5; Combat Expertise, Improved Feint, Improved Initiative, Iron Will.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (1, save DC 12 + spell level): 1st – critical strike*, distract assailant*. *Complete Adventurer.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +1 mithral breastplate, +1 morningstar, cloak of resistance +1, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of spider climb, potion of invisibility, potion of gaseous form.~~

Aglashti: Male Ogre Mage Warlock1; CR 9; Large Giant; HD 5d8+1d6+18; hp 48; Init +7; Spd 40 ft., fly 40 ft. (good); AC 26, touch 13, flat-footed 23 (-1 size, +3 Dex, +5 natural, +8 armor, +1 deflection); BAB/Grp +3/+11; Atk +7 melee (3d6+6/19-20, large masterwork greatsword) or +6 ranged touch (1d6, eldritch blast); Full Atk +7 melee (3d6+6/19-20, large masterwork greatsword) or +6 ranged touch (1d6, eldritch blast); Space/Reach 10 ft./10 ft.; SA spell-like abilities, invocations (least; CL 1st), eldritch blast 1d6; SQ darkvision 90 ft., low-light vision, regeneration 5, SR 19; AL LE; SV Fort +7, Ref +4, Will +5; Str 18, Dex 17, Con 16, Int 13, Wis 14, Cha 22. Complete Arcane, page 5.

Skills and Feats: Concentration +12, Knowledge (arcana) +2, Listen +6, Spellcraft +9, Spot +6, Use Magic Device +7 (+9 scrolls); Combat Casting, Improved Initiative, Weapon Focus (eldritch blast).

Spell-Like Abilities: At will – darkness, invisibility; 1/day – charm person (DC 17), cone of cold (DC 21), gaseous form, polymorph, sleep (DC 17). CL 9th; save DC is Cha-based.

Flight (Su): An ogre mage can cease or resume flight as a free action. While using gaseous form it can fly at its normal speed and has perfect maneuverability.

Regeneration (Ex): Fire and acid deal normal damage to an ogre mage. An ogre mage that loses a limb or body part can reattach it by holding the severed member to the stump. Reattachment takes 1 minute. If the head or some other vital organ is severed, it must be reattached within 10 minutes or the creature dies. An ogre mage cannot regrow lost body parts.

Invocations (Sp): A warlock does not prepare or cast spells as other wielders of arcane magic do. Instead, he possesses a repertoire of attacks, defenses, and abilities known as invocations that require him to focus the wild energy that suffuses his soul. A warlock can use any invocation he knows at will, with the following qualifications:

A warlock's invocations are spell-like abilities; using an invocation is therefore a standard action that provokes attacks of opportunity. An invocation can be disrupted, just as a spell can be ruined during casting. A warlock is entitled to a Concentration check to successfully use an invocation if he is hit by an attack while invoking, just as

a spellcaster would be. A warlock can choose to use an invocation defensively, by making a successful Concentration check, to avoid provoking attacks of opportunity. A warlock's invocations are subject to spell resistance unless an invocation's description specifically states otherwise. A warlock's caster level with his invocations is equal to his warlock level. A warlock can dismiss any invocation as a standard action, just as a wizard can dismiss a spell.

The save DC for an invocation (if it allows a save) is 10 + equivalent spell level + the warlock's Charisma modifier. Since spell-like abilities are not actually spells, a warlock cannot benefit from the Spell Focus feat. He can, however, benefit from the Ability Focus feat (see page 303 of the *Monster Manual*), as well as from feats that emulate metamagic effects for spell-like abilities, such as Quicken Spell-Like Ability and Empower Spell-Like Ability (see pages 303 and 304 of the *Monster Manual*).

The four grades of invocations, in order of their relative power, are least, lesser, greater, and dark. A warlock begins with knowledge of one invocation, which must be of the lowest grade (least). As a warlock gains levels, he learns new invocations, as described in *Complete Arcane*.

At any level when a warlock learns a new invocation, he can also replace an invocation he already knows with another invocation of the same or a lower grade. At 6th level, a warlock can replace a least invocation he knows with a different least invocation (in addition to learning a new invocation, which could be either least or lesser). At 11th level, a warlock can replace a least or lesser invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, or greater). At 16th level, a warlock can replace a least, lesser, or greater invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, greater, or dark).

Finally, unlike other spell-like abilities, invocations are subject to arcane spell failure chance (warlocks do not suffer arcane spell failure chance for invocations when wearing light armor).

Eldritch Blast (Sp): The first ability a warlock learns is *eldritch blast*. A warlock attacks his foes with *eldritch power*, using baleful magical energy to deal damage and sometimes impart other debilitating effects. *Eldritch blast* is an invocation. A warlock can use *eldritch blast* at will.

An *eldritch blast* is a ray with a range of 60 feet. It is a ranged touch attack that affects a single target, allowing no saving throw. An *eldritch blast* deals 1d6 points of damage at 1st level and increases in power as the warlock rises in level. An *eldritch blast* deals half damage to objects. An *eldritch blast* is the equivalent of a 1st level spell.

If you apply a blast shape or *eldritch essence* invocation to your *eldritch blast*, your *eldritch blast* uses the level equivalent of the shape or essence (whichever is higher if both are applied). Unless noted otherwise,

eldritch blast modified by blast shape and *eldritch essence* invocations deal damage normally in addition to imparting the effects described in the invocation description. A warlock can apply only one blast shape invocation and only one *eldritch essence* invocation to a single *eldritch blast*; a warlock can apply both a blast shape invocation and an *eldritch essence* invocation to the same *eldritch blast*.

Languages: Giant, Common.

Warlock Invocations Known (1; DC 16 + equivalent spell level; CL 1st): Least – *devil's sight**. **Complete Arcane*.

Possessions: large masterwork chain shirt, large masterwork greatsword, ring of protection +1, ~~potion of blur~~, ~~oil of magic vestment~~ +4.

ENCOUNTER 7

Ruka: Spellstitched Cloud Giant Skeleton; CR 8; Huge Undead; HD 17d12; hp 153; Init +6; Spd 50 ft.; AC 13, touch 10, flat-footed 11 (-2 size, +2 Dex, +3 natural); BAB/Grp +8/+28; Atk +18 melee (4d6+18, gargantuan morningstar) or +18 melee (1d8+12, claw) or +8 ranged (2d8+12, rock); Full Atk +18 melee (4d6+18, gargantuan morningstar) or +18 melee (1d8+12, 2 claws) or +8 ranged (2d8+12, rock); Space/Reach 15 ft./15 ft.; SA spell-like abilities; SQ DR 5/bludgeoning and 5/magic and silver, darkvision 60 ft., immunity to cold, oversized weapon, undead traits, rock catching and throwing, SR 5 (10 + Cha modifier), +2 turn resistance; AL NE; SV Fort +7, Ref +9, Will +12; Str 35, Dex 15, Con –, Int –, Wis 10, Cha 1. *Complete Arcane*, page 161.

Feats: Improved Initiative.

Spell-Like Abilities: 3/day – *shocking grasp*; 1/day – *shield*. CL 17th; save DC is Cha-based.

Possessions: gargantuan morningstar.

Medium Air Necromental: CR 4; Medium Undead (Air, Augmented Elemental); HD 4d12; hp 36; Init +9; Spd fly 100 ft. (perfect); AC 20, touch 15, flat-footed 15 (+5 Dex, +5 natural); BAB/Grp +3/+4; Atk/Full Atk +8 melee (1d6+1, slam); Space/Reach 5 ft./5 ft.; SA air mastery, whirlwind, create spawn, energy drain; SQ darkvision 60 ft., elemental traits, fast healing; AL NE; SV Fort +3, Ref +9, Will +1; Str 12, Dex 21, Con –, Int 1, Wis 10, Cha 1. *Libris Mortis*, page 113.

Skills and Feats: Listen +3, Spot +4; Dodge, Flyby Attack, Great Fortitude, Improved Initiative^B, Weapon Finesse^B.

Create Spawn (Su): An elemental slain by a necromental's energy drain attack rises as a necromental 1d4 days after death.

Energy Drain (Su): Living creatures hit by a necromental's natural weapon attack gain one negative level. A necromental can use its energy drain ability once per round, regardless of the number of natural weapon attacks it possesses. The save to remove the negative level 24 hours later is DC 12. When a necromental bestows a negative level, it gains 5 temporary hp (10 on a critical hit). These temporary hit points last for up to one hour.

Fast Healing (Ex): An air necromental heals 3 points of damage each round as long as it is within five feet of some form of its element (air).

Air Mastery (Ex): Airborne creatures take a -1 penalty on attack and damage rolls against an air elemental.

Whirlwind (Su): The elemental can transform itself into a whirlwind once every 10 minutes and remain in that form for up to 1 round for every 2 HD it has. In this form, the elemental can move through the air or along a surface at its fly speed. The whirlwind is 5 feet wide at the base, up to 30 feet wide at the top, and up to 50 feet tall, depending on the elemental's size. The elemental controls the exact height, but it must be at least 10 feet. The elemental's movement while in whirlwind form does not provoke attacks of opportunity, even if the elemental enters the space another creature occupies. Another creature might be caught in the whirlwind if it touches or enters the whirlwind, or if the elemental moves into or through the creature's square.

Creatures one or more size categories smaller than the elemental might take damage when caught in the whirlwind and may be lifted into the air. The creature must first make the indicated Reflex save or take damage. It must also succeed on a second Reflex save or be picked up bodily and help suspended in the powerful winds, automatically taking the indicated 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 successful.

Creatures trapped in the whirlwind cannot move except to go where the elemental carries them or to escape the whirlwind. Creatures caught in the whirlwind can otherwise act normally but must succeed on a Concentration check (DC 15 + spell level) to cast a spell. Creatures caught in whirlwind take a -4 penalty to dexterity and a -2 penalty on attack rolls. The elemental can have only as many creatures inside the whirlwind at one time as will fit inside the whirlwind's volume.

The whirlwind can eject any carried creature whenever it wishes, depositing them wherever the whirlwind happens to be. A summoned elemental always ejects trapped creatures before returning to its home plane.

As this room is filled with free floating debris, the elemental's whirlwind creates a swirling cloud of debris 20 feet in diameter centered on the necromental. The cloud obscures all vision, including darkvision, beyond five feet. Creatures five feet away have concealment, while those further away have total concealment. Those caught in the cloud must succeed on a Concentration check (DC 15 + spell level) to cast a spell.

An elemental in whirlwind form cannot make slam attacks and does not threaten the area around it.

Medium air elemental: save DC 13, 1d6 damage, 10 – 30 ft. tall.

Sickening Shock: Living Spell; CR 4; Medium Ooze; HD 4d10; hp 30; Init -1; Spd 20 ft.; AC 10, touch 10, flat-footed 10 (-1 Dex, +1 deflection); BAB/Grp +3/+3;

Atk/Full Atk +3 melee (1d4, slam); Space/Reach 5 ft./5 ft.; SA spell effect, engulf; SQ ooze traits, DR 10/magic, SR 14 (10 + its caster level); AL N; SV Fort +1, Ref +0, Will +0; Str 11, Dex 8, Con 11, Int –, Wis 8, Cha 11. *Monster Manual* 3, page 91.

Spell Effect (Su): A creature hit by a living spell's slam attack is subjected to the normal effect of the spell or spells making up the creature, as if it were within the area of effect of the spell itself. Saves apply as normal for the spell; the DC is 11. This living spell is composed of a *ray of enfeeblement* spell and a *shocking grasp* spell, both at CL 4th.

Engulf (Ex): This creature can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during the round in which it engulfs. It merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the living spell, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a Reflex save (DC 11) or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the full normal effects of the spells each round on the living spell's turn, and are considered to be grappled.

ENCOUNTER 5

Giants Not on Alert

Urg: Male Bugbear Rog5/Asn3; CR 10; Medium Humanoid (Goblinoid); HD 3d8+5d6+3d6+33; hp 79; Init +11; Spd 30 ft., climb 20 ft.; AC 25, touch 15, flat-footed 25 (+5 Dex, +3 natural, +7 armor); BAB/Grp +7/+11; Atk +12 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +14 ranged (1d4+4 plus poison/19-20, dagger); Full Atk +12/+7 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +14/+9 ranged (1d4+4 plus poison/19-20, dagger); SA sneak attack +5d6, death attack (DC 15), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +1 save against poison, poison use; AL LE; SV Fort +6 (+7), Ref +17 (+18), Will +4 (+5); Str 18, Dex 20 (24), Con 16, Int 14, Wis 8, Cha 8.

Skills and Feats: Balance +8, Bluff +12, Climb +7, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +10, Hide +20, Intimidate +0, Jump +5, Listen +3, Move Silently +24, Open Lock +12, Sleight of Hand +9, Spot +3, Tumble +20, Use Magic Device +5; Combat Expertise, Improved Feint, Improved Initiative, Iron Will.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (3/∞, save DC 12 + spell level): 1st – critical strike*, distract assailant*, true strike; 2nd – cat's grace (cast on self), fox's cunning. *Complete Adventurer.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +2 mithral breastplate, +1 frost morningstar, cloak of resistance +1, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of spider climb, potion of invisibility, potion of gaseous form.~~

Giants on Alert

Urg: Male Bugbear Rog5/Asn3; CR 10; Medium Humanoid (Goblinoid); HD 3d8+5d6+3d6+33; hp 79; Init +11; Spd 30 ft., climb 20 ft.; AC 25, touch 15, flat-footed 25 (+5 Dex, +3 natural, +7 armor); BAB/Grp +7/+11; Atk +12 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +14 ranged (1d4+4 plus poison/19-20, dagger); Full Atk +12/+7 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +14/+9 ranged (1d4+4 plus poison/19-20, dagger); SA sneak attack +5d6, death attack (DC 15), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +1 save against poison, poison use; AL LE; SV Fort +6 (+7), Ref +17 (+18), Will +4 (+5); Str 18, Dex 20 (24), Con 16, Int 14, Wis 8, Cha 8.

Skills and Feats: Balance +8, Bluff +12, Climb +7, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +10,

Hide +20, Intimidate +0, Jump +5, Listen +3, Move Silently +24, Open Lock +12, Sleight of Hand +9, Spot +3, Tumble +20, Use Magic Device +5; Combat Expertise, Improved Feint, Improved Initiative, Iron Will.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (3/∞, save DC 12 + spell level): 1st – critical strike*, distract assailant*, true strike; 2nd – cat's grace (cast on self), fox's cunning. *Complete Adventurer.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +2 mithral breastplate, +1 frost morningstar, cloak of resistance +1, potion of gaseous form, ~~potion of cure moderate wounds, potion of haste, potion of spider climb, potion of invisibility, potion of gaseous form.~~

Aglashti: Male Ogre Mage Warlock3; CR 11; Large Giant; HD 5d8+3d6+32; hp 68; Init +7; Spd 40 ft., fly 40 ft. (good); AC 26, touch 13, flat-footed 23 (-1 size, +3 Dex, +5 natural, +8 armor, +1 deflection); BAB/Grp +5/+13; Atk +9 melee (3d6+6/19-20, large masterwork greatsword) or +8 ranged touch (2d6, eldritch blast); Full Atk +9 melee (3d6+6/19-20, large masterwork greatsword) or +8 ranged touch (2d6, eldritch blast); Space/Reach 10 ft./10 ft.; SA spell-like abilities, invocations (least; CL 3rd), eldritch blast 2d6; SQ darkvision 90 ft., low-light vision, regeneration 5, SR 19, detect magic, DR 1/cold iron; AL LE; SV Fort +9, Ref +5, Will +6; Str 18, Dex 17, Con 16 (18), Int 14, Wis 14, Cha 22. Complete Arcane, page 5.

Skills and Feats: Concentration +14, Knowledge (arcana) +4, Listen +6, Spellcraft +11, Spot +6, Use Magic Device +9 (+11 scrolls); Combat Casting, Improved Initiative, Weapon Focus (eldritch blast).

Spell-Like Abilities: At will – darkness, invisibility; 1/day – charm person (DC 17), cone of cold (DC 21), gaseous form, polymorph, sleep (DC 17). CL 9th; save DC is Cha-based.

Flight (Su): An ogre mage can cease or resume flight as a free action. While using gaseous form it can fly at its normal speed and has perfect maneuverability.

Regeneration (Ex): Fire and acid deal normal damage to an ogre mage. An ogre mage that loses a limb or body part can reattach it by holding the severed member to the stump. Reattachment takes 1 minute. If the head or some other vital organ is severed, it must be reattached within 10 minutes or the creature dies. An ogre mage cannot regrow lost body parts.

Invocations (Sp): A warlock does not prepare or cast spells as other wielders of arcane magic do. Instead, he possesses a repertoire of attacks, defenses, and abilities known as invocations that require him to focus the wild energy that suffuses his soul. A warlock can use any invocation he knows at will, with the following qualifications:

A warlock's invocations are spell-like abilities; using an invocation is therefore a standard action that provokes attacks of opportunity. An invocation can be disrupted, just as a spell can be ruined during casting. A warlock is entitled to a Concentration check to successfully use an invocation if he is hit by an attack while invoking, just as a spellcaster would be. A warlock can choose to use an invocation defensively, by making a successful Concentration check, to avoid provoking attacks of opportunity. A warlock's invocations are subject to spell resistance unless an invocation's description specifically states otherwise. A warlock's caster level with his invocations is equal to his warlock level. A warlock can dismiss any invocation as a standard action, just as a wizard can dismiss a spell.

The save DC for an invocation (if it allows a save) is 10 + equivalent spell level + the warlock's Charisma modifier. Since spell-like abilities are not actually spells, a warlock cannot benefit from the Spell Focus feat. He can, however, benefit from the Ability Focus feat (see page 303 of the *Monster Manual*), as well as from feats that emulate metamagic effects for spell-like abilities, such as Quicken Spell-Like Ability and Empower Spell-Like Ability (see pages 303 and 304 of the *Monster Manual*).

The four grades of invocations, in order of their relative power, are least, lesser, greater, and dark. A warlock begins with knowledge of one invocation, which must be of the lowest grade (least). As a warlock gains levels, he learns new invocations, as described in *Complete Arcane*.

At any level when a warlock learns a new invocation, he can also replace an invocation he already knows with another invocation of the same or a lower grade. At 6th level, a warlock can replace a least invocation he knows with a different least invocation (in addition to learning a new invocation, which could be either least or lesser). At 11th level, a warlock can replace a least or lesser invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, or greater). At 16th level, a warlock can replace a least, lesser, or greater invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, greater, or dark).

Finally, unlike other spell-like abilities, invocations are subject to arcane spell failure chance (warlocks do not suffer arcane spell failure chance for invocations when wearing light armor).

Eldritch Blast (Sp): The first ability a warlock learns is *eldritch blast*. A warlock attacks his foes with eldritch power, using baleful magical energy to deal damage and sometimes impart other debilitating effects. *Eldritch blast* is an invocation. A warlock can use *eldritch blast* at will.

An *eldritch blast* is a ray with a range of 60 feet. It is a ranged touch attack that affects a single target, allowing no saving throw. An *eldritch blast* deals 1d6 points of damage at 1st level and increases in power as the warlock rises in level. An *eldritch blast* deals half damage to

objects. An *eldritch blast* is the equivalent of a 1st level spell.

If you apply a blast shape or eldritch essence invocation to your *eldritch blast*, your *eldritch blast* uses the level equivalent of the shape or essence (whichever is higher if both are applied). Unless noted otherwise, *eldritch blast* modified by blast shape and eldritch essence invocations deal damage normally in addition to imparting the effects described in the invocation description. A warlock can apply only one blast shape invocation and only one eldritch essence invocation to a single *eldritch blast*; a warlock can apply both a blast shape invocation and an eldritch essence invocation to the same *eldritch blast*.

Detect Magic (Sp): Beginning at 2nd level, a warlock can use *detect magic* as the spell at will. His caster level equals his class level.

Damage Reduction (Su): Fortified by the supernatural power flowing in his body, a warlock becomes resistant to physical attacks at 3rd level and above, gaining damage reduction 1/cold iron. At 7th level and every four levels thereafter, a warlock's damage reduction improves.

Languages: Giant, Common, Infernal.

Warlock Invocations Known (2; DC 16 + equivalent spell level; CL 3rd): Least – *devil's sight**, *miasmic cloud**. *Complete Arcane.

Possessions: large masterwork chain shirt, large masterwork greatsword, ring of protection +1, amulet of health +2, ~~potion of blur~~, oil of magic vestment +4.

ENCOUNTER 7

Ruka: Spellstitched Cloud Giant Skeleton; CR 8; Huge Undead; HD 17d12; hp 153; Init +6; Spd 50 ft.; AC 13, touch 10, flat-footed 11 (-2 size, +2 Dex, +3 natural); BAB/Grp +8/+28; Atk +18 melee (4d6+18, gargantuan morningstar) or +18 melee (1d8+12, claw) or +8 ranged (2d8+12, rock); Full Atk +18 melee (4d6+18, gargantuan morningstar) or +18 melee (1d8+12, 2 claws) or +8 ranged (2d8+12, rock); Space/Reach 15 ft./15 ft.; SA spell-like abilities; SQ DR 5/bludgeoning and 5/magic and silver, darkvision 60 ft., immunity to cold, oversize weapon, undead traits, rock catching and throwing, SR 5 (10 + Cha modifier), +2 turn resistance; AL NE; SV Fort +7, Ref +9, Will +12; Str 35, Dex 15, Con –, Int –, Wis 10, Cha 1. *Complete Arcane*, page 161.

Feats: Improved Initiative.

Spell-Like Abilities: 3/day – *shocking grasp*; 1/day – *shield*. CL 17th; save DC is Cha-based.

Possessions: gargantuan morningstar.

Huge Air Necromental: CR 8; Huge Undead (Air, Augmented Elemental); HD 16d12; hp 144; Init +13; Spd fly 100 ft. (perfect); AC 23, touch 17, flat-footed 14 (-2 size, +9 Dex, +6 natural); BAB/Grp +12/+24; Atk +19 melee (2d8+4, slam); Full Atk +19 melee (2d8+4, 2 slams); Space/Reach 15 ft./15 ft.; SA air mastery, whirlwind, create spawn, energy drain; SQ darkvision 60 ft., elemental traits, fast healing, DR 5/–; AL NE; SV Fort +7,

Ref +19, Will +5; Str 18, Dex 29, Con –, Int 1, Wis 10, Cha 1. *Libris Mortis*, page 113.

Skills and Feats: Listen +11, Spot +12; Alertness, Combat Reflexes, Dodge, Flyby Attack, Great Fortitude, Improved Initiative^B, Mobility, Spring Attack, Weapon Finesse^B.

Create Spawn (Su): An elemental slain by a necromental's energy drain attack rises as a necromental 1d4 days after death.

Energy Drain (Su): Living creatures hit by a necromental's natural weapon attack gain one negative level. A necromental can use its energy drain ability once per round, regardless of the number of natural weapon attacks it possesses. The save to remove the negative level 24 hours later is DC 18. When a necromental bestows a negative level, it gains 5 temporary hp (10 on a critical hit). These temporary hit points last for up to one hour.

Fast Healing (Ex): An air necromental heals 3 points of damage each round as long as it is within five feet of some form of its element (air).

Air Mastery (Ex): Airborne creatures take a -1 penalty on attack and damage rolls against an air elemental.

Whirlwind (Su): The elemental can transform itself into a whirlwind once every 10 minutes and remain in that form for up to 1 round for every 2 HD it has. In this form, the elemental can move through the air or along a surface at its fly speed. The whirlwind is 5 feet wide at the base, up to 30 feet wide at the top, and up to 50 feet tall, depending on the elemental's size. The elemental controls the exact height, but it must be at least 10 feet. The elemental's movement while in whirlwind form does not provoke attacks of opportunity, even if the elemental enters the space another creature occupies. Another creature might be caught in the whirlwind if it touches or enters the whirlwind, or if the elemental moves into or through the creature's square.

Creatures one or more size categories smaller than the elemental might take damage when caught in the whirlwind and may be lifted into the air. The creature must first make the indicated Reflex save or take damage. It must also succeed on a second Reflex save or be picked up bodily and help suspended in the powerful winds, automatically taking the indicated 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 successful.

Creatures trapped in the whirlwind cannot move except to go where the elemental carries them or to escape the whirlwind. Creatures caught in the whirlwind can otherwise act normally but must succeed on a Concentration check (DC 15 + spell level) to cast a spell. Creatures caught in whirlwind take a -4 penalty to dexterity and a -2 penalty on attack rolls. The elemental can have only as many creatures inside the whirlwind at one time as will fit inside the whirlwind's volume.

The whirlwind can eject any carried creature whenever it wishes, depositing them wherever the

whirlwind happens to be. A summoned elemental always ejects trapped creatures before returning to its home plane.

As this room is filled with free floating debris, the elemental's whirlwind creates a swirling cloud of debris 20 feet in diameter centered on the necromental. The cloud obscures all vision, including darkvision, beyond five feet. Creatures five feet away have concealment, while those further away have total concealment. Those caught in the cloud must succeed on a Concentration check (DC 15 + spell level) to cast a spell.

An elemental in whirlwind form cannot make slam attacks and does not threaten the area around it.

Huge air elemental: save DC 22, 2d8 damage, 10 – 50 ft. tall.

Sickening Shock: Living Spell; CR 4; Medium Ooze; HD 4d10; hp 30; Init -1; Spd 20 ft.; AC 10, touch 10, flat-footed 10 (-1 Dex, +1 deflection); BAB/Grp +3/+3; Atk/Full Atk +3 melee (1d4, slam); Space/Reach 5 ft./5 ft.; SA spell effect, engulf; SQ ooze traits, DR 10/magic, SR 14 (10 + its caster level); AL N; SV Fort +1, Ref +0, Will +0; Str 11, Dex 8, Con 11, Int –, Wis 8, Cha 11. *Monster Manual* 3, page 91.

Spell Effect (Su): A creature hit by a living spell's slam attack is subjected to the normal effect of the spell or spells making up the creature, as if it were within the area of effect of the spell itself. Saves apply as normal for the spell; the DC is 11. This living spell is composed of a *ray of enfeeblement* spell and a *shocking grasp* spell, both at CL 4th.

Engulf (Ex): This creature can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during the round in which it engulfs. It merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the living spell, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a Reflex save (DC 11) or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the full normal effects of the spells each round on the living spell's turn, and are considered to be grappled.

APPENDIX 3 – APL 10

ENCOUNTER 2

Giants on Alert

Gnoll Archer: Male Gnoll Ftr7; CR 8; Medium Humanoid (Gnoll); HD 2d8+7d10+36; hp 92; Init +4; Spd 30 ft.; AC 21, touch 14, flat-footed 17 (+4 Dex, +1 natural, +6 armor); BAB/Grp +8/+12; Atk +13 melee (1d8+7/x3, +1 battleaxe) or +14 ranged (1d8+7/19-20/x3, +1 composite longbow (+4 Str bonus)) or +10/+10 ranged (1d8+7/19-20/x3, +1 composite longbow (+4 Str bonus)); Full Atk +13/+8 melee (1d8+7/x3, +1 battleaxe) or +14/+9 ranged (1d8+7/19-20/x3, +1 composite longbow (+4 Str bonus)) or +14/+14/+9 ranged (1d8+7/19-20/x3, +1 composite longbow (+4 Str bonus)); SA –; SQ darkvision 60 ft.; AL NE; SV Fort +12, Ref +6, Will +2; Str 18, Dex 18, Con 18, Int 6, Wis 10, Cha 6.

Skills and Feats: Climb +6, Jump +5, Listen +2, Spot +3; Improved Critical (composite longbow), Improved Rapid Shot*, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (composite longbow), Weapon Specialization (composite longbow). *Complete Warrior.

Languages: Gnoll, Giant.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, waterskin, whetstone, +1 battleaxe, +1 composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure moderate wounds.

Gnoll Ranger: Male Gnoll Rgr7; CR 8; Medium Humanoid (Gnoll); HD 2d8+7d8+27; hp 75; Init +4; Spd 40 ft.; AC 21, touch 14, flat-footed 17 (+4 Dex, +1 natural, +6 armor); BAB/Grp +8/+12; Atk +13 melee (1d8+7/x3, +1 battleaxe) or +14 ranged (1d8+5/19-20/x3, +1 composite longbow (+4 Str bonus)) or +10/+10 ranged (1d8+5/19-20/x3, +1 composite longbow (+4 Str bonus)); Full Atk +13/+8 melee (1d8+7/x3, +1 battleaxe) or +14/+9 ranged (1d8+5/19-20/x3, +1 composite longbow (+4 Str bonus)) or +12/+12/+7 ranged (1d8+5/19-20/x3, +1 composite longbow (+4 Str bonus)); SA favored enemies (human +4, elf +2); SQ darkvision 60 ft., wild empathy +5 (+9 with animal companion), woodland stride, animal companion (Scar the wolf); AL NE; SV Fort +11, Ref +9, Will +4; Str 18, Dex 18, Con 16, Int 6, Wis 14, Cha 6.

Skills and Feats: Climb +3, Hide +8, Knowledge (nature) +1, Listen +8, Move Silently +8, Search +3, Spot +8, Survival +8 (+10 tracking); Endurance, Improved Critical (composite longbow), Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (composite longbow).

Languages: Gnoll.

Ranger Spells Prepared (2, save DC 12 + spell level): 1st – entangle, longstrider.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, crowbar, flint and steel,

grappling hook, 50 ft. silk rope, +1 battleaxe, +1 composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure moderate wounds.

Scar, Wolf Animal Companion: Medium Animal; HD 4d8+8; hp 30; Init +3; Spd 50 ft. (60 ft. until it moves away from the ranger); AC 17, touch 13, flat-footed 14 (+3 Dex, +4 natural); BAB/Grp +3/+5; Atk/Full Atk +6 melee (1d6+3, bite); SA trip; SQ low-light vision, scent, link, share spells, evasion; AL N; SV Fort +6, Ref +7, Will +2; Str 14, Dex 16, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +3, Survival +2 (+6 tracking by scent); Dodge, Track^B, Weapon Focus (bite).

Tricks (2): attack, defend.

Skills: Wolves have a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

ENCOUNTER 5

Giants Not on Alert

Urg: Male Bugbear Rog5/Asn5; CR 12; Medium Humanoid (Goblinoid); HD 3d8+5d6+5d6+52; hp 102; Init +11; Spd 30 ft., climb 20 ft.; AC 31, touch 20, flat-footed 31 (+5 Dex, +3 natural, +8 armor, +5 deflection); BAB/Grp +8/+12; Atk +13 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +15 ranged (1d4+4 plus poison/19-20, dagger); Full Atk +13/+8 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +15/+10 ranged (1d4+4 plus poison/19-20, dagger); SA sneak attack +6d6, death attack (DC 19), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +2 save against poison, poison use; AL LE; SV Fort +7 (+8), Ref +18 (+19), Will +4 (+5); Str 18, Dex 20 (24), Con 16 (18), Int 15 (19), Wis 8, Cha 8.

Skills and Feats: Balance +8, Bluff +14, Climb +7, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +10, Hide +22, Intimidate +0, Jump +5, Listen +3, Move Silently +26, Open Lock +12, Sleight of Hand +9, Spot +3, Tumble +22, Use Magic Device +9; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (4/31, save DC 14 + spell level): 1st – critical strike*, distract assailant*, obscuring mist, true strike; 2nd – cat's grace (cast on self), fox's cunning (cast on self), invisibility. *Complete Adventurer.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells (greater dispel magic), cloak of resistance +1, amulet of health +2, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of shield of faith +5, potion of spider climb, potion of invisibility, potion of gaseous form.~~

Giants on Alert

Urg: Male Bugbear Rog5/Asn5; CR 12; Medium Humanoid (Goblinoid); HD 3d8+5d6+5d6+52; hp 102; Init +11; Spd 30 ft., climb 20 ft.; AC 31, touch 20, flat-footed 31 (+5 Dex, +3 natural, +8 armor, +5 deflection); BAB/Grp +8/+12; Atk +13 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +15 ranged (1d4+4 plus poison/19-20, dagger); Full Atk +13/+8 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +15/+10 ranged (1d4+4 plus poison/19-20, dagger); SA sneak attack +6d6, death attack (DC 19), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +2 save against poison, poison use; AL LE; SV Fort +7 (+8), Ref +18 (+19), Will +4 (+5); Str 18, Dex 20 (24), Con 16 (18), Int 15 (19), Wis 8, Cha 8.

Skills and Feats: Balance +8, Bluff +14, Climb +7, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +10, Hide +22, Intimidate +0, Jump +5, Listen +3, Move Silently +26, Open Lock +12, Sleight of Hand +9, Spot +3, Tumble +22, Use Magic Device +9; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnome.

Assassin Spells Known (4/31, save DC 14 + spell level): 1st – critical strike*, distract assailant*, obscuring mist, true strike; 2nd – cat's grace (cast on self), fox's cunning (cast on self), invisibility. *Complete Adventurer.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells (greater dispel magic), cloak of resistance +1, amulet of health +2, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of shield of faith +5, potion of spider climb, potion of invisibility, potion of gaseous form.~~

Aglashti: Male Ogre Mage Warlock5; CR 13; Large Giant; HD 5d8+5d6+40; hp 83; Init +7; Spd 40 ft., fly 40 ft. (good); AC 26, touch 13, flat-footed 23 (-1 size, +3 Dex, +5 natural, +8 armor, +1 deflection); BAB/Grp +6/+14; Atk +10 melee (3d6+6/19-20, large masterwork greatsword) or +9 ranged touch (3d6, eldritch blast); Full Atk +10/+5 melee (3d6+6/19-20, large masterwork greatsword) or +9 ranged touch (3d6, eldritch blast); Space/Reach 10 ft./10 ft.; SA spell-like abilities, invocations (least; CL 5th), eldritch blast 3d6; SQ darkvision 90 ft., low-light vision, regeneration 5, SR 19, detect magic, DR 1/cold iron, deceive item; AL LE; SV Fort +9 (+10), Ref +5 (+6), Will +12 (+13); Str 18, Dex 17, Con 16 (18), Int 14, Wis 14, Cha 22 (24). Complete Arcane, page 5.

Skills and Feats: Concentration +16, Knowledge (arcana) +6, Listen +6, Spellcraft +15, Spot +6, Use Magic Device +12 (+14 scrolls); Combat Casting, Force of Personality*, Improved Initiative, Weapon Focus (eldritch blast). *Complete Adventurer.

Spell-Like Abilities: At will – darkness, invisibility; 1/day – charm person (DC 18), cone of cold (DC 22), gaseous form, polymorph, sleep (DC 18). CL 9th; save DC is Cha-based.

Flight (Su): An ogre mage can cease or resume flight as a free action. While using *gaseous form* it can fly at its normal speed and has perfect maneuverability.

Regeneration (Ex): Fire and acid deal normal damage to an ogre mage. An ogre mage that loses a limb or body part can reattach it by holding the severed member to the stump. Reattachment takes 1 minute. If the head or some other vital organ is severed, it must be reattached within 10 minutes or the creature dies. An ogre mage cannot regrow lost body parts.

Invocations (Sp): A warlock does not prepare or cast spells as other wielders of arcane magic do. Instead, he possesses a repertoire of attacks, defenses, and abilities known as invocations that require him to focus the wild energy that suffuses his soul. A warlock can use any invocation he knows at will, with the following qualifications:

A warlock's invocations are spell-like abilities; using an invocation is therefore a standard action that provokes attacks of opportunity. An invocation can be disrupted, just as a spell can be ruined during casting. A warlock is entitled to a Concentration check to successfully use an invocation if he is hit by an attack while invoking, just as a spellcaster would be. A warlock can choose to use an invocation defensively, by making a successful Concentration check, to avoid provoking attacks of opportunity. A warlock's invocations are subject to spell resistance unless an invocation's description specifically states otherwise. A warlock's caster level with his invocations is equal to his warlock level. A warlock can dismiss any invocation as a standard action, just as a wizard can dismiss a spell.

The save DC for an invocation (if it allows a save) is 10 + equivalent spell level + the warlock's Charisma modifier. Since spell-like abilities are not actually spells, a warlock cannot benefit from the Spell Focus feat. He can, however, benefit from the Ability Focus feat (see page 303 of the *Monster Manual*), as well as from feats that emulate metamagic effects for spell-like abilities, such as Quicken Spell-Like Ability and Empower Spell-Like Ability (see pages 303 and 304 of the *Monster Manual*).

The four grades of invocations, in order of their relative power, are least, lesser, greater, and dark. A warlock begins with knowledge of one invocation, which must be of the lowest grade (least). As a warlock gains levels, he learns new invocations, as described in *Complete Arcane*.

At any level when a warlock learns a new invocation, he can also replace an invocation he already knows with another invocation of the same or a lower grade. At 6th

level, a warlock can replace a least invocation he knows with a different least invocation (in addition to learning a new invocation, which could be either least or lesser). At 11th level, a warlock can replace a least or lesser invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, or greater). At 16th level, a warlock can replace a least, lesser, or greater invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, greater, or dark).

Finally, unlike other spell-like abilities, invocations are subject to arcane spell failure chance (warlocks do not suffer arcane spell failure chance for invocations when wearing light armor).

Eldritch Blast (Sp): The first ability a warlock learns is *eldritch blast*. A warlock attacks his foes with eldritch power, using baleful magical energy to deal damage and sometimes impart other debilitating effects. *Eldritch blast* is an invocation. A warlock can use *eldritch blast* at will.

An *eldritch blast* is a ray with a range of 60 feet. It is a ranged touch attack that affects a single target, allowing no saving throw. An *eldritch blast* deals 1d6 points of damage at 1st level and increases in power as the warlock rises in level. An *eldritch blast* deals half damage to objects. An *eldritch blast* is the equivalent of a 1st level spell.

If you apply a blast shape or eldritch essence invocation to your *eldritch blast*, your *eldritch blast* uses the level equivalent of the shape or essence (whichever is higher if both are applied). Unless noted otherwise, *eldritch blast* modified by blast shape and eldritch essence invocations deal damage normally in addition to imparting the effects described in the invocation description. A warlock can apply only one blast shape invocation and only one eldritch essence invocation to a single *eldritch blast*; a warlock can apply both a blast shape invocation and an eldritch essence invocation to the same *eldritch blast*.

Detect Magic (Sp): Beginning at 2nd level, a warlock can use *detect magic* as the spell at will. His caster level equals his class level.

Damage Reduction (Su): Fortified by the supernatural power flowing in his body, a warlock becomes resistant to physical attacks at 3rd level and above, gaining damage reduction 1/cold iron. At 7th level and every four levels thereafter, a warlock's damage reduction improves.

Deceive Item (Ex): At 4th level and higher, a warlock has the ability to more easily commandeer magic items made for the use of other characters. When making a Use Magic Device check, a warlock can take 10 even if distracted or threatened.

Languages: Giant, Common, Infernal.

Warlock Invocations Known (3; DC 17 + equivalent spell level; CL 5th): Least – *devil's sight**, *entropic warding**, *miasmic cloud**. *Complete Arcane.

Possessions: large masterwork chain shirt, large masterwork greatsword, ring of protection +1, vest of resistance +1*, amulet of health +2, cloak of charisma +2, 2 potions of cure serious wounds, ~~potion of blur~~, ~~oil of magic vestment~~ +4. *Complete Arcane.

ENCOUNTER 7

Ruka: Spellstitched Cloud Giant Skeleton; CR 8; Huge Undead; HD 17d12; hp 153; Init +6; Spd 50 ft.; AC 13, touch 10, flat-footed 11 (-2 size, +2 Dex, +3 natural); BAB/Grp +8/+28; Atk +18 melee (4d6+18, gargantuan morningstar) or +18 melee (1d8+12, claw) or +8 ranged (2d8+12, rock); Full Atk +18 melee (4d6+18, gargantuan morningstar) or +18 melee (1d8+12, 2 claws) or +8 ranged (2d8+12, rock); Space/Reach 15 ft./15 ft.; SA spell-like abilities; SQ DR 5/bludgeoning and 5/magic and silver, darkvision 60 ft., immunity to cold, oversize weapon, undead traits, rock catching and throwing, SR 5 (10 + Cha modifier), +2 turn resistance; AL NE; SV Fort +7, Ref +9, Will +12; Str 35, Dex 15, Con –, Int –, Wis 10, Cha 1. Complete Arcane, page 161.

Feats: Improved Initiative.

Spell-Like Abilities: 3/day – *shocking grasp*; 1/day – *shield*. CL 17th; save DC is Cha-based.

Possessions: gargantuan morningstar.

Greater Air Necromental: CR 10; Huge Undead (Air, Augmented Elemental); HD 21d12; hp 189; Init +14; Spd fly 100 ft. (perfect); AC 28, touch 18, flat-footed 18 (-2 size, +10 Dex, +10 natural); BAB/Grp +15/+28; Atk +23 melee (2d8+5, slam); Full Atk +23 melee (2d8+5, 2 slams); Space/Reach 15 ft./15 ft.; SA air mastery, whirlwind, create spawn, energy drain; SQ darkvision 60 ft., elemental traits, fast healing, DR 10/–; AL NE; SV Fort +9, Ref +22, Will +9; Str 20, Dex 31, Con –, Int 1, Wis 10, Cha 1. *Libris Mortis*, page 113.

Skills and Feats: Listen +14, Spot +14; Alertness, Blind-fight, Combat Reflexes, Dodge, Flyby Attack, Great Fortitude, Improved Initiative^B, Iron Will, Mobility, Spring Attack, Weapon Finesse^B.

Create Spawn (Su): An elemental slain by a necromental's energy drain attack rises as a necromental 1d4 days after death.

Energy Drain (Su): Living creatures hit by a necromental's natural weapon attack gain one negative level. A necromental can use its energy drain ability once per round, regardless of the number of natural weapon attacks it possesses. The save to remove the negative level 24 hours later is DC 20. When a necromental bestows a negative level, it gains 5 temporary hp (10 on a critical hit). These temporary hit points last for up to one hour.

Fast Healing (Ex): An air necromental heals 3 points of damage each round as long as it is within five feet of some form of its element (air).

Air Mastery (Ex): Airborne creatures take a -1 penalty on attack and damage rolls against an air elemental.

Whirlwind (Su): The elemental can transform itself into a whirlwind once every 10 minutes and remain in that form for up to 1 round for every 2 HD it has. In this form, the elemental can move through the air or along a surface at its fly speed. The whirlwind is 5 feet wide at the base, up to 30 feet wide at the top, and up to 50 feet tall, depending on the elemental's size. The elemental controls the exact height, but it must be at least 10 feet. The elemental's movement while in whirlwind form does not provoke attacks of opportunity, even if the elemental enters the space another creature occupies. Another creature might be caught in the whirlwind if it touches or enters the whirlwind, or if the elemental moves into or through the creature's square.

Creatures one or more size categories smaller than the elemental might take damage when caught in the whirlwind and may be lifted into the air. The creature must first make the indicated Reflex save or take damage. It must also succeed on a second Reflex save or be picked up bodily and help suspended in the powerful winds, automatically taking the indicated 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 successful.

Creatures trapped in the whirlwind cannot move except to go where the elemental carries them or to escape the whirlwind. Creatures caught in the whirlwind can otherwise act normally but must succeed on a Concentration check (DC 15 + spell level) to cast a spell. Creatures caught in whirlwind take a –4 penalty to dexterity and a –2 penalty on attack rolls. The elemental can have only as many creatures inside the whirlwind at one time as will fit inside the whirlwind's volume.

The whirlwind can eject any carried creature whenever it wishes, depositing them wherever the whirlwind happens to be. A summoned elemental always ejects trapped creatures before returning to its home plane.

As this room is filled with free floating debris, the elemental's whirlwind creates a swirling cloud of debris 20 feet in diameter centered on the necromental. The cloud obscures all vision, including darkvision, beyond five feet. Creatures five feet away have concealment, while those further away have total concealment. Those caught in the cloud must succeed on a Concentration check (DC 15 + spell level) to cast a spell.

An elemental in whirlwind form cannot make slam attacks and does not threaten the area around it.

Greater air elemental: save DC 25, 2d8 damage, 10 – 60 ft. tall.

Sickening Shock: Living Spell; CR 4; Medium Ooze; HD 4d10; hp 30; Init –1; Spd 20 ft.; AC 10, touch 10, flat-footed 10 (–1 Dex, +1 deflection); BAB/Grp +3/+3; Atk/Full Atk +3 melee (1d4, slam); Space/Reach 5 ft./5 ft.; SA spell effect, engulf; SQ ooze traits, DR 10/magic, SR 14 (10 + its caster level); AL N; SV Fort +0, Will +0; Str 11, Dex 8, Con 11, Int –, Wis 8, Cha 11. *Monster Manual* 3, page 91.

Spell Effect (Su): A creature hit by a living spell's slam attack is subjected to the normal effect of the spell or spells making up the creature, as if it were within the area of effect of the spell itself. Saves apply as normal for the spell; the DC is 11. This living spell is composed of a ray of enfeeblement spell and a shocking grasp spell, both at CL 4th.

Engulf (Ex): This creature can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during the round in which it engulfs. It merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the living spell, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a Reflex save (DC 11) or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the full normal effects of the spells each round on the living spell's turn, and are considered to be grappled.

Greasy Chill: Living Spell; CR 10; Large Ooze; HD 9d10+18; hp 81; Init +1; Spd 20 ft.; AC 15, touch 15, flat-footed 14 (–1 size, +1 Dex, +5 deflection); BAB/Grp +6/+12; Atk/Full Atk +7 melee (1d6+3, slam); Space/Reach 10 ft./5 ft.; SA spell effect, engulf; SQ ooze traits, DR 10/magic, SR 19 (10 + its caster level); AL N; SV Fort +5, Ref +4, Will +4; Str 15, Dex 12, Con 15, Int –, Wis 12, Cha 15. *Monster Manual* 3, page 91.

Spell Effect (Su): A creature hit by a living spell's slam attack is subjected to the normal effect of the spell or spells making up the creature, as if it were within the area of effect of the spell itself. Saves apply as normal for the spell; the DC is 17 for the cone of cold and 13 for the grease. This living spell is composed of a cone of cold spell and a grease spell, both at CL 9th.

Engulf (Ex): This creature can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during the round in which it engulfs. It merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the living spell, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a Reflex save (DC 17) or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the full normal effects of the spells each round on the living spell's turn, and are considered to be grappled.

ENCOUNTER 2

Giants Not on Alert

Gnoll Archer: Male Gnoll Ftr7; CR 8; Medium Humanoid (Gnoll); HD 2d8+7d10+36; hp 92; Init +4; Spd 30 ft.; AC 21, touch 14, flat-footed 17 (+4 Dex, +1 natural, +6 armor); BAB/Grp +8/+12; Atk +13 melee (1d8+7/x3, +1 battleaxe) or +14 ranged (1d8+7/19-20/x3, +1 composite longbow (+4 Str bonus)) or +10/+10 ranged (1d8+7/19-20/x3, +1 composite longbow (+4 Str bonus)); Full Atk +13/+8 melee (1d8+7/x3, +1 battleaxe) or +14/+9 ranged (1d8+7/19-20/x3, +1 composite longbow (+4 Str bonus)) or +14/+14/+9 ranged (1d8+7/19-20/x3, +1 composite longbow (+4 Str bonus)); SA –; SQ darkvision 60 ft.; AL NE; SV Fort +12, Ref +6, Will +2; Str 18, Dex 18, Con 18, Int 6, Wis 10, Cha 6.

Skills and Feats: Climb +6, Jump +5, Listen +2, Spot +3; Improved Critical (composite longbow), Improved Rapid Shot*, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (composite longbow), Weapon Specialization (composite longbow). *Complete Warrior.

Languages: Gnoll, Giant.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, waterskin, whetstone, +1 battleaxe, +1 composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure moderate wounds.

Gnoll Ranger: Male Gnoll Rgr7; CR 8; Medium Humanoid (Gnoll); HD 2d8+7d8+27; hp 75; Init +4; Spd 40 ft.; AC 21, touch 14, flat-footed 17 (+4 Dex, +1 natural, +6 armor); BAB/Grp +8/+12; Atk +13 melee (1d8+7/x3, +1 battleaxe) or +14 ranged (1d8+5/19-20/x3, +1 composite longbow (+4 Str bonus)) or +10/+10 ranged (1d8+5/19-20/x3, +1 composite longbow (+4 Str bonus)); Full Atk +13/+8 melee (1d8+7/x3, +1 battleaxe) or +14/+9 ranged (1d8+5/19-20/x3, +1 composite longbow (+4 Str bonus)) or +12/+12/+7 ranged (1d8+5/19-20/x3, +1 composite longbow (+4 Str bonus)); SA favored enemies (human +4, elf +2); SQ darkvision 60 ft., wild empathy +5 (+9 with animal companion), woodland stride, animal companion (Scar the wolf); AL NE; SV Fort +11, Ref +9, Will +4; Str 18, Dex 18, Con 16, Int 6, Wis 14, Cha 6.

Skills and Feats: Climb +3, Hide +8, Knowledge (nature) +1, Listen +8, Move Silently +8, Search +3, Spot +8, Survival +8 (+10 tracking); Endurance, Improved Critical (composite longbow), Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (composite longbow).

Languages: Gnoll.

Ranger Spells Prepared (2, save DC 12 + spell level): 1st – entangle, longstrider.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, crowbar, flint and steel,

grappling hook, 50 ft. silk rope, +1 battleaxe, +1 composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure moderate wounds.

Scar, Wolf Animal Companion: Medium Animal; HD 4d8+8; hp 30; Init +3; Spd 50 ft. (60 ft. until it moves away from the ranger); AC 17, touch 13, flat-footed 14 (+3 Dex, +4 natural); BAB/Grp +3/+5; Atk/Full Atk +6 melee (1d6+3, bite); SA trip; SQ low-light vision, scent, link, share spells, evasion; AL N; SV Fort +6, Ref +7, Will +2; Str 14, Dex 16, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +3, Survival +2 (+6 tracking by scent); Dodge, Track^B, Weapon Focus (bite).

Tricks (2): attack, defend.

Skills: Wolves have a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

Giants on Alert

Fomorian Giant: CR 11; Huge Giant; HD 15d8+90; hp 158; Init +1; Spd: 40 ft.; AC 21, touch 9, flat-footed 20 (-2 size, +1 Dex, +9 natural, +3 armor); BAB/Grp +11/+31; Atk +21 melee (4d6+18/19-20, huge heavy flail) or +21 melee (1d8+12, slam); Full Atk +21/+16/+11 melee (4d6+18/19-20, huge heavy flail) or +21 melee (1d8+12, 2 slams); Space/Reach 15 ft./15 ft.; SA trample 2d10+18; SQ DR 5/–, fast healing 5, scent, low-light vision; AL NE; SV Fort +15, Ref +6, Will +6; Str 34, Dex 12, Con 22, Int 11, Wis 13, Cha 9. *Monster Manual* 11, page 105.

Skills and Feats: Listen +3, Move Silently +29, Spot +21; Alertness, Cleave, Great Cleave, Power Attack, Track.

Skills: A fomorian has a +10 racial bonus to Move Silently checks.

Languages: Giant, Common.

Trample (Ex): As a standard action during its turn each round, a fomorian can trample opponents at least one size category smaller than itself. This attack deals 2d10+18 points of bludgeoning damage. A trampled opponent can attempt either an attack of opportunity at a –4 penalty or a Reflex save (DC 29) for half damage.

Fast Healing (Ex): A Fomorian regains lost hit points at the rate of 5 per round. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow the fomorian to regrow or reattach lost body parts.

Scent (Ex): A fomorian can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Possessions: huge hide armor, huge heavy flail.

Gnoll Archer: Male Gnoll Ftr10; CR 11; Medium Humanoid (Gnoll); HD 2d8+10d10+60; hp 132; Init +4; Spd 30 ft.; AC 21, touch 14, flat-footed 17 (+4 Dex, +1 natural, +6 armor); BAB/Grp +11/+15; Atk +16 melee (1d8+7/x3, +1 battleaxe) or +18 ranged (1d8+7/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +14/+14 ranged (1d8+7/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); Full Atk +16/+11/+6 melee (1d8+7/x3, +1 battleaxe) or +18/+13/+8 ranged (1d8+7/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +18/+18/+13/+8 ranged (1d8+7/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); SA —; SQ darkvision 60 ft.; AL NE; SV Fort +14, Ref +7, Will +5; Str 18, Dex 19, Con 18, Int 6, Wis 10, Cha 6.

Skills and Feats: Climb +7, Jump +7, Listen +2, Spot +3; Greater Weapon Focus (composite longbow), Improved Critical (composite longbow), Improved Rapid Shot*, Improved Toughness*, Iron Will, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (composite longbow), Weapon Specialization (composite longbow). *Complete Warrior.

Languages: Gnoll, Giant.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, waterskin, whetstone, +1 battleaxe, +1 unholy composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure moderate wounds.

Gnoll Ranger: Male Gnoll Rgr10; CR 11; Medium Humanoid (Gnoll); HD 2d8+10d8+36; hp 99; Init +6; Spd 40 ft.; AC 22, touch 15, flat-footed 17 (+5 Dex, +1 natural, +6 armor); BAB/Grp +11/+15; Atk +16 melee (1d8+7/x3, +1 battleaxe) or +19 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +15/+15 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); Full Atk +16/+11/+6 melee (1d8+7/x3, +1 battleaxe) or +19/+14/+9 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +19/+19/+14/+9 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); SA favored enemies (human +6, elf +2, halfling +2); SQ darkvision 60 ft., wild empathy +8 (+12 with animal companion), woodland stride, animal companion (Scar the wolf), swift tracker, evasion; AL NE; SV Fort +13, Ref +13, Will +5; Str 18, Dex 19 (23), Con 16, Int 6, Wis 14, Cha 6.

Skills and Feats: Climb +4, Hide +11, Knowledge (nature) +1, Listen +10, Move Silently +11, Search +4, Spot +10, Survival +10 (+12 tracking); Endurance, Improved Critical (composite longbow), Improved Rapid Shot*, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (composite longbow). *Complete Warrior.

Languages: Gnoll.

Ranger Spells Prepared (2/2, save DC 12 + spell level): 1st — entangle, longstrider, 2nd — cat's grace, protection from energy (fire).

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, crowbar, flint and steel, grappling hook, 50 ft. silk rope, +1 battleaxe, +1 bane

(human) seeking composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure moderate wounds.

Scar, Wolf Animal Companion: Medium Animal; HD 4d8+8; hp 30; Init +3; Spd 50 ft. (60 ft. until it moves away from the ranger); AC 17, touch 13, flat-footed 14 (+3 Dex, +4 natural); BAB/Grp +3/+5; Atk/Full Atk +6 melee (1d6+3, bite); SA trip; SQ low-light vision, scent, link, share spells, evasion; AL N; SV Fort +6, Ref +7, Will +2; Str 14, Dex 16, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +3, Survival +2 (+6 tracking by scent); Dodge, Track^B, Weapon Focus (bite).

Tricks (2): attack, defend.

Skills: Wolves have a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

ENCOUNTER 5

Giants Not on Alert

Urg: Male Bugbear Rog5/Asn7; CR 14; Medium Humanoid (Goblinoid); HD 3d8+5d6+7d6+60; hp 117; Init +11; Spd 30 ft., climb 20 ft.; AC 31, touch 20, flat-footed 31 (+5 Dex, +3 natural, +8 armor, +5 deflection); BAB/Grp +10/+14; Atk +15 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +17 ranged (1d4+4 plus poison/19-20, dagger); Full Atk +15/+10 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +17/+12 ranged (1d4+4 plus poison/19-20, dagger); SA sneak attack +7d6, death attack (DC 21), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +3 save against poison, poison use; AL LE; SV Fort +8 (+11), Ref +19 (+22), Will +5 (+8); Str 18, Dex 20 (24), Con 16 (18), Int 15 (19), Wis 8, Cha 8.

Skills and Feats: Balance +8, Bluff +16, Climb +7, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +10, Hide +24, Intimidate +0, Jump +5, Listen +3, Move Silently +28, Open Lock +12, Sleight of Hand +9, Spot +3, Tumble +24, Use Magic Device +13; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will, Mobility.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (4/43/2, save DC 14 + spell level): 1st — critical strike*, distract assailant*, obscuring mist, true strike; 2nd — fire shuriken**, fox's cunning (cast on self), invisibility, spider climb; 3rd — deeper darkness, nondetection, spectral weapon*. *Complete Adventurer, **Complete Arcane.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells

(greater dispel magic), cloak of resistance +3, amulet of health +2, gloves of dexterity +4, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of shield of faith +5, potion of spider climb, potion of invisibility, potion of gaseous form.~~

Giants on Alert

Urg: Male Bugbear Rog5/Asn7; CR 14; Medium Humanoid (Goblinoid); HD 3d8+5d6+7d6+60; hp 117; Init +11; Spd 30 ft., climb 20 ft.; AC 31, touch 20, flat-footed 31 (+5 Dex, +3 natural, +8 armor, +5 deflection); BAB/Grp +10/+14; Atk +15 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +17 ranged (1d4+4 plus poison/19-20, dagger); Full Atk +15/+10 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +17/+12 ranged (1d4+4 plus poison/19-20, dagger); SA sneak attack +7d6, death attack (DC 21), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +3 save against poison, poison use; AL LE; SV Fort +8 (+11), Ref +19 (+22), Will +5 (+8); Str 18, Dex 20 (24), Con 16 (18), Int 15 (19), Wis 8, Cha 8.

Skills and Feats: Balance +8, Bluff +16, Climb +7, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +10, Hide +24, Intimidate +0, Jump +5, Listen +3, Move Silently +28, Open Lock +12, Sleight of Hand +9, Spot +3, Tumble +24, Use Magic Device +13; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will, Mobility.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnome.

Assassin Spells Known (4/43/2, save DC 14 + spell level): 1st – critical strike*, distract assailant*, obscuring mist, true strike; 2nd – fire shuriken**, fox's cunning (cast on self), invisibility, spider climb; 3rd – deeper darkness, nondetection, spectral weapon*. *Complete Adventurer, **Complete Arcane.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells (greater dispel magic), cloak of resistance +3, amulet of health +2, gloves of dexterity +4, potion of gaseous form, ~~potion of cure moderate wounds, potion of haste, potion of shield of faith +5, potion of spider climb, potion of invisibility, potion of gaseous form.~~

Aglashti: Male Ogre Mage Warlock7; CR 15; Large Giant; HD 5d8+7d6+48; hp 98; Init +8; Spd 40 ft., fly 40 ft. (good); AC 27, touch 14, flat-footed 23 (-1 size, +4 Dex, +5 natural, +8 armor, +1 deflection); BAB/Grp +8/+16; Atk +12 melee (3d6+6/19-20, large masterwork greatsword) or +12 ranged touch (4d6, eldritch blast); Full Atk +12/+7 melee (3d6+6/19-20, large masterwork greatsword) or +12 ranged touch (4d6, eldritch blast); Space/Reach 10 ft./10 ft.; SA spell-like abilities, invocations (least, lesser; CL 7th), eldritch blast 4d6; SQ darkvision 90 ft., low-light vision, regeneration 5, SR 19, detect magic, DR 2/cold iron, deceive item; AL LE; SV Fort +10 (+11), Ref +7 (+8), Will +14 (+15); Str 18, Dex 18, Con 16 (18), Int 14, Wis 14, Cha 22 (26). Complete Arcane, page 5.

Skills and Feats: Concentration +18, Knowledge (arcana) +8, Listen +6, Spellcraft +17, Spot +6, Use Magic Device +15 (+17 scrolls); Combat Casting, Force of Personality*, Improved Initiative, Point Blank Shot, Weapon Focus (eldritch blast). *Complete Adventurer.

Spell-Like Abilities: At will – darkness, invisibility; 1/day – charm person (DC 19), cone of cold (DC 23), gaseous form, polymorph, sleep (DC 19). CL 9th; save DC is Cha-based.

Flight (Su): An ogre mage can cease or resume flight as a free action. While using gaseous form it can fly at its normal speed and has perfect maneuverability.

Regeneration (Ex): Fire and acid deal normal damage to an ogre mage. An ogre mage that loses a limb or body part can reattach it by holding the severed member to the stump. Reattachment takes 1 minute. If the head or some other vital organ is severed, it must be reattached within 10 minutes or the creature dies. An ogre mage cannot regrow lost body parts.

Invocations (Sp): A warlock does not prepare or cast spells as other wielders of arcane magic do. Instead, he possesses a repertoire of attacks, defenses, and abilities known as invocations that require him to focus the wild energy that suffuses his soul. A warlock can use any invocation he knows at will, with the following qualifications:

A warlock's invocations are spell-like abilities; using an invocation is therefore a standard action that provokes attacks of opportunity. An invocation can be disrupted, just as a spell can be ruined during casting. A warlock is entitled to a Concentration check to successfully use an invocation if he is hit by an attack while invoking, just as a spellcaster would be. A warlock can choose to use an invocation defensively, by making a successful Concentration check, to avoid provoking attacks of opportunity. A warlock's invocations are subject to spell resistance unless an invocation's description specifically states otherwise. A warlock's caster level with his invocations is equal to his warlock level. A warlock can dismiss any invocation as a standard action, just as a wizard can dismiss a spell.

The save DC for an invocation (if it allows a save) is 10 + equivalent spell level + the warlock's Charisma modifier. Since spell-like abilities are not actually spells, a warlock cannot benefit from the Spell Focus feat. He can, however, benefit from the Ability Focus feat (see page 303 of the *Monster Manual*), as well as from feats that emulate metamagic effects for spell-like abilities, such as Quicken Spell-Like Ability and Empower Spell-Like Ability (see pages 303 and 304 of the *Monster Manual*).

The four grades of invocations, in order of their relative power, are least, lesser, greater, and dark. A warlock begins with knowledge of one invocation, which must be of the lowest grade (least). As a warlock gains levels, he learns new invocations, as described in *Complete Arcane*.

At any level when a warlock learns a new invocation, he can also replace an invocation he already knows with another invocation of the same or a lower grade. At 6th

level, a warlock can replace a least invocation he knows with a different least invocation (in addition to learning a new invocation, which could be either least or lesser). At 11th level, a warlock can replace a least or lesser invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, or greater). At 16th level, a warlock can replace a least, lesser, or greater invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, greater, or dark).

Finally, unlike other spell-like abilities, invocations are subject to arcane spell failure chance (warlocks do not suffer arcane spell failure chance for invocations when wearing light armor).

Eldritch Blast (Sp): The first ability a warlock learns is *eldritch blast*. A warlock attacks his foes with eldritch power, using baleful magical energy to deal damage and sometimes impart other debilitating effects. *Eldritch blast* is an invocation. A warlock can use *eldritch blast* at will.

An *eldritch blast* is a ray with a range of 60 feet. It is a ranged touch attack that affects a single target, allowing no saving throw. An *eldritch blast* deals 1d6 points of damage at 1st level and increases in power as the warlock rises in level. An *eldritch blast* deals half damage to objects. An *eldritch blast* is the equivalent of a 1st level spell.

If you apply a blast shape or eldritch essence invocation to your *eldritch blast*, your *eldritch blast* uses the level equivalent of the shape or essence (whichever is higher if both are applied). Unless noted otherwise, *eldritch blast* modified by blast shape and eldritch essence invocations deal damage normally in addition to imparting the effects described in the invocation description. A warlock can apply only one blast shape invocation and only one eldritch essence invocation to a single *eldritch blast*; a warlock can apply both a blast shape invocation and an eldritch essence invocation to the same *eldritch blast*.

Detect Magic (Sp): Beginning at 2nd level, a warlock can use *detect magic* as the spell at will. His caster level equals his class level.

Damage Reduction (Su): Fortified by the supernatural power flowing in his body, a warlock becomes resistant to physical attacks at 3rd level and above, gaining damage reduction 1/cold iron. At 7th level and every four levels thereafter, a warlock's damage reduction improves.

Deceive Item (Ex): At 4th level and higher, a warlock has the ability to more easily commandeer magic items made for the use of other characters. When making a Use Magic Device check, a warlock can take 10 even if distracted or threatened.

Languages: Giant, Common, Infernal.

Warlock Invocations Known (4; DC 18 + equivalent spell level; CL 7th): Least – *devil's sight**, *entropic warding**, *miasmic cloud**; Lesser – *flee the scene**. *Complete Arcane.

Possessions: large masterwork chain shirt, large masterwork greatsword, ring of protection +1, vest of resistance +1*, amulet of health +2, cloak of charisma +4, 2 potions of cure serious wounds, ~~potions of blur~~, ~~oil of magic~~ ~~vestment~~ +4. *Complete Arcane.

ENCOUNTER 7

Ruka: Cloud Giant Mummy; CR 14; Huge Undead (Augmented Giant); HD 17d12; hp 153; Init +1; Spd 30 ft.; AC 30, touch 9, flat-footed 29 (-2 size, +1 Dex, +12 natural, +9 armor); BAB/Grp +12/+36; Atk +28 melee (4d6+26, +2 unholy gargantuan morningstar) or +26 melee (2d8+24 plus disease, slam) or +12 ranged (2d8+16, rock); Full Atk +28/+23/+18 melee (4d6+26, +2 unholy gargantuan morningstar) or +26 melee (2d8+24 plus disease, slam) or +12 ranged (2d8+16, rock); Space/Reach 15 ft./15 ft.; SA rock throwing, spell-like abilities; SQ low-light vision, oversized weapon, rock catching, scent, DR 5/-, vulnerability to fire; AL NE; SV Fort +10, Ref +6, Will +12; Str 43, Dex 13, Con -, Int 8, Wis 20, Cha 17. *Libris Mortis*, page 110.

Skills and Feats: Climb +20, Craft (weaponsmith) +9, Diplomacy +5, Intimidate +13, Listen +17, Perform (harp) +4, Sense Motive +11, Spot +17; Awesome Blow, Cleave, Improved Bull Rush, Improved Overrun, Iron Will, Power Attack.

Despair (Su): At the mere sight of a mummified creature, the viewer must make a Will save DC 21 or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, the target cannot be affected again by the mummy's despair ability for 24 hours. Save DC is Cha-based.

Mummy Rot (Su): Supernatural disease – natural weapon, Fort save DC 21, incubation period 1 minute, damage 1d6 Con and 1d6 Cha. Unlike normal diseases, mummy rot persists until the victim reaches Constitution 0 (and dies) or is cured as described below. Mummy rot is a powerful curse, not a natural disease, a character attempting to cast any conjuration (healing) spell on a creature afflicted with mummy rot must make a DC 20 caster level check, or else the spell has no effect on the afflicted character. To eliminate mummy rot, the curse must first be broken with *break enchantment* or *remove curse* (requiring a DC 20 caster level check for wither spell), after which a caster level check is no longer required to cast healing spells on the victim, and mummy rot can be magically cured as any normal disease. An afflicted character that dies of mummy rot shrivels away into sand and blows away into nothing at the first wind. Save DC is Cha-based.

Spell-Like Abilities: 3/day – *levitate* (self plus 2,000 lbs.), *obscuring mist*; 1/day – *fog cloud*. CL 15th; save DC is Cha-based.

Rock Throwing (Ex): Adult giants are accomplished rock throwers and receive a +1 racial bonus on attack rolls when throwing rocks. A giant of at least Large size can hurl rocks weighing 40 to 50 lbs. each (Small objects) up to five range increments. The size of the range increment varies with the giant's variety (140 ft.

for cloud giants). A Huge giant can hurl rocks of 60 to 80 lbs. (Medium objects).

Rock Catching (Ex): A giant of at least Large size can catch Small, Medium, or Large rocks (or projectiles of similar shape). Once per round, a giant that would normally be hit by a rock can make a Reflex save to catch it as a free action. The DC is 15 for a Small rock, 20 for a Medium one, and 25 for a Large one. If the projectile provides a magical bonus on attack rolls, the DC increases by that amount. The giant must be ready for and aware of the attack in order to make a rock catching attempt.

Oversized Weapon (Ex): A cloud giant wields a great, two-handed morningstar (big enough for Gargantuan creatures) without penalty.

Languages: Giant, Common.

Possessions: +2 unholy gargantuan morningstar, +1 huge full plate, ring of major energy resistance (fire), winged boots, cloak of turn resistance*, ring of counterspells (fireball). *Libris Mortis.

Greater Air Necromental: CR 10; Huge Undead (Air, Augmented Elemental); HD 21d12; hp 189; Init +14; Spd fly 100 ft. (perfect); AC 28, touch 18, flat-footed 18 (-2 size, +10 Dex, +10 natural); BAB/Grp +15/+28; Atk +23 melee (2d8+5, slam); Full Atk +23 melee (2d8+5, 2 slams); Space/Reach 15 ft./15 ft.; SA air mastery, whirlwind, create spawn, energy drain; SQ darkvision 60 ft., elemental traits, fast healing, DR 10/-; AL NE; SV Fort +9, Ref +22, Will +9; Str 20, Dex 31, Con -, Int 1, Wis 10, Cha 1. *Libris Mortis*, page 113.

Skills and Feats: Listen +14, Spot +14; Alertness, Blind-fight, Combat Reflexes, Dodge, Flyby Attack, Great Fortitude, Improved Initiative^B, Iron Will, Mobility, Spring Attack, Weapon Finesse^B.

Create Spawn (Su): An elemental slain by a necromental's energy drain attack rises as a necromental 1d4 days after death.

Energy Drain (Su): Living creatures hit by a necromental's natural weapon attack gain one negative level. A necromental can use its energy drain ability once per round, regardless of the number of natural weapon attacks it possesses. The save to remove the negative level 24 hours later is DC 20. When a necromental bestows a negative level, it gains 5 temporary hp (10 on a critical hit). These temporary hit points last for up to one hour.

Fast Healing (Ex): An air necromental heals 3 points of damage each round as long as it is within five feet of some form of its element (air).

Air Mastery (Ex): Airborne creatures take a -1 penalty on attack and damage rolls against an air elemental.

Whirlwind (Su): The elemental can transform itself into a whirlwind once every 10 minutes and remain in that form for up to 1 round for every 2 HD it has. In this form, the elemental can move through the air or along a surface at its fly speed. The whirlwind is 5 feet wide at the base, up to 30 feet wide at the top, and up to 50 feet tall, depending on the elemental's size. The elemental controls the exact height, but it must be at least 10 feet.

The elemental's movement while in whirlwind form does not provoke attacks of opportunity, even if the elemental enters the space another creature occupies. Another creature might be caught in the whirlwind if it touches or enters the whirlwind, or if the elemental moves into or through the creature's square.

Creatures one or more size categories smaller than the elemental might take damage when caught in the whirlwind and may be lifted into the air. The creature must first make the indicated Reflex save or take damage. It must also succeed on a second Reflex save or be picked up bodily and help suspended in the powerful winds, automatically taking the indicated 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 successful.

Creatures trapped in the whirlwind cannot move except to go where the elemental carries them or to escape the whirlwind. Creatures caught in the whirlwind can otherwise act normally but must succeed on a Concentration check (DC 15 + spell level) to cast a spell. Creatures caught in whirlwind take a -4 penalty to dexterity and a -2 penalty on attack rolls. The elemental can have only as many creatures inside the whirlwind at one time as will fit inside the whirlwind's volume.

The whirlwind can eject any carried creature whenever it wishes, depositing them wherever the whirlwind happens to be. A summoned elemental always ejects trapped creatures before returning to its home plane.

As this room is filled with free floating debris, the elemental's whirlwind creates a swirling cloud of debris 20 feet in diameter centered on the necromental. The cloud obscures all vision, including darkvision, beyond five feet. Creatures five feet away have concealment, while those further away have total concealment. Those caught in the cloud must succeed on a Concentration check (DC 15 + spell level) to cast a spell.

An elemental in whirlwind form cannot make slam attacks and does not threaten the area around it.

Greater air elemental: save DC 25, 2d8 damage, 10 - 60 ft. tall.

Greasy Chill: Living Spell; CR 10; Large Ooze; HD 9d10+18; hp 81; Init +1; Spd 20 ft.; AC 15, touch 15, flat-footed 14 (-1 size, +1 Dex, +5 deflection); BAB/Grp +6/+12; Atk/Full Atk +7 melee (1d6+3, slam); Space/Reach 10 ft./5 ft.; SA spell effect, engulf; SQ ooze traits, DR 10/magic, SR 19 (10 + its caster level); AL N; SV Fort +5, Ref +4, Will +4; Str 15, Dex 12, Con 15, Int -, Wis 12, Cha 15. *Monster Manual* 3, page 91.

Spell Effect (Su): A creature hit by a living spell's slam attack is subjected to the normal effect of the spell or spells making up the creature, as if it were within the area of effect of the spell itself. Saves apply as normal for the spell; the DC is 17 for the *cone of cold* and 13 for the *grease*. This living spell is composed of a *cone of cold* spell and a *grease* spell, both at CL 9th.

Engulf (Ex): This creature can flow around creatures that fit within its space as a standard action. It cannot

make a slam attack during the round in which it engulfs. It merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the living spell, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a Reflex save (DC 17) or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the full normal effects of the spells each round on the living spell's turn, and are considered to be grappled.

ENCOUNTER 2

Giants Not on Alert

Fomorian Giant: CR 11; Huge Giant; HD 15d8+90; hp 158; Init +1; Spd: 40 ft.; AC 21, touch 9, flat-footed 20 (-2 size, +1 Dex, +9 natural, +3 armor); BAB/Grp +11/+31; Atk +21 melee (4d6+18/19-20, huge heavy flail) or +21 melee (1d8+12, slam); Full Atk +21/+16/+11 melee (4d6+18/19-20, huge heavy flail) or +21 melee (1d8+12, 2 slams); Space/Reach 15 ft./15 ft.; SA trample 2d10+18; SQ DR 5/–, fast healing 5, scent, low-light vision; AL NE; SV Fort +15, Ref +6, Will +6; Str 34, Dex 12, Con 22, Int 11, Wis 13, Cha 9. *Monster Manual II*, page 105.

Skills and Feats: Listen +3, Move Silently +29, Spot +21; Alertness, Cleave, Great Cleave, Power Attack, Track.

Skills: A fomorian has a +10 racial bonus to Move Silently checks.

Languages: Giant, Common.

Trample (Ex): As a standard action during its turn each round, a fomorian can trample opponents at least one size category smaller than itself. This attack deals 2d10+18 points of bludgeoning damage. A trampled opponent can attempt either an attack of opportunity at a –4 penalty or a Reflex save (DC 29) for half damage.

Fast Healing (Ex): A Fomorian regains lost hit points at the rate of 5 per round. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow the fomorian to regrow or reattach lost body parts.

Scent (Ex): A fomorian can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Possessions: huge hide armor, huge heavy flail.

Gnoll Archer: Male Gnoll Ftr10; CR 11; Medium Humanoid (Gnoll); HD 2d8+10d10+60; hp 132; Init +4; Spd 30 ft.; AC 21, touch 14, flat-footed 17 (+4 Dex, +1 natural, +6 armor); BAB/Grp +11/+15; Atk +16 melee (1d8+7/x3, +1 battleaxe) or +18 ranged (1d8+7/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +14/+14 ranged (1d8+7/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); Full Atk +16/+11/+6 melee (1d8+7/x3, +1 battleaxe) or +18/+13/+8 ranged (1d8+7/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +18/+18/+13/+8 ranged (1d8+7/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); SA –; SQ darkvision 60 ft.; AL NE; SV Fort +14, Ref +7, Will +5; Str 18, Dex 19, Con 18, Int 6, Wis 10, Cha 6.

Skills and Feats: Climb +7, Jump +7, Listen +2, Spot +3; Greater Weapon Focus (composite longbow), Improved Critical (composite longbow), Improved Rapid Shot*, Improved Toughness*, Iron Will, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (composite longbow), Weapon Specialization (composite longbow). *Complete Warrior.

Languages: Gnoll, Giant.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, waterskin, whetstone, +1 battleaxe, +1 unholy composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure moderate wounds.

Gnoll Ranger: Male Gnoll Rgr10; CR 11; Medium Humanoid (Gnoll); HD 2d8+10d8+36; hp 99; Init +6; Spd 40 ft.; AC 22, touch 15, flat-footed 17 (+5 Dex, +1 natural, +6 armor); BAB/Grp +11/+15; Atk +16 melee (1d8+7/x3, +1 battleaxe) or +19 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +15/+15 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); Full Atk +16/+11/+6 melee (1d8+7/x3, +1 battleaxe) or +19/+14/+9 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +19/+19/+14/+9 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); SA favored enemies (human +6, elf +2, halfling +2); SQ darkvision 60 ft., wild empathy +8 (+12 with animal companion), woodland stride, animal companion (Scar the wolf), swift tracker, evasion; AL NE; SV Fort +13, Ref +13, Will +5; Str 18, Dex 19 (23), Con 16, Int 6, Wis 14, Cha 6.

Skills and Feats: Climb +4, Hide +11, Knowledge (nature) +1, Listen +10, Move Silently +11, Search +4, Spot +10, Survival +10 (+12 tracking); Endurance, Improved Critical (composite longbow), Improved Rapid Shot*, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (composite longbow).

*Complete Warrior.

Languages: Gnoll.

Ranger Spells Prepared (2/2, save DC 12 + spell level): 1st – entangle, longstrider; 2nd – ~~cat's grace, protection from energy (fire).~~

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, crowbar, flint and steel, grappling hook, 50 ft. silk rope, +1 battleaxe, +1 bane (human) seeking composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure moderate wounds.

Scar, Wolf Animal Companion: Medium Animal; HD 4d8+8; hp 30; Init +3; Spd 50 ft. (60 ft. until it moves away from the ranger); AC 17, touch 13, flat-footed 14 (+3 Dex, +4 natural); BAB/Grp +3/+5; Atk/Full Atk +6 melee (1d6+3, bite); SA trip; SQ low-light vision, scent, link, share spells, evasion; AL N; SV Fort +6, Ref +7, Will +2; Str 14, Dex 16, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +3, Survival +2 (+6 tracking by scent); Dodge, Track^B, Weapon Focus (bite).

Tricks (2): attack, defend.

Skills: Wolves have a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

Giants on Alert

Fiendish Fomorian Giant: CR 13; Huge Giant (Extraplanar); HD 15d8+90; hp 158; Init +1; Spd: 40 ft.; AC 21, touch 9, flat-footed 20 (-2 size, +1 Dex, +9 natural, +3 armor); BAB/Grp +11/+31; Atk +22 melee (4d6+19/19-20, +1 huge heavy flail) or +21 melee (1d8+12, slam); Full Atk +22/+17/+12 melee (4d6+19/19-20, +1 huge heavy flail) or +21 melee (1d8+12, 2 slams); Space/Reach 15 ft./15 ft.; SA trample 2d10+18, smite good 1/day, natural weapons are treated as magic weapons for the purpose of overcoming DR; SQ DR 5/- and 10/magic, fast healing 5, scent, low-light vision, darkvision 60 ft., cold/fire resistance 10, SR 20 (HD + 5); AL NE; SV Fort +15, Ref +6, Will +6; Str 34, Dex 12, Con 22, Int 11, Wis 13, Cha 9. *Monster Manual II*, page 105.

Skills and Feats: Listen +3, Move Silently +29, Spot +21; Alertness, Cleave, Great Cleave, Power Attack, Track.

Skills: A fomorian has a +10 racial bonus to Move Silently checks.

Languages: Giant, Common.

Trample (Ex): As a standard action during its turn each round, a fomorian can trample opponents at least one size category smaller than itself. This attack deals 2d10+18 points of bludgeoning damage. A trampled opponent can attempt either an attack of opportunity at a -4 penalty or a Reflex save (DC 29) for half damage.

Fast Healing (Ex): A Fomorian regains lost hit points at the rate of 5 per round. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow the fomorian to regrow or reattach lost body parts.

Scent (Ex): A fomorian can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Smite Good (Su): Once per day the creature can make a normal melee attack to deal extra damage equal to its HD total (max +20) against a good foe.

Possessions: huge hide armor, +1 huge heavy flail.

Gnoll Archer: Male Gnoll Ftr12; CR 13; Medium Humanoid (Gnoll); HD 2d8+12d10+84; hp 165; Init +4; Spd 30 ft.; AC 21, touch 14, flat-footed 17 (+4 Dex, +1 natural, +6 armor); BAB/Grp +13/+17; Atk +18 melee (1d8+7/x3, +1 battleaxe) or +21 ranged (1d8+9/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +17/+17 ranged (1d8+9/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); Full Atk +18/+13/+8 melee (1d8+7/x3, +1 battleaxe) or +21/+16/+11 ranged (1d8+9/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +21/+21/+16/+11 ranged (1d8+9/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); SA -; SQ darkvision 60 ft.; AL NE; SV Fort +16 (+19), Ref +8 (+11), Will +6 (+9); Str 18, Dex 19, Con 18 (20), Int 6, Wis 10, Cha 6.

Skills and Feats: Climb +7, Jump +7, Listen +3, Spot +3; Greater Weapon Focus (composite longbow), Greater Weapon Specialization (composite longbow), Improved Critical (composite longbow), Improved Rapid Shot*, Improved Toughness*, Iron Will, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (composite longbow), Weapon Specialization (composite longbow). *Complete Warrior.

Languages: Gnoll, Giant.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, waterskin, whetstone, +1 battleaxe, +1 unholy composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure serious wounds, cloak of resistance +3, lesser bracers of archery, amulet of health +2.

Gnoll Ranger: Male Gnoll Rgr12; CR 13; Medium Humanoid (Gnoll); HD 2d8+12d8+56; hp 126; Init +6; Spd 40 ft.; AC 22, touch 15, flat-footed 17 (+5 Dex, +1 natural, +6 armor); BAB/Grp +13/+17; Atk +18 melee (1d8+7/x3, +1 battleaxe) or +22 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +18/+18 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); Full Atk +18/+13/+8 melee (1d8+7/x3, +1 battleaxe) or +22/+17/+12 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +22/+22/+17/+12 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); SA favored enemies (human +6, elf +2, halfling +2); SQ darkvision 60 ft., wild empathy +10 (+14 with animal companion), woodland stride, animal companion (Scar the wolf), swift tracker, evasion; AL NE; SV Fort +15 (+18), Ref +14 (+17), Will +6 (+9); Str 18, Dex 19 (23), Con 16 (18), Int 6, Wis 14, Cha 6.

Skills and Feats: Climb +4, Hide +12 (+32 in hills), Knowledge (nature) +1, Listen +12, Move Silently +12 (+32), Search +4, Spot +12, Survival +12 (+14 tracking); Endurance, Improved Critical (composite longbow), Improved Precise Shot, Improved Rapid Shot*, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (composite longbow). *Complete Warrior.

Languages: Gnoll.

Ranger Spells Prepared (2/2/1, save DC 12 + spell level): 1st - entangle, ~~longstrider~~, 2nd - ~~cat's grace~~, ~~protection from energy (fire)~~, 3rd - ~~forestfold~~. *Complete Adventurer.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, crowbar, flint and steel, grappling hook, 50 ft. silk rope, +1 battleaxe, +1 bane (human) seeking composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure serious wounds, cloak of resistance +3, lesser bracers of archery, amulet of health +2.

Scar, Wolf Animal Companion: Medium Animal; HD 6d8+12; hp 45; Init +3; Spd 50 ft. (60 ft. until it moves away from the ranger); AC 19, touch 13, flat-footed 16 (+3 Dex, +6 natural); BAB/Grp +4/+6; Atk/Full Atk +7 melee (1d6+3, bite); SA trip; SQ low-light vision, scent, link,

share spells, evasion, devotion; AL N; SV Fort +7, Ref +8, Will +3; Str 15, Dex 17, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +3, Survival +4 (+8 tracking by scent); Dodge, Mobility, Track^B, Weapon Focus (bite).

Tricks (3): attack, defend, track.

Skills: Wolves have a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

ENCOUNTER 5

Giants Not on Alert

Urg: Male Bugbear Rog5/Asn9; CR 16; Medium Humanoid (Goblinoid); HD 3d8+5d6+9d6+68; hp 132; Init +11; Spd 30 ft., climb 20 ft.; AC 31, touch 20, flat-footed 31 (+5 Dex, +3 natural, +8 armor, +5 deflection); BAB/Grp +11/+15; Atk +16 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +18 ranged (1d4+4 plus poison/19-20, dagger) or +16 melee touch (rod of withering); Full Atk +16/+11/+6 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +18/+13/+8 ranged (1d4+4 plus poison/19-20, dagger) or +16/+11/+6 melee touch (rod of withering); SA sneak attack +8d6, death attack (DC 24), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +4 save against poison, poison use, hide in plain sight; AL LE; SV Fort +9 (+12), Ref +20 (+23), Will +6 (+9); Str 18, Dex 20 (24), Con 16 (18), Int 16 (20), Wis 8, Cha 8.

Skills and Feats: Balance +8, Bluff +18, Climb +11, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +14, Hide +24, Intimidate +0, Jump +13, Listen +3, Move Silently +28, Open Lock +12, Sleight of Hand +9, Spot +3, Tumble +26, Use Magic Device +13; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will, Mobility.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (5/4/4/3, save DC 15 + spell level): 1st – critical strike*, distract assailant*, obscuring mist, true strike; 2nd – fire shuriken**, invisibility, pass without trace, spider climb; 3rd – deeper darkness, misdirection, nondetection, spectral weapon*; 4th – freedom of movement, greater invisibility, shadow form*. *Complete Adventurer, **Complete Arcane.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells (greater dispel magic), cloak of resistance +3, amulet of health +2, gloves of dexterity +4, headband of intellect +4, rod of withering, potion of gaseous form, potion of cure moderate wounds, ~~potion of haste, potion of shield of faith +5, potion of spider climb, potion of invisibility, potion of gaseous form.~~

Giants on Alert

Urg: Male Bugbear Rog5/Asn9; CR 16; Medium Humanoid (Goblinoid); HD 3d8+5d6+9d6+68; hp 132; Init +11; Spd 30 ft., climb 20 ft.; AC 31, touch 20, flat-footed 31 (+5 Dex, +3 natural, +8 armor, +5 deflection); BAB/Grp +11/+15; Atk +16 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +18 ranged (1d4+4 plus poison/19-20, dagger) or +16 melee touch (rod of withering); Full Atk +16/+11/+6 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +18/+13/+8 ranged (1d4+4 plus poison/19-20, dagger) or +16/+11/+6 melee touch (rod of withering); SA sneak attack +8d6, death attack (DC 24), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +4 save against poison, poison use, hide in plain sight; AL LE; SV Fort +9 (+12), Ref +20 (+23), Will +6 (+9); Str 18, Dex 20 (24), Con 16 (18), Int 16 (20), Wis 8, Cha 8.

Skills and Feats: Balance +8, Bluff +18, Climb +11, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +14, Hide +24, Intimidate +0, Jump +13, Listen +3, Move Silently +28, Open Lock +12, Sleight of Hand +9, Spot +3, Tumble +26, Use Magic Device +13; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will, Mobility.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (5/4/4/3, save DC 15 + spell level): 1st – critical strike*, distract assailant*, obscuring mist, true strike; 2nd – fire shuriken**, invisibility, pass without trace, spider climb; 3rd – deeper darkness, misdirection, nondetection, spectral weapon*; 4th – freedom of movement, greater invisibility, shadow form*. *Complete Adventurer, **Complete Arcane.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells (greater dispel magic), cloak of resistance +3, amulet of health +2, gloves of dexterity +4, headband of intellect +4, rod of withering, potion of gaseous form, ~~potion of cure moderate wounds, potion of haste, potion of shield of faith +5, potion of spider climb, potion of invisibility, potion of gaseous form.~~

Aglashti: Male Ogre Mage Warlock9; CR 17; Large Giant; HD 5d8+9d6+56; hp 113; Init +8; Spd 40 ft., fly 40 ft. (good); AC 29, touch 16, flat-footed 25 (-1 size, +4 Dex, +5 natural, +8 armor, +3 deflection); BAB/Grp +9/+17; Atk +13 melee (3d6+6/19-20, large masterwork greatsword) or +13 ranged touch (5d6, eldritch blast); Full Atk +13/+8 melee (3d6+6/19-20, large masterwork greatsword) or +13 ranged touch (5d6, eldritch blast); Space/Reach 10 ft./10 ft.; SA spell-like abilities, invocations (least, lesser; CL 9th), eldritch blast 5d6; SQ darkvision 90 ft., low-light vision, regeneration 5, SR 19, detect magic, DR 2/cold iron, deceive item, fiendish resilience 1; AL LE; SV Fort +11 (+12), Ref +8 (+9), Will +15 (+16); Str 18, Dex 18, Con 16 (18), Int 14, Wis 14, Cha 22 (26). Complete Arcane, page 5.

Skills and Feats: Concentration +20, Knowledge (arcana) +10, Listen +6, Spellcraft +19, Spot +6, Use Magic Device +17 (+19 scrolls); Combat Casting, Force of Personality*, Improved Initiative, Point Blank Shot, Weapon Focus (*eldritch blast*). *Complete Adventurer.

Spell-Like Abilities: At will – *darkness*, *invisibility*, 1/day – *charm person* (DC 19), *cone of cold* (DC 23), *gaseous form*, *polymorph*, *sleep* (DC 19). CL 9th; save DC is Cha-based.

Flight (Su): An ogre mage can cease or resume flight as a free action. While using *gaseous form* it can fly at its normal speed and has perfect maneuverability.

Regeneration (Ex): Fire and acid deal normal damage to an ogre mage. An ogre mage that loses a limb or body part can reattach it by holding the severed member to the stump. Reattachment takes 1 minute. If the head or some other vital organ is severed, it must be reattached within 10 minutes or the creature dies. An ogre mage cannot regrow lost body parts.

Invocations (Sp): A warlock does not prepare or cast spells as other wielders of arcane magic do. Instead, he possesses a repertoire of attacks, defenses, and abilities known as invocations that require him to focus the wild energy that suffuses his soul. A warlock can use any invocation he knows at will, with the following qualifications:

A warlock's invocations are spell-like abilities; using an invocation is therefore a standard action that provokes attacks of opportunity. An invocation can be disrupted, just as a spell can be ruined during casting. A warlock is entitled to a Concentration check to successfully use an invocation if he is hit by an attack while invoking, just as a spellcaster would be. A warlock can choose to use an invocation defensively, by making a successful Concentration check, to avoid provoking attacks of opportunity. A warlock's invocations are subject to spell resistance unless an invocation's description specifically states otherwise. A warlock's caster level with his invocations is equal to his warlock level. A warlock can dismiss any invocation as a standard action, just as a wizard can dismiss a spell.

The save DC for an invocation (if it allows a save) is 10 + equivalent spell level + the warlock's Charisma modifier. Since spell-like abilities are not actually spells, a warlock cannot benefit from the Spell Focus feat. He can, however, benefit from the Ability Focus feat (see page 303 of the *Monster Manual*), as well as from feats that emulate metamagic effects for spell-like abilities, such as Quicken Spell-Like Ability and Empower Spell-Like Ability (see pages 303 and 304 of the *Monster Manual*).

The four grades of invocations, in order of their relative power, are least, lesser, greater, and dark. A warlock begins with knowledge of one invocation, which must be of the lowest grade (least). As a warlock gains levels, he learns new invocations, as described in *Complete Arcane*.

At any level when a warlock learns a new invocation, he can also replace an invocation he already knows with another invocation of the same or a lower grade. At 6th

level, a warlock can replace a least invocation he knows with a different least invocation (in addition to learning a new invocation, which could be either least or lesser). At 11th level, a warlock can replace a least or lesser invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, or greater). At 16th level, a warlock can replace a least, lesser, or greater invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, greater, or dark).

Finally, unlike other spell-like abilities, invocations are subject to arcane spell failure chance (warlocks do not suffer arcane spell failure chance for invocations when wearing light armor).

Eldritch Blast (Sp): The first ability a warlock learns is *eldritch blast*. A warlock attacks his foes with *eldritch* power, using baleful magical energy to deal damage and sometimes impart other debilitating effects. *Eldritch blast* is an invocation. A warlock can use *eldritch blast* at will.

An *eldritch blast* is a ray with a range of 60 feet. It is a ranged touch attack that affects a single target, allowing no saving throw. An *eldritch blast* deals 1d6 points of damage at 1st level and increases in power as the warlock rises in level. An *eldritch blast* deals half damage to objects. An *eldritch blast* is the equivalent of a 1st level spell.

If you apply a blast shape or *eldritch essence* invocation to your *eldritch blast*, your *eldritch blast* uses the level equivalent of the shape or essence (whichever is higher if both are applied). Unless noted otherwise, *eldritch blast* modified by blast shape and *eldritch essence* invocations deal damage normally in addition to imparting the effects described in the invocation description. A warlock can apply only one blast shape invocation and only one *eldritch essence* invocation to a single *eldritch blast*; a warlock can apply both a blast shape invocation and an *eldritch essence* invocation to the same *eldritch blast*.

Detect Magic (Sp): Beginning at 2nd level, a warlock can use *detect magic* as the spell at will. His caster level equals his class level.

Damage Reduction (Su): Fortified by the supernatural power flowing in his body, a warlock becomes resistant to physical attacks at 3rd level and above, gaining damage reduction 1/cold iron. At 7th level and every four levels thereafter, a warlock's damage reduction improves.

Deceive Item (Ex): At 4th level and higher, a warlock has the ability to more easily commandeer magic items made for the use of other characters. When making a Use Magic Device check, a warlock can take 10 even if distracted or threatened.

Fiendish Resilience (Su): Beginning at 8th level, a warlock knows the trick of fiendish resilience. Once per day, as a free action, he can enter a state that lasts for 2 minutes. While in this state, the warlock gains fast healing 1. At 13th level, a warlock's fiendish resilience

improves to fast healing 2, and at 18th level, it improves to fast healing 5.

Languages: Giant, Common, Infernal.

Warlock Invocations Known (5; DC 18 + equivalent spell level; CL 9th): Least – *devil's sight**, *entropic warding**, *miasmic cloud**; Lesser – *flee the scene**, *voracious dispelling**. *Complete Arcane.

Possessions: large masterwork chain shirt, large masterwork greatsword, ring of protection +3, vest of resistance +1*, amulet of health +2, cloak of charisma +4, 2 potions of cure serious wounds, ~~potions of blur~~, ~~oil of magic vestment~~ +4. *Complete Arcane.

ENCOUNTER 7

Ruka: Evolved(x2) Cloud Giant Mummy; CR 16; Huge Undead (Augmented Giant); HD 17d12; hp 153; Init +1; Spd 30 ft.; AC 32, touch 9, flat-footed 31 (-2 size, +1 Dex, +14 natural, +9 armor); BAB/Grp +12/+38; Atk +30 melee (4d6+29, +2 *unholy gargantuan morningstar*) or +28 melee (2d8+27 plus disease, slam) or +12 ranged (2d8+18, rock); Full Atk +30/+25/+20 melee (4d6+29, +2 *unholy gargantuan morningstar*) or +28 melee (2d8+27 plus disease, slam) or +12 ranged (2d8+18, rock); Space/Reach 15 ft./15 ft.; SA rock throwing, spell-like abilities; SQ low-light vision, oversized weapon, rock catching, scent, DR 5/-, vulnerability to fire, fast healing 3; AL NE; SV Fort +10, Ref +6, Will +12; Str 47, Dex 13, Con -, Int 8, Wis 20, Cha 21. *Libris Mortis*, pages 100 and 110.

Skills and Feats: Climb +22, Craft (weaponsmith) +9, Diplomacy +7, Intimidate +15, Listen +17, Perform (harp) +6, Sense Motive +11, Spot +17; Awesome Blow, Cleave, Improved Bull Rush, Improved Overrun, Iron Will, Power Attack.

Despair (Su): At the mere sight of a mummified creature, the viewer must make a Will save DC 23 or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, the target cannot be affected again by the mummy's despair ability for 24 hours. Save DC is Cha-based.

Mummy Rot (Su): Supernatural disease – natural weapon, Fort save DC 23, incubation period 1 minute, damage 1d6 Con and 1d6 Cha. Unlike normal diseases, mummy rot persists until the victim reaches Constitution 0 (and dies) or is cured as described below. Mummy rot is a powerful curse, not a natural disease, a character attempting to cast any conjuration (healing) spell on a creature afflicted with mummy rot must make a DC 20 caster level check, or else the spell has no effect on the afflicted character. To eliminate mummy rot, the curse must first be broken with *break enchantment* or *remove curse* (requiring a DC 20 caster level check for wither spell), after which a caster level check is no longer required to cast healing spells on the victim, and mummy rot can be magically cured as any normal disease. An afflicted character that dies of mummy rot shrivels away into sand and blows away into nothing at the first wind. Save DC is Cha-based.

Spell-Like Abilities: 3/day – *levitate* (self plus 2,000 lbs.), *obscuring mist*; 1/day – *fog cloud*. CL 15th; save DC is Cha-based.

Spell-Like Abilities: 1/day – *cone of cold* (DC 20), *greater dispel magic*. CL 17th; save DC is Cha-based.

Rock Throwing (Ex): Adult giants are accomplished rock throwers and receive a +1 racial bonus on attack rolls when throwing rocks. A giant of at least Large size can hurl rocks weighing 40 to 50 lbs. each (Small objects) up to five range increments. The size of the range increment varies with the giant's variety (140 ft. for cloud giants). A Huge giant can hurl rocks of 60 to 80 lbs. (Medium objects).

Rock Catching (Ex): A giant of at least Large size can catch Small, Medium, or Large rocks (or projectiles of similar shape). Once per round, a giant that would normally be hit by a rock can make a Reflex save to catch it as a free action. The DC is 15 for a Small rock, 20 for a Medium one, and 25 for a Large one. If the projectile provides a magical bonus on attack rolls, the DC increases by that amount. The giant must be ready for and aware of the attack in order to make a rock catching attempt.

Oversized Weapon (Ex): A cloud giant wields a great, two-handed morningstar (big enough for Gargantuan creatures) without penalty.

Languages: Giant, Common.

Possessions: +2 *unholy gargantuan morningstar*, +1 *huge full plate*, ring of major energy resistance (fire), winged boots, cloak of turn resistance*, ring of counterspells (fireball). **Libris Mortis*.

Elder Air Necromental: CR 12; Huge Undead (Air, Augmented Elemental); HD 24d12; hp 216; Init +15; Spd fly 100 ft. (perfect); AC 29, touch 19, flat-footed 18 (-2 size, +11 Dex, +10 natural); BAB/Grp +18/+32; Atk +27 melee (2d8+6, slam); Full Atk +27 melee (2d8+6, 2 slams); Space/Reach 15 ft./15 ft.; SA air mastery, whirlwind, create spawn, energy drain; SQ darkvision 60 ft., elemental traits, fast healing, DR 10/-; AL NE; SV Fort +10, Ref +25, Will +10; Str 22, Dex 33, Con -, Int 1, Wis 10, Cha 1. *Libris Mortis*, page 113.

Skills and Feats: Listen +29, Spot +29; Alertness, Blind-fight, Cleave, Combat Reflexes, Dodge, Flyby Attack, Great Fortitude, Improved Initiative^B, Iron Will, Mobility, Power Attack, Spring Attack, Weapon Finesse^B.

Create Spawn (Su): An elemental slain by a necromental's energy drain attack rises as a necromental 1d4 days after death.

Energy Drain (Su): Living creatures hit by a necromental's natural weapon attack gain one negative level. A necromental can use its energy drain ability once per round, regardless of the number of natural weapon attacks it possesses. The save to remove the negative level 24 hours later is DC 22. When a necromental bestows a negative level, it gains 5 temporary hp (10 on a critical hit). These temporary hit points last for up to one hour.

Fast Healing (Ex): An air necromental heals 3 points of damage each round as long as it is within five feet of some form of its element (air).

Air Mastery (Ex): Airborne creatures take a -1 penalty on attack and damage rolls against an air elemental.

Whirlwind (Su): The elemental can transform itself into a whirlwind once every 10 minutes and remain in that form for up to 1 round for every 2 HD it has. In this form, the elemental can move through the air or along a surface at its fly speed. The whirlwind is 5 feet wide at the base, up to 30 feet wide at the top, and up to 50 feet tall, depending on the elemental's size. The elemental controls the exact height, but it must be at least 10 feet. The elemental's movement while in whirlwind form does not provoke attacks of opportunity, even if the elemental enters the space another creature occupies. Another creature might be caught in the whirlwind if it touches or enters the whirlwind, or if the elemental moves into or through the creature's square.

Creatures one or more size categories smaller than the elemental might take damage when caught in the whirlwind and may be lifted into the air. The creature must first make the indicated Reflex save or take damage. It must also succeed on a second Reflex save or be picked up bodily and help suspended in the powerful winds, automatically taking the indicated 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 successful.

Creatures trapped in the whirlwind cannot move except to go where the elemental carries them or to escape the whirlwind. Creatures caught in the whirlwind can otherwise act normally but must succeed on a Concentration check (DC 15 + spell level) to cast a spell. Creatures caught in whirlwind take a -4 penalty to dexterity and a -2 penalty on attack rolls. The elemental can have only as many creatures inside the whirlwind at one time as will fit inside the whirlwind's volume.

The whirlwind can eject any carried creature whenever it wishes, depositing them wherever the whirlwind happens to be. A summoned elemental always ejects trapped creatures before returning to its home plane.

As this room is filled with free floating debris, the elemental's whirlwind creates a swirling cloud of debris 20 feet in diameter centered on the necromental. The cloud obscures all vision, including darkvision, beyond five feet. Creatures five feet away have concealment, while those further away have total concealment. Those caught in the cloud must succeed on a Concentration check (DC 15 + spell level) to cast a spell.

An elemental in whirlwind form cannot make slam attacks and does not threaten the area around it.

Elder air elemental: save DC 28, 2d8 damage, 10 – 60 ft. tall.

Greasy Chill: Living Spell; CR 10; Large Ooze; HD 9d10+18; hp 81; Init +1; Spd 20 ft.; AC 15, touch 15, flat-footed 14 (-1 size, +1 Dex, +5 deflection); BAB/Grp +6/+12; Atk/Full Atk +7 melee (1d6+3, slam); Space/Reach 10 ft./5 ft.; SA spell effect, engulf; SQ ooze traits, DR 10/magic, SR 19 (10 + its caster level); AL N; SV

Fort +5, Ref +4, Will +4; Str 15, Dex 12, Con 15, Int –, Wis 12, Cha 15. *Monster Manual* 3, page 91.

Spell Effect (Su): A creature hit by a living spell's slam attack is subjected to the normal effect of the spell or spells making up the creature, as if it were within the area of effect of the spell itself. Saves apply as normal for the spell; the DC is 17 for the *cone of cold* and 13 for the *grease*. This living spell is composed of a *cone of cold* spell and a *grease* spell, both at CL 9th.

Engulf (Ex): This creature can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during the round in which it engulfs. It merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the living spell, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a Reflex save (DC 17) or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the full normal effects of the spells each round on the living spell's turn, and are considered to be grappled.

ENCOUNTER 2

Giants Not on Alert

Fiendish Fomorian Giant: CR 13; Huge Giant (Extraplanar); HD 15d8+90; hp 158; Init +1; Spd: 40 ft.; AC 21, touch 9, flat-footed 20 (-2 size, +1 Dex, +9 natural, +3 armor); BAB/Grp +11/+31; Atk +22 melee (4d6+19/19-20, +1 huge heavy flail) or +21 melee (1d8+12, slam); Full Atk +22/+17/+12 melee (4d6+19/19-20, +1 huge heavy flail) or +21 melee (1d8+12, 2 slams); Space/Reach 15 ft./15 ft.; SA trample 2d10+18, smite good 1/day, natural weapons are treated as magic weapons for the purpose of overcoming DR; SQ DR 5/- and 10/magic, fast healing 5, scent, low-light vision, darkvision 60 ft., cold/fire resistance 10, SR 20 (HD + 5); AL NE; SV Fort +15, Ref +6, Will +6; Str 34, Dex 12, Con 22, Int 11, Wis 13, Cha 9. *Monster Manual II*, page 105.

Skills and Feats: Listen +3, Move Silently +29, Spot +21; Alertness, Cleave, Great Cleave, Power Attack, Track.

Skills: A fomorian has a +10 racial bonus to Move Silently checks.

Languages: Giant, Common.

Trample (Ex): As a standard action during its turn each round, a fomorian can trample opponents at least one size category smaller than itself. This attack deals 2d10+18 points of bludgeoning damage. A trampled opponent can attempt either an attack of opportunity at a -4 penalty or a Reflex save (DC 29) for half damage.

Fast Healing (Ex): A Fomorian regains lost hit points at the rate of 5 per round. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow the fomorian to regrow or reattach lost body parts.

Scent (Ex): A fomorian can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Smite Good (Su): Once per day the creature can make a normal melee attack to deal extra damage equal to its HD total (max +20) against a good foe.

Possessions: huge hide armor, +1 huge heavy flail.

Gnoll Archer: Male Gnoll Ftr12; CR 13; Medium Humanoid (Gnoll); HD 2d8+12d10+84; hp 165; Init +4; Spd 30 ft.; AC 21, touch 14, flat-footed 17 (+4 Dex, +1 natural, +6 armor); BAB/Grp +13/+17; Atk +18 melee (1d8+7/x3, +1 battleaxe) or +21 ranged (1d8+9/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +17/+17 ranged (1d8+9/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); Full Atk +18/+13/+8 melee (1d8+7/x3, +1 battleaxe) or +21/+16/+11 ranged (1d8+9/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +21/+21/+16/+11 ranged (1d8+9/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); SA -; SQ darkvision 60 ft.; AL NE; SV Fort +16 (+19), Ref +8 (+11), Will +6 (+9); Str 18, Dex 19, Con 18 (20), Int 6, Wis 10, Cha 6.

Skills and Feats: Climb +7, Jump +7, Listen +3, Spot +3; Greater Weapon Focus (composite longbow), Greater Weapon Specialization (composite longbow), Improved Critical (composite longbow), Improved Rapid Shot*, Improved Toughness*, Iron Will, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (composite longbow), Weapon Specialization (composite longbow). *Complete Warrior.

Languages: Gnoll, Giant.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, waterskin, whetstone, +1 battleaxe, +1 unholy composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure serious wounds, cloak of resistance +3, lesser bracers of archery, amulet of health +2.

Gnoll Ranger: Male Gnoll Rgr12; CR 13; Medium Humanoid (Gnoll); HD 2d8+12d8+56; hp 126; Init +6; Spd 40 ft.; AC 22, touch 15, flat-footed 17 (+5 Dex, +1 natural, +6 armor); BAB/Grp +13/+17; Atk +18 melee (1d8+7/x3, +1 battleaxe) or +22 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +18/+18 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); Full Atk +18/+13/+8 melee (1d8+7/x3, +1 battleaxe) or +22/+17/+12 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +22/+22/+17/+12 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); SA favored enemies (human +6, elf +2, halfling +2); SQ darkvision 60 ft., wild empathy +10 (+14 with animal companion), woodland stride, animal companion (Scar the wolf), swift tracker, evasion; AL NE; SV Fort +15 (+18), Ref +14 (+17), Will +6 (+9); Str 18, Dex 19 (23), Con 16 (18), Int 6, Wis 14, Cha 6.

Skills and Feats: Climb +4, Hide +12 (+32 in hills), Knowledge (nature) +1, Listen +12, Move Silently +12 (+32), Search +4, Spot +12, Survival +12 (+14 tracking); Endurance, Improved Critical (composite longbow), Improved Precise Shot, Improved Rapid Shot*, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (composite longbow). *Complete Warrior.

Languages: Gnoll.

Ranger Spells Prepared (2/2/1, save DC 12 + spell level): 1st – entangle, ~~longstrider~~, 2nd – ~~cat's grace~~, ~~protection from energy (fire)~~, 3rd – ~~forestfold~~. *Complete Adventurer.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, crowbar, flint and steel, grappling hook, 50 ft. silk rope, +1 battleaxe, +1 bane (human) seeking composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantine arrows), +1 mithral breastplate, potion of cure serious wounds, cloak of resistance +3, lesser bracers of archery, amulet of health +2.

Scar, Wolf Animal Companion: Medium Animal; HD 6d8+12; hp 45; Init +3; Spd 50 ft. (60 ft. until it moves

away from the ranger); AC 19, touch 13, flat-footed 16 (+3 Dex, +6 natural); BAB/Grp +4/+6; Atk/Full Atk +7 melee (1d6+3, bite); SA trip; SQ low-light vision, scent, link, share spells, evasion, devotion; AL N; SV Fort +7, Ref +8, Will +3; Str 15, Dex 17, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +3, Survival +4 (+8 tracking by scent); Dodge, Mobility, Track^B, Weapon Focus (bite).

Tricks (3): attack, defend, track.

Skills: Wolves have a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

Giants on Alert

Fiendish Fomorian Giant: CR 13; Huge Giant (Extraplanar); HD 15d8+90; hp 158; Init +1; Spd: 40 ft.; AC 21, touch 9, flat-footed 20 (-2 size, +1 Dex, +9 natural, +3 armor); BAB/Grp +11/+31; Atk +22 melee (4d6+19/19-20, +1 huge heavy flail) or +21 melee (1d8+12, slam); Full Atk +22/+17/+12 melee (4d6+19/19-20, +1 huge heavy flail) or +21 melee (1d8+12, 2 slams); Space/Reach 15 ft./15 ft.; SA trample 2d10+18, smite good 1/day, natural weapons are treated as magic weapons for the purpose of overcoming DR; SQ DR 10/adamantine (140 pts, from stonewood) and 5/- and 10/magic, fast healing 5, scent, low-light vision, darkvision 60 ft., cold/fire resistance 10, SR 20 (HD + 5); AL NE; SV Fort +15, Ref +6, Will +6; Str 34, Dex 12, Con 22, Int 11, Wis 13, Cha 9. *Monster Manual II*, page 105.

Skills and Feats: Listen +3, Move Silently +29, Spot +21; Alertness, Cleave, Great Cleave, Power Attack, Track.

Skills: A fomorian has a +10 racial bonus to Move Silently checks.

Languages: Giant, Common.

Trample (Ex): As a standard action during its turn each round, a fomorian can trample opponents at least one size category smaller than itself. This attack deals 2d10+18 points of bludgeoning damage. A trampled opponent can attempt either an attack of opportunity at a -4 penalty or a Reflex save (DC 29) for half damage.

Fast Healing (Ex): A Fomorian regains lost hit points at the rate of 5 per round. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow the fomorian to regrow or reattach lost body parts.

Scent (Ex): A fomorian can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Smite Good (Su): Once per day the creature can make a normal melee attack to deal extra damage equal to its HD total (max +20) against a good foe.

Possessions: huge hide armor, +1 huge heavy flail.

Gnoll Archer: Male Gnoll Ftr14; CR 15; Medium Humanoid (Gnoll); HD 2d8+14d10+96; hp 189; Init +6; Spd 30 ft.; AC 24, touch 15, flat-footed 19 (+5 Dex, +1

natural, +8 armor); BAB/Grp +15/+19; Atk +20 melee (1d8+7/x3, +1 battleaxe) or +26 ranged (1d8+10/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +22/+22 ranged (1d8+10/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); Full Atk +20/+15/+10 melee (1d8+7/x3, +1 battleaxe) or +26/+21/+16 ranged (1d8+10/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +26/+26/+21/+16 ranged (1d8+10/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); SA -; SQ darkvision 60 ft.; AL NE; SV Fort +17 (+20), Ref +10 (+13), Will +6 (+9); Str 18, Dex 20 (22), Con 18 (20), Int 6, Wis 10, Cha 6.

Skills and Feats: Climb +8, Jump +8, Listen +3, Spot +3; Greater Weapon Focus (composite longbow), Greater Weapon Specialization (composite longbow), Improved Critical (composite longbow), Improved Rapid Shot*, Improved Toughness*, Iron Will, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Ranged Disarm*, Ranged Pin*, Weapon Focus (composite longbow), Weapon Specialization (composite longbow). *Complete Warrior.

Languages: Gnoll, Giant.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, waterskin, whetstone, +1 battleaxe, +1 unholy composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantite arrows), +3 mithral breastplate, potion of cure serious wounds, cloak of resistance +3, greater bracers of archery, amulet of health +2, gloves of dexterity +2.

Gnoll Ranger: Male Gnoll Rgr12; CR 13; Medium Humanoid (Gnoll); HD 2d8+12d8+56; hp 126; Init +6; Spd 40 ft.; AC 22, touch 15, flat-footed 17 (+5 Dex, +1 natural, +6 armor); BAB/Grp +13/+17; Atk +18 melee (1d8+7/x3, +1 battleaxe) or +22 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +18/+18 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); Full Atk +18/+13/+8 melee (1d8+7/x3, +1 battleaxe) or +22/+17/+12 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +22/+22/+17/+12 ranged (1d8+5/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); SA favored enemies (human +6, elf +2, halfling +2); SQ darkvision 60 ft., wild empathy +10 (+14 with animal companion), woodland stride, animal companion (Scar the wolf), swift tracker, evasion; AL NE; SV Fort +15 (+18), Ref +14 (+17), Will +6 (+9); Str 18, Dex 19 (23), Con 16 (18), Int 6, Wis 14, Cha 6.

Skills and Feats: Climb +4, Hide +12 (+32 in hills), Knowledge (nature) +1, Listen +12, Move Silently +12 (+32), Search +4, Spot +12, Survival +12 (+14 tracking); Endurance, Improved Critical (composite longbow), Improved Precise Shot, Improved Rapid Shot*, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (composite longbow). *Complete Warrior.

Languages: Gnoll.

Ranger Spells Prepared (2/2/1, save DC 12 + spell level): 1st – entangle, longstrider, 2nd – cat's grace, protection from energy (fire); 3rd – forestfold¹². *Complete Adventurer.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, crowbar, flint and steel,

grappling hook, 50 ft. silk rope, +1 battleaxe, +1 bane (human) seeking composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantite arrows), +1 mithral breastplate, potion of cure serious wounds, cloak of resistance +3, lesser bracers of archery, amulet of health +2.

Scar, Wolf Animal Companion: Medium Animal; HD 6d8+12; hp 45; Init +3; Spd 50 ft. (60 ft. until it moves away from the ranger); AC 19, touch 13, flat-footed 16 (+3 Dex, +6 natural); BAB/Grp +4/+6; Atk/Full Atk +7 melee (1d6+3, bite); SA trip; SQ low-light vision, scent, link, share spells, evasion, devotion; AL N; SV Fort +7, Ref +8, Will +3; Str 15, Dex 17, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +3, Survival +4 (+8 tracking by scent); Dodge, Mobility, Track^B, Weapon Focus (bite).

Tricks (3): attack, defend, track.

Skills: Wolves have a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

Gnoll Druid: Male Gnoll Drd14; CR 15; Medium Humanoid (Gnoll); HD 2d8+1d4d8+64+32; hp 144 (176); Init +2; Spd 30 ft.; AC 29, touch 12, flat-footed 27 (+2 Dex, +6 natural, +8 armor, +3 shield); BAB/Grp +11/+13; Atk +13 ranged (1d4+2, sling) or +14 melee (1d6+3/18-20, +1 scimitar); Full Atk +13 ranged (1d4+2, sling) or +14/+9/+4 melee (1d6+3/18-20, +1 scimitar); SA –; SQ darkvision 60 ft., animal companion (Mauler the dire bear), wild empathy +15 (+19 with animal companion), nature sense, woodland stride, trackless step, resist nature's lure, venom immunity, a thousand faces, wild shape 5/day (Large, Tiny, plant); AL NE; SV Fort +17, Ref +6, Will +15; Str 14, Dex 10 (14), Con 18 (22), Int 8, Wis 18 (22), Cha 8.

Skills and Feats: Concentration +15, Handle Animal +4, Knowledge (nature) +7, Listen +13, Ride +2, Spellcraft +7, Spot +13, Survival +13; Blindsense*, Combat Casting, Natural Spell, Oaken Resilience**, Spell Penetration, Track. *Complete Adventurer, **Complete Divine.

Languages: Gnoll, Druidic, Giant.

Druid Spells Prepared (6/7/7/5/5/4/4/2, save DC 16 + spell level): 0 – create water, cure minor wounds, detect magic, know direction, light, read magic; 1st – cure light wounds, entangle, faerie fire, ~~longstrider~~, produce flame x2, speak with animals; 2nd – ~~barkskin~~, ~~bear's endurance~~, briar web*, cat's grace, creeping cold*, lesser restoration, tree shape; 3rd – call lightning, infestation of maggots*, ~~greater magic fang (on Mauler)~~, sleet storm, vigor*; 4th – dispel magic, flame strike, freedom of movement, ice storm, murderous mist*; 5th – animal growth, baleful polymorph, ~~stoneskin (on formian)~~, wall of thorns; 6th – fire seeds, greater dispel magic, liveoak, miasma*; 7th – heal, true seeing. *Complete Divine.

Possessions: backpack, explorer's outfit, belt pouch, 5 days trail rations, sling and 20 bullets, wand of cure serious wounds (CL 5th, 20 charges), periapt of wisdom +4, ~~potion of~~

~~displacement~~, +1 scimitar, +1 wild heavy darkwood shield, +3 wild dragonhide (silver) breastplate.

Mauler, Dire Bear Animal Companion: Large Animal; HD 12d8+51; hp 111; Init +1; Spd 40 ft.; AC 17, touch 10, flat-footed 16 (-1 size, +1 Dex, +7 natural); BAB/Grp +9/+23; Atk +22 melee (2d4+13, claw); Full Atk +22 melee (2d4+13, 2 claws) or +13 melee (2d8+5, bite); SA improved grab; SQ low-light vision, scent, link, share spells; AL N; SV Fort +12, Ref +9, Will +9; Str 31, Dex 13, Con 19, Int 2, Wis 12, Cha 10.

Skills and Feats: Listen +10, Spot +10, Swim +13; Alertness, Endurance, Run, Toughness, Weapon Focus (claw).

Tricks (7): attack, defend, down, fetch, guard, stay, track.

Improved Grab (Ex): To use this ability, a dire bear must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

ENCOUNTER 5

Giants Not on Alert

Urg: Male Bugbear Rog5/Asn10/Thief-Acrobati; CR 18; Medium Humanoid (Goblinoid); HD 3d8+5d6+10d6+1d6+76; hp 147; Init +11; Spd 30 ft., climb 20 ft.; AC 30, touch 19, flat-footed 30 (+5 Dex, +3 natural, +8 armor, +4 deflection); BAB/Grp +12/+16; Atk +17 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +19 ranged (1d4+4 plus poison/19-20, dagger) or +17 melee touch (rod of withering); Full Atk +17/+12/+7 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +19/+14/+9 ranged (1d4+4 plus poison/19-20, dagger) or +17/+12/+7 melee touch (rod of withering); SA sneak attack +8d6, death attack (DC 25), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +5 save against poison, poison use, hide in plain sight, fast acrobatics, kip up, steady stance; AL LE; SV Fort +9 (+12), Ref +23 (+26), Will +6 (+9); Str 18, Dex 20 (24), Con 16 (18), Int 16 (20), Wis 8, Cha 8. Complete Adventurer, page 83.

Skills and Feats: Balance +16, Bluff +19, Climb +11, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +20, Hide +25, Intimidate +0, Jump +13, Listen +3, Move Silently +29, Open Lock +12, Search +6, Sleight of Hand +9, Spot +3, Tumble +26, Use Magic Device +13; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will, Mobility, Spring Attack.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Fast Acrobatics (Ex): A thief-acrobat can avoid the normal penalties for accelerated movement while using acrobatic talents. He ignores the normal -5 penalty when making a Balance check while moving at her full normal speed. She can climb at half of her speed as a move action without taking a -5 penalty on her Climb check. Finally, she can tumble at her full speed without taking the normal -10 penalty on her Climb check.

Kip Up (Ex): A thief-acrobat can stand up from prone as a free action that does not provoke an attack of opportunity. This ability works only if the thief-acrobat wears light or no armor and carries no more than a light load.

Steady Stance (Ex): A thief-acrobat remains stable on his feet when others have difficulty standing. He is not considered flat-footed while balancing or climbing, and adds his class level as a bonus to remain climbing or balancing when damage is taken.

Languages: Goblin, Common, Giant, Gnome.

Assassin Spells Known (5/4/4/4, save DC 15 + spell level): 1st – critical strike*, distract assailant*, obscuring mist, true strike; 2nd – fire shuriken**, invisibility, pass without trace, spider climb; 3rd – deeper darkness, misdirection, nondetection, spectral weapon*; 4th – freedom of movement, glibness, greater invisibility, shadow form*. *Complete Adventurer, **Complete Arcane.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells (greater dispel magic), ring of protection +4, scarab of protection, cloak of resistance +3, amulet of health +2, gloves of dexterity +4, headband of intellect +4, rod of withering, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of spider climb~~, ~~potion of invisibility~~, ~~potion of gaseous form~~.

Giants on Alert

Urg: Male Bugbear Rog5/Asn10/Thief-Acrobat1; CR 18; Medium Humanoid (Goblinoid); HD 3d8+5d6+10d6+1d6+76; hp 147; Init +11; Spd 30 ft., climb 20 ft.; AC 30, touch 19, flat-footed 30 (+5 Dex, +3 natural, +8 armor, +4 deflection); BAB/Grp +12/+16; Atk +17 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +19 ranged (1d4+4 plus poison/19-20, dagger) or +17 melee touch (rod of withering); Full Atk +17/+12/+7 melee (1d8+7 plus 1d6 cold, +1 frost morningstar) or +19/+14/+9 ranged (1d4+4 plus poison/19-20, dagger) or +17/+12/+7 melee touch (rod of withering); SA sneak attack +8d6, death attack (DC 25), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +5 save against poison, poison use, hide in plain sight, fast acrobatics, kip up, steady stance; AL LE; SV Fort +9 (+12), Ref +23 (+26), Will +6 (+9); Str 18, Dex 20 (24), Con 16 (18), Int 16 (20), Wis 8, Cha 8. Complete Adventurer, page 83.

Skills and Feats: Balance +16, Bluff +19, Climb +11, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +20, Hide +25, Intimidate +0, Jump +13, Listen +3, Move Silently +29, Open Lock +12, Search +6, Sleight of Hand +9, Spot +3, Tumble +26, Use Magic Device +13; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will, Mobility, Spring Attack.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Fast Acrobatics (Ex): A thief-acrobat can avoid the normal penalties for accelerated movement while using acrobatic talents. He ignores the normal -5 penalty when

making a Balance check while moving at her full normal speed. She can climb at half of her speed as a move action without taking a -5 penalty on her Climb check. Finally, she can tumble at her full speed without taking the normal -10 penalty on her Climb check.

Kip Up (Ex): A thief-acrobat can stand up from prone as a free action that does not provoke an attack of opportunity. This ability works only if the thief-acrobat wears light or no armor and carries no more than a light load.

Steady Stance (Ex): A thief-acrobat remains stable on his feet when others have difficulty standing. He is not considered flat-footed while balancing or climbing, and adds his class level as a bonus to remain climbing or balancing when damage is taken.

Languages: Goblin, Common, Giant, Gnome.

Assassin Spells Known (5/4/4/4, save DC 15 + spell level): 1st – critical strike*, distract assailant*, obscuring mist, true strike; 2nd – fire shuriken**, invisibility, pass without trace, spider climb; 3rd – deeper darkness, misdirection, nondetection, spectral weapon*; 4th – freedom of movement, glibness, greater invisibility, shadow form*. *Complete Adventurer, **Complete Arcane.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells (greater dispel magic), ring of protection +4, scarab of protection, cloak of resistance +3, amulet of health +2, gloves of dexterity +4, headband of intellect +4, rod of withering, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of spider climb~~, ~~potion of invisibility~~, ~~potion of gaseous form~~.

Aglashti: Male Ogre Mage Warlock11; CR 19; Large Giant; HD 5d8+11d6+64; hp 128; Init +8; Spd 40 ft., fly 40 ft. (good); AC 29, touch 16, flat-footed 25 (-1 size, +4 Dex, +5 natural, +8 armor, +3 deflection); BAB/Grp +11/+19; Atk +16 melee (1d8+6, warlock's scepter) or +17 ranged touch (6d6, eldritch chain) or +17 ranged touch (6d6, eldritch chain/vitriolic blast); Full Atk +16/+11/+6 melee (1d8+6, warlock's scepter) or +17 ranged touch (6d6, eldritch chain) or +17 ranged touch (6d6, eldritch chain/vitriolic blast); Space/Reach 10 ft./10 ft.; SA spell-like abilities, invocations (least, lesser, greater; CL 11th), eldritch blast 6d6; SQ darkvision 90 ft., low-light vision, regeneration 5, SR 19, detect magic, DR 3/cold iron, deceive item, fiendish resilience 1, acid/fire resistance 5; AL LE; SV Fort +11 (+14), Ref +10 (+13), Will +16 (+19); Str 18, Dex 18, Con 16 (18), Int 14, Wis 14, Cha 23 (27). Complete Arcane, page 5.

Skills and Feats: Concentration +22, Knowledge (arcana) +12, Listen +6, Spellcraft +21, Spot +6, Use Magic Device +19 (+21 scrolls); Combat Casting, Force of Personality*, Improved Initiative, Lightning Reflexes, Point Blank Shot, Weapon Focus (eldritch blast). *Complete Adventurer.

Spell-Like Abilities: At will – darkness, invisibility, 1/day – charm person (DC 19), cone of cold (DC 23), gaseous form, polymorph, sleep (DC 19). CL 9th; save DC is Char-based.

Flight (Su): An ogre mage can cease or resume flight as a free action. While using *gaseous form* it can fly at its normal speed and has perfect maneuverability.

Regeneration (Ex): Fire and acid deal normal damage to an ogre mage. An ogre mage that loses a limb or body part can reattach it by holding the severed member to the stump. Reattachment takes 1 minute. If the head or some other vital organ is severed, it must be reattached within 10 minutes or the creature dies. An ogre mage cannot regrow lost body parts.

Invocations (Sp): A warlock does not prepare or cast spells as other wielders of arcane magic do. Instead, he possesses a repertoire of attacks, defenses, and abilities known as invocations that require him to focus the wild energy that suffuses his soul. A warlock can use any invocation he knows at will, with the following qualifications:

A warlock's invocations are spell-like abilities; using an invocation is therefore a standard action that provokes attacks of opportunity. An invocation can be disrupted, just as a spell can be ruined during casting. A warlock is entitled to a Concentration check to successfully use an invocation if he is hit by an attack while invoking, just as a spellcaster would be. A warlock can choose to use an invocation defensively, by making a successful Concentration check, to avoid provoking attacks of opportunity. A warlock's invocations are subject to spell resistance unless an invocation's description specifically states otherwise. A warlock's caster level with his invocations is equal to his warlock level. A warlock can dismiss any invocation as a standard action, just as a wizard can dismiss a spell.

The save DC for an invocation (if it allows a save) is 10 + equivalent spell level + the warlock's Charisma modifier. Since spell-like abilities are not actually spells, a warlock cannot benefit from the Spell Focus feat. He can, however, benefit from the Ability Focus feat (see page 303 of the *Monster Manual*), as well as from feats that emulate metamagic effects for spell-like abilities, such as Quicken Spell-Like Ability and Empower Spell-Like Ability (see pages 303 and 304 of the *Monster Manual*).

The four grades of invocations, in order of their relative power, are least, lesser, greater, and dark. A warlock begins with knowledge of one invocation, which must be of the lowest grade (least). As a warlock gains levels, he learns new invocations, as described in *Complete Arcane*.

At any level when a warlock learns a new invocation, he can also replace an invocation he already knows with another invocation of the same or a lower grade. At 6th level, a warlock can replace a least invocation he knows with a different least invocation (in addition to learning a new invocation, which could be either least or lesser). At 11th level, a warlock can replace a least or lesser invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, or greater). At 16th level, a warlock can replace a least, lesser, or greater invocation he knows with another invocation of the same

or a lower grade (in addition to learning a new invocation, which could be least, lesser, greater, or dark).

Finally, unlike other spell-like abilities, invocations are subject to arcane spell failure chance (warlocks do not suffer arcane spell failure chance for invocations when wearing light armor).

Eldritch Blast (Sp): The first ability a warlock learns is *eldritch blast*. A warlock attacks his foes with *eldritch* power, using baleful magical energy to deal damage and sometimes impart other debilitating effects. *Eldritch blast* is an invocation. A warlock can use *eldritch blast* at will.

An *eldritch blast* is a ray with a range of 60 feet. It is a ranged touch attack that affects a single target, allowing no saving throw. An *eldritch blast* deals 1d6 points of damage at 1st level and increases in power as the warlock rises in level. An *eldritch blast* deals half damage to objects. An *eldritch blast* is the equivalent of a 1st level spell.

If you apply a blast shape or *eldritch essence* invocation to your *eldritch blast*, your *eldritch blast* uses the level equivalent of the shape or essence (whichever is higher if both are applied). Unless noted otherwise, *eldritch blast* modified by blast shape and *eldritch essence* invocations deal damage normally in addition to imparting the effects described in the invocation description. A warlock can apply only one blast shape invocation and only one *eldritch essence* invocation to a single *eldritch blast*; a warlock can apply both a blast shape invocation and an *eldritch essence* invocation to the same *eldritch blast*.

Detect Magic (Sp): Beginning at 2nd level, a warlock can use *detect magic* as the spell at will. His caster level equals his class level.

Damage Reduction (Su): Fortified by the supernatural power flowing in his body, a warlock becomes resistant to physical attacks at 3rd level and above, gaining damage reduction 1/cold iron. At 7th level and every four levels thereafter, a warlock's damage reduction improves.

Deceive Item (Ex): At 4th level and higher, a warlock has the ability to more easily commandeer magic items made for the use of other characters. When making a Use Magic Device check, a warlock can take 10 even if distracted or threatened.

Fiendish Resilience (Su): Beginning at 8th level, a warlock knows the trick of fiendish resilience. Once per day, as a free action, he can enter a state that lasts for 2 minutes. While in this state, the warlock gains fast healing 1. At 13th level, a warlock's fiendish resilience improves to fast healing 2, and at 18th level, it improves to fast healing 5.

Energy Resistance (Su): At 10th level and higher, a warlock has resistance 5 against any two of the following energy types: acid, cold, electricity, fire, and sonic. Once the types are chosen, this energy resistance cannot be changed. At 20th level, a warlock gains resistance 10 against the two selected types of energy.

Languages: Giant, Common, Infernal.

Warlock Invocations Known (7; DC 18 + equivalent spell level; CL 11th): Least – *devil's sight**, *entropic warding**, *miasmic cloud**, Lesser – *eldritch chain**, *flee the scene**, *voracious dispelling**, Greater – *vitriolic blast**. *Complete Arcane.

Possessions: large masterwork chain shirt, ring of protection +3, vest of resistance +3*, *warlock's scepter**, amulet of health +2, cloak of charisma +4, 2 potions of cure serious wounds, ~~potion of blur~~, ~~oil of magic vestment~~ +4. *Complete Arcane.

ENCOUNTER 7

Ruka: Evolved(x2) Cloud Giant Mummy; CR 16; Huge Undead (Augmented Giant); HD 17d12; hp 153; Init +1; Spd 30 ft.; AC 32, touch 9, flat-footed 31 (-2 size, +1 Dex, +14 natural, +9 armor); BAB/Grp +12/+38; Atk +30 melee (4d6+29, +2 *unholy gargantuan morningstar*) or +28 melee (2d8+27 plus disease, slam) or +12 ranged (2d8+18, rock); Full Atk +30/+25/+20 melee (4d6+29, +2 *unholy gargantuan morningstar*) or +28 melee (2d8+27 plus disease, slam) or +12 ranged (2d8+18, rock); Space/Reach 15 ft./15 ft.; SA rock throwing, spell-like abilities; SQ low-light vision, oversized weapon, rock catching, scent, DR 5/–, vulnerability to fire, fast healing 3; AL NE; SV Fort +10, Ref +6, Will +12; Str 47, Dex 13, Con –, Int 8, Wis 20, Cha 21. *Libris Mortis*, pages 100 and 110.

Skills and Feats: Climb +22, Craft (weaponsmith) +9, Diplomacy +7, Intimidate +15, Listen +17, Perform (harp) +6, Sense Motive +11, Spot +17; Awesome Blow, Cleave, Improved Bull Rush, Improved Overrun, Iron Will, Power Attack.

Despair (Su): At the mere sight of a mummified creature, the viewer must make a Will save DC 23 or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, the target cannot be affected again by the mummy's despair ability for 24 hours. Save DC is Cha-based.

Mummy Rot (Su): Supernatural disease – natural weapon, Fort save DC 23, incubation period 1 minute, damage 1d6 Con and 1d6 Cha. Unlike normal diseases, mummy rot persists until the victim reaches Constitution 0 (and dies) or is cured as described below. Mummy rot is a powerful curse, not a natural disease, a character attempting to cast any conjuration (healing) spell on a creature afflicted with mummy rot must make a DC 20 caster level check, or else the spell has no effect on the afflicted character. To eliminate mummy rot, the curse must first be broken with *break enchantment* or *remove curse* (requiring a DC 20 caster level check for wither spell), after which a caster level check is no longer required to cast healing spells on the victim, and mummy rot can be magically cured as any normal disease. An afflicted character that dies of mummy rot shrivels away into sand and blows away into nothing at the first wind. Save DC is Cha-based.

Spell-Like Abilities: 3/day – *levitate* (self plus 2,000 lbs.), *obscuring mist*; 1/day – *fog cloud*. CL 15th; save DC is Cha-based.

Spell-Like Abilities: 1/day – *cone of cold* (DC 20), *greater dispel magic*. CL 17th; save DC is Cha-based.

Rock Throwing (Ex): Adult giants are accomplished rock throwers and receive a +1 racial bonus on attack rolls when throwing rocks. A giant of at least Large size can hurl rocks weighing 40 to 50 lbs. each (Small objects) up to five range increments. The size of the range increment varies with the giant's variety (140 ft. for cloud giants). A Huge giant can hurl rocks of 60 to 80 lbs. (Medium objects).

Rock Catching (Ex): A giant of at least Large size can catch Small, Medium, or Large rocks (or projectiles of similar shape). Once per round, a giant that would normally be hit by a rock can make a Reflex save to catch it as a free action. The DC is 15 for a Small rock, 20 for a Medium one, and 25 for a Large one. If the projectile provides a magical bonus on attack rolls, the DC increases by that amount. The giant must be ready for and aware of the attack in order to make a rock catching attempt.

Oversized Weapon (Ex): A cloud giant wields a great, two-handed morningstar (big enough for Gargantuan creatures) without penalty.

Languages: Giant, Common.

Possessions: +2 *unholy gargantuan morningstar*, +1 *huge full plate*, ring of major energy resistance (fire), *winged boots*, cloak of turn resistance*, ring of counterspells (fireball). **Libris Mortis*.

Tempest Necromental: CR 17; Gargantuan Undead (Air, Earth, Fire, Water, Augmented Elemental); HD 24d12; hp 216; Init -2; Spd fly 60 ft. (good); AC 26, touch 14, flat-footed 26 (-4 size, -2 Dex, +12 natural, +10 deflection); BAB/Grp +18/+39; Atk +23 melee (2d8+13, slam); Full Atk +23 melee (2d8+13, 2 slams); Space/Reach 20 ft./10 ft.; SA burn, drench, spell-like abilities, whirlwind, create spawn, energy drain; SQ darkvision 60 ft., elemental traits, fast healing, *defensive aura*, DR 10/–, elemental mastery; AL NE; SV Fort +16, Ref +12, Will +8; Str 29, Dex 6, Con –, Int 1, Wis 10, Cha 1. *Libris Mortis*, page 113; *Monster Manual* 2, page 193.

Skills and Feats: Concentration +5, Listen +11, Spot +11; Alertness, Awesome Blow, Cleave, Empower Spell-Like Ability (chill touch), Endurance, Flyby Attack, Great Cleave, Great Fortitude, Improved Bull Rush, Power Attack.

Spell-Like Abilities: At will – *chill touch*, *gust of wind*, *lightning bolt*, *wind wall*. CL 9th; save DC is Cha-based.

Create Spawn (Su): An elemental slain by a necromental's energy drain attack rises as a necromental 1d4 days after death.

Energy Drain (Su): Living creatures hit by a necromental's natural weapon attack gain one negative level. A necromental can use its energy drain ability once per round, regardless of the number of natural weapon attacks it possesses. The save to remove the negative level 24 hours later is DC 22. When a necromental bestows a negative level, it gains 5 temporary hp (10 on a critical hit). These temporary hit points last for up to one hour.

Fast Healing (Ex): A tempest necromental heals 3 points of damage each round as long as it is within five feet of some form of its element (air, earth, fire, or water).

Elemental Mastery (Ex): A tempest gains a +1 bonus on attack and damage rolls if both it and its foe are in contact with any of the four elements (air, earth, fire, or water).

Defensive Aura (Sp): A tempest has a +10 deflection bonus to AC. This ability is always in effect.

Burn (Ex): Anyone hit by a tempest's slam attack must succeed at a Reflex save (DC 31) or catch fire. The flame burns for 1d4 rounds. A burning creature can take a move action to put out the fire. Any creature hitting a tempest with a natural weapon or unarmed attack takes fire damage as though hit by its slam attack and also catches fire unless it succeeds at a Reflex save. Save DC is Str-based.

Drench (Ex): The tempest's touch puts out torches, campfires, exposed lanterns, and other open flames of nonmagical origin if these are of Huge size or smaller. The creature can dispel magical fire it touches as if by *dispel magic* (CL = HD). The tempest can choose not to activate this ability (in order to not extinguish the flame of an opponent affected by its burn attack, for example).

Whirlwind (Su): The elemental can transform itself into a whirlwind once every 10 minutes and remain in that form for up to 1 round for every 2 HD it has. In this form, the elemental can move through the air or along a surface at its fly speed. The whirlwind is 5 feet wide at the base, up to 30 feet wide at the top, and up to 50 feet tall, depending on the elemental's size. The elemental controls the exact height, but it must be at least 10 feet. The elemental's movement while in whirlwind form does not provoke attacks of opportunity, even if the elemental enters the space another creature occupies. Another creature might be caught in the whirlwind if it touches or enters the whirlwind, or if the elemental moves into or through the creature's square.

Creatures one or more size categories smaller than the elemental might take damage when caught in the whirlwind and may be lifted into the air. The creature must first make the indicated Reflex save or take damage. It must also succeed on a second Reflex save or be picked up bodily and help suspended in the powerful winds, automatically taking the indicated 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 successful.

Creatures trapped in the whirlwind cannot move except to go where the elemental carries them or to escape the whirlwind. Creatures caught in the whirlwind can otherwise act normally but must succeed on a Concentration check (DC 31) to cast a spell. Creatures caught in whirlwind take a -4 penalty to Dexterity and a -2 penalty on attack rolls. The elemental can have only as many creatures inside the whirlwind at one time as will fit inside the whirlwind's volume.

The whirlwind can eject any carried creature whenever it wishes, depositing them wherever the

whirlwind happens to be. A summoned elemental always ejects trapped creatures before returning to its home plane.

As this room is filled with free floating debris, the elemental's whirlwind creates a swirling cloud of debris 20 feet in diameter centered on the necromental. The cloud obscures all vision, including darkvision, beyond five feet. Creatures five feet away have concealment, while those further away have total concealment. Those caught in the cloud must succeed on a Concentration check (DC 31) to cast a spell.

An elemental in whirlwind form cannot make slam attacks and does not threaten the area around it.

Tempest: save DC 31, 4d6 damage, 10 – 50 ft. tall.

Greater Dispelling Fire: Living Spell; CR 15; Huge Ooze; HD 15d10+45; hp 147; Init +1; Spd 40 ft.; AC 15, touch 15, flat-footed 14 (-2 size, +1 Dex, +6 deflection); BAB/Grp +11/+22; Atk/Full Atk +12 melee (1d8+3, slam); Space/Reach 15 ft./10 ft.; SA spell effect, engulf; SQ ooze traits, DR 10/magic, SR 25 (10 + its caster level); AL N; SV Fort +8, Ref +6, Will +6; Str 16, Dex 13, Con 16, Int –, Wis 13, Cha 16. *Monster Manual* 3, page 91.

Spell Effect (Su): A creature hit by a living spell's slam attack is subjected to the normal effect of the spell or spells making up the creature, as if it were within the area of effect of the spell itself. Saves apply as normal for the spell; the DC is 18 for the *flame strike*. This living spell is composed of a *greater dispel magic* spell and a *flame strike* spell, both at CL 15th.

Engulf (Ex): This creature can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during the round in which it engulfs. It merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the living spell, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a Reflex save (DC 19) or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the full normal effects of the spells each round on the living spell's turn, and are considered to be grappled.

ENCOUNTER 2

Giants Not on Alert

Fiendish Fomorian Giant: CR 13; Huge Giant (Extraplanar); HD 15d8+90; hp 158; Init +1; Spd: 40 ft.; AC 21, touch 9, flat-footed 20 (-2 size, +1 Dex, +9 natural, +3 armor); BAB/Grp +11/+31; Atk +22 melee (4d6+19/19-20, +1 *huge heavy flail*) or +21 melee (1d8+12, slam); Full Atk +22/+17/+12 melee (4d6+19/19-20, +1 *huge heavy flail*) or +21 melee (1d8+12, 2 slams); Space/Reach 15 ft./15 ft.; SA trample 2d10+18, smite good 1/day, natural weapons are treated as magic weapons for the purpose of overcoming DR; SQ DR 10/adamantine (140 pts, from *stoneskin*) and 5/- and 10/magic, fast healing 5, scent, low-light vision, darkvision 60 ft., cold/fire resistance 10, SR 20 (HD + 5); AL NE; SV Fort +15, Ref +6, Will +6; Str 34, Dex 12, Con 22, Int 11, Wis 13, Cha 9. *Monster Manual II*, page 105.

Skills and Feats: Listen +3, Move Silently +29, Spot +21; Alertness, Cleave, Great Cleave, Power Attack, Track.

Skills: A fomorian has a +10 racial bonus to Move Silently checks.

Languages: Giant, Common.

Trample (Ex): As a standard action during its turn each round, a fomorian can trample opponents at least one size category smaller than itself. This attack deals 2d10+18 points of bludgeoning damage. A trampled opponent can attempt either an attack of opportunity at a -4 penalty or a Reflex save (DC 29) for half damage.

Fast Healing (Ex): A Fomorian regains lost hit points at the rate of 5 per round. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow the fomorian to regrow or reattach lost body parts.

Scent (Ex): A fomorian can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Smite Good (Su): Once per day the creature can make a normal melee attack to deal extra damage equal to its HD total (max +20) against a good foe.

Possessions: huge hide armor, +1 *huge heavy flail*.

Gnoll Archer: Male Gnoll Ftr14; CR 15; Medium Humanoid (Gnoll); HD 2d8+14d10+96; hp 189; Init +6; Spd 30 ft.; AC 24, touch 15, flat-footed 19 (+5 Dex, +1 natural, +8 armor); BAB/Grp +15/+19; Atk +20 melee (1d8+7/x3, +1 *battleaxe*) or +26 ranged (1d8+10/19-20/x3, +1 *unholy composite longbow* (+4 Str bonus)) or +22/+22 ranged (1d8+10/19-20/x3, +1 *unholy composite longbow* (+4 Str bonus)); Full Atk +20/+15/+10 melee (1d8+7/x3, +1 *battleaxe*) or +26/+21/+16 ranged (1d8+10/19-20/x3, +1 *unholy composite longbow* (+4 Str bonus)) or +26/+26/+21/+16 ranged (1d8+10/19-20/x3, +1 *unholy composite longbow* (+4 Str bonus)); SA -; SQ darkvision 60

ft.; AL NE; SV Fort +17 (+20), Ref +10 (+13), Will +6 (+9); Str 18, Dex 20 (22), Con 18 (20), Int 6, Wis 10, Cha 6.

Skills and Feats: Climb +8, Jump +8, Listen +3, Spot +3; Greater Weapon Focus (composite longbow), Greater Weapon Specialization (composite longbow), Improved Critical (composite longbow), Improved Rapid Shot*, Improved Toughness*, Iron Will, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Ranged Disarm*, Ranged Pin*, Weapon Focus (composite longbow), Weapon Specialization (composite longbow). *Complete Warrior.

Languages: Gnoll, Giant.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, waterskin, whetstone, +1 *battleaxe*, +1 *unholy composite longbow* (+4 Str bonus), quiver (40 arrows, 20 *adamantine arrows*), +3 *mithral breastplate*, *potion of cure serious wounds*, *cloak of resistance* +3, *greater bracers of archery*, *amulet of health* +2, *gloves of dexterity* +2.

Gnoll Ranger: Male Gnoll Rgr12; CR 13; Medium Humanoid (Gnoll); HD 2d8+12d8+56; hp 126; Init +6; Spd 40 ft.; AC 22, touch 15, flat-footed 17 (+5 Dex, +1 natural, +6 armor); BAB/Grp +13/+17; Atk +18 melee (1d8+7/x3, +1 *battleaxe*) or +22 ranged (1d8+5/19-20/x3, +1 *bane (human) seeking composite longbow* (+4 Str bonus)) or +18/+18 ranged (1d8+5/19-20/x3, +1 *bane (human) seeking composite longbow* (+4 Str bonus)); Full Atk +18/+13/+8 melee (1d8+7/x3, +1 *battleaxe*) or +22/+17/+12 ranged (1d8+5/19-20/x3, +1 *bane (human) seeking composite longbow* (+4 Str bonus)) or +22/+22/+17/+12 ranged (1d8+5/19-20/x3, +1 *bane (human) seeking composite longbow* (+4 Str bonus)); SA favored enemies (human +6, elf +2, halfling +2); SQ darkvision 60 ft., wild empathy +10 (+14 with animal companion), woodland stride, animal companion (Scar the wolf), swift tracker, evasion; AL NE; SV Fort +15 (+18), Ref +14 (+17), Will +6 (+9); Str 18, Dex 19 (23), Con 16 (18), Int 6, Wis 14, Cha 6.

Skills and Feats: Climb +4, Hide +12 (+32 in hills), Knowledge (nature) +1, Listen +12, Move Silently +12 (+32), Search +4, Spot +12, Survival +12 (+14 tracking); Endurance, Improved Critical (composite longbow), Improved Precise Shot, Improved Rapid Shot*, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (composite longbow). *Complete Warrior.

Languages: Gnoll.

Ranger Spells Prepared (2/2/1, save DC 12 + spell level): 1st – entangle, ~~longstrider~~, 2nd – cat's grace, ~~protection from energy (fire)~~, 3rd – forestfold*. *Complete Adventurer.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, crowbar, flint and steel, grappling hook, 50 ft. silk rope, +1 *battleaxe*, +1 *bane (human) seeking composite longbow* (+4 Str bonus), quiver (40 arrows, 20 *adamantine arrows*), +1 *mithral breastplate*, *potion of cure serious wounds*, *cloak of resistance* +3, *lesser bracers of archery*, *amulet of health* +2.

Scar, Wolf Animal Companion: Medium Animal; HD 6d8+12; hp 45; Init +3; Spd 50 ft. (60 ft. until it moves away from the ranger); AC 19, touch 13, flat-footed 16 (+3 Dex, +6 natural); BAB/Grp +4/+6; Atk/Full Atk +7 melee (1d6+3, bite); SA trip; SQ low-light vision, scent, link, share spells, evasion, devotion; AL N; SV Fort +7, Ref +8, Will +3; Str 15, Dex 17, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +3, Survival +4 (+8 tracking by scent); Dodge, Mobility, Track^B, Weapon Focus (bite).

Tricks (3): attack, defend, track.

Skills: Wolves have a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

Gnoll Druid: Male Gnoll Drd14; CR 15; Medium Humanoid (Gnoll); HD 2d8+1d4d8+64+32; hp 144 (176); Init +2; Spd 30 ft.; AC 29, touch 12, flat-footed 27 (+2 Dex, +6 natural, +8 armor, +3 shield); BAB/Grp +11/+13; Atk +13 ranged (1d4+2, sling) or +14 melee (1d6+3/18-20, +1 scimitar); Full Atk +13 ranged (1d4+2, sling) or +14/+9/+4 melee (1d6+3/18-20, +1 scimitar); SA –; SQ darkvision 60 ft., animal companion (Mauler the dire bear), wild empathy +15 (+19 with animal companion), nature sense, woodland stride, trackless step, resist nature's lure, venom immunity, a thousand faces, wild shape 5/day (Large, Tiny, plant); AL NE; SV Fort +17, Ref +6, Will +15; Str 14, Dex 10 (14), Con 18 (22), Int 8, Wis 18 (22), Cha 8.

Skills and Feats: Concentration +15, Handle Animal +4, Knowledge (nature) +7, Listen +13, Ride +2, Spellcraft +7, Spot +13, Survival +13; Blindsense*, Combat Casting, Natural Spell, Oaken Resilience**, Spell Penetration, Track. *Complete Adventurer, **Complete Divine.

Languages: Gnoll, Druidic, Giant.

Druid Spells Prepared (6/7/7/5/5/4/4/2, save DC 16 + spell level): 0 – create water, cure minor wounds, detect magic, know direction, light, read magic; 1st – cure light wounds, entangle, faerie fire, longstrider, produce flame x2, speak with animals; 2nd – barkskin, bear's endurance, briar web*, cat's grace, creeping cold*, lesser restoration, tree shape; 3rd – call lightning, infestation of maggots*, greater magic fang (on Mauler), sleet storm, vigor*; 4th – dispel magic, flame strike, freedom of movement, ice storm, murderous mist*; 5th – animal growth, baleful polymorph, stoneskin (on formian), wall of thorns; 6th – fire seeds, greater dispel magic, liveoak, miasma*; 7th – heal, true seeing. *Complete Divine.

Possessions: backpack, explorer's outfit, belt pouch, 5 days trail rations, sling and 20 bullets, wand of cure serious wounds (CL 5th, 20 charges), periapt of wisdom +4, ~~potion of displacement~~, +1 scimitar, +1 wild heavy darkwood shield, +3 wild dragonhide (silver) breastplate.

Mauler, Dire Bear Animal Companion: Large Animal; HD 12d8+51; hp 111; Init +1; Spd 40 ft.; AC 17, touch 10, flat-footed 16 (-1 size, +1 Dex, +7 natural); BAB/Grp +9/+23; Atk +22 melee (2d4+13, claw); Full Atk +22 melee

(2d4+13, 2 claws) or +13 melee (2d8+5, bite); SA improved grab; SQ low-light vision, scent, link, share spells; AL N; SV Fort +12, Ref +9, Will +9; Str 31, Dex 13, Con 19, Int 2, Wis 12, Cha 10.

Skills and Feats: Listen +10, Spot +10, Swim +13; Alertness, Endurance, Run, Toughness, Weapon Focus (claw).

Tricks (7): attack, defend, down, fetch, guard, stay, track.

Improved Grab (Ex): To use this ability, a dire bear must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Giants on Alert

Fiendish Fomorian Giant Bbn2: CR 15; Huge Giant (Extraplanar); HD 15d8+2d12+153; hp 223; Init +2; Spd: 50 ft.; AC 27, touch 15, flat-footed 27 (-2 size, +2 Dex, +9 natural, +3 armor, +5 deflection); BAB/Grp +13/+35; Atk +26 melee (4d6+22/19-20, +1 huge heavy flail) or +25 melee (1d8+14, slam); Full Atk +26/+21/+16 melee (4d6+22/19-20, +1 huge heavy flail) or +25 melee (1d8+14, 2 slams); Space/Reach 15 ft./15 ft.; SA trample 2d10+18, smite good 1/day, natural weapons are treated as magic weapons for the purpose of overcoming DR, rage 1/day; SQ fast movement, uncanny dodge, DR 10/adamantine (150 pts, from stoneskin) and 5/– and 10/magic, fast healing 5, scent, low-light vision, darkvision 60 ft., cold/fire resistance 10, SR 22 (HD + 5); AL NE; SV Fort +21, Ref +7, Will +7; Str 38, Dex 15, Con 28, Int 10, Wis 14, Cha 9. *Monster Manual II*, page 105.

Skills and Feats: Listen +12, Move Silently +30, Spot +22; Alertness, Cleave, Great Cleave, Power Attack, Track.

Skills: A fomorian has a +10 racial bonus to Move Silently checks.

Languages: Giant, Common.

Trample (Ex): As a standard action during its turn each round, a fomorian can trample opponents at least one size category smaller than itself. This attack deals 2d10+21 points of bludgeoning damage. A trampled opponent can attempt either an attack of opportunity at a –4 penalty or a Reflex save (DC 29) for half damage.

Fast Healing (Ex): A Fomorian regains lost hit points at the rate of 5 per round. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow the fomorian to regrow or reattach lost body parts.

Scent (Ex): A fomorian can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Smite Good (Su): Once per day the creature can make a normal melee attack to deal extra damage equal to its HD total (max +20) against a good foe.

Possessions: huge hide armor, +1 huge heavy flail, ~~potion of shield of faith~~ +5.

Gnoll Archer: Male Gnoll Ftr16; CR 17; Medium Humanoid (Gnoll); HD 2d8+1d6d10+108; hp 213; Init +11; Spd 30 ft.; AC 33, touch 19, flat-footed 28 (+5 Dex, +6 natural, +8 armor, +4 deflection); BAB/Grp +17/+21; Atk

+22 melee (1d8+7/x3, +1 battleaxe) or +29 ranged (1d8+10/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +25/+25 ranged (1d8+10/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); Full Atk +22/+17/+12/+7 melee (1d8+7/x3, +1 battleaxe) or +29/+24/+19/+14 ranged (1d8+10/19-20/x3, +1 unholy composite longbow (+4 Str bonus)) or +29/+29/+24/+19/+14 ranged (1d8+10/19-20/x3, +1 unholy composite longbow (+4 Str bonus)); SA –; SQ darkvision 60 ft.; AL NE; SV Fort +18 (+21), Ref +12 (+15), Will +7 (+10); Str 18, Dex 20 (24), Con 18 (20), Int 6, Wis 10, Cha 6.

Skills and Feats: Climb +9, Jump +9, Listen +3, Spot +3; Greater Weapon Focus (composite longbow), Greater Weapon Specialization (composite longbow), Improved Critical (composite longbow), Improved Initiative, Improved Rapid Shot*, Improved Toughness*, Iron Will, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Ranged Disarm*, Ranged Pin*, Raised Sunder*, Weapon Focus (composite longbow), Weapon Specialization (composite longbow). *Complete Warrior.

Languages: Gnoll, Giant.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, waterskin, whetstone, +1 battleaxe, +1 unholy composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantite arrows), +3 mithral breastplate, potion of cure serious wounds, cloak of resistance +3, greater bracers of archery, amulet of health +2, gloves of dexterity +4, boots of levitation, ring of protection +4, ~~potion of barkskin~~ +5.

Gnoll Ranger: Male Gnoll Rgr14; CR 15; Medium Humanoid (Gnoll); HD 2d8+14d8+64; hp 144; Init +6; Spd 40 ft.; AC 24, touch 15, flat-footed 19 (+5 Dex, +1 natural, +8 armor); BAB/Grp +15/+19; Atk +20 melee (1d8+7/x3, +1 battleaxe) or +25 ranged (1d8+6/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +21/+21 ranged (1d8+6/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); Full Atk +20/+15/+10 melee (1d8+7/x3, +1 battleaxe) or +25/+20/+15 ranged (1d8+6/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)) or +25/+25/+20/+15 ranged (1d8+6/19-20/x3, +1 bane (human) seeking composite longbow (+4 Str bonus)); SA favored enemies (human +6, elf +2, halfling +2); SQ darkvision 60 ft., wild empathy +12 (+16 with animal companion), woodland stride, animal companion (Scar the wolf), swift tracker, evasion, camouflage; AL NE; SV Fort +16 (+19), Ref +15 (+18), Will +8 (+11); Str 18, Dex 19 (23), Con 16 (18), Int 6, Wis 14, Cha 6.

Skills and Feats: Climb +5, Hide +13 (+33 in hills), Knowledge (nature) +2, Listen +13, Move Silently +13 (+33), Search +5, Spot +13, Survival +13 (+15 tracking); Endurance, Improved Critical (composite longbow), Improved Precise Shot, Improved Rapid Shot*, Iron Will, Manyshot, Point Blank Shot, Precise Shot, Rapid Shot, Track, Weapon Focus (composite longbow). *Complete Warrior.

Languages: Gnoll.

Ranger Spells Prepared (3/2/1, save DC 12 + spell level): 1st – entangle, ~~longstrider~~, ~~resist energy (cold)~~; 2nd – cat's

~~grace~~, ~~protection from energy (fire)~~; 3rd – ~~forestfold~~*. *Complete Adventurer.

Possessions: backpack, explorer's outfit, iron pot, belt pouch, 5 days trail rations, torch, crowbar, flint and steel, grappling hook, 50 ft. silk rope, +1 battleaxe, +1 bane (human) seeking composite longbow (+4 Str bonus), quiver (40 arrows, 20 adamantite arrows), +3 mithral breastplate, potion of cure serious wounds, cloak of resistance +3, greater bracers of archery, amulet of health +2, gloves of dexterity +2.

Scar, Wolf Animal Companion: Medium Animal; HD 6d8+12; hp 45; Init +3; Spd 50 ft. (60 ft. until it moves away from the ranger); AC 19, touch 13, flat-footed 16 (+3 Dex, +6 natural); BAB/Grp +4/+6; Atk/Full Atk +11 melee (1d6+7, bite); SA trip; SQ low-light vision, scent, link, share spells, evasion, devotion; AL N; SV Fort +7, Ref +8, Will +3; Str 15, Dex 17, Con 15, Int 2, Wis 12, Cha 6.

Skills and Feats: Hide +4, Listen +3, Move Silently +4, Spot +3, Survival +4 (+8 tracking by scent); Dodge, Mobility, Track^B, Weapon Focus (bite).

Tricks (3): attack, defend, track.

Skills: Wolves have a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex): A wolf that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

Gnoll Druid: Male Gnoll Drd16; CR 17; Medium Humanoid (Gnoll); HD 2d8+16d8+72+36; hp 162 (198); Init +2; Spd 30 ft., fly 40 ft. (good); AC 33, touch 16, flat-footed 31 (+2 Dex, +6 natural, +8 armor, +3 shield, +4 deflection); BAB/Grp +13/+15; Atk +15 ranged (1d4+2, sling) or +16 melee (1d6+3/18-20, +1 scimitar); Full Atk +15 ranged (1d4+2, sling) or +16/+11/+6 melee (1d6+3/18-20, +1 scimitar); SA –; SQ darkvision 60 ft., animal companion (Mauler the dire bear), wild empathy +17 (+21 with animal companion), nature sense, woodland stride, trackless step, resist nature's lure, venom immunity, a thousand faces, wild shape (Large, Tiny, plant, Huge), wild shape 1/day (elemental), timeless body; AL NE; SV Fort +18, Ref +7, Will +17; Str 14, Dex 10 (14), Con 18 (22), Int 8, Wis 18 (24), Cha 8.

Skills and Feats: Concentration +17, Handle Animal +4, Knowledge (nature) +7, Listen +14, Ride +4, Spellcraft +7, Spot +14, Survival +16; Blindsight*, Combat Casting, Greater Spell Penetration, Natural Spell, Oaken Resilience*, Spell Penetration, Track. *Complete Adventurer, **Complete Divine.

Languages: Gnoll, Druidic, Giant.

Druid Spells Prepared (6/7/7/7/5/5/4/4/2, save DC 17 + spell level): 0 – create water, cure minor wounds, detect magic, know direction, light, read magic; 1st – cure light wounds, entangle, faerie fire, ~~longstrider~~, produce flame x2, speak with animals; 2nd – ~~barkskin~~, ~~bear's endurance~~, briar web*, ~~cat's grace~~, creeping cold*, lesser restoration, tree shape; 3rd – call lightning, infestation of maggots*, ~~greater magic fang x2 (on Mauler and Scar)~~, protection from energy, sleet storm, vigor*; 4th – dispel magic, flame strike, freedom of movement, ice storm,

murderous mist*; 5th – animal growth, baleful polymorph, cure critical wounds, ~~stoneskin (on formian)~~, wall of thorns; 6th – fire seeds, greater dispel magic, liveoak, miasma*; 7th – brilliant aura*, greater creeping cold*, heal, true seeing; 8th – finger of death, whirlwind. * Complete Divine.

Possessions: backpack, explorer's outfit, belt pouch, 5 days trail rations, sling and 20 bullets, wand of cure serious wounds (CL 5th, 20 charges), periapt of wisdom +6, ~~potion of displacement~~, ~~potion of fly~~, +1 scimitar, +1 wild heavy darkwood shield, +3 wild dragonhide (silver) breastplate, ring of protection +4.

Mauler, Dire Bear Animal Companion: Large Animal; HD 14d8+59; hp 129; Init +2; Spd 40 ft.; AC 20, touch 11, flat-footed 18 (-1 size, +2 Dex, +9 natural); BAB/Grp +10/+25; Atk +25 melee (2d4+15, claw); Full Atk +25 melee (2d4+15, 2 claws) or +15 melee (2d8+5, bite); SA improved grab; SQ low-light vision, scent, link, share spells, evasion; AL N; SV Fort +13, Ref +11, Will +10; Str 32, Dex 14, Con 19, Int 2, Wis 12, Cha 10.

Skills and Feats: Listen +11, Spot +11, Swim +14; Alertness, Endurance, Run, Toughness, Weapon Focus (claw).

Tricks (7): attack, defend, down, fetch, guard, stay, track, work.

Improved Grab (Ex): To use this ability, a dire bear must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

ENCOUNTER 5

Giants Not on Alert

Urg: Male Bugbear Rog5/Asn10/Thief-Acrobat3; CR 20; Medium Humanoid (Goblinoid); HD 3d8+5d6+10d6+3d6+84; hp 162; Init +11; Spd 30 ft., climb 20 ft.; AC 31, touch 20, flat-footed 31 (+5 Dex, +3 natural, +8 armor, +4 deflection, +1 dodge); BAB/Grp +14/+20; Atk +21 melee (1d8+10 plus 1d6 cold, +1 frost morningstar) or +23 ranged (1d4+6 plus poison/19-20, dagger) or +21 melee touch (rod of withering); Full Atk +21/+16/+11 melee (1d8+10 plus 1d6 cold, +1 frost morningstar) or +23/+18/+13 ranged (1d4+6 plus poison/19-20, dagger) or +21/+16/+11 melee touch (rod of withering); SA sneak attack +8d6, death attack (DC 25), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +5 save against poison, poison use, hide in plain sight, fast acrobatics, kip up, steady stance, agile fighting, slow fall 20 ft., acrobatic charge, defensive roll 1/day; AL LE; SV Fort +10 (+13), Ref +24 (+27), Will +7 (+10); Str 22, Dex 20 (24), Con 17 (19), Int 16 (20), Wis 8, Cha 8. Complete Adventurer, page 83.

Skills and Feats: Balance +18, Bluff +19, Climb +17, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +25, Hide +25, Intimidate +0, Jump +17, Listen +3, Move Silently +29, Open Lock +12, Search +13, Sleight of Hand +9, Spot +3, Tumble +28, Use Magic Device +13; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will, Mobility, Power Attack, Spring Attack.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Fast Acrobatics (Ex): A thief-acrobat can avoid the normal penalties for accelerated movement while using acrobatic talents. He ignores the normal -5 penalty when making a Balance check while moving at her full normal speed. She can climb at half of her speed as a move action without taking a -5 penalty on her Climb check. Finally, she can tumble at her full speed without taking the normal -10 penalty on her Climb check.

Kip Up (Ex): A thief-acrobat can stand up from prone as a free action that does not provoke an attack of opportunity. This ability works only if the thief-acrobat wears light or no armor and carries no more than a light load.

Steady Stance (Ex): A thief-acrobat remains stable on his feet when others have difficulty standing. He is not considered flat-footed while balancing or climbing, and adds his class level as a bonus to remain climbing or balancing when damage is taken.

Acrobatic Charge (Ex): Starting at third level, a thief-acrobat can charge in situations where others cannot. He can charge over difficult terrain that normally slows movement or through allies blocking her path. This ability enables him to charge across a cluttered battlefield, leap down from a ledge, or swing across a chasm to get to her target. Depending on the circumstances, the thief-acrobat may still need to make the appropriate skill checks (Balance, Jump, Tumble, or Use Rope) to successfully move over the terrain.

Agile Fighting (Ex): A whirling, spinning thief-acrobat is a devilishly difficult target. Starting at 2nd level, a thief-acrobat gains a +1 dodge bonus to AC. When fighting defensively or using total defense, this bonus becomes +2. In addition, a thief-acrobat takes no penalty to her AC or on her melee attack rolls when kneeling, sitting, or prone. This ability works only if a thief-acrobat wears light or no armor and carries no more than a light load.

Defensive Roll (Ex): Beginning at 3rd level, once per day a thief-acrobat can roll with a potentially lethal blow to take less damage from it than she otherwise would. See the rogue class feature, *Player's Handbook*, page 51.

Slow Fall (Ex): Beginning at 2nd level, a thief-acrobat reduces the effective distance of falls by 20 feet. At 4th level, this improves to reduce the effective distance of falls by 30 feet. See the monk class feature, *Player's Handbook*, page 41. If a thief-acrobat has this ability from another class, the distances stack to determine the effective reduction of the falling distance.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (5/4/4/4, save DC 15 + spell level): 1st – critical strike*, distract assailant*, obscuring mist, true strike; 2nd – fire shuriken**, invisibility, pass without trace, spider climb; 3rd – deeper darkness, misdirection, nondetection, spectral weapon*; 4th – freedom of movement, glibness, greater invisibility, shadow form*. *Complete Adventurer, **Complete Arcane.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells (greater dispel magic), ring of protection +4, scarab of protection, cloak of resistance +3, amulet of health +2, gloves of dexterity +4, headband of intellect +4, rod of withering, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of spider climb, potion of invisibility, potion of gaseous form, manual of gainful exercise +4.~~

Giants on Alert

Urg: Male Bugbear Rog5/Asn10/Thief-Acrobat3; CR 20; Medium Humanoid (Goblinoid); HD 3d8+5d6+10d6+3d6+84; hp 162; Init +11; Spd 30 ft., climb 20 ft.; AC 31, touch 20, flat-footed 31 (+5 Dex, +3 natural, +8 armor, +4 deflection, +1 dodge); BAB/Grp +14/+20; Atk +21 melee (1d8+10 plus 1d6 cold, +1 frost morningstar) or +23 ranged (1d4+6 plus poison/19-20, dagger) or +21 melee touch (rod of withering); Full Atk +21/+16/+11 melee (1d8+10 plus 1d6 cold, +1 frost morningstar) or +23/+18/+13 ranged (1d4+6 plus poison/19-20, dagger) or +21/+16/+11 melee touch (rod of withering); SA sneak attack +8d6, death attack (DC 25), spells; SQ darkvision 60 ft., scent, trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +5 save against poison, poison use, hide in plain sight, fast acrobatics, kip up, steady stance, agile fighting, slow fall 20 ft., acrobatic charge, defensive roll 1/day; AL LE; SV Fort +10 (+13), Ref +24 (+27), Will +7 (+10); Str 22, Dex 20 (24), Con 17 (19), Int 16 (20), Wis 8, Cha 8. *Complete Adventurer*, page 83.

Skills and Feats: Balance +18, Bluff +19, Climb +17, Diplomacy +0, Disguise +4 (+6 acting), Escape Artist +25, Hide +25, Intimidate +0, Jump +17, Listen +3, Move Silently +29, Open Lock +12, Search +13, Sleight of Hand +9, Spot +3, Tumble +28, Use Magic Device +13; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Iron Will, Mobility, Power Attack, Spring Attack.

Skills: Bugbears have a +4 racial bonus on Move Silently checks.

Fast Acrobatics (Ex): A thief-acrobat can avoid the normal penalties for accelerated movement while using acrobatic talents. He ignores the normal -5 penalty when making a Balance check while moving at her full normal speed. She can climb at half of her speed as a move action without taking a -5 penalty on her Climb check. Finally, she can tumble at her full speed without taking the normal -10 penalty on her Climb check.

Kip Up (Ex): A thief-acrobat can stand up from prone as a free action that does not provoke an attack of opportunity. This ability works only if the thief-acrobat wears light or no armor and carries no more than a light load.

Steady Stance (Ex): A thief-acrobat remains stable on his feet when others have difficulty standing. He is not considered flat-footed while balancing or climbing, and adds his class level as a bonus to remain climbing or balancing when damage is taken.

Acrobatic Charge (Ex): Starting at third level, a thief-acrobat can charge in situations where others cannot. He can charge over difficult terrain that normally slows movement or through allies blocking her path. This ability enables him to charge across a cluttered battlefield, leap down from a ledge, or swing across a chasm to get to her target. Depending on the circumstances, the thief-acrobat may still need to make the appropriate skill checks (Balance, Jump, Tumble, or Use Rope) to successfully move over the terrain.

Agile Fighting (Ex): A whirling, spinning thief-acrobat is a devilishly difficult target. Starting at 2nd level, a thief-acrobat gains a +1 dodge bonus to AC. When fighting defensively or using total defense, this bonus becomes +2. In addition, a thief-acrobat takes no penalty to her AC or on her melee attack rolls when kneeling, sitting, or prone. This ability works only if a thief-acrobat wears light or no armor and carries no more than a light load.

Defensive Roll (Ex): Beginning at 3rd level, once per day a thief-acrobat can roll with a potentially lethal blow to take less damage from it than she otherwise would. See the rogue class feature, *Player's Handbook*, page 51.

Slow Fall (Ex): Beginning at 2nd level, a thief-acrobat reduces the effective distance of falls by 20 feet. At 4th level, this improves to reduce the effective distance of falls by 30 feet. See the monk class feature, *Player's Handbook*, page 41. If a thief-acrobat has this ability from another class, the distances stack to determine the effective reduction of the falling distance.

Languages: Goblin, Common, Giant, Gnoll.

Assassin Spells Known (5/4/4/4, save DC 15 + spell level): 1st – critical strike*, distract assailant*, obscuring mist, true strike; 2nd – fire shuriken**, invisibility, pass without trace, spider climb; 3rd – deeper darkness, misdirection, nondetection, spectral weapon*; 4th – freedom of movement, glibness, greater invisibility, shadow form*. *Complete Adventurer, **Complete Arcane.

Possessions: courtier's outfit, masterwork thieves tools, 2 tanglefoot bags, 2 thunderstones, 5 daggers coated with medium spider venom (Fort DC 14, 1d4 Str/1d4 Str), +3 mithral breastplate, +1 frost morningstar, ring of counterspells (greater dispel magic), ring of protection +4, scarab of protection, cloak of resistance +3, amulet of health +2, gloves of dexterity +4, headband of intellect +4, rod of withering, potion of gaseous form, potion of cure moderate wounds, potion of haste, ~~potion of spider climb, potion of invisibility, potion of gaseous form, manual of gainful exercise +4.~~

Aglashti: Male Ogre Mage Warlock13; CR 21; Large Giant; HD 5d8+13d6+90; hp 156; Init +8; Spd 40 ft., fly 40 ft. (good), climb 20 ft.; AC 30, touch 17, flat-footed 26 (-1 size, +4 Dex, +5 natural, +8 armor, +4 deflection); BAB/Grp +12/+20; Atk +17 melee (1d8+6, warlock's scepter) or +18 ranged touch (6d6, eldritch chain) or +18 ranged touch (6d6, eldritch chain/vitriolic blast); Full Atk +17/+12/+7 melee (1d8+6, warlock's scepter) or +18 ranged touch (6d6, eldritch chain) or +18 ranged touch (6d6, eldritch chain/vitriolic blast); Space/Reach 10 ft./10 ft.; SA

spell-like abilities, invocations (least, lesser, greater; CL 13th), *eldritch blast* 6d6; SQ darkvision 90 ft., low-light vision, regeneration 5, SR 19, *detect magic*, DR 3/cold iron, deceive item, fiendish resilience 2, acid/fire resistance 5, imbue item; AL LE; SV Fort +13 (+16), Ref +11 (+14), Will +17 (+20); Str 18, Dex 18, Con 16 (20), Int 14, Wis 14, Cha 23 (29). *Complete Arcane*, page 5.

Skills and Feats: Concentration +25, Knowledge (arcana) +14, Listen +6, Spellcraft +23, Spot +6, Use Magic Device +22 (+24 scrolls); Combat Casting, Force of Personality*, Improved Initiative, Lightning Reflexes, Point Blank Shot, Spell Penetration, Weapon Focus (*eldritch blast*). **Complete Adventurer*.

Spell-Like Abilities: At will – *darkness*, *invisibility*, 1/day – *charm person* (DC 20), *cone of cold* (DC 24), *gaseous form*, *polymorph*, *sleep* (DC 20). CL 9th; save DC is Charisma-based.

Flight (Su): An ogre mage can cease or resume flight as a free action. While using *gaseous form* it can fly at its normal speed and has perfect maneuverability.

Regeneration (Ex): Fire and acid deal normal damage to an ogre mage. An ogre mage that loses a limb or body part can reattach it by holding the severed member to the stump. Reattachment takes 1 minute. If the head or some other vital organ is severed, it must be reattached within 10 minutes or the creature dies. An ogre mage cannot regrow lost body parts.

Invocations (Sp): A warlock does not prepare or cast spells as other wielders of arcane magic do. Instead, he possesses a repertoire of attacks, defenses, and abilities known as invocations that require him to focus the wild energy that suffuses his soul. A warlock can use any invocation he knows at will, with the following qualifications:

A warlock's invocations are spell-like abilities; using an invocation is therefore a standard action that provokes attacks of opportunity. An invocation can be disrupted, just as a spell can be ruined during casting. A warlock is entitled to a Concentration check to successfully use an invocation if he is hit by an attack while invoking, just as a spellcaster would be. A warlock can choose to use an invocation defensively, by making a successful Concentration check, to avoid provoking attacks of opportunity. A warlock's invocations are subject to spell resistance unless an invocation's description specifically states otherwise. A warlock's caster level with his invocations is equal to his warlock level. A warlock can dismiss any invocation as a standard action, just as a wizard can dismiss a spell.

The save DC for an invocation (if it allows a save) is 10 + equivalent spell level + the warlock's Charisma modifier. Since spell-like abilities are not actually spells, a warlock cannot benefit from the Spell Focus feat. He can, however, benefit from the Ability Focus feat (see page 303 of the *Monster Manual*), as well as from feats that emulate metamagic effects for spell-like abilities, such as Quicken Spell-Like Ability and Empower Spell-Like Ability (see pages 303 and 304 of the *Monster Manual*).

The four grades of invocations, in order of their relative power, are least, lesser, greater, and dark. A warlock begins with knowledge of one invocation, which must be of the lowest grade (least). As a warlock gains levels, he learns new invocations, as described in *Complete Arcane*.

At any level when a warlock learns a new invocation, he can also replace an invocation he already knows with another invocation of the same or a lower grade. At 6th level, a warlock can replace a least invocation he knows with a different least invocation (in addition to learning a new invocation, which could be either least or lesser). At 11th level, a warlock can replace a least or lesser invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, or greater). At 16th level, a warlock can replace a least, lesser, or greater invocation he knows with another invocation of the same or a lower grade (in addition to learning a new invocation, which could be least, lesser, greater, or dark).

Finally, unlike other spell-like abilities, invocations are subject to arcane spell failure chance (warlocks do not suffer arcane spell failure chance for invocations when wearing light armor).

Eldritch Blast (Sp): The first ability a warlock learns is *eldritch blast*. A warlock attacks his foes with eldritch power, using baleful magical energy to deal damage and sometimes impart other debilitating effects. *Eldritch blast* is an invocation. A warlock can use *eldritch blast* at will.

An *eldritch blast* is a ray with a range of 60 feet. It is a ranged touch attack that affects a single target, allowing no saving throw. An *eldritch blast* deals 1d6 points of damage at 1st level and increases in power as the warlock rises in level. An *eldritch blast* deals half damage to objects. An *eldritch blast* is the equivalent of a 1st level spell.

If you apply a blast shape or eldritch essence invocation to your *eldritch blast*, your *eldritch blast* uses the level equivalent of the shape or essence (whichever is higher if both are applied). Unless noted otherwise, *eldritch blast* modified by blast shape and eldritch essence invocations deal damage normally in addition to imparting the effects described in the invocation description. A warlock can apply only one blast shape invocation and only one eldritch essence invocation to a single *eldritch blast*; a warlock can apply both a blast shape invocation and an eldritch essence invocation to the same *eldritch blast*.

Detect Magic (Sp): Beginning at 2nd level, a warlock can use *detect magic* as the spell at will. His caster level equals his class level.

Damage Reduction (Su): Fortified by the supernatural power flowing in his body, a warlock becomes resistant to physical attacks at 3rd level and above, gaining damage reduction 1/cold iron. At 7th level and every four levels thereafter, a warlock's damage reduction improves.

Deceive Item (Ex): At 4th level and higher, a warlock has the ability to more easily commandeer magic items made for the use of other characters. When making a Use Magic Device check, a warlock can take 10 even if distracted or threatened.

Fiendish Resilience (Su): Beginning at 8th level, a warlock knows the trick of fiendish resilience. Once per day, as a free action, he can enter a state that lasts for 2 minutes. While in this state, the warlock gains fast healing 1. At 13th level, a warlock's fiendish resilience improves to fast healing 2, and at 18th level, it improves to fast healing 5.

Energy Resistance (Su): At 10th level and higher, a warlock has resistance 5 against any two of the following energy types: acid, cold, electricity, fire, and sonic. Once the types are chosen, this energy resistance cannot be changed. At 20th level, a warlock gains resistance 10 against the two selected types of energy.

Imbue Item (Su): A warlock of 12th level or higher can use his supernatural power to create magic items, even if he does not know the spells required to make an item (although he must know the appropriate item creation feat). He can substitute a Use Magic Device check (DC 15 + spell level for arcane spells, DC 25 + spell level for divine spells) in place of a required spell he doesn't know or can't cast. If the check succeeds, the warlock can create the item as if he had cast the required spell. If it fails, he cannot complete the item. He does not expend the xp or gp costs for making the item; his progress is simply arrested. He cannot retry this Use Magic Device check for that spell until he gains a new level.

Languages: Giant, Common, Infernal.

Warlock Invocations Known (8; DC 19 + equivalent spell level; CL 11th): Least – *devil's sight**, *entropic warding**, *miasmic cloud**, Lesser – *eldritch chain**, *flee the scene**, *voracious dispelling**, Greater – *chilling tentacles**, *vitriolic blast**. *Complete Arcane.

Possessions: large masterwork chain shirt, ring of protection +4, vest of resistance +3*, warlock's scepter*, amulet of health +4, cloak of charisma +6, slippers of spider climbing, 2 potions of cure serious wounds, ~~potions of blur~~, ~~oil of magic~~ ~~vestment~~ +4. *Complete Arcane.

ENCOUNTER 7

Ruka: Evolved(x4) Cloud Giant Mummy; CR 18; Huge Undead (Augmented Giant); HD 17d12; hp 153; Init +1; Spd 30 ft.; AC 34, touch 9, flat-footed 33 (-2 size, +1 Dex, +16 natural, +9 armor); BAB/Grp +12/+40; Atk +32 melee (4d6+32, +2 unholy gargantuan morningstar) or +30 melee (2d8+30 plus disease, slam) or +12 ranged (2d8+20, rock); Full Atk +32/+27/+22 melee (4d6+32, +2 unholy gargantuan morningstar) or +30 melee (2d8+30 plus disease, slam) or +12 ranged (2d8+20, rock); Space/Reach 15 ft./15 ft.; SA rock throwing, spell-like abilities; SQ low-light vision, oversized weapon, rock catching, scent, DR 5/–, vulnerability to fire, fast healing 3; AL NE; SV Fort +10, Ref +6, Will +12; Str 51, Dex 13, Con –, Int 8, Wis 20, Cha 25. *Libris Mortis*, pages 100 and 110.

Skills and Feats: Climb +24, Craft (weaponsmith) +9, Diplomacy +9, Intimidate +17, Listen +17, Perform (harp) +8, Sense Motive +11, Spot +17; Awesome Blow, Cleave, Improved Bull Rush, Improved Overrun, Iron Will, Power Attack.

Despair (Su): At the mere sight of a mummified creature, the viewer must make a Will save DC 25 or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, the target cannot be affected again by the mummy's despair ability for 24 hours. Save DC is Cha-based.

Mummy Rot (Su): Supernatural disease – natural weapon, Fort save DC 25, incubation period 1 minute, damage 1d6 Con and 1d6 Cha. Unlike normal diseases, mummy rot persists until the victim reaches Constitution 0 (and dies) or is cured as described below. Mummy rot is a powerful curse, not a natural disease, a character attempting to cast any conjuration (healing) spell on a creature afflicted with mummy rot must make a DC 20 caster level check, or else the spell has no effect on the afflicted character. To eliminate mummy rot, the curse must first be broken with *break enchantment* or *remove curse* (requiring a DC 20 caster level check for wither spell), after which a caster level check is no longer required to cast healing spells on the victim, and mummy rot can be magically cured as any normal disease. An afflicted character that dies of mummy rot shrivels away into sand and blows away into nothing at the first wind. Save DC is Cha-based.

Spell-Like Abilities: 3/day – *levitate* (self plus 2,000 lbs.), *obscuring mist*; 1/day – *fog cloud*. CL 15th; save DC is Cha-based.

Spell-Like Abilities: 1/day – *cone of cold* (DC 22), *greater dispel magic*, *hold monster* (DC 22), *unholy blight* (DC 21). CL 17th; save DC is Cha-based.

Rock Throwing (Ex): Adult giants are accomplished rock throwers and receive a +1 racial bonus on attack rolls when throwing rocks. A giant of at least Large size can hurl rocks weighing 40 to 50 lbs. each (Small objects) up to five range increments. The size of the range increment varies with the giant's variety (140 ft. for cloud giants). A Huge giant can hurl rocks of 60 to 80 lbs. (Medium objects).

Rock Catching (Ex): A giant of at least Large size can catch Small, Medium, or Large rocks (or projectiles of similar shape). Once per round, a giant that would normally be hit by a rock can make a Reflex save to catch it as a free action. The DC is 15 for a Small rock, 20 for a Medium one, and 25 for a Large one. If the projectile provides a magical bonus on attack rolls, the DC increases by that amount. The giant must be ready for and aware of the attack in order to make a rock catching attempt.

Oversized Weapon (Ex): A cloud giant wields a great, two-handed morningstar (big enough for Gargantuan creatures) without penalty.

Languages: Giant, Common.

Possessions: +2 unholy gargantuan morningstar, +1 huge full plate, ring of major energy resistance (fire), winged boots,

cloak of turn resistance*, ring of counterspells (fireball). *Libris Mortis.

Air Monolith Necromental: CR 18; Gargantuan Undead (Air, Augmented Elemental); HD 36d12; hp 324; Init +15; Spd fly 100 ft. (perfect); AC 33, touch 17, flat-footed 22 (-4 size, +11 Dex, +16 natural); BAB/Grp +27/+50; Atk +34 melee (6d6+11/19-20, slam); Full Atk +34 melee (6d6+11/19-20, 2 slams); Space/Reach 20 ft./20 ft.; SA air mastery, whirlwind, create spawn, energy drain; SQ darkvision 60 ft., elemental traits, fast healing, DR 15/-; AL NE; SV Fort +14, Ref +31, Will +14; Str 32, Dex 33, Con -, Int 1, Wis 10, Cha 1. *Libris Mortis*, page 113; *Complete Arcane*, page 156.

Skills and Feats: Balance +13, Diplomacy -2, Intimidate +9, Jump +41, Listen +41, Sense Motive +13, Spot +41, Tumble +24; Alertness, Blind-fight, Cleave, Combat Reflexes, Dodge, Flyby Attack, Great Cleave, Great Fortitude, Improved Critical (slam), Improved Initiative, Improved Natural Attack, Iron Will, Mobility, Power Attack, Spring Attack.

Create Spawn (Su): An elemental slain by a necromental's energy drain attack rises as a necromental 1d4 days after death.

Energy Drain (Su): Living creatures hit by a necromental's natural weapon attack gain one negative level. A necromental can use its energy drain ability once per round, regardless of the number of natural weapon attacks it possesses. The save to remove the negative level 24 hours later is DC 28. When a necromental bestows a negative level, it gains 5 temporary hp (10 on a critical hit). These temporary hit points last for up to one hour.

Fast Healing (Ex): An air monolith necromental heals 3 points of damage each round as long as it is within five feet of some form of its element (air).

Air Mastery (Ex): Airborne creatures take a -2 penalty on attack rolls and damage rolls against an air monolith.

Whirlwind (Su): An air monolith can transform itself into a whirlwind at will as a standard action and remain in that form indefinitely. In this form, the elemental can move through the air or along a surface at its fly speed. The whirlwind is 10 feet wide at the base, up to 50 feet wide at the top, and up to 80 feet tall. The elemental controls the exact height, but it must be at least 20 feet. The elemental's movement while in whirlwind form does not provoke attacks of opportunity, even if the elemental enters the space another creature occupies. Another creature might be caught in the whirlwind if it touches or enters the whirlwind, or if the elemental moves into or through the creature's square.

Creatures one or more size categories smaller than the elemental might take damage when caught in the whirlwind and may be lifted into the air. The creature must first make the indicated Reflex save or take damage. It must also succeed on a second Reflex save or be picked up bodily and help suspended in the powerful winds, automatically taking the indicated 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 successful. The save DC is Str-based.

Creatures trapped in the whirlwind cannot move except to go where the elemental carries them or to escape the whirlwind. Creatures caught in the whirlwind can otherwise act normally but must succeed on a Concentration check (DC 20 + spell level) to cast a spell. Creatures caught in whirlwind take a -4 penalty to Dexterity and a -2 penalty on attack rolls. The elemental can have only as many creatures inside the whirlwind at one time as will fit inside the whirlwind's volume.

The whirlwind can eject any carried creature whenever it wishes, depositing them wherever the whirlwind happens to be. A summoned elemental always ejects trapped creatures before returning to its home plane.

As this room is filled with free floating debris, the elemental's whirlwind creates a swirling cloud of debris 20 feet in diameter centered on the necromental. The cloud obscures all vision, including darkvision, beyond five feet. Creatures five feet away have concealment, while those further away have total concealment. Those caught in the cloud must succeed on a Concentration check (DC 20 + spell level) to cast a spell.

An elemental in whirlwind form cannot make slam attacks and does not threaten the area around it.

Air Monolith: save DC 39, 4d6 damage, 20 - 80 ft. tall.

Greater Dispelling Firestorm: Living Spell; CR 18; Huge Ooze; HD 15d10+60; hp 158; Init +2; Spd 40 ft.; AC 18, touch 18, flat-footed 16 (-2 size, +2 Dex, +8 deflection); BAB/Grp +11/+23; Atk/Full Atk +13 melee (1d8+6, slam); Space/Reach 15 ft./10 ft.; SA spell effect, engulf; SQ ooze traits, DR 10/magic, SR 25 (10 + its caster level); AL N; SV Fort +9, Ref +7, Will +7; Str 18, Dex 15, Con 18, Int -, Wis 15, Cha 18. *Monster Manual* 3, page 91.

Spell Effect (Su): A creature hit by a living spell's slam attack is subjected to the normal effect of the spell or spells making up the creature, as if it were within the area of effect of the spell itself. Saves apply as normal for the spell; the DC is 22 for the *fire storm*. This living spell is composed of a *greater dispel magic* spell and a *fire storm* spell, both at CL 15th.

Engulf (Ex): This creature can flow around creatures that fit within its space as a standard action. It cannot make a slam attack during the round in which it engulfs. It merely has to move over the opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the living spell, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a Reflex save (DC 22) or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the spell moves forward. Engulfed creatures are subject to the full normal effects of the spells each round on the living spell's turn, and are considered to be grappled.

APPENDIX 8 – ALL APLS

ENCOUNTER 1

Resbin Dren Emondav, Marchioness of Sterich: Female Human Sor13; CR 13; Medium Humanoid (Human); HD 13d4+26+3; hp 61; Init -1; Spd 30 ft.; AC 12 (16 with *mage armor*), touch 9, flat-footed 12 (16 with *mage armor*); Base Atk +6; Grp +7; Atk +8 melee (1d6+1, masterwork club); Full Atk +8/+3 melee (1d6+1, masterwork club); SA spells; SQ summon familiar (tiny viper); AL LN; SV Fort +8, Ref +3, Will +11; Str 12, Dex 9, Con 14, Int 16, Wis 13, Cha 19.

Skills and Feats: Bluff +23, Concentration +18, Diplomacy +14, Gather Information +8, Knowledge (arcana) +19, Listen +3, Sense Motive +9, Spellcraft +13, Spot +3; Combat Casting, Eschew Materials, Great Fortitude, Iron Will, Leadership, Toughness.

Languages: Common, Dwarven, Keolandish, Olman.

Spells Known (CL 13th; 6/7/7/7/7/6/4): 0 – *acid splash* (+5 ranged touch), *arcane mark*, *daze* (DC 14), *detect magic*, *detect poison*, *disrupt undead* (+5 ranged touch), *flare* (DC 14), *resistance*, *touch of fatigue* (+5 touch, DC 14); 1st – *burning hands* (DC 15), *mage armor*, *obscuring mist*, *protection from chaos* (DC 15), *shield*; 2nd – *detect thoughts* (DC 16), *owl's wisdom*, *shatter* (DC 16), *touch of idiocy* (+5 touch, DC 15), *whispering wind*; 3rd – *deep slumber* (DC 17), *dispel magic*, *invisibility sphere*, *suggestion* (DC 17); 4th – *confusion* (DC 18), *crushing despair* (DC 18), *greater magic weapon*, *stoneskin*; 5th – *cone of cold* (DC 19), *feeblemind* (DC 19), *hold monster* (DC 19); 6th – *chain lightning* (DC 20), *Tenser's transformation*.

Possessions: masterwork club, *cloak of charisma* +2, *amulet of natural armor* +3, *brooch of shielding* (76 hp), *ring of mind shielding*, *ring of the ram* (27 charges), 3 *potions of bull's strength*, 4 vials of diamond dust worth 250 gp each.

From *Dungeon* #117, December 2004, page 41.

ENCOUNTER 3

Raptoran Sentry: Male/Female Raptoran Rgr5; CR 5; Medium Humanoid (Raptoran); HD 5d8+5; hp 34; Init +3; Spd 30 ft., fly 40 ft. (average); AC 19, touch 13, flat-footed 16 (+3 Dex, +5 armor, +1 shield); BAB/Grp +5/+7; Atk +9 melee (1d6+3/19-20, +1 *short sword*) or +9 ranged (1d8+3/x3, masterwork footbow); Full Atk +9 melee (1d6+3/19-20, +1 *short sword*) or +7/+7 ranged (1d8+2/x3, masterwork footbow); SA spells, favored enemy (humans +4, gnolls +2); SQ low-light vision, raptoran traits, wild empathy +5 (+1 magical beasts); AL CG; SV Fort +5, Ref +7, Will +2; Str 14, Dex 16, Con 13, Int 8, Wis 12, Cha 10. *Races of the Wild*, page 68.

Skills and Feats: Climb +3, Hide +10, Listen +9, Move Silently +10, Spot +11, Survival +9; Endurance^B, Point Blank Shot, Rapid Shot^B, Track^B, Weapon Focus (short sword).

Raptoran Traits: gliding, flight, +1 CL for air spells, unerring direction (can sense which direction is north anywhere on the Material Plane), weapon familiarity (footbow is martial weapon), +2 racial bonus on Climb and Spot checks, +10 racial bonus to Jump checks.

Gliding (Ex): A raptoran can use her wings to glide, negating damage from a fall of any height and allowing 20 feet of forward travel for every 5 feet of descent. Raptorans glide at a speed of 40 feet (average maneuverability). Even if a raptoran's maneuverability improves, she can't hover while gliding. A raptoran can't glide while carrying a medium or heavy load. If a raptoran becomes unconscious or helpless while in midair, her wings naturally unfurl and powerful ligaments stiffen the wings. The raptoran descends in a tight corkscrew and takes only 1d6 falling damage no matter what the actual distance of the fall.

Flight (Ex): When a raptoran reaches 5 HD, she becomes able to fly at a speed of 40 feet (average maneuverability). A raptoran can't fly while carrying a medium or heavy load or while fatigued or exhausted. Raptorans can safely fly for a number of rounds equal to their Con modifier (minimum 1 round). They can exert themselves to fly for up to twice as long, but then they're fatigued at the end of the flight. Raptorans are likewise fatigued after spending a total of more than 10 minutes per day flying. Because raptorans can glide before, after, and between rounds of actual flight, they can remain aloft for extended periods (even if they can only use flight for 1 round at a time without becoming fatigued). When they reach 10 HD, raptorans have enough stamina and prowess to fly for longer periods. They can fly at a speed of 40 feet (average maneuverability), and flying requires no more exertion than walking or running. A raptoran with flight can make a dive attack. A dive attack works like a charge, but the raptoran must move a minimum of 30 feet and descend at least 10 feet. A raptoran can make a dive attack only when wielding a piercing weapon; if the attack hits, it deals double damage. A raptoran with flight can use the run action while flying, provided she flies in a straight line.

Languages: Common, Raptoran.

Ranger Spells Prepared (1, save DC 11 + spell level, CL 1st): 1st – *Speak with animals*.

Possessions: +1 *chain shirt*, masterwork buckler, +1 *short sword*, masterwork footbow* (+2 Str bonus) with 20 arrows, *potion of cure moderate wounds*, *potion of shield of faith* +4. **Races of the Wild*.

Sherinda, Flock Chief: Female raptoran Drd12; CR 12; Medium humanoid (raptoran); HD 12d8+24; hp 81; Init +0; Spd 30 ft., fly 40 ft. (good); AC 15, touch 11, flat-footed 15; Base Atk +9; Grp +10; Atk +10 ranged (1d8 +2/x3, +1 *footbow*) or +11 melee (1d8+1/x3, masterwork cold iron spear); Full Atk +10/+5 ranged (1d8+2/x3 +1 *footbow*) or +11/+6 melee 1d8+1/x3, masterwork cold iron

longspear); SA spells, SQ animal companion (dire hawk), animal companion benefits, immunity to poison, low-light vision, raptoran traits, resist nature's lure, trackless step, wild empathy +15 (+11 magical beasts), wild shape 4/day (Tiny to Large, Animal or Plant), woodland stride; AL NG; SV Fort +10, Ref +4 (+7 while flying), Will +11; Str 13, Dex 10, Con 14, Int 10, Wis 20, Cha 12 *Races of the Wild*, page 68.

Skills and feats: Climb +3, Concentration +12, Diplomacy +10, Handle Animal +6, Jump +11, Knowledge (nature) +9, Listen +17, Ride +2, Sense Motive +12, Spot +19, Survival +12 (+14 in aboveground natural environments); Aerial Reflexes^{RoW}, Alertness, Improved Flight^{RoW}, Natural Spell, Negotiator. ^{RoW}*Races of the Wild*.

Languages: Common, Raptoran, Druidic.

Raptoran Traits: Raptorans can glide at a speed of 40 feet, with average maneuverability. Raptorans have an unerring sense of direction and always know which way is north. A raptoran spellcaster gains +1 caster level for air spells. Sherinda can fly for up to 10 minutes total during a day before becoming fatigued. A flying raptoran can make a dive attack (as a charge, but must fly at least 30 feet, descend at least 10 feet, and use a piercing weapon to deal double damage on a hit).

Druid Spells Prepared (CL 12th): 0 – cure minor wounds (2), detect magic(2), mending, read magic; 1st – cure light wounds (2), endure elements, entangle, obscuring mist, produce flame (+9 ranged touch), speak with animals; 2nd – barkskin, bear's endurance, flaming sphere (DC 17), gust of wind, lesser restoration; 3rd – cal lightening (DC 18), cure moderate wounds, greater magic fang, protection from energy, wind wall (CL 13th); 4th – dispel magic, flame strike (DC 19), freedom of movement, ice storm; 5th – baleful polymorph (DC 20), call lightning storm (DC 20), cure critical wounds, stoneskin; 6th – fire seeds (+9 ranged touch; DC 21), summon nature's ally VI.

Possessions: +2 leather armor, +1 ring of protection, masterwork cold iron spear, +1 footbow (+1 Str bonus) with 20 arrows, periapt of wisdom +4, 2 potions of cure serious wounds, spell component pouch, 250 gp diamond dust, 31 gp.

Lightning, Dire Hawk Companion: CR –; Medium animal; HD 11d8+22; hp 71; Init +11; Spd 10 ft., fly 80 ft. (average); AC 26, touch 17, flat-footed 19; Base Atk +8; Grp +10; Atk +15 melee (1d6+2, claw); Full Atk +15/+15 melee (1d6+2, 2 claws) and +13 melee (1d6+1, bite); SQ devotion, evasion, low-light vision, link, shared spells; AL N; SV Fort +9, Ref +14, Will +9 (+13 against enchantments); Str 15, Dex 25, Con 15, Int 2, Wis 15, Cha 11. *Races of the Wild*.

Skills and Feats: Listen +9, Move Silently +11, Spot +9^{*}, Alertness, Improved Initiative, Improved Natural Attack (claw), Multiattack^B, Weapon Finesse.

Tricks Known: Attack, come, defend, down, fetch, guard, heel, mark^{RoW}, seek, stay. ^{RoW}*Races of the Wild*.

Cas, Medicine Chief: Male raptoran Clr9 of Phaulkon; CR 9; medium humanoid (raptoran); HD 3d6+6 plus 6d8+12; hp 58; Init +5; Spd 30 ft., fly 45 ft. (average); AC

16, touch 11, flat-footed 15; Base Atk +6; Grp +5; Atk +6 melee (1d8/x3, +1 spear); Full Atk:+6/+1 melee (1d8/x3, +1 spear); SA Spells, turn undead 3/day (+2, 2d6+9, 9th); SQ low-light vision, raptoran traits, substitution levels (air mastery, empathy of the winds, air summoning talent, open the wind-gate); AL CG; SV Fort +8, Ref +4, Will +10; Str 8, Dex 13, Con 14, Int 12, Wis 19, Cha 10. *Races of the Wild*, page 68.

Skills and Feats: Climb +1, Concentration +8 (+12 casting defensively), Diplomacy +0 (+4 dealing with natives of Elemental Plane of Air), Heal +16, Jump +9, Knowledge (religion) +7, Spot +18; Battle Casting^{RoW}, Brew Potion, Combat Casting, Improved Initiative. ^{RoW}*Races of the Wild*.

Languages: Common, Sylvan, Raptoran.

Raptoran Traits: Raptorans can glide at a speed of 40 feet, with average maneuverability. Raptorans have an unerring sense of direction and always know which way is north. A raptoran spellcaster gains +1 caster level for air spells. Cas can fly for 2 rounds at no penalty, or for 4 rounds at the cost of becoming fatigued. A flying raptoran can make a dive attack (as a charge, but must fly at least 30 feet, descend at least 10 feet, and use a piercing weapon to deal double damage on a hit).

Air Mastery (Ex): Beginning at 1st level, airborne creatures take a –1 penalty on attack and damage rolls against a raptoran cleric. The substitution feature replaces the standard cleric's heavy armor proficiency gained at 1st level.

Empathy of the Winds (Ex): A 1st level raptoran cleric gains a strong bond with air and its denizens. He learns Auran as a bonus language (in addition to the languages available to him because of his race and the Speak Languages skill). He gains a +4 circumstance bonus on Diplomacy checks made to interact with the natives of the Elemental Plane of Air. If he has the ability to bolster Air creatures (such as from the air domain), he gains a +4 bonus on turning checks made to do so. Allied air elementals within 60 feet of the cleric gain a +1 moral bonus on attack rolls and damage rolls.

Air Summoning Talent (Ex): Beginning at 3rd level, a raptoran cleric can summon certain creatures of air more easily than other clerics can. Add the following monsters to the list of creatures that the cleric can summon with the appropriate *summon monster* spell:

Summon Monster II: Small air elemental

Summon Monster III: Air mephit

Summon Monster IV: Medium air elemental

Summon Monster V: Large air elemental

Summon Monster VI: Huge air elemental

Summon Monster VII: Greater air elemental

Summon Monster VIII: Elder air elemental

This substitution feature removes all spells with the earth descriptor from the cleric's spell list. If a spell would only have the earth descriptor due to a particular version of the spell (such as a *summon monster* spell used to summon an earth elemental), the spell remains on the cleric's spell list but the version with the earth descriptor cannot be cast.

Open the Wind-Gate (Ex): A 7th level raptoran cleric can use the *planar ally* spells to call a more powerful air elemental than would normally be allowed. The cleric can call an 8 HD Large air elemental with *lesser planar ally*, a single 16 HD Huge air elemental (or two 8 HD Large air elementals) with *planar ally*, or a single 24 HD elder air elemental (or multiple Large and/or Huge air elementals totaling 24 HD) with *greater planar ally*.

The costs associated with these spells remain the same. However, if the any of the called air elementals die while in the service of the cleric, the cleric loses access to this ability for seven days and takes a -1 penalty on attack rolls, saves, and checks during that period.

This substitution feature replaces the standard cleric's ability to call creatures other than air elementals with the various *planar ally* spells.

Cleric Spells Prepared (CL 9th): 0 – *create water, detect magic* (2), *detect poison, light, purify food and drink*; 1st – *bles*, *divine favor, entropic shield, obscuring mist^D, protection from evil, sanctuary* (DC 15); 2nd – *bear's endurance, hold person* (2) (DC 16), *silence* (DC 16), *zone of truth* (DC 16), *wind wall^D*; 3rd – *daylight, dispel magic, gaseous form^D, protection from energy, searing light* (+7 ranged touch); 4th – *air walk^D, freedom of movement, sending, summon monster IV*, 5th – *control winds^D, summon monster V*.

^DDomain Spell. Domains: Air (turn earth elem., rebuke air elem.); Sky (+5 ft. bonus to glide/fly speed; Spot is a class skill).

Possessions: +1 mithral chain shirt, +1 spear, periapt of wisdom +2, 4 potions of cure serious wounds, 2 potions of lesser restoration, spell component pouch, holy symbol, 10 pp.

Nikcuri, War Chief: Male raptoran Rgr10; CR 10; Medium humanoid (raptoran); HD 10d8+20; hp 68; Init +3; Spd 30 ft., fly 40 ft. (average); AC 21, touch 15, flat-footed 17; Base Atk +10, Grp +11; Atk +15 ranged (1d8 +2/x3, +1 footbow) or +12 melee (1d8+2/x3, +1 longspear); Full Atk +13/+13/+8 ranged (1d8 +2/x3, +1 footbow with Rapid Shot) or +12/+7 melee (1d8+2/x3, +1 longspear); Space/Reach 5 ft./5 ft. (10 ft. with longspear); SA favored enemy (animals +6, magical beast +2, elves +2); SQ animal companion (dire bat), animal companion benefits, evasion, low-light vision, raptoran traits, swift tracker, wild empathy +11 (+7 magical beasts), woodland stride; AL NG; SV Fort +9, Ref +11, Will +2; Str 12, Dex 19, Con 14, Int 10, Wis 8 Cha 13. *Races of the Wild*, page 68.

Skills and Feats: Climb +3, Diplomacy +3, Hide +17, Jump +11, Knowledge (geography) +4, Listen +9, Move Silently +17, Sense Motive +5, Spot +14, Survival +12 (+14 getting lost); Dodge, Endurance^B, Manyshot^B, Mobility, Point Blank Shot, Rapid Shot^B, Shot on the Run, Track^B.

Languages: Common, Raptoran.

Raptoran Traits: Raptorans can glide at a speed of 40 feet, with average maneuverability. Raptorans have an unerring sense of direction and always know which way is north. A raptoran spellcaster gains +1 caster level for air spells. Nikcuri can fly for up to 10 minutes total during a day before becoming fatigued. A flying raptoran can make a dive attack (as a charge, but must fly at least

30 feet, descend at least 10 feet, and use a piercing weapon to deal double damage on a hit).

Possessions: +2 mithral chain shirt, +1 ring of protection, +1 footbow (+1 Str bonus) with 20 arrows, +1 longspear, gloves of dexterity +2, 20 pp.

Creskara, Hunting Chief: Male raptoran Rgr8/Sor2; CR 10; Medium humanoid (raptoran); HD 8d8+24 plus 2d4+6; hp 74; Init +2; Spd 30 ft., fly 40ft. (average); AC 19, touch 13, flat-footed 17; Base Atk +9; Grp +10; Atk +13 ranged (1d8+1/x3 plus 1d6 electricity, +1 shock footbow) or +11 melee (1d8+1/x3, masterwork longspear); Full Atk +11/+11/+6 ranged (1d8+1/x3 plus 1d6 electricity, +1 +1 shock footbow) or +11/+6 melee (1d8+1/x3, masterwork longspear); Space/Reach 5ft./5ft. (10 ft. with longspear); SA favored enemy (animal +4, giants +2), spells; SQ animal companion (dire hawk), animal companion benefits, familiar, familiar benefits, low-light vision, raptoran traits, swift tracker; AL CG; SV Fort +9, Ref +8, Will +6; Str 13, Dex 14, Con 16, Int 8, Wis 12, Cha 11.

Skills and Feats: Climb 3, Handle Animal +6, Hide +13, Jump +11, Listen +6 (+8 with familiar), Move Silently +13, Ride +4, Spellcraft +1, Spot +15 (+17 with familiar, +18 in bright light), Survival +12; Alertness*, Endurance^B, Improved Critical (footbow), Manyshot^B, Point Blank Shot, Precise Shot, Rapid Shot^B, Track^B, Weapon Focus (footbow). *From familiar. *Races of the Wild*, page 68.

Languages: Common, Raptoran.

Raptoran Traits: Raptorans can glide at a speed of 40 feet, with average maneuverability. Raptorans have an unerring sense of direction and always know which way is north. A raptoran spellcaster gains +1 caster level for air spells. Creskara can fly for up to 10 minutes total during a day before becoming fatigued. A flying raptoran can make a dive attack (as a charge, but must fly at least 30 feet, descend at least 10 feet, and use a piercing weapon to deal double damage on a hit).

Ranger Spells Prepared (CL 4th): 1st – *entangle* (DC 12), *speak with animals*.

Sorcerer Spells Known (6/4 per day; CL 2nd): 0 – *detect magic, light, mage hand, message, read magic*; 1st – *expeditious retreat, true strike*.

Possessions: +2 mithral chain shirt, +1 ring of protection, masterwork longspear, +1 shock footbow (+1 Str bonus) with 20 arrows.

Alethial, Hawk Familiar: Cr –; Tiny animal; HD 2; hp 37; Init +3; Spd 10ft., fly 60 ft. (average); AC 18, touch 15, flat-footed 15; Base Atk +9; Grp -1; Atk or Full Atk +14 melee (1d4-2, talon); SQ improved evasion, low-light vision, empathic link, share spells, deliver touch spell; AL CG; SV Fort +6, Ref +9, Will +7; Str 6, Dex 17, Con 10, Wis 14, Cha 6.

Skills and Feats: Handle Animal +4, Hide +22, Listen +7, Move Silently +14, Spot +22, Survival +13; Weapon Finesse^B.

Skills: Hawks have a +8 racial bonus on Spot checks.

Daetae, Sunspeaker: Male raptoran Brd8; CR 8; Medium humanoid (raptoran); HD 8d6-8; hp 22; Init +4; Spd 30ft., fly 40 ft (average); AC 19, touch 14, flat-footed

15; Base Atk +6; Grp +7; Atk +12 ranged (1d8+2/x3, +1 footbow) or +7 melee (1d6+1/18-20, rapier); Full Atk +12/+7 ranged (1d8+2/x3, +1 footbow) or +7/+2 melee (1d6+1/18-20, rapier); SA spells; SQ bardic knowledge +8, bardic music 8/day (countersong, fascinate, inspire competence, inspire courage +2, suggestion), low-light vision, raptoran traits; AL N; SV Fort +1, Ref +10, Will +7, Str 13, Dex 19, Con 8, Int 10, Wis 12, Cha 14. *Races of the Wild*, page 68.

Skills and Feats: Climb +3, Concentration +10, Diplomacy +13, Gather Information +15, Jump +5, Knowledge (geography) +4, Knowledge (local – Sheldomar Valley metaregion) +7, Listen +12, Perform (sing) +13, Spot +3; Point Blank Shot, Precise Shot, Weapon focus (footbow).

Languages: Common, Raptoran.

Raptoran Traits: Raptorans can glide at a speed of 40 feet, with average maneuverability. Raptorans have an unerring sense of direction and always know which way is north. A raptoran spellcaster gains +1 caster level for air spells. Daetae can fly for up 1 round or for 2 rounds at the cost of becoming fatigued. A flying raptoran can make a dive attack (as a charge, but must fly at least 30 feet, descend at least 10 feet, and use a piercing weapon to deal double damage on a hit).

Bard Spells Known (3/4/4/1 per day; CL 8th): 0 – dancing lights, detect magic, light, mage hand, message, read magic; 1st – alarm, cure light wounds, Tasha's hideous laughter (DC 13), silent image (DC 13); 2nd – calm emotions (DC 14), detect thoughts (DC 14), heroism, tongues; 3rd – charm monster (DC 15), haste, speak with animals.

Possessions: +1 mithral chain shirt, rapier, +1 footbow (+1 Str bonus), gloves of dexterity +2, 2 potions of cure moderate wounds, 30 gp.

Nimvanna, Star Chief: Female raptoran Drd7/Skypledged1; CR 8; Medium humanoid (raptoran); HD 7d8+14 plus 1d6+2; hp 54; Init +2; Spd 30 ft, fly 40 ft. (average); AC 15, touch 12, flat-footed 13; Base Atk +5; Grp +6; Atk or Full Atk +7 melee (1d8+1/x3, masterwork spear) or +8 ranged (1d8+2/x3, +1 footbow); SA spells; SQ animal companion, animal companion benefits, divine spellpool I, raptoran traits, resist nature's lure, skypledged, trackless steps, wild empathy +6 (+2 magical beasts), wild shape 3/day (Small to Medium, Animal), woodland stride; AL N; SV Fort +7, Ref +6, Will +11; Str 12, Dex 14, Con 14, Int 10, Wis 18, Cha 8.

Skills and Feats: Climb +3, Concentration +8, Jump +11, Listen +15, Spellcraft +5, Spot +17, Survival +17; Augment Summoning, Martial Weapon Proficiency (footbow), Spell Focus (conjuration).

Languages: Common, Raptoran, Druidic.

Divine Spellpool I (Su): Whenever Nimvanna has open, unused spell slots of 1st, 2nd, or 3rd level, she can call up to three total levels of spells (from the cleric or druid list) to go into those slots. It takes a full-round action to do so, and the spell or spells remain available for 1 minute.

Spells with the fire, earth, or water descriptor are unavailable. Nimvanna must repay her spellpool debt

within 1 day, doing so is a full-round action. Repaying the debt depletes a combination of prepares spells whose levels is equal to that of the spells previously called from the spellpool.

Raptoran Traits: Raptorans can glide at a speed of 40 feet, with average maneuverability. Raptorans have an unerring sense of direction and always know which way is north. A raptoran spellcaster gains +1 caster level for air spells. Nimvanna can fly for up to 2 rounds at no penalty, or for 4 rounds at the cost of becoming fatigued. A flying raptoran can make a dive attack (as a charge, but must fly at least 30 feet, descend at least 10 feet, and use a piercing weapon to deal double damage on a hit).

Skypledged: Nimvanna won't cast any spells with the fire, water, or earth descriptor. Spell completion and spell trigger items that produce fire, water, or earth effects are not prohibited.

Druid Spells Prepared (caster level 8th): 0 – cure minor wounds (DC 14), detect magic(2), guidance (DC 14), light, read magic; 1st – cure light wounds (DC 15), endure elements (DC 15), entangle (DC 15), speak with animals, one open slot; 2nd – barkskin, bear's endurance (DC 16), lesser restoration (DC 16), resist energy (DC 16); 3rd – call lightning (DC 17), cure moderate wounds (DC 17), wind wall (caster level 9th; DC 17), one open slot; 4th – cure serious wounds (DC 18), dispel magic, ice storm.

Possessions: +1 leather armor, masterwork spear, +1 footbow (+1 Str bonus) with 20 arrows, periapt of Wisdom +2, scroll of call lightning storm, scroll of flame strike.

Tayn, Supply Chief: Female Raptoran Rog2/Clr6 of Phaulkon; CR 8; Medium humanoid (raptoran); HD 4d6+4 plus 4d8+4; hp42; Init +1; Spd 30 ft, fly 45 ft. (average); AC 15, touch 11, flat-footed 14; Base Atk +5; Grp +3; Atk or Full Atk +7 melee (1d5-1/18-20, +1 rapier); SA sneak attack +1d6, spells, turn undead 4/day (+1, 2d6+7, 6th); SQ evasion, low-light vision, substitution levels (air mastery, empathy of the winds, air summoning talent); AL NG; SV Fort +6, Ref +6, Will +9; Str 7, Dex 13, Con 12, Int 11, Wis 18, Cha 13. *Races of the Wild*, page 68.

Skills and Feats: Appraise +5, Climb +5 (+7 ropes), Concentration +7, Gather Information +10, Heal +10, Jump +8, Knowledge (local – Sheldomar Valley metaregion) +5, Listen +9, Search +7, Spot +11, Survival +4 (+6 following tracks), Use Rope +6; Brew Potion, Investigator, Weapon Finesse.

Languages: Common, Raptoran.

Raptoran Traits: Raptorans can glide at a speed of 40 feet, with average maneuverability. Raptorans have an unerring sense of direction and always know which way is north. A raptoran spellcaster gains +1 caster level for air spells. Tayn can fly for up to 1 round at no penalty or for 2 rounds at the cost of becoming fatigued. A flying raptoran can make a dive attack (as a charge, but must fly at least 30 feet, descend at least 10 feet, and use a piercing weapon to deal double damage on a hit).

Air Mastery (Ex): Beginning at 1st level, airborne creatures take a –1 penalty on attack and damage rolls against a raptoran cleric. The substitution feature

replaces the standard cleric's heavy armor proficiency gained at 1st level.

Empathy of the Winds (Ex): A 1st level raptoran cleric gains a strong bond with air and its denizens. He learns Auran as a bonus language (in addition to the languages available to him because of his race and the Speak Languages skill). He gains a +4 circumstance bonus on Diplomacy checks made to interact with the natives of the Elemental Plane of Air. If he has the ability to bolster Air creatures (such as from the air domain), he gains a +4 bonus on turning checks made to do so. Allied air elementals within 60 feet of the cleric gain a +1 moral bonus on attack rolls and damage rolls.

Air Summoning Talent (Ex): Beginning at 3rd level, a raptoran cleric can summon certain creatures of air more easily than other clerics can. Add the following monsters to the list of creatures that the cleric can summon with the appropriate *summon monster* spell:

Summon Monster II: Small air elemental
Summon Monster III: Air mephitis
Summon Monster IV: Medium air elemental
Summon Monster V: Large air elemental
Summon Monster VI: Huge air elemental
Summon Monster VII: Greater air elemental
Summon Monster VIII: Elder air elemental

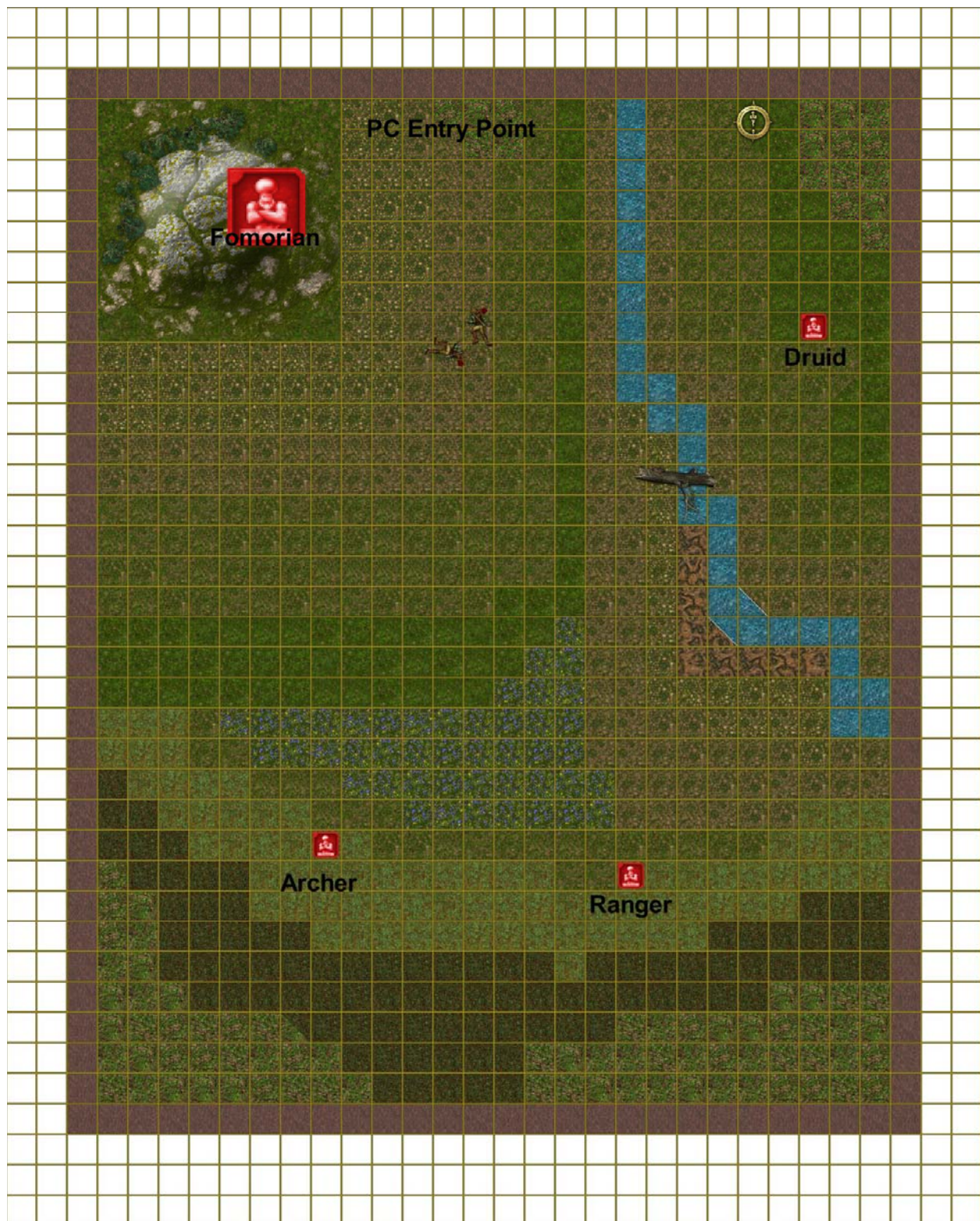
This substitution feature removes all spells with the earth descriptor from the cleric's spell list. If a spell would only have the earth descriptor due to a particular version of the spell (such as a *summon monster* spell used to summon an earth elemental), the spell remains on the cleric's spell list but the version with the earth descriptor cannot be cast.

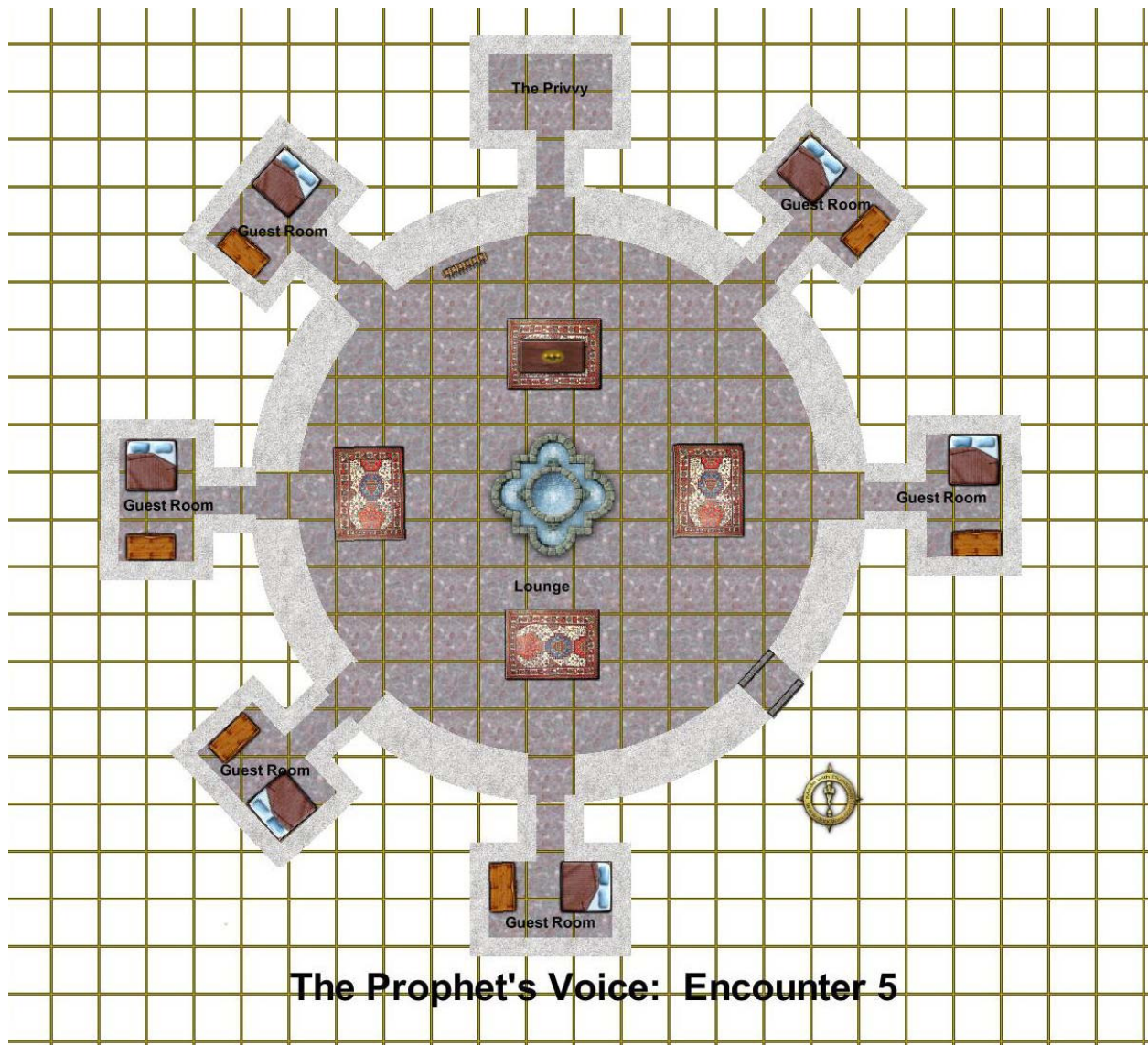
Cleric Spells Prepared (caster level 9th): 0 – *create water*(2), *detect poison*, *light*, *mending*; 1st – *bless*, *comprehend languages*, *endure elements*, *obscuring mist*^D, *shield of faith*; 2nd – *calm emotion* (DC 16), *hold person*(DC 16), *make whole*, *silence*, *wind wall*^D; 3rd – *create food and water*, *gaseous form*^D, *remove disease*, *stone shape*.

^DDomain Spell. Domains: Air (turn earth elem., rebuke air elem.); Sky (+5 ft. bonus to glide/fly speed; Spot is a class skill).

Possessions: +1 rapier, +1 leather armor, amulet of natural armor +1, wand of cure moderate wounds (30 charges), divine scrolls of daylight and *summon monster* III, gold ring (450 gp).

DM AID: MAP #1





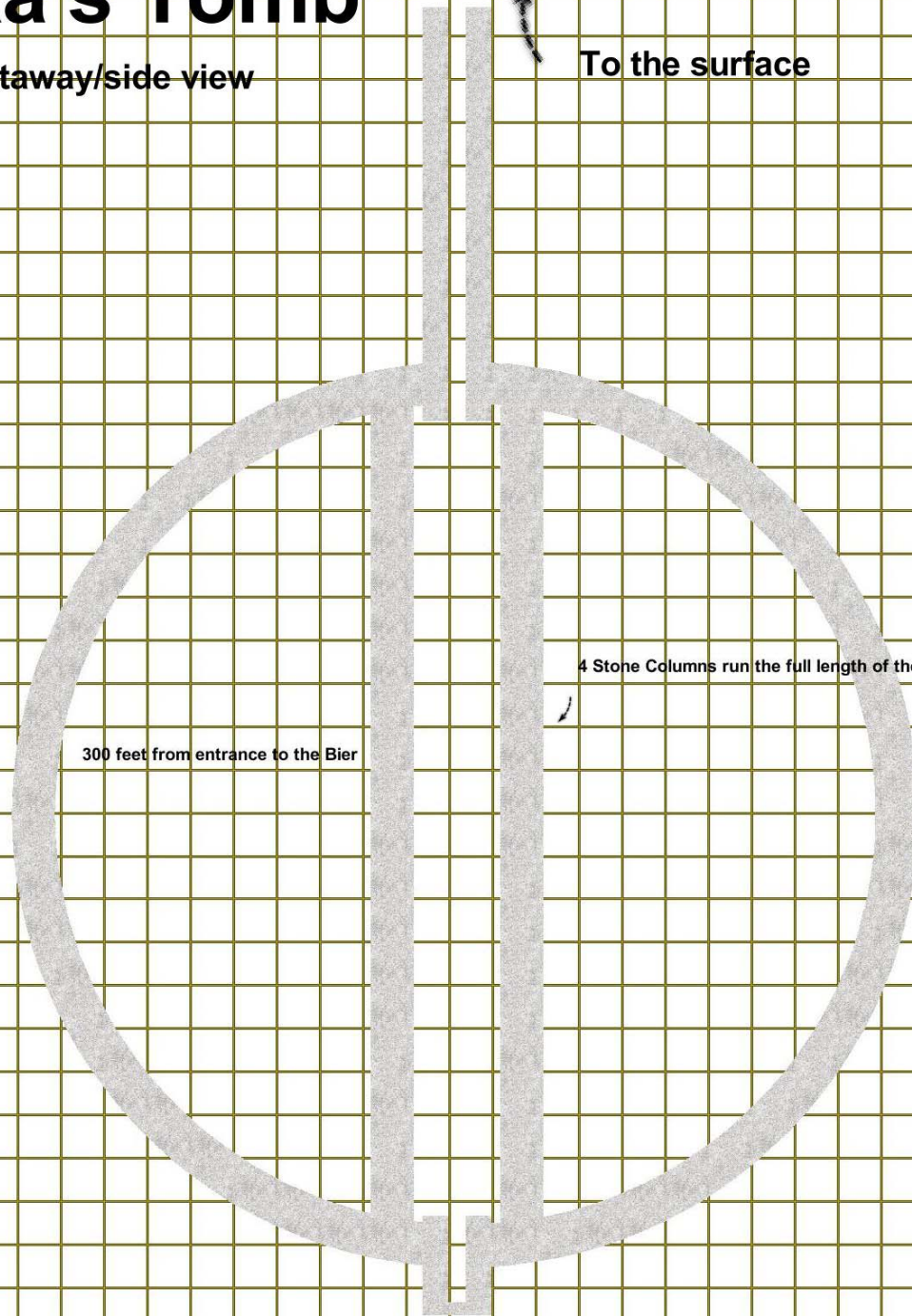
Ruka's Tomb



Cutaway/side view



To the surface



300 feet from entrance to the Bier

4 Stone Columns run the full length of the sphere.

Ruka's Tomb

Walls slope up and away from the shaft entrance

Top View



Four Pillars run full length of the sphere

Creature with reach can attack targets on the other column

DM AID – NEW RULES ITEMS

NEW FEATS

Aerial Reflexes (*Races of the Wild*)

Your aerial agility allows you to avoid dangerous effects while airborne.

Benefit: While flying, you gain a bonus on Reflex saves based on your maneuverability (Clumsy +0, Poor +1, Average +2, Good +3, Perfect +4).

Battle Casting (*Races of the Wild*)

You have a knack for staying out of harm's way when casting spells.

Prerequisites: Dex 13, Concentration 5 ranks, Combat Casting.

Benefit: While casting a spell, you gain a +2 dodge bonus to AC. The bonus lasts until the beginning of your next turn. You cannot make attacks of opportunity while claiming the dodge bonus from this feat.

Blindsense (*Complete Adventurer*)

You can sense creatures that you cannot see.

Prerequisite: Ability to wild shape, Listen 4 ranks.

Benefit: You can expend one wild shape to gain blindsense for 1 minute per HD, enabling you to pinpoint the location of a creature within 30 feet if you have line of effect to that creature (see *Monster Manual*, page 306). You retain this benefit regardless of what form you are in.

Force of Personality (*Complete Adventurer*)

You have cultivated an unshakable belief in your self-worth. Your sense of self and purpose are so strong that they bolster your willpower.

Prerequisites: Cha 13.

Benefit: You add your Cha modifier (instead of your Wis modifier) to Will saves against mind-affecting spells and abilities.

Improved Flight (*Races of the Wild*)

You have gained greater maneuverability when flying than you would normally have.

Prerequisite: Natural fly speed.

Benefit: Your maneuverability while flying improves by one category (see page 312 of the *Monster Manual*). For example, if your normal maneuverability is poor, it becomes average.

Improved Rapid Shot (*Complete Warrior*)

You are an expert with firing weapons with exceptional speed.

Prerequisite: Manyshot, Point Blank Shot, Rapid Shot.

Benefit: When using the Rapid Shot feat, you may ignore the -2 penalty on all your ranged attack rolls.

Special: A fighter may select Improved Rapid Shot as one of his fighter bonus feats.

Improved Toughness (*Complete Warrior*)

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 Improved Toughness as one of his fighter bonus feats.

Oaken Resilience (*Complete Divine*)

You can take on the sturdiness of the mighty oak.

Prerequisite: Ability to wild shape into a plant.

Benefit: You can spend a wild shape to gain immunity to critical hits, poison, sleep, paralysis, polymorph, and stunning. You also gain great stability, which gives you a +8 bonus on checks to avoid being bull rushed or tripped. The effect remains for 10 minutes.

Ranged Disarm (*Complete Warrior*)

You can disarm a foe from a distance.

Prerequisites: Dex 15, Point Blank Shot, Precise Shot, BAB +5.

Benefit: Choose one type of ranged weapon with which you are proficient. You can make a disarm attempt with this weapon as long as your target is within 30 feet.

Special: A fighter may select this feat as one of his fighter bonus feats. You can gain this feat multiple times. Its effects do not stack. Each time you take it, you may take it with a new weapon. When using this feat, a character gains no benefit from the Improved Disarm feat.

Ranged Pin (*Complete Warrior*)

You can perform a ranged grapple attempt against an opponent not adjacent to you.

Prerequisites: Dex 15, Point Blank Shot, Precise Shot, BAB +5.

Benefit: You can perform a ranged grapple attempt against an opponent by pinning a bit of his clothing to a nearby tree, wall, or other surface. The target must be within 5 feet of a wall, tree, or such surface in which the projectile is stuck. You must succeed on a ranged attack (not a ranged touch attack) and then win an opposed grapple check (your size modifier and the target's size modifier still apply). To break free, the victim must make a DC 15 Strength check or a DC 15 Escape Artist check as a standard action.

Special: A fighter may select this feat as one of his fighter bonus feats. When using this feat, a character gains no benefit from the Improved Grapple feat.

Ranged Sunder (*Complete Warrior*)

You can attack an opponent's weapon from a distance.

Prerequisites: Str 13, Point Blank Shot, Precise Shot, BAB +5.

Benefit: When attacking objects, you deal full damage (instead of half damage) with slashing or bludgeoning ranged weapons. You can make ranged sunder attempts with piercing weapons, such as arrows, but you only deal half damage, divide the damage dealt in half by two before applying the object's hardness. You must be within thirty feet of your opponent to make a ranged sunder attack.

Special: A fighter may select this feat as one of his fighter bonus feats. When using this feat, a character gains no benefit from the Improved Sunder feat.

NEW INVOCATIONS (*COMPLETE ARCANE*)

Chilling Tentacles

Greater; 5th.

This invocation allows you to conjure forth a field of soul-chilling black tentacles that ooze from the ground, groping for victims. This invocation functions identically to *Evard's black tentacles* spell, except that each creature within the area of the invocation takes 2d6 points of cold damage each round. Creatures in the area take this cold damage whether or not they are grappled by the tentacles..

Devil's Sight

Least; 2nd.

You gain the visual acuity of a devil for 24 hours. You can see normally in darkness and magic darkness out to 30 feet.

Eldritch Chain

Lesser; 4th; Blast Shape.

This blast shape allows you to improve your *eldritch blast* by turning it into an arc of energy that "jumps" from the first target to others. An *eldritch chain* can jump to one or more secondary targets within 30 feet of the first target, allowing you to make additional ranged touch attacks and deal damage to the secondary target if you hit. You can "jump" the chain to one secondary target per five caster levels, so you can strike two additional targets at 10th level, three additional targets at 15th level, and four additional targets at 20th level. Each new target must be within thirty feet of the previous one, and you can't target the same creature more than once with an *eldritch chain*. If you miss any target in the chain, the attack ends there. Each target struck after the first takes half the damage dealt to the first target. This reduction in damage to your secondary targets applies to any effect that increases the damage of your *eldritch blast* (such as *vitriolic blast*). You must make a separate spell penetration check for each target, if applicable.

Entropic Warding

Least; 2nd.

When this invocation is activated, chaotic energies swirl about you, deflecting incoming arrows, rays and other ranged attacks (as *entropic shield*). You can leave no trail (as *pass without trace*) and cannot be tracked by scent. You can still be detected normally by scent, just not tracked.

Flee the Scene

Lesser; 4th.

You can use *dimension door* as a spell-like ability, although the range is limited to short (25 feet + 5 ft./2 levels). When you use this ability, you leave behind a *major image* of yourself in your place that lasts for one round. The image reacts appropriately to attacks as if you were concentrating on it.

Miasmic Cloud

Least; 1st.

A misty cloud of fog spreads out in a 10-ft. radius from you when you use this invocation. The fog does not block line of sight, but all creatures in the fog have concealment. Any creature (other than you) that enters the fog must make a Fortitude save or become fatigued. This effect lasts so long as the creature remains within the cloud and for one round thereafter. A moderate wind, or any fire larger than a torch, immediately disperses the fog. The fog otherwise lasts for one minute.

Vitriolic Blast

Greater; 6th; Eldritch Essence.

This eldritch essence invocation allows you to change your *eldritch blast* into a *vitriolic blast*. A *vitriolic blast* deals acid damage, and it is formed from conjured acid, making it different from other eldritch essences because it ignores spell resistance. Creatures struck by a *vitriolic blast* automatically take an extra 2d6 points of acid damage on following rounds. This acid damage persists for one round per five class levels.

Voracious Dispelling

Lesser; 4th.

You can use *dispel magic* as the spell. Any creature with an active spell effect dispelled by this invocation takes 1 point of damage per level of the spell effect (no save).

NEW ITEMS

Cloak of Turn Resistance (Libris Mortis)

This unholy item makes its wearer more difficult to turn by adding a +4 bonus on its turn resistance. Moderate necromancy [evil]; CL: 10th; *Prerequisites*: Craft Wondrous Item, able to rebuke undead as a 10th level cleric; *Market Price*: 11,100 gp; *Weight*: 1 lb.

Footbow (Races of the Wild)

This exotic weapon resembles a composite longbow, but it is designed to be used in flight, with the archer holding the bow in her feet and drawing it with one or both hands. Like a composite bow, all footbows are made with a particular Str rating. The wielder of a footbow can choose to use both hands to draw it back; in this case add 1-1/2 her Str bonus to damage (up to a maximum of 1-1/2 the Str rating of the bow), as long as she is strong enough to use it without penalty. A footbow can be used on the ground, but the archer must be prone to do so and takes a -4 penalty on the attack roll. For raptorans, a footbow is a martial weapon rather than an exotic weapon. *Market Price*: 150 gp; *Weight*: 3 lbs.

Vest of Resistance (Complete Arcane)

These garments offer magic protection in the form of a +1 to +5 bonus on all saving throws. Faint abjuration; CL: 5th; *Prerequisites*: Craft Wondrous Item, *resistance*, creator's CL must be at least three times the vest's bonus; *Market Price*: 1,000 gp (+1), 4,000 gp (+2), 9,000 gp (+3), 16,000 gp (+4), 25,000 gp (+5); *Weight*: 1 lb.

Warlock's Scepter (Complete Arcane)

This fearsome device is a +2 *light mace* with a head in the shape of a demonic horned skull. When held, it confers a +2 profane bonus on ranged touch attack rolls made with it. In addition, a warlock (or any other character capable of invoking an *eldritch blast*) can choose to spend charges to increase the amount of damage his *eldritch blast* deals: 1 charge = +1d6, 2 charges = +2d6, 3 charges = +3d6, 5 charges = +4d6. The rod's wielder can expend up to 5 charges in any 24 hour period. A rod is created with 50 charges. After all charges are used, the rod remains a +2 *light mace*, but no longer provides a bonus on ranged touch attacks. Moderate necromancy; CL 10th; *Prerequisites*: Craft Rod, *bestow curse*, *Price* 28,000 gp; *Weight* 3 lbs.

NEW SPELLS

Briar Web (Complete Divine)

Transmutation

Level: Clr 3, Drd 2, Rgr 2

Components: V, S, DF

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Area: Plants in a 20-ft.-radius spread

Saving Throw: Reflex negates; see text

Spell Resistance: No

This spell causes grasses, weeds, bushes and even trees to grow thorns and then wrap and twist around creatures in or entering the area.

Creatures that make their save against this spell are unaffected other than having to move at half speed within the area of effect.

If a creature fails its initial saving throw, it has three options; stay perfectly still, attempt to break free, or continue to act normally.

A creature that fails its saving throw is entangled (–2 attack, –4 Dexterity), but experiences no other effect and takes no damage. Anyone entangled in this way loses the entangled condition if they leave the area of the spell.

Each round in which a creature remains in the area, it may spend a full round action extricating itself from the thorns. Doing so allows a new saving throw. If successful, the creature is unaffected by the thorns except it may only move at half speed in the area of the spell. Successfully breaking free in this way is the only thing a character can do that does not cause thorn damage to the character. A failed attempt to break free deals the normal 2d6 thorn piercing damage.

Those that attempt actions (such as attack, cast a spell with a somatic component, or move) take 2d6 points of piercing damage from the thorns. A creature that tries to cast a spell must also make a Concentration check (DC 15 + spell level + damage taken) or lose the spell.

The plants provide cover. A creature five feet away has cover. Creatures separated by more than 20 feet of *briar webs* have total cover.

Brilliant Aura (Complete Divine)

Transmutation

Level: Drd 7

Components: V, S

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 levels)

Target: 1 person per 2 levels, all of whom must be within 30 ft. of each other

Duration: 1 round/level

Saving Throw: Will negates (harmless)

Spell Resistance: Yes (harmless)

You limn your allies in a glowing nimbus, transforming their attacks into brilliant energy. Each person affected by this aura gives off light as a torch (20 ft. radius). Their weapon attacks (melee or ranged) function as if their weapons were brilliant energy weapons: they ignore nonliving matter, and armor and enhancement AC bonuses do not count against them. The attacks cannot harm undead, constructs, or objects. In addition, all attacks gain an enhancement bonus on damage equal to one-half the caster's level (maximum +10).

Creeping Cold (Complete Divine)

Transmutation [Cold]

Level: Drd 2

Components: V, S, F

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 levels)

Target: One creature

Duration: 3 rounds

Saving Throw: Fort half

Spell Resistance: Yes

You turn the subject's sweat to ice, creating blisters as the ice forms on and inside the skin. The spell deals 1d6 cumulative points of cold damage per round it is in effect (that is, 1d6 on the 1st round, 2d6 on the 2nd round, and 3d6 on the 3rd round). Only one save is allowed against the spell; if successful, it halves the damage each round.

Focus: A small glass or pottery vessel worth at least 25 gp filled with ice, snow, or water.

Creeping Cold, Greater (Complete Divine)

Transmutation [Cold]

Level: Drd 7

Components: V, S, F

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 levels)

Target: One creature

Duration: See text

Saving Throw: Fort half

Spell Resistance: Yes

This spell is the same as creeping cold, but it adds a fourth round to the duration, during which it deals 4d6 points of damage. If the caster is at least 15th level, the spell adds a 5th round at 5d6 points of damage. If the caster is at least 20th level, the spell adds a 6th round at 6d6 points of damage.

Focus: A small glass or pottery vessel worth at least 25 gp filled with ice, snow, or water.

Critical Strike (Complete Adventurer)

Divination

Level: Assassin 1, Sor/Wiz 1

Components: V

Casting Time: 1 swift action

Range: Personal

Target: You

Duration: 1 round

While this spell is in effect, your melee attacks are more likely to strike a foe's vital areas. Whenever you make a melee attacks against a flanked for or against a foe denied its Dexterity bonus, you deal an extra 1d6 points of damage, your weapon's threat range is doubled (as if under the effect of keen edge), and you gain a +4 insight bonus on rolls made to confirm critical hits. The increased threat range granted by this spell doesn't stack with any other effect that increases your weapon's threat range. Creatures immune to sneak attacks are immune to the extra damage dealt by your attacks.

Distract Assailant (Complete Adventurer)

Enchantment (Compulsion) [Mind-Affecting]

Level: Assassin 1, Sor/Wiz 1

Components: V, S, M

Casting Time: 1 swift action

Range: Close (25 ft. + 5 ft./2 levels)

Target: One creature

Duration: 1 round

Saving Throw: Will negates

Spell Resistance: Yes

The subject of this spell is distracted, flinching at blows that seem to come from the shadows. A creature affected by this spell is flat-footed until the beginning of its next turn.

Material Component: The dried wing of a fly.

Fire Shuriken (Complete Arcane)

Evocation [Fire]

Level: Asn 2

Components: V, S, M

Casting Time: 1 standard action

Range: 0 ft.

Effect: One magical shuriken/3 levels

Duration: Instantaneous

Saving Throw: None

Spell Resistance: Yes

This spell creates shuriken formed of magic fire that you can throw as a normal ranged attack at any target within range. You are automatically considered proficient with the *fire shuriken*, which have a range increment of 10 feet, threaten a critical hit on a roll of 19-20, and deal 3d6 points of fire damage each on a successful hit (though you and your possessions take no damage as the shuriken are thrown). Any additional damage dealt by the *fire shuriken* (including Str and sneak attack bonuses) is also fire damage. The shuriken disappear when they hit, so they cannot set fire to combustibles or damage objects. You can create one *fire shuriken* per three caster levels, up to a maximum of six at 18th level.

Material Component: A shuriken coated with pine sap and sulfur.

Forestfold (Complete Divine)

Transmutation

Level: Drd 4, Rgr 3

Components: V, S

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 10 minutes/level (D)

You change your coloring and attune your footfalls to one specific kind of terrain (aquatic, desert, plains, forests, hills, mountains, marsh, or underground). While you are in terrain of that kind, you gain a +20 competence bonus on Hide and Move Silently checks. You retain these bonuses even if you leave the designated terrain and return within the duration of the spell.

Infestation of Maggots (Complete Divine)

Necromancy

Level: Drd 3

Components: V, S, M

Casting Time: 1 standard action

Range: Touch

Target: Creature Touched

Duration: One round/2 levels

Saving Throw: Fortitude negates

Spell Resistance: Yes

With a successful melee touch attack, you infect a creature with maggot-like creatures that deal 1d4 points of temporary Constitution damage each round. The subject makes a new Fortitude save each round to negate the damage and end the effect. The infestation can be removed with a *cure disease* spell or a *heal* spell.

Material Component: A handful of dried, dead flies.

Miasma (Complete Divine)

Evocation

Level: Drd 6

Components: V, S, DF

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 levels)

Target: One living creature

Duration: 3 rounds per level

Saving Throw: Fort negates

Spell Resistance: Yes

By filling the subject's mouth and throat with unbreathable gas, you prevent him from doing much more than coughing and spitting. The subject cannot speak. Conversation is impossible, spells with verbal components cannot be cast, bardic music cannot be performed, and no noise other than coughing and spitting is possible. The subject can hold his breath for 2 rounds per point of Constitution but must a Constitution check (DC 10 + 1 per previous success) each round thereafter to continue doing so. Failure on any such check (or voluntary resumption of breathing) causes the subject to fall unconscious (0 hp). On the next round, the subject drops to -1 hit points and is dying; on the third round, he suffocates (see suffocation, *Dungeon Master's Guide*, page 304).

Murderous Mist (Complete Divine)

Evocation

Level: Drd 4

Components: V, S

Casting Time: 1 standard action

Range: Close (25 ft. + 5 ft./2 levels)

Effect: Cloud that spreads in a 30 foot radius, 20 feet high

Duration: 1 round/level

Saving Throw: Reflex half; see text

Spell Resistance: Yes

You create a cloud of scalding hot steam that moves in a straight line, away from you, at a speed of 10 feet per round. Anyone within the cloud takes 2d6 points of damage and is permanently blinded. If a creature within the area makes a successful saving throw, it only takes half damage and is not blinded. Any creature within the cloud has concealment. Winds do not affect the cloud's direction or speed. However a moderate wind (11+ mph) disperses the cloud in 4 rounds, and a strong wind (21+ mph) disperses it in 1 round.

Shadow Form (Complete Adventurer)

Illusion (Shadow)

Level: Asn 4, Sor/Wiz 5

Components: V, S, M

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 min./level (D)

You can call forth the power of shadow, enveloping yourself in a clinging, concealing shroud of darkness. While this spell is in effect, you gain a number of benefits. The shadows wrapping your form grant a +4 competence bonus on Escape Artist, Hide, and Move Silently checks. Your shadowy form also provides you with concealment. This shadow concealment is not negated by a *see invisibility* spell, but a *true seeing* spell counteracts the effect. Standing within the radius of a *daylight* spell or in bright natural sunlight temporarily suppresses the concealment effect.

In addition, if you have 5 ranks in Escape Artist, you can attempt to slip through a solid object or barrier up to 5 feet thick with a DC 20 Escape Artist check, though doing this ends the spell as soon as the attempt is completed (regardless of success). If you have 10 ranks in Escape Artist, you can attempt to pass through an object or barrier up to 10 feet thick. If you have 15 ranks in Escape Artist, you can attempt to pass through a barrier composed of magical force (or similar magical obstacles).

Material Component: A small piece of black cloth taken from a funeral shroud.

Spectral Weapon (Complete Adventurer)

Illusion (Shadow)

Level: Asn 3, Brd 4, Sor/Wiz 3

Components: V, S

Casting Time: 1 swift action

Range: Personal

Target: You

Duration: 1 round/level (D)

Saving Throw: Will partial; see text

Spell Resistance: Yes; see text

Using material from the Plane of Shadow, you can fashion a quasi-real weapon of any type with which you are proficient. This *spectral weapon* appears in your hand and behaves as a normal weapon of its type, with two exceptions. First, you resolve attacks with your *spectral weapon* as melee touch attacks instead of melee attacks. Second, any foe you hit is entitled to a Will save to recognize the weapon's shadowy nature. If the save is successful, that opponent takes only one-fifth normal damage from the weapon on that attack and all subsequent attacks, and is only 20% likely to suffer any special effects of your attacks (such as a death attack delivered with the weapon). You can maintain only one *spectral weapon* at a time, and only you can wield it. The weapon dissipates when you let go of it or when the spell's duration expires, whichever comes first.

Vigor (Complete Divine)

Conjuration (Healing)

Level: Clr 3, Drd 3

Components: V, S

Casting Time: 1 standard action

Range: Touch

Target: Living creature touched

Duration: 10 rounds + 1 round/level (max 25 rounds)

Saving Throw: Will negates (harmless)

Spell Resistance: Yes (harmless)

With a touch of your hand, you boost the subject's life energy, granting him or her the fast healing ability for the duration of the spell. The subject heals 2 hit point per round of such damage until the spell ends and is automatically stabilized if he or she begins dying from hit point loss during that time. *Vigor* does not restore hit points lost from starvation, thirst, suffocation, nor does it allow a creature to regrow or attach lost body parts. The effects of multiple *vigor* spells do not stack; only the highest-level effect applies. Applying a second *vigor* spell of equal level extends the first spell's duration by the full duration of the second spell.

NEW TRICKS

Mark (Races of the Wild)

Mark (DC 20): The animal moves toward a creature designate and endeavors to stay near the creature no matter what it does or how it moves. The animal generally stays within 10 feet of the creature but keeps out of its reach. While performing this trick, the creature makes noise to help mark the foe's location.

If the animal also knows the seek trick, you can designate an area or direction for the animal to seek out foes that are attacking you. To identify a foe, the animal must see the creature attack you or use a spell or other magical effect with visible manifestation in your direction. Otherwise the animal marks the first creature it encounters.

Friend,

*I have need of your aid again. Please meet me at
The Knob, outside of Spinster's Wood.*

*The fate of both my people and yours hangs in the
balance.*

Maira Lachlansdotter

Fate makes strange friends,

*I should call you enemy, but the gods have
brought you to me and me to you.*

*Meet me at The Knob, outside of Spinster's
Wood. Know that I am prepared for treachery
and will not fall to animal cunning or petty plots.*

*The fate of both my people and yours hangs in the
balance.*

Maira Lacklansdotter

We share the same dreams. I see the white stone too.

I think you have been brought to me with good reason. I have a solution to your problems.

Meet me at The Knob, outside of Spinster's Wood.

The fate of both my people and yours hangs in the balance.

Maira Lacklansdotter

PLAYER HANDOUT #4: THE DREAMS

It started some weeks ago, the dreaming. A person in your trade sees and does many things, and the passage of the night is often ungentle. You have had nightmares before. Rest has sometimes been elusive. But it has not been like this.

You have always known the difference between what is real and what is not. No matter what darkness and horror lay within sleep, escape lay simply in waking and in dragging your soul back into the light of this world. It has not been so lately.

What first appeared as episodes of fitful and troubled rest soon became torment and lucid torture.

The knife ... you remember the knife. There was laughter, one voice deep and resonant with its own power. Another voice, smaller, whispered words of power as it cut. Slick and wet the words wrapped around your throat and tightened. Someone screamed, long and loud. The voice shook and shuddered for moments unending, and you asked yourself, "Why would someone make that sound?"

Then you felt the knife again, marking with measured cuts a symbol on your flesh. It was you who screamed, your voice taut and shattered by anguish. You tried to stand but could

not. Strong hands held you down, their weight a pressure on your limbs.

Then blackness appears above your eyes. A hand, its skin the black of night and ash, takes shape as you focus through the pain. Words come again beside the laughter. Yet, these words sear, and smoke curls from the skin of your wounded throat. Molten flame drips from the huge, black hand, and you try to scream, the last of your voice shredding across the surface of your pain.

The laughter ends. That voice is wicked in its power, “Be silent or speak repentance else you will be sent to the final mountain.”

You awake each night you dream of this to the smell of sulfur and burning flesh, choking on your fear and pain.

There is still more waiting for you in rest. You dreamed of a mountain made of pale white stone, its rock worn smooth by wind and rain. You moved closer, as if in flight, and saw gateways pebble the surface of the stone. You pass through one and hear a woman’s despair and the sobs of loss. She cries the mournful cry of the living who ache for those who once were.

She sits before you. Bird-like, she perches on a crib, more like a nest than any child's bedding you have seen before. Within an egg, of this you are certain, although you have not seen its like before. Its surface is as pale and pure white as the stone without.

A crack appears in the surface of the egg. Bit by bit, chips break away as something claws its way into the light. The woman sobs.

At last, the surface breaks. A perfect small hand breaks into the light. For an instant, there is beauty. Then the skin of the arm splits, as if burned by an inner fire. Next come embers burning from within. Last all is ash, and the fickle wind sweeps the remnants of life from the nest and out across the floor.

The woman cries.

Waking brought anguish to you. Emptiness filled your heart with bitter grief. That death was as sad and final as a sword stroke.

Yet another dream haunts you.

Around you there are walls made of steel, smooth and cold to your touch. You can take one stride forward. You can

take one stride back. You can take one stride to the left or the right. That is all. The floor underneath your feet slopes gently up to the wall. You cannot stand flat footed, and your ankles and feet ache with standing on the sloping floor.

Above, the light washes from red to blue to green to yellow then back to red. Unending the cycle repeats, again and again and again.

It has always been this way. Long ago you remember the open sky and flight. The touch of such thoughts is fading like a song long lost. Soon, you will remember only the steel walls and the sloping floors. It has been so long. Red, Blue, Green, Yellow, Red, Blue, Green, Yellow, Red, Blue, Green, Yellow, Red, Blue, Green, Yellow, the cycle repeats endlessly.

You cannot walk. You cannot move. You cannot fly. You cannot leave. There is no voice except your own. There is no color beyond these four. The walls are steel. This is all you know. The walls are all. The walls are all. The walls are all. The walls are all. Eternity stretches before you.

You wake and see steel walls before your eyes.

The vision fades.

There has been little respite. Each night a torment of nightmares, unending and repeating. You would think that you could become numb to these images, repeated as often as they have. They do not fade and stay as fresh as a new wound.

Battered, you wander. One thing guides you. On some nights the dreams come with less frequency and intensity. When you move towards Sterich, your sleep is less troubled. You have crossed the Sheldomar tormented. Steps towards Istivín bring at least a partial sleep.

CRITICAL EVENTS SUMMARY

SHE5-03 THE PROPHET'S VOICE

Please complete this form and return it to Steven Conforti at scon40@aol.com.

Did the PCs bring Maira her Voice? Y / N

Did the PCs bring Gar Mujal the books? Y / N

Did the PCs free the Folinu? Y / N

Did the PCs rescue the commoners? Y / N