



THE HEIR OF ORCUS

VERSE IV

Uncover the Heir of Orcus's secrets in this terrifying adventure for characters of levels 5–10

AetherCon
VIII

ANTHONY JOYCE &
JEREMY FORBING



THE HEIR OF ORCUS

V E R S E I V

Agents have uncovered several cells
of the Cult of the Heir in the Moonsea region.
Plan and lead an elite operation to eliminate the cells,
but beware... one wrong choice might lead to certain death.

A TWO TO FOUR-HOUR ADVENTURE
FOR TIER 2 CHARACTERS
OPTIMIZED FOR APL 8

AetherCon
VIII

CCC-AETHER02-01
The Heir of Orcus: Verse IV (Version 1.6)

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ON THE COVER



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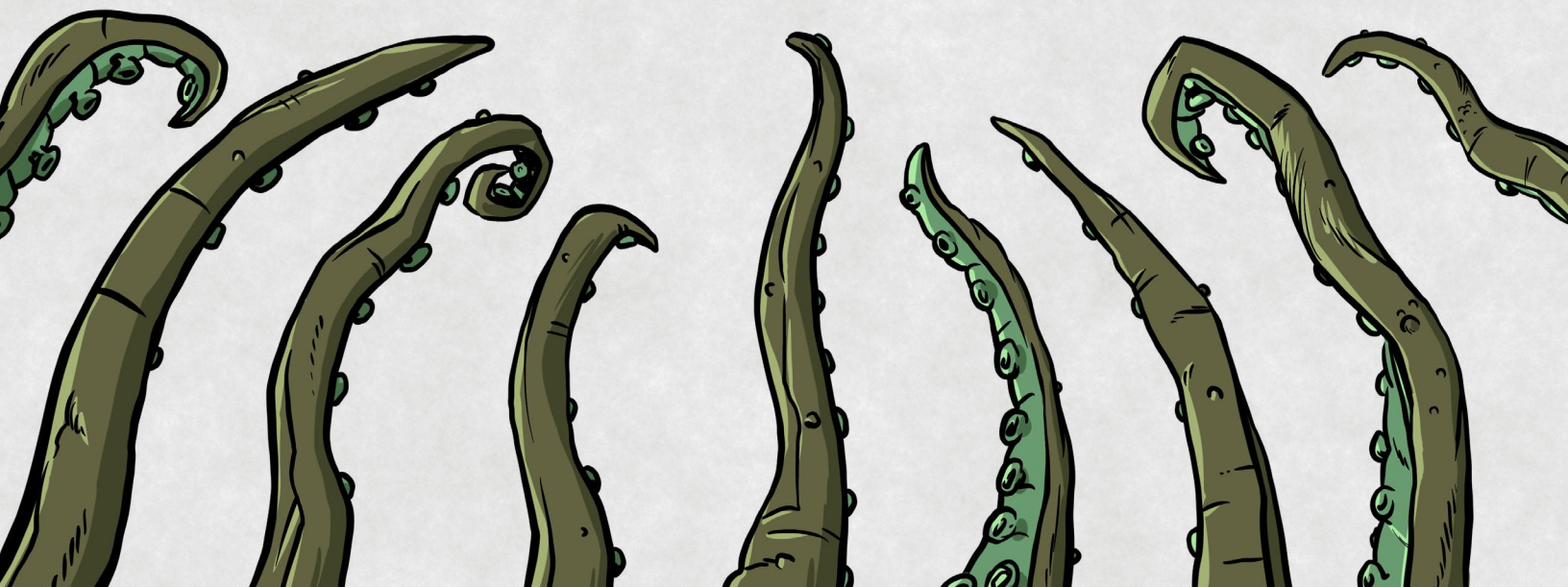
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CCC-AETHER02-01 *The Heir of Orcus: Verse IV* (Version 1.6)

Table of Contents

Adventure Primer	4	Appendix 1: The Midnight Carriage (Bonus Objective A)	35
Adventure Hooks	4	Appendix 2: The Last Call (Bonus Objective B)	41
Adventure Flowchart	5	Appendix 3: Sanity Rules	47
Part 1: Operation Pandora's Box (Call to Action)	6	Appendix 4: DM Map (Caves of the Writhing Nightmare)	49
Part 2: Caves of the Writhing Nightmare (Main Objective A)	9	Appendix 5: Player Map (Caves of the Writhing Nightmare)	50
Part 3: Confronting Thelbunious (Main Objective B)	16	Appendix 6: Player Map (The Mountain Aerie)	51
Conclusion.....	18	Appendix 7: Player Map (The Mountain Aerie)	52
Rewards	19	Appendix 8: DM Map (The Last Call)	53
Player Rewards.....	19	Appendix 9: Player Map (The Last Call)	54
Dungeon Master Rewards	19	Appendix 10: Magic Items	55
Dramatis Personae	20	Hat of Disguise	55
NPCs—Story Objectives A & B	20	Candle of the Deep.....	55
NPCs—Bonus Objective A	21	Potion of Invulnerability.....	55
NPCs—Bonus Objective B	23	Potion of Hill Giant Strength.....	55
Creature Statistics	24	Appendix 14: Story Awards	56
Arrival at the Moonwater.....	35	Appendix 15: Dungeon Master Tips	57
		Adjusting This Adventure	57



Adventure Primer

This adventure is designed for **three to seven 5th- to 10th-level characters** and is optimized for **five characters with an average party level (APL) of 8**. Characters outside this level range cannot participate in this adventure.

All of this adventure occurs around the Moonsea area, with portions taking place at the southern end of that region, in the town of Ylraphon, and the Flooded Forest.

Background

Spies have reported that **THELBUNIOUS**, a powerful warlock and a leader in the **CULT OF THE HEIR**, led a group of cultists to a small, unnamed island in the Moonsea. These caves house a long-forgotten **SHRINE OF CTHULHU** and are home to a star spawn seer entity capable of transforming Thelbunious into a star spawn seer himself. Thelbunious hopes to complete this transformation and harness this newfound power for the Heir of Orcus and her quest to kill her father Orcus.

Spies have also reported that two additional Cult of the Heir cells are conducting operations in Ylraphon and the Flooded Forest. The **KNIGHTS OF HOLY JUDGMENT** and the **CULT OF ZARIEL** remain in an unsteady alliance to defeat the Heir of Orcus and her cultists. They've gathered on the airship **LEVIATHAN** and are preparing a set of operations to deal a significant blow to the Cult of the Heir in the Moonsea region.

Overview

The adventure's story is spread over **three parts** and takes approximately **2 hours** to play. There are also two optional bonus objectives which take approximately **2 hours** to play. The adventure begins with a Call to Action scene. If you're planning to play the entire adventure at once, you only need to introduce the Call to Action once.

- **Part 1: Operation Pandora's Box (Call to Action).** The characters receive a briefing from **VINDICTUS** aboard the airship *Leviathan*. During the briefing, the characters are

presented with an opportunity to pursue bonus objectives A and B.

- **Part 2: Caves of the Writhing Nightmare.** The characters enter the Caves of the Writhing Nightmare to locate Nurfenpurf and find Thelbunious. **Story Objective A:** Locate Nurfenpurf.
- **Part 3: Shrine of Cthulhu.** The characters confront Thelbunious to defeat him. **Story Objective B:** Defeat Thelbunious.
- **Bonus Objective A: The Midnight Carriage.** The characters travel to Ylraphon to defeat a cell of Cultists of the Heir (**reference Appendix 1**).
- **Bonus Objective B: The Last Call.** The characters travel to the Flooded Forest to defeat a cell of Cultists of the Heir (**reference Appendix 2**).

Adventure Hooks

A key aspect of *The Heir of Orcus* series is a character's alignment with the Knights of Holy Judgment, the Cult of Zariel, or Chaos. If, by chance, a character at your table is playing *The Heir of Orcus* for the first time, they still have viable adventure hooks.

Knights of Holy Judgment. The characters received a letter from Ser Titus asking them to join him as they prepare to deliver a crushing blow to the Cult of the Heir.

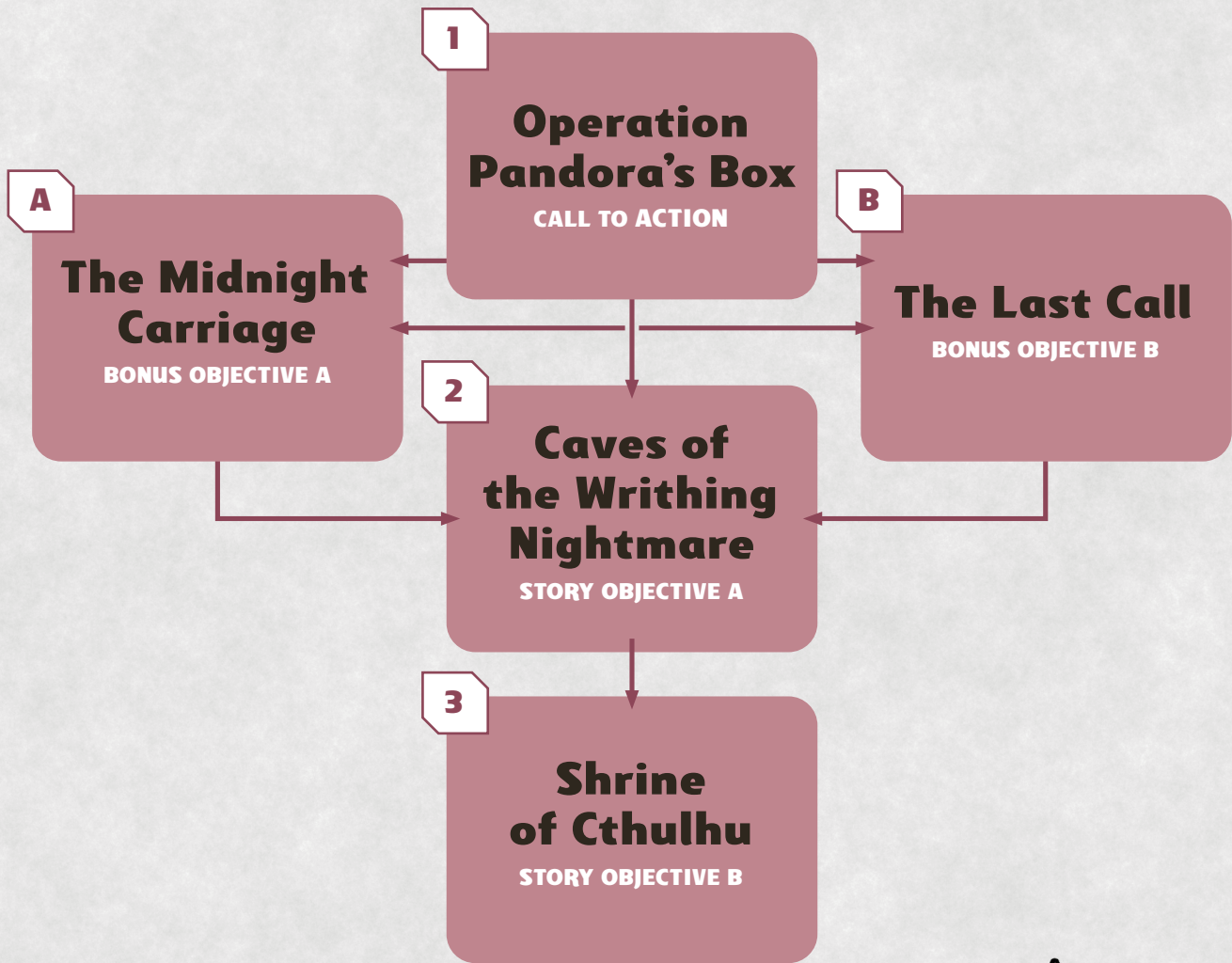
Cult of Zariel. Orianna and Mordakai send word that Nurfenpurf is deep undercover in the Cult of the Heir. They request your assistance to launch a daring raid against the cult.

Chaos. Wretched nightmares begin to haunt you, in which the tentacled visage of Cthulhu appears before you. One night you receive a letter from the Cult of Zariel and Knights of Holy Judgment asking for your assistance. Can they help the nightmares go away?

First time playing The Heir of Orcus. An adventuring franchise connects you with a contract to pursue several cells of cultists in the Moonsea region. The pay is good, and the benefits aren't too shabby—free dental from an orc named Orgax One-Tooth.

Adventure Flowchart

This section provides a basic understanding of not only the flow of the adventure, but also the outline of the different paths that your players may take in reaching their stated objective.



Part 1: Operation Pandora's Box

Call to Action

Estimated Duration: 30 minutes

The characters begin this adventure aboard the airship *Leviathan* drifting in the clouds above the Moonsea.

Call to Action

Locate Nurfenpurf and defeat Thelbunious.

Setting Information

The *Leviathan* is the mobile headquarters to a group of Knights of Holy Judgment and Cultists of Zariel working together to defeat the Heir of Orcus.

Terrain. The *Leviathan* is made of darkly-stained oak wood and reinforced with black steel.

Ceilings. The ceilings are 15 feet high in all areas throughout the airship.

Light. The sun shines bright this afternoon.

Sound. The crew sings sailing tunes as they work about the airship.



The Briefing

The characters are waiting to receive a military briefing from **Vindictus** (LE female **erinyes**), a top lieutenant to the Archdevil Zariel and a proven commander in the Blood War.

Mordakai (LE male **incubus** in the form of a male tiefling), **Orianna** (LE female **succubus** in the form of a female tiefling), **Ser Titus** (LG male human **knight**), and **Ser Gertz** (LG female half-orc **priest**), (reference **Appendix 1: Locations & NPCs, for NPC personality traits**) are seated in the back of the room waiting for the briefing to begin. Use this time to allow characters to introduce themselves. Reference the *Story Award Effects* sidebar below to roleplay NPC interactions with characters.

Once the characters have introduced themselves, Vindictus enters the room to brief the characters on their mission. Read or paraphrase the following:

A beautiful female fallen angel wearing blackened heavy plate armor enters the room. The Cultists of Zariel stand at attention and salute her. "As you were! It's time to discuss the mission at hand."

STORY AWARD EFFECTS

The following story awards impact the characters' interactions with NPCs present on the airship *Leviathan*. Players are responsible for recording the story awards their characters have earned. This sidebar is here for Dungeons Masters so they may ask players if they have any of the following story awards and see how they affect the characters during this adventure.

Knights of Holy Judgment. Ser Titus and Ser Gertz kindly regard the characters as fellow Knights in the service of Tyr! Characters may have earned this story award in *The Heir of Orcus: Verse I*.

Rising Through the Ranks (Knights of Holy Judgment). The Knights of Holy Judgment give the characters access to equipment from their armory aboard the *Leviathan*. Characters may purchase any equipment listed in chapter 5 of the *Player's Handbook*. This equipment is emblazoned with holy symbols of Tyr and is made of pure white gold. Characters may have earned this story award in *The Heir of Orcus: Verse II*.

Detente. All the NPCs thank the characters for their heroic efforts at Duerradin to stop the Heir of Orcus from stealing psymulator technology from Ios. Ser Gertz whispers discreetly to the characters that the Inquisitor is searching for a portal into the Abyss. She believes they might be able to take the fight to the Heir of Orcus soon! Characters may have earned this story award in *The Heir of Orcus: Verse III*.

Cult of Zariel. Vindictus, Mordakai, and Orianna welcome the characters and thank them for their service to Zariel. Due to their efforts, the demons have been kept at bay in the Blood War. Characters may have earned this story award in *The Heir of Orcus: Verse I*.

Rising Through the Ranks (Cult of Zariel). The Cult of Zariel give the characters access to equipment from their armory aboard the *Leviathan*. Characters may purchase any equipment listed in chapter 5 of the *Player's Handbook*. This equipment is etched with infernal symbols and made of Avernum, a strange metal found only in Avernus. The Cult of Zariel offers druids non-metallic armor made from the bones of demons slain in the Blood War. Characters may have earned this story award in *The Heir of Orcus: Verse II*.

The Knights of Holy Judgment



SER TITUS



SER GERTZ

The Cult of Zariel



VINDICTUS



MORDAKAI



ORIANNA

Creature Information

Vindictus is a former legendary angel of Tyr. She was trapped in a temple of Orcus shortly after fighting the Heir of Orcus. A group of adventurers recovered her body and resurrected her. Upon her resurrection, she turned away from Tyr and joined the Cult of Zariel, dedicating herself to defeating the Heir of Orcus and the demonic hordes of the Blood War.

Use the other NPCs in this room to facilitate roleplay, especially if the characters completed

The Heir of Orcus: Verse I, II, or III. Prior to leaving on their mission, the characters choose Mordakai, Orianna, Ser Titus, or Ser Gertz to accompany them on their mission.

Objectives & Goals. Vindictus holds together a fragile alliance between the Knights of Holy Judgment and Cult of Zariel. She wants both sides to work together to defeat the Heir of Orcus and her cult, the Cult of the Heir.

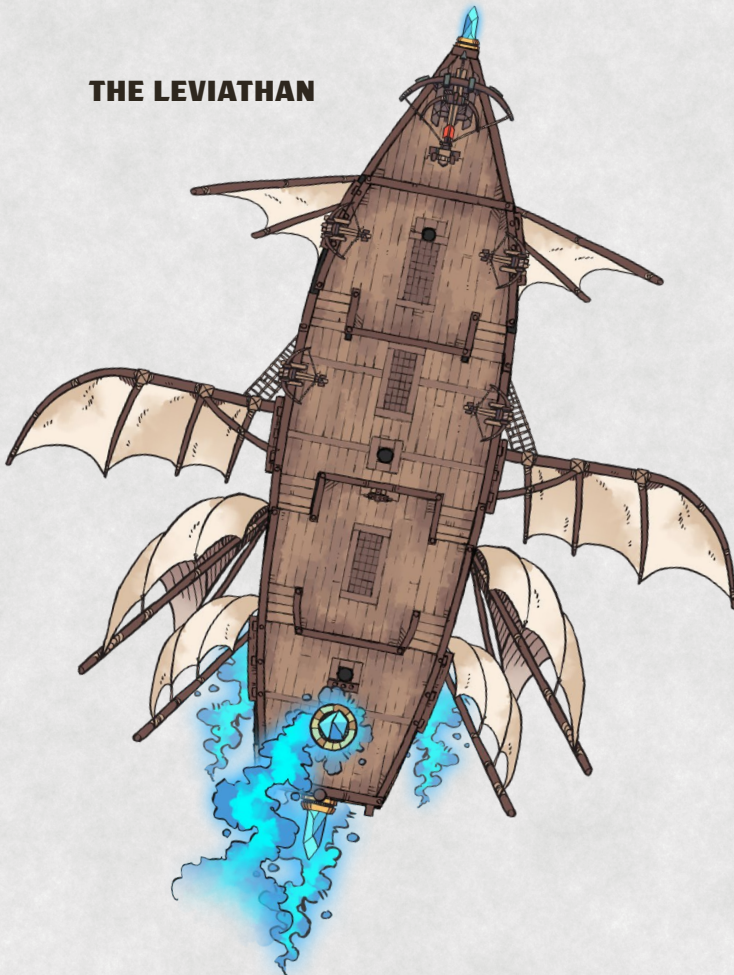
What Does Vindictus Know? Vindictus briefs the characters on the below objectives. After the briefing she informs the characters they may take Mordakai, Orianna, Ser Titus, or Ser Gertz on their mission.

Story Objective A and B. Locate Nurfenpurf and defeat Thelbunious. Read or paraphrase the following:

The angel walks to the center of the room and begins her briefing. “I know we have our differences, but we must work together against our common enemy, the Heir of Orcus. As you know, the Heir is the daughter of the demon lord Orcus, and grows more powerful with each passing day. Luckily, our agent Nurfenpurf, has infiltrated the Cult of the Heir and has reported that Thelbunious, a powerful warlock of the Heir, is traveling to a system of caves on a small, unnamed island in the Moonsea to harness a “dark power.” Your mission is to link up with Nurfenpurf, put an end to Thelbunious and the Cult of the Heir’s activities on that island. Any questions?”

The Cult of Zariel sent Nurfenpurf (LE male gnome **cultist**) undercover using the alias “Ander Hudson” to spy on Thelbunious and report on his activities. Nurfenpurf reported that Thelbunious left his hideout to harness a “dark power.” Nurfenpurf urgently requested that the Cult of Zariel send an elite team to defeat Thelbunious while he is in the caves.

THE LEVIATHAN



Bonus Objective A. Defeat the Cult of the Heir cell in Ylraphon. If you are using this Bonus Objective, **Arden Marsh**, a high-ranking member of the Order of the Gauntlet and an ally of the Knights of Holy Judgment, is also present. However, other than encouraging other members of his faction to treat defeating the Cult as a priority, he says nothing in the initial briefing (due to his natural instinct for stealth, the characters may not have even noticed him).

Arden has uncovered a hidden cell of the Cult of the Heir in Ylraphon, a port town on the southern edge of the Moonsea region. He's made arrangements to teleport the characters from the *Leviathan* directly to Ylraphon where they will meet up with his twin brother, Bresden Marsh, who can take the characters to the cult's location (**reference Appendix 1: The Midnight Carriage, for more information**).

Bonus Objective B. Defeat the Cult of the Heir cell in the Flooded Forest. The Cult of Zariel recently hired a powerful eladrin bard from the Moonshae Isles, Alane Silverleaf, to track down the center of the Cult of the Heir's activities in the dangerous wilderness known as the Flooded Forest. Alane sent word that she has uncovered their secret hideout in the forest and will take the characters to the cult's location. Vindictus uses the *Leviathan* to transport the characters to meet with Alane (**reference Appendix 2: The Last Call, for more information**).

DM TIPS—THE BRIEFING

This scene is designed to feel like a military briefing to an elite squad of commandos embarking on a dangerous mission. Vindictus shares the following intel if characters ask questions about the missions:

MAIN OBJECTIVE INTEL

- Nurfenpurf reported that Thelbunious recently became obsessed with comets and strange alien creatures. Nurfenpurf's most recent note contained the phrase "star spawn," and says Thelbunious went to the caves after seeing a comet soaring through the night sky. A character who succeeds on a DC 15 Intelligence (Arcana) check recalls lore about the star spawn: the star spawn are horrific creatures known as heralds of Elder Evils, comets usually signal their arrival in the material plane.
- Thelbunious reportedly took twenty well-armed cultists with him to the caves.

BONUS OBJECTIVE INTEL

- Vindictus is unable to provide additional intel on these missions. Instead, she informs the characters that their contacts, Bresden Marsh in Ylraphon and Alane Silverleaf in the Flooded Forest, have all the information they need.



Part 2: Caves of the Writhing Nightmare

Main Objective A

Estimated Duration: 1 hour

Deep within these caves dwell star spawn, the heralds of doom and servants of the Great Old One, Cthulhu. They guard a mysterious star spawn seer-entity capable of transforming warlocks into star spawn seers.

Thelbunious, a powerful warlock in the service of the Heir of Orcus, witnessed a passing comet and led a demonic ritual to uncover the location of these caves. Driven by his lust for power, Thelbunious believed he could harness the alien power of the star spawn to further the goals of the Heir of Orcus. He led an excursion of cultists into the caves, most of whom fell prey to the eternal madness of Cthulhu or were slain by the star spawn within.

Eventually, Thelbunious found the star spawn seer-entity and was transformed into a star spawn seer. His powerful connection to the Heir of Orcus allowed him to maintain his personality while gaining all the powers of the star spawn. Will the adventurers stop him before he leaves these caves with the power of the alien star spawn?

DM TIP—MANY PATHS LEAD TO CTHULHU

There are three tunnels that lead to Thelbunious in area C13. These tunnels are areas C4, C7, and C10. Characters might choose different tunnels on each play through.

Area C4. Characters face an obstacle (a bloated mass of conjoined cultists) and experience a glimpse into the Far Realm.

Area C7. Star spawn wait to ambush anyone traveling down this tunnel.

Area C10. Characters traverse an obstacle ridden corridor, as hands form in the walls and try to tear characters apart.

Setting Information

This section describes features that are common throughout the Caves of the Writhing Nightmare.

Terrain. 2 feet of ocean water rushes along the floor flowing toward the back of the caves.

Ceilings. The ceilings are 30 feet high in all areas except the Shrine of Cthulhu, which is 100 feet high.

Light. The caves are bathed in complete darkness except for the Shrine of Cthulhu.

Sound. Shrieks of madness and echoing alien reverberations fill the caves. Water drips from stalactites above into the 2-foot-deep, running water on the cavern floors.

Aura of Insanity. The caves are filled with the insane influence of the Great Old One, Cthulhu.

Story Objective A

Locate Nurfenpurf (see area C3, Nurfenpurf's Last Stand).

STORY AWARD EFFECTS

The following story awards impact the characters during Part 2. This impact only exists when a character is playing *The Heir of Orcus: Verse IV*. It does not apply in any other Adventurers League adventure unless otherwise stated.

Chosen One. Characters have advantage on Wisdom saving throws that impact their Sanity. Characters may have earned this story award in *The Heir of Orcus: Verse II*.



C1. Cave Entrance

Ocean water seeps into the caves and rushes down a set of stone-carved stairs. At the bottom of the stairs is a cultist of the Heir wearing blood-soaked hood and robes. Their back is toward the entrance of the caves as they slowly sway back and forth. Beyond the cultist are four tunnels leading deeper into the caves.

Characters with a passive Wisdom (Perception) score of 14 hear muffled cries coming from area C3. These are the muffled cries of Nurfenpurf.

SANITY

Throughout Part 2 and 3 of this adventure, if characters fail specified Wisdom saving throws, they reduce their Sanity. Reference **Appendix 3: Sanity Rules** for detailed information on these impacts.

Creature Information

This cultist of the Heir has succumbed to insanity. If characters look at the cultist's face or remove its hood, they make a DC 15 Wisdom saving throw.

On a failed save the character's Sanity is reduced by 1 as the cultist's feet and head appear to be large open hands. The palms of these hands tear open, revealing mouths with sharp jagged teeth that begin to wail insanely.

On a successful save the characters see the cultist is a female high elf with a severed nose and broken teeth. She is rambling strange phrases in elvish.

PLAYING THE PILLARS

Here are some suggestions for this encounter:

Combat. If the cultist is attacked, they put a finger to their lips and whisper, "Shhhhh." They do nothing to fight back or flee.

Exploration. Dwarves can use their racial feature, stonecunning, to examine the entryway of the caves. A successful DC 13 Intelligence (History) check reveals the method of stonecutting used on the staircase is alien to this world.

Social. Characters with the "Chosen One" story award (from *The Heir of Orcus: Verse II*) recognize the cultist's ramblings as a sign of Cthulhu. An image of Cthulhu flashes in their mind; the Great Old One is beckoning to them.

C2. Star Spawn Grue Tunnels

These tunnels are the dwelling area of star spawn grues. The grues rest and eat the remains of their prey in this area.

Area Information

The area has the following features.

Terrain. The walls of this tunnel are covered with a thick clear slime.

Sound. The tunnel echoes with the sounds of teeth gnashing on bones and flesh.

C2a. Grue Eating Chamber

Four **star spawn grues** are devouring the remains of four cultists. The star spawn grues have a passive perception of 10 and attack the first character they see or hear. Characters make a DC 15 Wisdom saving throw when they see the star spawn grues devouring the cultists' remains.

On a failed save the character's Sanity is reduced by 1 and the cultists' remains appear to begin begging the characters to save them.

On a successful save the characters are unaffected by the ghastly sight. Characters with the "Chosen One" story reward from *The Heir of Orcus: Verse II* have advantage on this saving throw.

Treasure

Each cultist wore a small necklace with two interlinked triangles, the symbol of the Heir of Orcus. A successful DC 12 Intelligence (Investigation) check on any of the cultist remains reveals this small necklace and a secret pocket in their robes containing a note written in abyssal. The note has the following written on it:

Harness the power of the star spawn at all costs!

—*Thelbunious.*

C2b. Grue Resting Chamber

Four **star spawn grues** are lying prone in the water, resting. These star spawn grues attack any characters they see or hear.

C3. Nurfenpurf's Last Stand

Bloody remains of cultists are spattered upon the entrance to this tunnel, broken weapons and torn clothing float gently in the still waters here. A DC 12 Wisdom (Perception) check reveals the sound of faint whimpering coming from further down the tunnel. Other signs include torn cultist robes leading into the tunnel, a half-eaten ration, and a muddy handprint on the tunnel wall. These signs were left by Nurfenpurf during his escape from the star spawn.



LOCATING NURFENPURF

Give ample clues to the characters that someone or something is down this tunnel. Nurfenpurf frantically ran down the tunnel to escape the star spawn, it's clear.

If the characters bypass Nurfenpurf and it appears they won't locate him, roll a d100. On a roll of 51–100 Nurfenpurf trails the party as they move through the caves. On a roll of 01–50 Nurfenpurf is slaughtered by a roaming star spawn of your choice. The star spawn keeps Nurfenpurf's head and uses the *hat of disguise* to cast disguise self on itself. The star spawn takes on the appearance of your choice and waits for an opportune moment to attack the characters.

Creature Information

Nurfenpurf (LE male gnome **cultist**), an undercover agent of the Cult of Zariel, is hiding from the star spawn in this tunnel. He fears for his life after the cultists were attacked by the star spawn in these caves.

Nurfenpurf is wearing a *hat of disguise* and appears as a handsome human male whose undercover alias is "Ander Hudson." Nurfenpurf immediately recognizes characters who have completed *The Heir of Orcus: Verse I, II, or III*. Reference the Story Award Effects sidebar to the right see how Nurfenpurf reacts to the characters.

Objectives & Goals. The Cult of Zariel sent Nurfenpurf undercover to spy on the Cult of the Heir. His goal is to report on what Thelbunious uncovered in these caves. However, upon arriving in the caves, Nurfenpurf was separated from Thelbunious during a star spawn attack. He is now hiding and scared for his life! If Nurfenpurf does not recognize the characters, he is hesitant to reveal his true self to them unless they succeed on a DC 12 Wisdom (Persuasion or Intimidation) check.

What Does Nurfenpurf Know? Violent attacks by the star spawn shattered Nurfenpurf's sanity. He barely managed to escape and saw the star spawn tear apart the other cultists in his group (see the cultists' remains in area C2a). After witnessing the star spawn attacks and losing his sanity, Nurfenpurf keeps speaking to someone named Dan, "Game over Dan, game over!"

Treasure

Nurfenpurf wears a *hat of disguise*. He will gladly hand it over to friendly characters if they promise to carry on his spy mission using his alias, "Ander Hudson."



STORY AWARD EFFECTS

The following story awards impact the characters' interaction with Nurfenpurf. Each impact is Nurfenpurf's reaction to individual characters, not the group as a whole.

Knights of Holy Judgment. Nurfenpurf refuses to help the characters and does not reveal his true self to the characters unless they succeed on a DC 18 Charisma (Persuasion or Intimidation) check. Characters may have earned this story award in *The Heir of Orcus: Verse I*.

Rising Through the Ranks (Knights of Holy Judgment). Nurfenpurf spits at the characters, refusing to help them, and does not reveal his true self unless they succeed on a DC 20 Charisma (Persuasion or Intimidation) check. Characters may have earned this story award in *The Heir of Orcus: Verse II*.

Detente. This story award replaces the impacts of the Knights of Holy Judgment story awards listed above. Nurfenpurf offers to help the characters, and reveals his true self to them, albeit reluctantly. Characters may have earned this story award in *The Heir of Orcus: Verse III*.

Cult of Zariel. Nurfenpurf offers to help the characters and reveals his true self to the characters. Characters may have earned this story award in *The Heir of Orcus: Verse I*.

Rising Through the Ranks (Cult of Zariel). Nurfenpurf offers to help the characters, reveals his true self to them, and gives them his hat of disguise. Characters may have earned this story award in *The Heir of Orcus: Verse II*.

C4. Tunnel of Insanity

These tunnels are imbued with the insane aura of Cthulhu. To pass through these tunnels, characters confront two obstacles challenging their sanity.

Area Information

The area has the following features.

Terrain. This tunnel is mutated by the alien magic of the far realm. These mutations are in the form of large, black, alien tentacles hugging the walls of the tunnel. The tentacles move slightly whenever a character walks past but are otherwise aesthetic.

C4a. The Bloated Cultists

Five cultists of the Heir and their putrid bloated bodies are fused together in a massive heap of flesh blocking this tunnel. The cultists are alive, moaning and begging the characters to save them, they do not want to die. They are filled with green, acidic, alien ooze that slowly drips out of their ears. Characters succeeding on a DC 13 Wisdom (Perception)

check see the green ooze coming from their ears. Characters who perceive the ooze and make a successful DC 10 Wisdom (Medicine) or Intelligence (Nature) check discover that the ooze is highly acidic and likely caused by exposure to alien organisms.

Characters make a DC 15 Wisdom saving throw when they see the bloated cultists. On a failed save the character's Sanity is reduced by 1. On a successful save the characters are unaffected.

PLAYING THE PILLARS

Here are some suggestions for this encounter:

Combat. The bloated cultists' heap of flesh has 45 hit points and an AC of 12 and does not fight. Every time the bloated cultists take 9 damage, one of the bloated cultists in the heap of flesh screams in agony and dies, the others plead with the characters to save them. If the heap of flesh is reduced to 0 hit points, it is destroyed and violently explodes. The explosion sends acidic ooze, flesh, bones, blood, and pus flying in a 10-foot radius. Each creature within this 10-foot radius must make a DC 15 Dexterity saving throw, taking 22 (4d10) acid damage on a failed save, or half as much damage on a successful one.

Exploration. Characters dislodge the bloated cultists with a successful DC 18 Strength (Athletics) check. Characters gain advantage on this check if other characters use the Help action or use applicable items, such as rope, to help dislodge the bloated cultists. Once dislodged, characters can move the bloated cultists up and down the tunnel by pushing, dragging, or pulling on them. Due to the rugged nature of the tunnels, each 5 feet of movement causes 9 bludgeoning damage to the bloated cultists unless the characters use caution while moving them.

Social. *Greater restoration* cures all five of the bloated cultists of their insanity and de-fuses their bodies from one another. The cultists flee the caves once they are free. Characters succeeding on a DC 15 Wisdom (Religion) or Charisma (Persuasion) check convince the cultists to abandon their worship of the Heir of Orcus. With further discussion, such a character can convert the disillusioned cultists to their religion of choice.

C4b. A Glimpse of the Far Realm

The vestige of a portal to the Far Realm leaks stray energy into this tunnel. When a character walks halfway through the tunnel, a window into the Far Realm instantaneously opens up before them filling the entire Tunnel of Insanity.

Characters in the Tunnel of Insanity make a DC 18 Wisdom saving throw as they witness the vast unspeakable alien horrors of the Far Realm. On a failed save the character's Sanity is reduced by 1. On a successful save the characters are unaffected.

All characters in this tunnel witness monstrous tentacled aliens, covered in eyes, floating aimlessly past them in the Far Realm. Read or paraphrase the following when characters glimpse the Far Realm.

Tentacled alien creatures the size of entire planets drift aimlessly in this vast darkness. Each unspeakable horror is covered with countless eyes, all of which fixate upon you.

Characters succeeding on a DC 13 Intelligence (Arcana) check recognize this as the Far Realm and know the lore detailed in the "Far Realm" sidebar below.

THE FAR REALM

The Far Realm is located outside of the multiverse. Some scholars believe it might be its own universe entirely, but no one is sure. Unimaginable tentacled alien creatures swim through the vast emptiness of this space, whispering truths to all those who dare listen. Beware, those who listen risk losing their sanity.

Learning Truths from the Far Realm. Each character may ask an alien creature in the Far Realm a question, however the alien creatures only communicate answers in deep speech.

Characters who ask a question make a DC 15 Wisdom saving throw, as the utterances of the alien creatures from the Far Realm is taxing on the sanity of mortals. On a failed save the character's Sanity is reduced by 1. On a successful save the characters are unaffected and their question is honestly answered to the best of the Dungeon Master's ability.

STORY AWARD EFFECTS

The following story awards impact the characters if they learn truths from the Far Realm:

Chosen One of Cthulhu Cometh. Characters must have both story awards to gain the following impacts: characters automatically succeed on saving throws to learn truths from the Far Realm. Characters may have earned these story awards in *The Heir of Orcus: Verse II* and III.

TRUTHS ABOUT THE HEIR OF ORCUS

Below are a few questions and answers specific to *The Heir of Orcus* adventure series:

Can we defeat the Heir of Orcus? Yes.

How can we defeat the Heir of Orcus? You can slay her in the Abyss, or you can turn her into the first Ascended Demon.

Will the Heir of Orcus kill her father Orcus? Her fate, and the fate of her father, are in your hands.

What is the Heir of Orcus's true name? It is unknowable unless you read it in a tome hidden deep within the Abyss.

Where is the Heir of Orcus? At this moment she is manipulating a chain of events in Baldur's Gate leading to the end of Zariel.

Exiting "A Glimpse of the Far Realm." After 1d4 minutes, a tentacle-like alien creature the size of a planet engulfs the characters. After they are engulfed, the characters find themselves unharmed, standing in the Tunnel of Insanity. The Far Realm does not reveal itself again to the characters. Read or paraphrase the following when characters exit "A Glimpse of the Far Realm."

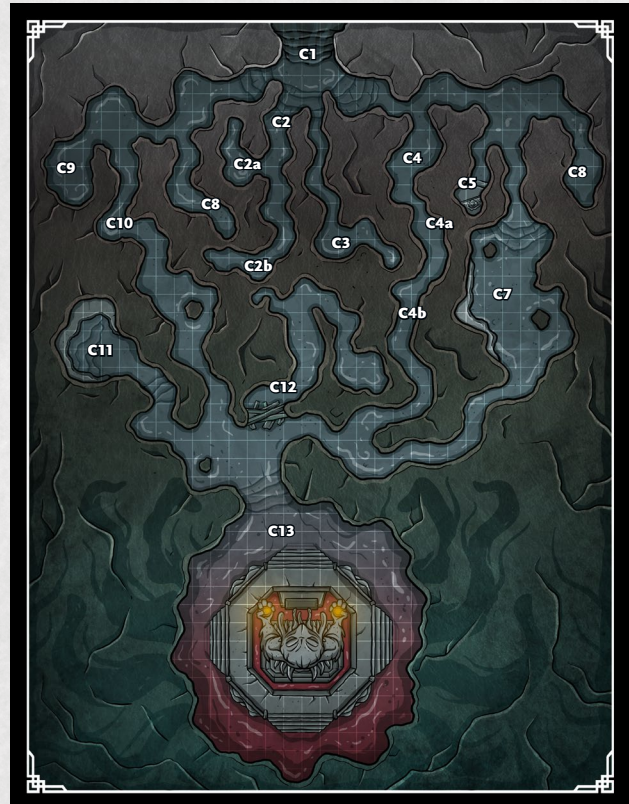
A massive tendrilled creature with a maw of jagged teeth capable of devouring entire planets ferociously attacks. Everything goes dark and silent...

C5. Altar of Cthulhu

This is an ancient altar dedicated to the Great Old One, Cthulhu. On the altar is a *Candle of the Deep* carved in the image of Cthulhu and an offering plate with rotten pieces of food and wooden coins. Characters succeeding on a DC 12 Intelligence (Religion) check recognize the offering plate and coins as a symbol of reverence, as leaving food or coins is a sign of respect and subservience. Cthulhu grants the characters Inspiration if they leave food or coins in the offering plate.

Treasure

There is a *Candle of the Deep*, eight rotten pieces of food, and ten valueless wooden coins on the altar.



C6. Dead-end Tunnel

This dead-end tunnel is barren and untouched. This is a useful location for a long or short rest. There is a 50 percent chance the star spawn in area C7 interrupt characters taking a long rest here.

C7. Mangler Den

This cavern is the den of two **star spawn manglers** and three **star spawn grues**. The manglers are hiding and crawling on the cavern ceilings. Characters must succeed on a DC 17 Wisdom (Perception) check to spot the hiding manglers on the ceiling. The grues are eating the remains of cultists floating in the water. The star spawn grues have a passive perception of 10 and attack the first character they see or hear.

If a character searches the cultist bodies, they discover that one of the cultist bodies carries a sealed note written in Common. The note refers to the duergar psionic research outpost of Duerradin, and its high importance to the Cult of the Heir.

ENCOUNTER ADJUSTMENTS

- **Very Weak.** No change.
- **Weak.** No change.
- **Strong.** Three star spawn grues arrive at the end of round two from one of the nearby tunnels.
- **Very Strong.** Two star spawn grues and a star spawn mangler arrive at the end of round two from one of the nearby tunnels.

PLAYING THE PILLARS

Here are some suggestions for this encounter:

Combat. If the star spawn manglers spot the characters, they stealthily approach from the ceilings and drop down to attack the characters. They prefer attacking casters first in order to make the most use of *Ambush* feature and their *Flurry of Claws* action.

Treasure

A cultist's note written in Common, which reads:

We must continue to send our brothers and sisters to Duerradin. I know the key to replicating souls is there... it has to be. —T.

For more information on Duerradin, reference *The Heir of Orcus: Verse III*.

C8. Grubby Tunnel

This tunnel contains five cocoons used to turn creatures into “grubbies,” an alien centipede-like beast that star spawn use for nourishment. One cultist that has undergone this metamorphosis crawls around on the ceiling. Grubbies have a slime covered body with alien appendages, a humanoid face, and use the **giant centipede** stat block.

Area Information

The area has the following features.

Terrain. Five slimy alien cocoons containing unconscious cultists line the walls of this tunnel. The cultists are in various stages of metamorphosis. If a creature is placed in a cocoon, it undergoes metamorphosis and becomes a grubby in 1d6 hours. A successful DC 14 Wisdom (Medicine) check reveals that the cultists are undergoing a metamorphosis to become a grubby.

Creature Information

The grubby hisses at the characters, and it only attacks in self-defense. The grubby's face is distorted, its body is covered with open sores, and it crawls around on 100 pairs of alien appendages.

Characters make a DC 15 Wisdom saving throw when they see the grubby. On a failed save the character's Sanity is reduced by 1. On a successful save the characters are unaffected.

C9. Mangler Ambush

A pair of star spawn manglers are hiding among stalactites on the ceiling. They are using a wounded cultist as bait to lure in prey. The wounded cultist lost both their legs to the manglers and currently has only 1 hit point. The cultist is restrained against the wall by a slimy substance with an AC of 10 and 9 hit points.

ENCOUNTER ADJUSTMENTS

- **Very Weak.** No change.
- **Weak.** No change.
- **Strong.** Three star spawn grues arrive at the end of round one from one of the nearby tunnels.
- **Very Strong.** Two star spawn grues and a star spawn mangler arrive at the end of round one from one of the nearby tunnels.

Creature Information

The wounded cultist is moaning in agony, they are barely conscious and don't realize they are being used as bait by the pair of star spawn manglers. The cultist pleads with the characters to save them from the star spawn.

Objectives & Goals. The cultist wants to escape the star spawn at all costs.

What Does the Cultist Know? The cultist came with Thelbunious to find the star spawn and



harness their power to use in the name of the Heir of Orcus. Before they were dragged away into this small tunnel, they saw Thelbunious proceeding deeper into the caves.

PLAYING THE PILLARS

Here are some suggestions for this encounter:

Combat. The star spawn manglers are using the wounded cultist as bait and attack anyone who helps the cultist. If the manglers spot the characters, they wait for characters to assist the wounded cultist before stealthily approaching from the ceilings to drop down and attack the characters. They prefer attacking casters first in order to make the most use of Ambush feature and their Flurry of Claws action. The manglers retreat to area C11 and set up for an ambush when they drop to 30 hit points.

Exploration. Characters who examine the wounded cultist and succeed on a DC 15 Wisdom (Medicine) check recognize their wounds are recent and were made with the intent of both grievously wounding the cultist while also ensuring they remain alive. Characters must succeed on a DC 17 Wisdom (Perception) check to spot the hiding manglers on the ceiling.

Social. Characters succeeding on a DC 12 Wisdom (Religion) or Charisma (Persuasion) check convince the wounded cultists to abandon their worship of the Heir of Orcus and can convert them to their religion of choice.

C10. The Last Warning

Strange alien influences permeate this section of the caves. Hundreds of arms, of all species, protrude from the cavern walls. At first glance they appear limp and stagnant. The faces of all those who succumbed to the eternal madness of Cthulhu begin to form in the cavern walls and stare at the characters as they enter this area. When any character sets foot in this section of the caves, the faces begin chanting a phrase in deep speech, “Ph'nglui mglw'nafh Cthulhu R'lyeh wgah'nagl fhtagn!” This phrase literally means, “In his house at R'lyeh, dead Cthulhu waits dreaming...”

Characters make a DC 18 Wisdom saving throw when they hear the chanting. On a failed save the character's Sanity is reduced by 1. On a successful save the characters are unaffected.

STORY AWARD EFFECTS

The following story awards impact the characters if they learn truths from the Far Realm:

Chosen One. Characters immediately recognize this chant as a dire warning. They feel an overwhelming sense of dread as they enter area C10 and images of the Great Old One, Cthulhu, momentarily flash in their minds.

The collections of arms in the walls make no attempt to attack characters with this story award. Characters may have earned this story award in *The Heir of Orcus: Verse II*.

Area Information

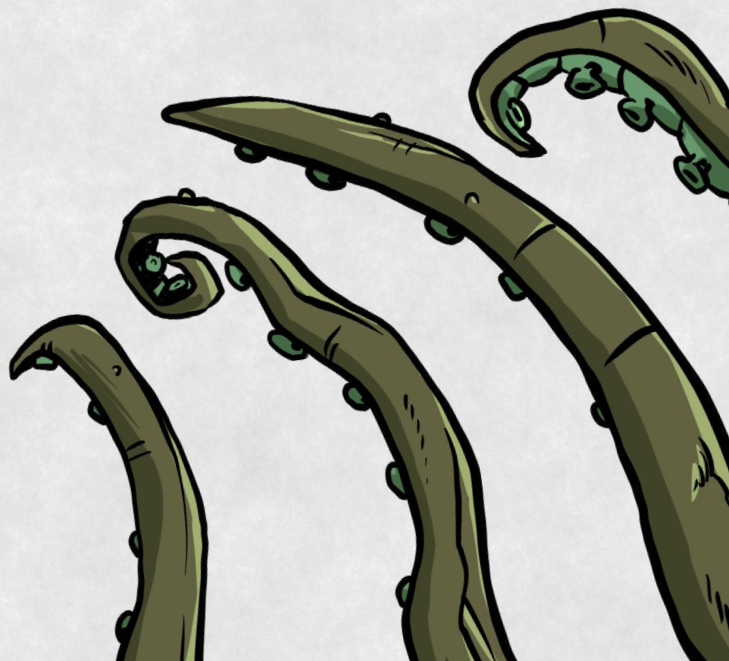
The area has the following features.

Terrain. Hundreds of arms protrude from the walls, ceiling, and floor of this tunnel. The entire tunnel counts as difficult terrain.

Collections of Arms. As a creature proceeds to pass through this section of the caves, the arms attempt to attack them. These are called a *collection of arms* and have an AC of 13 and 10 (3d6) hit points. A *collection of arms* does not attack characters with the “Chosen One” story reward.

When a creature enters the tunnel for the first time or starts its turn there, the creature must succeed on a Dexterity saving throw or take 10 (3d6) bludgeoning damage and be restrained by the *collection of arms*. A creature that starts its turn in the tunnel and is already restrained by a *collection of arms* takes 3d6 bludgeoning damage.

A creature restrained by the *collection of arms* can use its action to make a DC 13 Strength or Dexterity check (its choice). On a success, the creature frees themselves.



Part 3: Confronting Thelbunious

Main Objective B

Estimated Duration: 30 minutes

The characters confront Thelbunious in area C13 and attempt to defeat him.

Story Objective B

Defeat Thelbunious.

C11. Star Spawn Grue Den

Four **star spawn grues** occupy this small den. Humanoid bones litter the bottom of this floor. The grues dash to area C13 if they're attacked; they also come to the aid of Thelbunious if he is attacked.

C12. Star Spawn Hulk Den

A **star spawn hulk** occupies this den. The entrance to this den is blockaded by wooden planks with an AC of 15 and 27 (5d10) hit points. The **star spawn hulk** is pacing back and forth in this tunnel and checks on Thelbunious in area C13. The planks provide creatures with three-quarters cover (+5 bonus to AC and Dexterity saving throws) and do not completely obstruct sight into or out of the den.

Star Spawn Hulk Tactics. The star spawn hulk is intended to engage in combat with characters fighting Thelbunious in area C13.

During combat, the hulk prefers to surround itself with enemies to use its Reaping Arms action. One of its most dangerous features is the Psychic Mirror feature Thelbunious takes advantage of.

The star spawn hulk perceives characters with magic weapons as its greatest threat, followed by spellcasters. If the characters attack Thelbunious, the star spawn hulk immediately attacks them.

C13. Shrine of Cthulhu

Thelbunious (CE male aberration **star spawn seer**) traveled here to communicate with a disembodied star spawn seer-entity guarding the Shrine of Cthulhu. The star-spawn entity melded with Thelbunious, transforming him into a **star spawn seer**. However, Thelbunious' connection with the Heir of Orcus is so great he manages to maintain his personality and resist the complete take over by the star spawn seer-entity all while gaining its' power. Read or paraphrase the following when characters see Thelbunious for the first time:

Tumorous skin protrudes from the robes of a hideous creature. The robed creature uses flipper like appendages to grasp its alien staff.

ENCOUNTER ADJUSTMENTS

The difficulty of this encounter varies greatly due to the amount of damage the star spawn hulks *Psychic Mirror* feature might inflict on groups of characters. Be aware of this, especially since there are no saving throws involved. *Psychic Mirror* inflicts instant psychic damage to every creature within 10 feet of the star spawn hulk. The adjustments below are guidelines; you are empowered to adjust the difficulty as you deem appropriate.

- **Very Weak.** Remove all **star spawn grues** in area C13. **Thelbunious** has 90 hit points. The **star spawn hulk** in area C12 has 80 hit points.
- **Weak.** Remove all **star spawn grues** in area C13. **Thelbunious** has 125 hit points. The **star spawn hulk** in area C12 has 115 hit points.
- **Strong.** Add one **star spawn mangler** in area C13. **Thelbunious** has 180 hit points. The **star spawn hulk** in area C12 has 155 hit points.
- **Very Strong.** Add one **star spawn mangler** in area C12 and **star spawn mangler** in area C13. **Thelbunious** has 216 hit points. The **star spawn hulk** in area C12 has 195 hit points.



Area Information

The area has the following features.

Terrain. This 80 ft. long, 70 ft. wide cavern has 100 ft. high ceilings and houses a 60 ft. tall statue of the Great Old One, Cthulhu. The water is red with the blood of Thelbunious lost during his transformation into a star spawn seer.

Statue of Cthulhu. This 60-foot-tall statue of Cthulhu rests atop a 15-foot-tall base with four staircases descending to the cavern floors. The statue wields a glowing sphere in each hand that casts light in a 20-foot radius. At the base of the statue is a small altar surrounded by the blood of Thelbunious lost during his transformation.

STORY AWARD IMPACTS

The following story awards impact the characters in area C13:

Chosen One of Cthulhu Cometh. Characters must have both story awards to gain the following impact.

Thelbunious is unable to use his *Out-of-Phase Movement* feature to pass through characters with these story awards. If characters restrain Thelbunious and place him upon the small altar at the base of the statue of Cthulhu, they witness black alien tentacles covered with hundreds of eyes begin to protrude from the statue. These tentacles come from a microscopic tear in the statue that leads into the Far Realm. The tentacles wrap around Thelbunious' body, begin pulling him into the Far Realm as they rip his body into a thousand pieces. The tentacles and the tear leading into the Far Realm vanish once this happens. Characters may have earned these story awards in *The Heir of Orcus: Verse II and III*.

Creature Information

Thelbunious is initially standing directly in front of the small altar at the base of the statue of Cthulhu flanked by four star spawn grues.

Objectives & Goals. Thelbunious wants to leave these caves with his newfound power of the star spawn. He uses the characters as a "test" for these powers and hopes to return victoriously to the Heir of Orcus.

What Does Thelbunious Know? Thelbunious has researched the star spawn and knows how to use their abilities to his advantage. Thelbunious knows his transformation is only useful to the Heir of Orcus if he returns alive. If Thelbunious has 40 hit points or fewer, he attempts to flee using his *Out-of-Phase Movement* feature or *Bend Space* reaction.

Thelbunious Tactics. When Thelbunious first perceives the characters (Thelbunious has a passive perception of 19), he attempts to talk with them and tries to get as close to the characters as possible without provoking them so that he can use his *Bend Space* reaction to swap places with the **star spawn hulk** in area C12 (see *Star Spawn Hulk Tactics* in area C12).

Thelbunious prefers to use his *Collapse Distance* action on martial characters such as barbarians, fighters, paladins, or rogues. If the star spawn hulk is present, Thelbunious prefers to target characters within 10 feet of the star spawn hulk in order to trigger its *Psychic Mirror* feature.

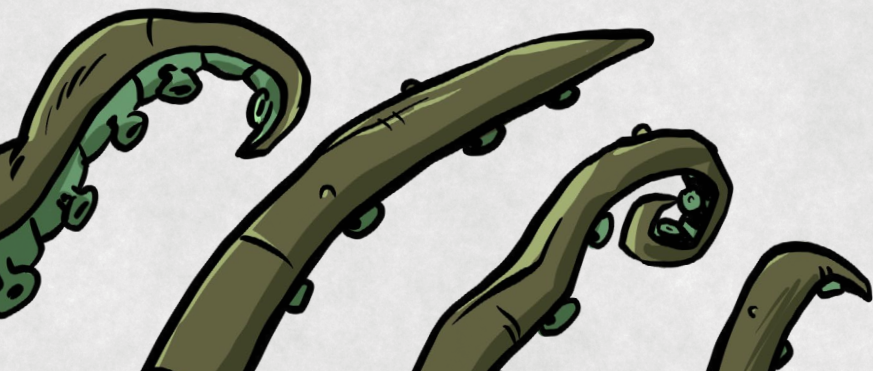
PLAYING THE PILLARS

Here are some suggestions for this encounter:

Combat. Thelbunious' main offensive weapon is the **star spawn hulk** in area C12. He wants to swap places with the star spawn hulk and also deal as much psychic damage to the star spawn hulk as possible. This triggers the hulk's *Psychic Mirror* feature and devastates enemies in close proximity to the hulk.

Exploration. Characters surprise Thelbunious if they stealthily approach area C13 and succeed on a DC 19 Dexterity (Stealth) check. Thelbunious is alerted to their presence and will immediately attack them if characters fight the **star spawn hulk** in area C12.

Social. Thelbunious was a vile and wretched human warlock, and after his transformation he's even more evil and sinister. Before engaging in combat, Thelbunious is willing to engage in conversation. He claims the star spawn have given him a glimpse into the future. He's seen the Heir of Orcus standing over the decapitated corpse of Orcus and claiming herself as a new demon lord of the Abyss.



Treasure

The two spheres in each hand of Cthulhu are called **Far Realm Spheres**. If a character without the *Chosen One* story award holds a sphere it becomes a useless, stone sphere. However, if a character with the *Chosen One* story award holds a sphere, it stops glowing and shows a glimpse into the Far Realm. Large monstrosities float in this endless space and millions of stars light up the inside of this sphere.

For the purposes of *Adventurers League*, these spheres are considered trinkets with no mechanical properties.

If the characters search Thelbunious, they discover his journal annotating the location of several cultists cells located throughout the Moonsea region.

Conclusion

Defeating Thelbunious deals a severe blow to the Cult of the Heir. The Heir of Orcus is unable to harness the power of the star spawn to use against her father, Orcus. It is important to note Thelbunious' defeat may result in his death, apprehension, conversion to a new religion, or anything you deem constitutes "defeat."

Failure. If Thelbunious escapes or defeats the characters in combat, he returns to the Heir of Orcus with his newfound power and knowledge of the star spawn. The Knights of Holy Judgment and Cult of Zariel suffer many casualties in their crusade against the Cult of the Heir. Only time will tell if they can stop the Heir of Orcus.



At the **end of the session**, the characters receive rewards based upon their accomplishments.

Player Rewards

The characters can earn the following rewards:

Advancement and Treasure Checkpoints

The characters receive **1 advancement** and **1 treasure checkpoint** for each story objective that they complete, as follows:

- **Story Objective A:** Locate Nurfenpurf.
- **Story Objective B:** Defeat Thelbunious.

The characters receive **1 advancement** and **1 treasure checkpoint** for each bonus objective that they complete, as follows:

- **Bonus Objective A:** Defeat the Cult of the Heir cell in Ylraphon.
- **Bonus Objective B:** Defeat the Cult of the Heir cell in the Flooded Forrest.

Magic Item Unlock

The characters unlock the following magic items for completing the adventure:

Hat of Disguise. This hat is made of the scalp of a powerful night hag killed long ago by Nurfenpurf. The scalp retains the original hairs from the hag; the hairs are brittle and smell of death. This item is described in **Appendix 10**.

Candle of the Deep. This candle emits an aura of insanity. The wax is carved in the shape of the Great Old One, Cthulhu. The wax never melts and is nearly unbreakable. This item is described in **Appendix 11**.

Downtime Story Award

The characters unlock the following story award if the characters fail to defeat Thelbunious.

Game over man, game over! Your mission is a failure. The forces of good sustained high levels of casualties and the Cult of the Heir successfully thwarted your goals. This story award is described in **Appendix 14**.

The characters unlock the following story award if the characters defeat Thelbunious.

Death to the Heir! Your planning and mission were flawlessly executed! You dealt a significant blow to the Cult of the Heir this day. With the information you collected you can immediately begin seeking out hidden cells to destroy whatever remains of the Cult of the Heir. This story award is described in **Appendix 15**.

Dungeon Master Rewards

In exchange for running this adventure, you earn **advancement** and **treasure checkpoints** for the characters' completion of objectives, above.

You may complete DM Quests for running this adventure. See the ALDMG (*Adventurers League Dungeon Master's Guide*) for more information about DM Quests.



Dramatis Personae

The following NPCs and locations feature prominently in this adventure:

NPCs—Story Objectives A & B

Mordakai Mafisto

(MORE-da-kigh ma-FIST-oh)

Male Incubus

An incubus disguised as a tiefling and a veteran of the Blood War. Mordakai lost his tongue and lower jaw in the Blood War and always conceals this wound with his scarf. He is a dedicated servant of the Archdevil Zariel.

Objective: Destroy the Cult of the Heir at all costs.

Personality: “My soul is weary of war.”

Ideal: “I want this eternal conflict to end.”

Bond: “Dragonchess is my only solace.”

Flaw: “I am willing to wager anything on a game of Dragonchess.”



Nurfenpurf

(NURF-en-PURF)

Male Gnome Cultist

The deformed steward for the Mafisto Twins and a newly trained undercover spy with the alias, “Ander Hudson.”

Objective: Spy on Thelbunious and the Cult of the Heir.

Personality: “I’m bitter and angry.”

Ideal: “One day I’ll earn Zariel’s favor.”

Bond: “I’ll do anything for my Masters.”

Flaw: “I spy on everyone.”



Orianna Mafisto

(ORR-ee-ANN-a ma-FIST-oh)

Female Succubus

A succubus disguised as a tiefling and a dedicated servant of the Archdevil Zariel. She uses her charms and beauty to manipulate others into doing her bidding.

Objective: Recruit others into the Cult of Zariel and destroy the Cult of the Heir.

Personality: “I love to play and get my way.”

Ideal: “I want others to love me.”

Bond: “Mordakai has always been here for me.”

Flaw: “I’ll do whatever it takes to corrupt others.”



Ser Gertz

(Ser GERTS)

Female Half-orc Priest

An assertive and wise member of the Knights of Holy Judgment.

Objective: Put an end to the evil Cult of the Heir.

Personality: “It’s best to be blunt and to the point.”

Ideal: “I will prove myself as a great Knight.”

Bond: “I am true to the ways of Tyr.”

Flaw: “There is good in everyone. I don’t care what others say.”



Ser Titus

(Ser TIE-tuss)

Male Human Knight

Commander of the Knights of Holy Judgment. Always shouts when he talks.

Objective: Destroy the Cult of the Heir!

Personality: “JUSTICE, VENGEANCE, TYR...”

Ideal: “RETRIBUTION FOR EVILDOERS...”

Bond: “I MUST PROTECT MY FELLOW KNIGHTS...”

Flaw: “JUSTICE IS NEVER WRONG...”



Thelbunious

(THel-beu-neous)

Male Human **Star Spawn Seer**

Thelbunious is extremely short, overweight, unkempt, and wears thick spectacles. He entered into a pact with the Heir of Orcus and is one of her top lieutenants.



Objective: *Harness the power of the star spawn and become the most powerful warlock there ever was!*

Personality: *"Listen, hear me out, I wrote this song that proves I'm not a Warlock. It goes like this, 'I'm not a demonic warlock, nope that's not me! Nothing to see here but just friendly festive cheer!' See, I told you!"*

Ideal: *"Sometimes you gotta eat bird dung, sometimes you gotta make deals with demons. It is what it is."*

Bond: *"I got this staff called Aria, isn't she lovely? So smooth and long, but she'll crack your head open if you look at her wrong!"*

Flaw: *"Look.. maybe I'm a pegasus... maybe I'm not. We will never know for sure."*

Vindictus

(VIN-dic-TUS)

Female **Erinyes**

A fallen angel of Tyr and former mythical hero of the Knights of Holy Judgment. She now serves Zariel and hopes to defeat the demons in the Blood War.



Objective: *Defeat the Heir of Orcus and her cult!*

Personality: *"I do whatever it takes to defeat the demonic hordes of the Abyss!"*

Ideal: *"If I can vanquish all demons, the universe will be at peace!"*

Bond: *"I have chosen to leave Tyr and follow Zariel. Only Zariel can stop the demonic hordes that threaten to extinguish the material plane."*

Flaw: *"Did Tyr abandon me or did I abandon him? I hope my cause is just..."*

NPCs—Bonus Objective A

Ser Bresden Marsh

(BREZ-den)

Male Human (Damaran) **Paladin**

Ser Bresden and his estranged twin brother Arden share the same pale skin and kind, soft features, hardened only by a warlike gleam in their blue eyes. Yet Bresden is distinguished by his well-groomed black goatee, proud posture, and long, dark brown ponytail. Still in his mid-twenties, Bresden is already famed as a swordsman and powerful paladin of Selûne.



Objective: *Sworn to protect and serve Ylraphon, the church of Selûne, and House Marsh.*

Personality: *"I seek to be the voice of morality and reason, but often consult others to ensure I'm on solid ethical ground. That's reasonable, isn't it?"*

Ideal: *"My family and others in this town must accept my calling as their guardian, as well as a leader in spiritual matters."*

Bond: *"I hope desperately that one day my twin brother Arden will return to our family. I would die to protect my aunt Aislyn Marsh and my younger cousin Lord Orrin."*

Flaw: *"Privately, I am terrified my family's darkest secrets will become public."*

Cressid Marsh

(KRESS-id)

Female Water Genasi **Warlock of the Fiend**

A former devotee of the Cult of the Crushing Wave, Cressid sought a new cause to kill for after the cult's defeat in Mulmaster. She witnessed the Heir of Orcus saving the dying dragonborn Zhantos and swore allegiance to her alongside him. Kin to the famed Marsh family of Ylraphon, Cressid has shark-like blue-grey skin and emphasizes this resemblance by filing her teeth into sharp points. When she inflicts fire damage, it manifests as a blast of super-heated steam rather than actual flame.



Objective: *Indulge instincts for violence in the service of a larger cause—the ascendance of the Heir of Orcus.*

Personality: *“The decadent ways of the weaker races make them inferior.”*

Ideal: *“I am destined to cast down the thrones of soft land-dwellers like my arrogant human kin.”*

Bond: *“I saw the Heir choose Zhantos. I hear her voice in his commands.”*

Flaw: *“When an enemy falls, I immediately try to consume a piece of its flesh to absorb its power.”*

Hugon Haversack

(HUE-gone)

Male Halfling (Subrace Unknown)

Master Thief

A unique, childlike halfling, Hugon is the descendent of a renowned hero. He has a sincere demeanor of innocence, which makes the bluntly insulting insights he speaks all the more infuriating. Curiosity, rather than greed, drives his compulsive pick-pocketing. If caught, he always has an excuse (“I found that,” “You dropped this and I was keeping it safe for you,” “I meant to give it back but you wandered off,” etc.), and usually believes the excuses himself.

Objective: *Discover and experience everything this world has to offer!*

Personality: *“You sure this is yours? Because I have the same thing right here in my pocket... That’s odd, I can’t find mine right now...”*

Ideal: *“My grandfather Emilo said we Haversacks were born with wanderlust, but I’m writing my wanderings down to share what I find with everyone!”*

Bond: *“I am utterly fearless for my own safety, but I often fear for the wellbeing of those of those I care about.”*

Flaw: *“My taunting insults often enrage those around me.”*



Lady Silubra Stormbright

(si-LU-brah)

Female Adult Silver Dragon

Most see the reclusive wife of the dwarf paladin Garm Stormbright, keeper of a temple of the dwarf gods in Ylraphon, as a humble servant of the faith. In fact, Silubra is no dwarf, but an adult silver dragon in shapechanged disguise. The story of how she fell in love with a mortal is long and complicated, but now she has a simple life and hopes to maintain it even after her half-dragon “triplets” hatch from the eggs she’s hidden in her mountain lair outside town.

Objective: *Provide a safe and simple life for home and family.*

Personality: *“My life and ambitions are so plain and uninteresting, please tell me of yours instead.”*

Ideal: *“A life of peace and humble service to others is all I can ask for me and mine.”*

Bond: *“The love I feel for my husband Garm and my unborn children is beyond anything I ever knew among my own kin.”*

Flaw: *“No deed is too dark if done to protect those I love.”*



Zhantos

(zhAn-tos)

Male Dragonborn Blackguard

Zhantos was saved by the Heir of Orcus as he lay dying, following an attack by a red dragonborn paladin dedicated to Tiamat. He swore allegiance to the Heir after she saved him from certain death. He now wears an eyepatch after losing his eye when he was nearly killed and wears heavy black plate armor.

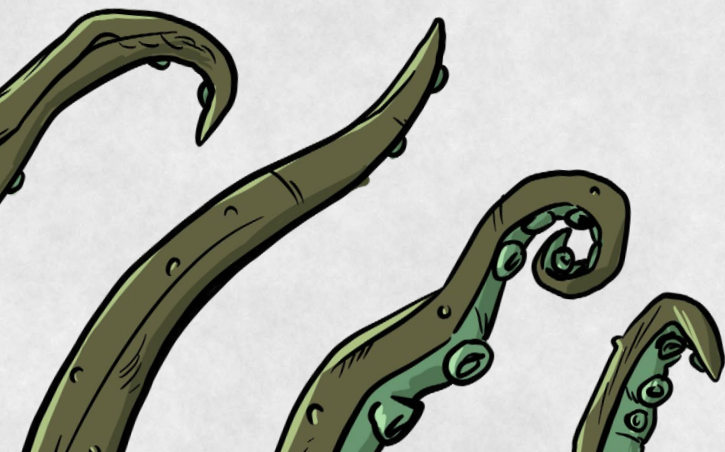
Objective: *Obliterate the enemies of the Heir of Orcus; see them driven before her might and glory!*

Personality: *“There is nothing you can do now except die and grovel before me.”*

Ideal: *“I witnessed the true power of the Heir of Orcus; she is our salvation!”*

Bond: *“I swear to find that red dragonborn paladin and tear his head from his pathetic body!”*

Flaw: *“No one can defeat me in single combat; I’ve trained under the most arduous conditions.”*



NPCs—Bonus Objective B

Otho

(OH-thoh)

Male Awakened Dog (Mastiff)



This shaggy moorhound is having an existential crisis. Before his master Alane cast awaken on him, his life was simple and happy. The most exciting moment he'd ever had was chasing a tressym (winged cat) in the woods near Eveningstar. Now, he has the intelligence of a human, and the old activities that brought him joy seem meaningless. Alane told him she had awakened animals before, and that she would be guiding him through this difficult transition, but a day later she was killed. Now he grapples with questions that never would've occurred to a normal animal: Why does he exist? Why is he alive when Alane is dead? If Alane was his family, and his life revolved around her, what is the point of his life now?

Objective: *Find some kind of meaning in a horrific and incomprehensible world.*

Personality: *"Why? What's the point? What's the point in doing anything?"*

Ideal: *"When I had a family, and a master who was our family's leader, I was truly happy."*

Bond: *"I never want to leave Alane. If this is only her body, where did the part of her that loved me go?"*

Flaw: *"Despite my awakened mind, I can still be influenced by an offer of delicious treats."*

Gythen and Clif

(GUY-thin) and (CLIFF)

Male Wood Elf Ranger

(Gythen) and Rogue (Clif)



These two affable wood elf adventurers thought owning a secret inn for shady travelers would be a lot more exciting. Instead, it seems to require a nearly endless amount of work. They spend as much time as they can manage swapping old adventuring stories with their guests. **Gythen Wildwood**, an elf with a golden-brown mullet, takes a childlike glee in his life as an adventurer. He dreams of greatness, longing to restore the original Ylraphon as the capital of a new elven kingdom. **Clif** (short for Accliferaeth), an elf with long dark brown hair, is a prolific thief but only steals from those who can spare it. He has psionic gifts that allow him to cast invisibility, which he loves to do, but he is constantly annoyed by how many things can still detect him that way.

Objectives: *Good times, gold, and glory.*

Personality: *"Eckless, swashbuckling adventurers we may be, eager for daring deeds, but we don't ignore the consequences of our actions."*

Ideal: *"We are unwaveringly loyal to each other." "And to those who have placed their trust in us."*

Bond: *"Living an innkeeper's life, it cuts like a knife..." "We love this place, but our most cherished memories are of delving ruins and looting corpses."*

Flaw: *"Sometimes the most evil and dangerous things one encounters are also the most fascinating and exciting..."*



Creature Statistics

Adult Silver Dragon

Huge dragon, lawful good

Armor Class 19 (natural armor)

Hit Points 243 (18d12 + 126)

Speed 40 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	10 (+0)	25 (+7)	16 (+3)	13 (+1)	21 (+5)

Saving Throws Dex +5, Con +12, Wis +6, Cha +10

Skills Arcana +8, History +8, Perception +11, Stealth +5

Damage Immunities Cold

Senses Blindsight 60 ft., Darkvision 120 ft., Passive Perception 21

Languages Common, Draconic

Challenge 16 (15,000 XP)

Legendary Resistance (3/Day). If the dragon fails a saving throw, it can choose to succeed instead.

ACTIONS

Multiattack. The dragon can use its Frightful Presence. It then makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +13 to hit, reach 10 ft., one target. *Hit:* 19 (2d10 + 8) piercing damage.

Claw. *Melee Weapon Attack:* +13 to hit, reach 5 ft., one target. *Hit:* 15 (2d6 + 8) slashing damage.

Tail. *Melee Weapon Attack:* +13 to hit, reach 15 ft., one target. *Hit:* 15 (2d8 + 6) bludgeoning damage.

Frightful Presence. Each creature of the dragon's choice that is within 120 feet of the dragon and aware of it must succeed on a DC 18 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dragon's Frightful Presence for the next 24 hours.

Breath Weapons (Recharge 5–6). The dragon uses one of the following breath weapons.

Cold Breath. The dragon exhales an icy blast in a 60-foot cone. Each creature in that area must make a DC 20 Constitution saving throw, taking 58 (13d8) cold damage on a failed save, or half as much damage on a successful one.

Paralyzing Breath. The dragon exhales paralyzing gas in a 60-foot cone. Each creature in that area must succeed on a DC 20 Constitution saving throw or be paralyzed for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Change Shape. The dragon magically polymorphs into a humanoid or beast that has a challenge rating no higher than its own, or back into its true form. It reverts to its true form if it dies. Any equipment it is wearing or carrying is absorbed or borne by the new form (the dragon's choice). In a new form, the dragon retains its alignment, hit points, Hit Dice, ability to speak, proficiencies, Legendary Resistance, lair actions, and Intelligence, Wisdom, and Charisma scores, as well as this action. Its statistics and capabilities are otherwise replaced by those of the new form, except any class features or legendary actions of that form.

LEGENDARY ACTIONS

The dragon can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The dragon regains spent legendary actions at the start of its turn.

Detect. The dragon makes a Wisdom (Perception) check.

Tail Attack. The dragon makes a tail attack.

Wing Attack (Costs 2 Actions). The dragon beats its wings. Each creature within 10 feet of the dragon must succeed on a DC 22 Dexterity saving throw or take 15 (2d6 + 8) bludgeoning damage and be knocked prone. The dragon can then fly up to half its flying speed.



Blackguard

Medium humanoid (any race), any non-good alignment

Armor Class 18 (plate armor)

Hit Points 153 (18d8 + 72)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	11 (+0)	18 (+4)	11 (+0)	14 (+2)	15 (+2)

Saving Throws Wis +5, Cha +5

Skills Athletics +7, Deception +5, Intimidation +5

Senses Passive Perception 12

Languages Common

Challenge 8 (1800 XP)

Spellcasting. The blackguard is a 10th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 13, +5 to hit with spell attacks). The blackguard has the following paladin spells prepared:

1st level (4 slots): *command*, *protection from evil and good*, *thunderous smite*

2nd level (3 slots): *branding smite*, *find steed*

3rd level (2 slots): *blinding smite*, *dispel magic*

ACTIONS

Multiattack. The blackguard makes three attacks with its glaive or its shortbow.

Glaive. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 9 (1d10+4) slashing damage.

Shortbow. *Ranged Weapon Attack:* +3 to hit, range 80/320 ft., one target. *Hit:* 5 (1d6+2) piercing damage.

Dreadful Aspect (Recharges After a Short or Long Rest). The blackguard exudes magical menace. Each enemy within 30 feet of the blackguard must succeed on a DC 13 Wisdom saving throw or be frightened for 1 minute. If a frightened target ends its turn more than 30 feet away from the blackguard, the target can repeat the saving throw, ending the effect on itself on a success.

Cultist

Medium humanoid (any race), any non-good alignment

Armor Class 12 (leather armor)

Hit Points 9 (2d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	10 (+0)	10 (+0)	11 (+0)	10 (+0)

Skills Deception +2, Religion +2

Senses Passive Perception 10

Languages Any one language (usually Common)

Challenge 1/8 (25 XP)

Dark Devotion. The cultist has advantage on saving throws against being charmed or frightened.

ACTIONS

Scimitar. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one creature. *Hit:* 4 (1d6 + 1) slashing damage.

Death Knight

Medium undead, chaotic evil

Armor Class 20 (plate, shield)

Hit Points 180 (19d8+95)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	11 (+0)	20 (+5)	12 (+1)	16 (+3)	18 (+4)

Saving Throws Dex +6, Wis +9, Cha +10

Damage Immunities Necrotic, Poison

Condition Immunities exhaustion, frightened, poisoned

Senses Darkvision 120 ft., Passive Perception 13

Languages Abyssal, Common

Challenge 17 (18,000 XP)

Magic Resistance. The death knight has advantage on saving throws against spells and other magical effects.

Marshal Undead. Unless the death knight is incapacitated, it and undead creatures of its choice within 60 feet of it have advantage on saving throws against features that turn undead.



Spellcasting. The death knight is a 19th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 18, +10 to hit with spell attacks). It has the following paladin spells prepared:

1st level (4 slots): *command*, *compelled duel*, *searing smite*

2nd level (3 slots): *hold person*, *magic weapon*

3rd level (3 slots): *dispel magic*, *elemental weapon*

4th level (3 slots): *banishment*, *staggering smite*

5th level (2 slots): *destructive wave (necrotic)*

ACTIONS

Multiattack. The death knight makes three longsword attacks.

Longsword. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 9 (1d8 + 5) slashing damage, or 10 (1d10 + 5) slashing damage if used with two hands, plus 18 (4d8) necrotic damage.

Hellfire Orb (1 / Day). The death knight hurls a magical ball of fire that explodes at a point it can see within 120 feet of it. Each creature in a 20-foot radius sphere centered on that point must make a DC 18 Dexterity saving throw. The sphere spreads around corners. A creature takes 35 (10d6) fire damage and 35 (10d6) necrotic damage on a failed save, or half as much damage on a successful one.

REACTIONS

Parry. The death knight adds 6 to its AC against one melee attack that would hit it. To do so, the death knight must see the attacker and be wielding a melee weapon.

SER BRESDEN MARSH, PALADIN OF SELUNE

Ser Bresden is a powerful paladin, with rules statistics like those of a death knight, with the following very important changes:

- Bresden's alignment is Lawful Good and his creature type is Humanoid (human), not Undead.
- He does not have the Marshal Undead trait.
- He has the following paladin class features: Divine Sense (5/day) and Lay Hands (95 hp pool).
- His Hellfire Orb ability is called Moonfire Orb.
- He deals radiant instead of necrotic damage with both Moonfire Orb and the *destructive wave* spell.

Deathlock Wight

Medium undead, neutral evil

Armor Class 12 (15 with mage armor)

Hit Points 37 (5d8 + 15)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	14 (+2)	16 (+3)	12 (+1)	14 (+2)	16 (+3)

Saving Throws Wis +4

Skills Arcana +3, Perception +4

Damage Resistances Necrotic; Bludgeoning, Piercing, and Slashing from Nonmagical Attacks

Damage Immunities Poison

Condition Immunities Exhaustion, poisoned

Senses Darkvision 60 ft., Passive Perception 14

Languages The languages it knew in life

Challenge 3 (700 XP)

Innate Spellcasting. The wight's innate spellcasting ability is Charisma (spell save DC 13). It can innately cast the following spells, requiring no verbal or material components:

At will: *detect magic*, *disguise self*, *mage armor*

1/day each: *fear*, *hold person*, *misty step*

Sunlight Sensitivity. While in sunlight, the wight has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

ACTIONS

Multiattack. The wight attacks twice with Grave Bolt.

Grave Bolt. *Ranged Spell Attack:* +5 to hit, range 120 ft., one target. *Hit:* 7 (1d8 + 3) necrotic damage.

Life Drain. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 9 (2d6 + 2) necrotic damage. The target must succeed on a DC 13 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

A humanoid slain by this attack rises 24 hours later as a zombie under the wight's control, unless the humanoid is restored to life or its body is destroyed. The wight can have no more than twelve zombies under its control at one time.

Erinyes

Medium fiend (devil), lawful evil

Armor Class 18 (plate)

Hit Points 153 (18d8 + 72)

Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	16 (+3)	18 (+4)	14 (+2)	14 (+2)	18 (+4)

Saving Throws Dex +7, Con +8, Wis +6, Cha +8

Damage Resistances Cold; Bludgeoning, Piercing, and Slashing from Nonmagical Weapons that aren't silvered

Damage Immunities Fire, Poison

Condition Immunities Poisoned

Senses Truesight 120 ft., Passive Perception 12

Languages Infernal, Telepathy 120 ft.

Challenge 12 (8,400 XP)

Hellish Weapons. The erinyes's weapon attacks are magical and deal an extra 13 (3d8) poison damage on a hit (included in the attacks).

Magic Resistance. The erinyes has advantage on saving throws against spells and other magical effects.

ACTIONS

Multiattack. The erinyes makes three attacks.

Longsword. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 8 (1d8 + 4) slashing damage, or 9 (1d10 + 4) slashing damage if used with two hands, plus 13 (3d8) poison damage.

Longbow. *Ranged Weapon Attack:* +7 to hit, range 150/600 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage plus 13 (3d8) poison damage, and the target must succeed on a DC 14 Constitution saving throw or be poisoned. The poison lasts until it is removed by the lesser restoration spell or similar magic.

Ghoul

Medium undead, chaotic evil

Armor Class 12

Hit Points 22 (5d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	15 (+2)	10 (+0)	7 (-2)	10 (+0)	6 (-2)

Damage Immunities Poison

Condition Immunities Charmed, Exhaustion, Poisoned

Senses Darkvision 60 ft., Passive Perception 10

Languages Common

Challenge 1 (200 XP)

ACTIONS

Bite. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one creature. *Hit:* 9 (2d6 + 2) piercing damage.

Claws. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4 + 2) slashing damage. If the target is a creature other than an elf or undead, it must succeed on a DC 10 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Intellect Devourer

Tiny aberration, lawful evil

Armor Class 12

Hit Points 21 (6d4 + 6)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	14 (+2)	13 (+1)	12 (+1)	11 (+0)	10 (+0)

Skills Perception +2, Stealth +4

Damage Resistances Bludgeoning, Piercing, and Slashing from Nonmagical Attacks

Condition Immunities Blinded

Senses Blindsight 60 ft. (blind beyond this radius), Passive Perception 12

Languages Understands Deep Speech but can't speak, telepathy 60 ft.

Challenge 2 (450 XP)

Detect Sentience. The intellect devourer can sense the presence and location of any creature within 300 feet of it that has an Intelligence of 3 or higher, regardless of interposing barriers, unless the creature is protected by a mind blank spell.

ACTIONS

Multiattack. The intellect devourer makes one attack with its claws and uses Devour Intellect.

Claws. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4 + 2) slashing damage.

Devour Intellect. The intellect devourer targets one creature it can see within 10 feet of it that has a brain. The target must succeed on a DC 12 Intelligence saving throw against this magic or take 11 (2d10) psychic damage. Also on a failure, roll 3d6: If the total equals or exceeds the target's Intelligence score, that score is reduced to 0. The target is stunned until it regains at least one point of Intelligence.

Body Thief. The intellect devourer initiates an Intelligence contest with an incapacitated humanoid within 5 feet of it. If it wins the contest, the intellect devourer magically consumes the target's brain, teleports into the target's skull, and takes control of the target's body. While inside a creature, the intellect

devourer has total cover against attacks and other effects originating outside its host. The intellect devourer retains its Intelligence, Wisdom, and Charisma scores, as well as its understanding of Deep Speech, its telepathy, and its traits. It otherwise adopts the target's statistics. It knows everything the creature knew, including spells and languages.

If the host body drops to 0 hit points, the intellect devourer must leave it. A protection from evil and good spell cast on the body drives the intellect devourer out. The intellect devourer is also forced out if the target regains its devoured brain by means of a wish. By spending 5 feet of its movement, the intellect devourer can voluntarily leave the body, teleporting to the nearest unoccupied space within 5 feet of it. The body then dies, unless its brain is restored within 1 round.

Jamna Gleamsilver

Small humanoid (gnome), neutral

Armor Class 15 (leather armor)

Hit Points 22 (4d6 + 8)

Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	17 (+3)	13 (+1)	11 (+0)	10 (+0)	13 (+1)

Saving Throws Dex +5, Int +4

Skills Acrobatics +5, Deception +3, Insight +2, Perception +4, Persuasion +3, Stealth +7

Senses Darkvision 60 ft., Passive Perception 10

Languages Common, Gnomish, Goblin, Sylvan

Challenge 1 (200 XP)

Cunning Action. Jamna can take a bonus action to take the Dash, Disengage, or Hide action.

Gnome Cunning. Jamna has advantage on Intelligence, Wisdom and Charisma saving throws against magic.

Spellcasting. Jamna is a 4th-level spellcaster who uses Intelligence as her spellcasting ability (spell save DC 12, +4 to hit with spell attacks). She has the following wizard spells prepared:

Cantrips (at will): *mage hand*, *minor illusion*, *prestidigitation*, *ray of frost*

1st level (3 slots): *charm person*, *color spray*, *disguise self*, *longstrider*

ACTIONS

Multiattack. Jamna attacks twice with her shortswords.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage, or 9 (2d6 + 3) piercing damage if the target is Medium or larger.

Knight

Medium humanoid (any race), any alignment

Armor Class 18 (plate)

Hit Points 52 (8d8 + 16)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	11 (+0)	14 (+2)	11 (+0)	11 (+0)	15 (+2)

Saving Throws Con +4, Wis +2

Senses Passive Perception 10

Languages Any one language (usually Common)

Challenge 3 (700 XP)

Brave. The knight has advantage on saving throws against being frightened.

ACTIONS

Multiattack. The knight makes two melee attacks.

Greatsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) slashing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +2 to hit, range 100/400 ft., one target. *Hit:* 5 (1d10) piercing damage.

Leadership (Recharges after a Short or Long Rest). For 1 minute, the knight can utter a special command or warning whenever a nonhostile creature that it can see within 30 feet of it makes an attack roll or a saving throw. The creature can add a d4 to its roll provided it can hear and understand the knight. A creature can benefit from only one Leadership die at a time. This effect ends if the knight is incapacitated.

REACTIONS

Parry. The knight adds 2 to its AC against one melee attack that would hit it. To do so, the knight must see the attacker and be wielding a melee weapon.



Master Thief

Medium humanoid (any race), any alignment

Armor Class 16 (studded leather)

Hit Points 84 (13d8 + 26)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	14 (+2)	11 (+0)	11 (+0)	12 (+1)

Saving Throws Dex +7, Int +3

Skills Acrobatics +7, Athletics +3, Perception +3, Sleight of Hand +7, Stealth +7

Senses passive Perception 13

Languages any one language (usually Common) plus thieves' cant

Challenge 5 (1,800 XP)

Cunning Action. On each of its turns, the thief can use a bonus action to take the Dash, Disengage, or Hide action.

Evasion. If the thief is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the thief instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Sneak Attack (1/Turn). The thief deals an extra 14 (4d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the thief that isn't incapacitated and the thief doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. The thief makes three attacks with its shortsword.

Shortsword. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage.

Light Crossbow. *Ranged Weapon Attack:* +7 to hit, range 80/320 ft., one target. *Hit:* 8 (1d8 + 4) piercing damage.

Reactions

Uncanny Dodge. The thief halves the damage that it takes from an attack that hits it. The thief must be able to see the attacker.

Mastiff

Medium beast, unaligned

Armor Class 12

Hit Points 5 (1d8 + 1)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	14 (+2)	12 (+1)	3 (-4)	12 (+1)	7 (-2)

Skills Perception +3

Senses Passive Perception 13

Languages —

Challenge 1/8 (25 XP)

Keen Hearing and Smell. The mastiff has advantage on Wisdom (Perception) checks that rely on hearing or smell.

ACTIONS

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage. If the target is a creature, it must succeed on a DC 11 Strength saving throw or be knocked prone.

Otho, Awakened Moorhound

Otho uses the mastiff statblock, but due to the effects of the awaken spell, he has an Intelligence score of 10, and can speak and understand Common.

Merrenloth

Medium fiend (yugoloth), neutral evil

Armor Class 13

Hit Points 40 (9d8)

Speed 30 ft., swim 40 ft. style.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	17 (+3)	10 (+0)	17 (+3)	14 (+2)	11 (+0)

Saving Throws Dex +5, Int +5

Skills History +5, Nature +5, Perception +4, Survival +4

Damage Resistances Cold, fire, lightning; Bludgeoning, Piercing, and Slashing from Nonmagical Attacks

Damage Immunities Acid, poison

Condition Immunities Poisoned

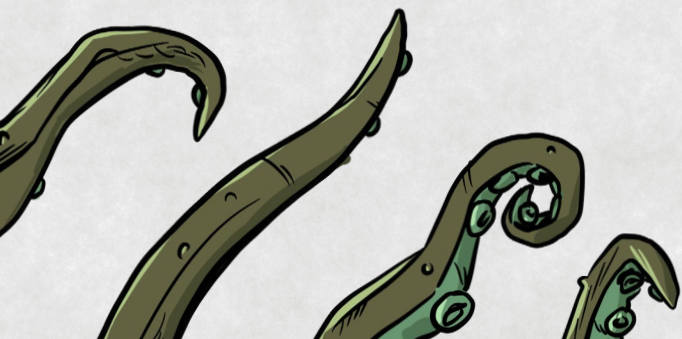
Senses Blindsight 60 ft., Darkvision 60 ft., Passive Perception 14

Languages Abyssal, Infernal, telepathy 60 ft.

Challenge 3 (700 XP)

Innate Spellcasting. The merrenloth's innate spellcasting ability is Intelligence (spell save DC 13). It can innately cast the following spells, requiring no material components:

At will: *charm person*, *darkness*, *detect magic*, *dispel magic*, *gust of wind*



3/day: *control water*
1/day: *control weather*

Magic Resistance. The merrenoloth has advantage on saving throws against spells and other magical effects.

Magic Weapons. The merrenoloth's weapon attacks are magical.

Teleport. As a bonus action, the merrenoloth magically teleports, along with any equipment it is wearing or carrying, up to 60 feet to an unoccupied space it can see.

ACTIONS

Multiattack. The merrenoloth uses Fear Gaze once and makes one oar attack.

Oar. Melee Weapon Attack: +5 to hit, reach 5 ft., one target. *Hit:* 8 (2d4 + 3) slashing damage.

Fear Gaze. The merrenoloth targets one creature it can see within 60 feet of it. The target must succeed on a DC 13 Wisdom saving throw or become frightened of the merrenoloth for 1 minute. The frightened target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

LAIR ACTIONS

Any ship a merrenoloth is contracted to captain becomes the creature's lair. When fighting on the ship, the merrenoloth can invoke its ability to take lair actions. On initiative count 20 (losing initiative ties), the merrenoloth can take one lair action to cause one of the following effects; it can't use the same effect two rounds in a row:

- The ship regains 22 (4d10) hit points.
- A strong wind propels the ship, increasing its speed by 30 feet until initiative count 20 on the next round.
- The air within 60 feet of the ship is filled with howling wind. Until initiative count 20 on the next round, that area is difficult terrain, and when a Medium or smaller creature flies into that area or starts its turn flying there, it must succeed on a DC 13 Strength saving throw or be knocked prone.

REGIONAL EFFECTS

A merrenoloth imbues its vessel with powerful magic that creates one or more of the following effects:

- The ship doesn't sink even if its hull is breached.
- The ship always stays on course to the destination the merrenoloth names.
- Creatures the merrenoloth chooses to take on the ship aren't discomfited by wind or weather, though this effect doesn't protect against damage. If the merrenoloth dies, these effects fade over the course of 1d6 hours.

Minotaur

Large monstrosity, chaotic evil

Armor Class 14 (natural armor)

Hit Points 76 (9d10 + 27)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	11 (+0)	16 (+3)	6 (-2)	16 (+3)	9 (-1)

Skills Perception +7

Senses Darkvision 60 ft., Passive Perception 17

Languages Abyssal

Challenge 3 (700 XP)

Charge. If the minotaur moves at least 10 feet straight toward a target and then hits it with a gore attack on the same turn, the target takes an extra 9 (2d8) piercing damage. If the target is a creature, it must succeed on a DC 14 Strength saving throw or be pushed up to 10 feet away and knocked prone.

Labyrinthine Recall. The minotaur can perfectly recall any path it has traveled.

Reckless. At the start of its turn, the minotaur can gain advantage on all melee weapon attack rolls it makes during that turn, but attack rolls against it have advantage until the start of its next turn.

ACTIONS

Greatclub. Melee Weapon Attack: +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage.

Gore. Melee Weapon Attack: +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) piercing damage.

Nightmare

Large fiend, neutral evil

Armor Class 13 (natural armor)

Hit Points 68 (8d10 + 24)

Speed 60 ft., fly 90 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	16 (+3)	10 (+0)	13 (+1)	15 (+2)

Damage Immunities fire

Senses Passive Perception 11

Languages Understands Abyssal, Common, and Infernal but can't speak

Challenge 3 (700 XP)

Confer Fire Resistance. The nightmare can grant resistance to fire damage to anyone riding it.

Illumination. The nightmare sheds bright light in a 10-foot radius and dim light for an additional 10 feet.

ACTIONS

Hooves. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage plus 7 (2d6) fire damage.

Ethereal Stride. The nightmare and up to three willing creatures within 5 feet of it magically enter the Ethereal Plane from the Material Plane, or vice versa.

Pirate Captain

Medium humanoid (any race), any alignment

Armor Class 12 (studded leather)

Hit Points 27 (5d8 + 5)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	11 (+0)	13 (+1)	11 (+0)	10 (+0)	13 (+1)

Skills Athletics +5, Intimidation +4

Senses Passive Perception 10

Languages Any one language (usually Common)

Challenge 2 (450 XP)

Flourish. The captain add its Charisma modifier to its damage rolls for its longsword attack (included in the attack).

Sea Legs. The captain has advantage on ability checks and saving throws to avoid being knocked prone.

ACTIONS

Multiattack. The captain makes one attack with its hand crossbow and one with its longsword.

Hand Crossbow. *Ranged Weapon Attack:* +4 to hit, range 30/120 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 9 (1d8 + 5) slashing damage, or 10 (1d10 + 5) slashing damage if used with two hands.

REACTIONS

Shape Up, Ye Dog (2/day). Whenever a friendly creature within 30 feet of the captain that can hear it misses with an attack, the captain yell perilous threats to allow that creature to reroll the attack roll.

Priest

Medium humanoid (any race), any alignment

Armor Class 13 (chain shirt)

Hit Points 27 (5d8 + 5)

Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	10 (+0)	12 (+1)	13 (+1)	16 (+3)	13 (+1)

Skills Medicine +7, Persuasion +3, Religion +4

Senses Passive Perception 13

Languages Any two languages

Challenge 2 (450 XP)

Divine Eminence. As a bonus action, the priest can expend a spell slot to cause its melee weapon attacks to magically deal an extra 10 (3d6) radiant damage to a target on a hit. This benefit lasts until the end of the turn. If the priest expends a spell slot of 2nd level or higher, the extra damage increases by 1d6 for each level above 1st.

Spellcasting. The priest is a 5th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 13, +5 to hit with spell attacks). The priest has the following cleric spells prepared:

Cantrips (at will): *light, sacred flame, thaumaturgy*

1st level (4 slots): *cure wounds, guiding bolt, sanctuary*

2nd level (3 slots): *lesser restoration, spiritual weapon*

3rd level (2 slots): *dispel magic, spirit guardians*

ACTIONS

Mace. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) bludgeoning damage.

Star Spawn Grue

Small aberration, neutral evil

Armor Class 11

Hit Points 17 (5d6)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	13 (+1)	10 (+0)	9 (-1)	11 (+0)	6 (-2)

Damage Immunities Psychic

Senses Darkvision 60 ft., Passive Perception 10

Languages Deep Speech

Challenge ¼ (50 XP)

Aura of Madness. Creatures within 20 feet of the grue that aren't aberrations have disadvantage on saving throws, as well as on attack rolls against creatures other than a star spawn grue.

ACTIONS

Confounding Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 6 (2d4 + 1) piercing damage, and the target must succeed on a DC 10 Wisdom saving throw or attack rolls against it have advantage until the start of the grue's next turn.

Star Spawn Hulk

Large aberration, chaotic evil

Armor Class 16 (Natural Armor)

Hit Points 136 (13d10 + 65)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	8 (-1)	21 (+5)	7 (-2)	12 (+1)	9 (-1)

Saving Throws DEX +3, WIS +5

Skills Perception +5

Damage Resistances Bludgeoning, Piercing, and Slashing from Nonmagical Attacks

Conditions Immunities Charmed, Frightened

Senses Darkvision 60 ft., Passive Perception 15

Languages Deep Speech

Challenge 10 (5900 XP)

Psychic Mirror. If the hulk takes psychic damage, each creature within 10 feet of the hulk takes that damage instead; the hulk takes none of the damage. In addition, the hulk's thoughts and location can't be discerned by magic.

ACTIONS

Multiattack. The hulk makes two slam attacks. If both attacks hit the same target, the target also takes 9 (2d8) psychic damage and must succeed on a DC 17 Constitution saving throw or be stunned until the end of the target's next turn.

Slam. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 14 (2d8 + 5) bludgeoning damage.

Reaping Arms (Recharge 5–6). The hulk makes a separate slam attack against each creature within 10 feet of it. Each creature that is hit must also succeed on a DC 17 Dexterity saving throw or be knocked prone.

Star Spawn Mangler

Medium aberration, chaotic evil

Armor Class 14

Hit Points 71 (13d8 + 13)

Speed 40 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	18 (+4)	12 (+1)	11 (+0)	12 (+1)	7 (-2)

Saving Throws DEX +7, CON +4

Skills Stealth +7

Damage Resistances Cold

Damage Immunities Psychic

Condition Immunities Charmed, Frightened, Prone

Senses Darkvision 60 ft., Passive Perception 11

Languages Deep Speech

Challenge 5 (1800 XP)

Ambush. On the first round of each combat, the mangler has advantage on attack rolls against a creature that hasn't taken a turn yet.

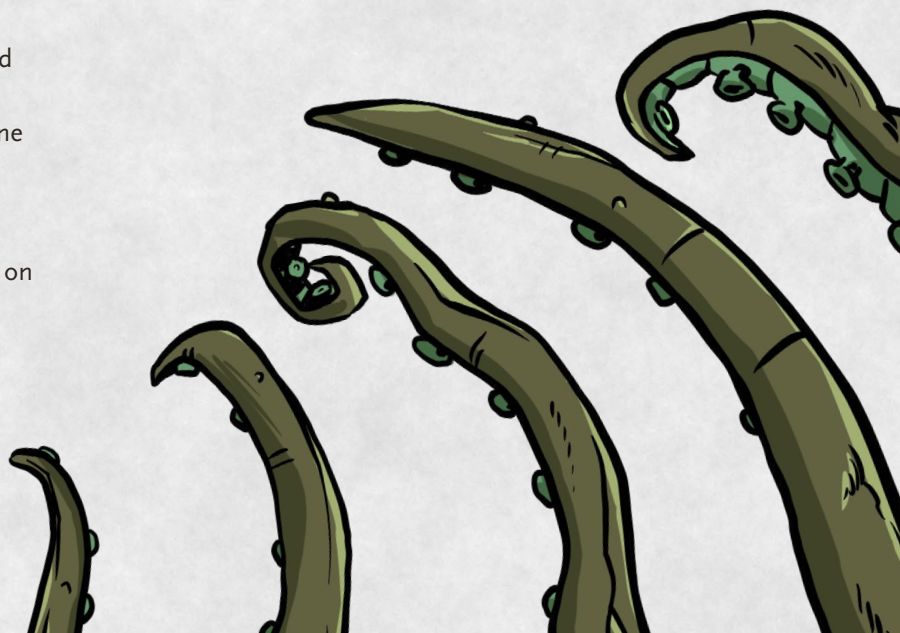
Shadow Stealth. While in dim light or darkness, the mangler can take the Hide action as a bonus action.

Actions

Multiattack. The mangler makes two claw attacks.

Claw. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 8 (1d8 + 4) slashing damage. If the attack roll has advantage, the target also takes 7 (2d6) psychic damage.

Flurry of Claws (Recharge 4–6). The mangler makes six claw attacks against one target. Either before or after these attacks, it can move up to its speed as a bonus action without provoking opportunity attacks.



Star Spawn Seer

Medium aberration, neutral evil

Armor Class 17 (Natural Armor)

Hit Points 153 (18d8 + 72)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	12 (+1)	18 (+4)	22 (+6)	19 (+4)	16 (+3)

Saving Throws DEX +6, INT +11, WIS +9, CHA +8

Skills Perception +9

Damage Resistances Cold; Bludgeoning, Piercing, and Slashing from Nonmagical Attacks

Damage Immunities Psychic

Condition Immunities Charmed, Frightened

Senses Darkvision 60 ft., Passive Perception 19

Languages Common, Deep Speech, Undercommon

Challenge 13 (10,000 XP)

Out-of-Phase Movement. The seer can move through other creatures and objects as if they were difficult terrain. Each creature it moves through takes 5 (1d10) psychic damage; no creature can take this damage more than once per turn. The seer takes 5 (1d10) force damage if it ends its turn inside an object.

ACTIONS

Multiattack. The seer makes two comet staff attacks or uses Psychic Orb twice.

Comet Staff. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 9 (1d6 + 6) bludgeoning damage, or 10 (1d8 + 6) bludgeoning damage if used with two hands, plus 18 (4d8) psychic damage, and the target must succeed on a DC 19 Constitution saving throw or be incapacitated until the end of its next turn.

Psychic Orb. *Ranged Spell Attack:* +11 to hit, range 120 feet, one target. *Hit:* 27 (5d10) psychic damage.

Collapse Distance (Recharge 6). The seer warps space around a creature it can see within 30 feet of it. That creature must make a DC 19 Wisdom saving throw. On a failed save, the target, along with any equipment it is wearing or carrying, is magically teleported up to 60 feet to an unoccupied space the seer can see, and all other creatures within 10 feet of the target's original space each takes 39 (6d12) psychic damage. On a successful save, the target takes 19 (3d12) psychic damage.

REACTIONS

Bend Space. When the seer would be hit by an attack, it teleports, exchanging positions with another star spawn it can see within 60 feet of it. The other star spawn is hit by the attack instead.

Succubus/Incubus

Medium fiend (shapechanger), neutral evil

Armor Class 15 (natural armor)

Hit Points 66 (12d8 + 12)

Speed 30ft., fly 60ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	17 (+3)	13 (+1)	15 (+2)	12 (+1)	20 (+5)

Skills Deception +9, Insight +5, Perception +5, Persuasion +9, Stealth +7

Damage Resistances Cold, Fire, Lightning, Poison, and Bludgeoning, Piercing, and Slashing from Nonmagical attacks

Senses Darkvision 60ft., Passive Perception 15

Languages Abyssal, Common, Infernal, telepathy 60ft.

Challenge 4 (1,100 XP)

Telepathic Bond. The fiend ignores the range restriction on its telepathy when communicating with a creature it has charmed. The two don't even need to be on the same plane of existence.

Shapechanger. The fiend can use its action to polymorph into a Small or Medium humanoid, or back into its true form. Without wings, the fiend loses its flying speed. Other than its size and speed, its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

ACTIONS

Claw (Fiend Form Only). *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) slashing damage.

Charm. One humanoid the fiend can see within 30 feet of it must succeed on a DC 15 Wisdom saving throw or be magically charmed for 1 day. The charmed target obeys the fiend's verbal or telepathic commands. If the target suffers any harm or receives a suicidal command, it can repeat the saving throw, ending the effect on a success. If the target successfully saves against the effect, or if the effect on it ends, the target is immune to this fiend's Charm for the next 24 hours.

The fiend can have only one target charmed at a time. If it charms another, the effect on the previous target ends.

Draining Kiss. The fiend kisses a creature charmed by it or a willing creature. The target must make a DC 15 Constitution saving throw against this magic, taking 32 (5d10 + 5) psychic damage on a failed save, or half as much damage on a successful one. The target's hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Etherealness. The fiend magically enters the Ethereal Plane from the Material Plane, or vice versa.

Veteran

Medium humanoid (any race), any alignment

Armor Class 17 (splint)
Hit Points 58 (9d8 + 18)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	14 (+2)	10 (+0)	11 (+0)	10 (+0)

Skills Athletics +5, Perception +2
Senses Passive Perception 12
Languages Any one language (usually Common)
Challenge 3 (700 XP)

ACTIONS

Multiattack. The veteran makes two longsword attacks. If it has a shortsword drawn, it can also make a shortsword attack.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +3 to hit, range 100/400 ft., one target. *Hit:* 6 (1d10 + 1) piercing damage.

Warlock of the Fiend

Medium humanoid (any race), any alignment

Armor Class 12 (15 with mage armor)
Hit Points 78 (12d8 + 24)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	15 (+2)	12 (+1)	12 (+1)	18 (+4)

Saving Throws Wis +4, Cha +7
Skills Arcana +4, Deception +7, Persuasion +7, Religion +4
Damage Resistances Slashing damage from nonmagical attack not made with silvered weapons
Senses Darkvision 60 ft., Passive Perception 11
Languages Any two languages (usually Abyssal or Infernal)
Challenge 7 (2,900 XP)

Innate Spellcasting. The warlock's innate spellcasting ability is Charisma. It can innately cast the following spells (spell save DC 15), requiring no material components:

At will: *alter self, false life, levitate (self only), mage armor (self only), silent image*

1/day each: *feeblemind, finger of death, plane shift*

Spellcasting. The warlock is a 17th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). It regains its expended spell slots when it finishes a short or long rest. It knows the following warlock spells:

Cantrips (at will): *eldritch blast, fire bolt, friends, mage hand, minor illusion, prestidigitation, shocking grasp*
1st–5th level (4 5th-level slots): *banishment, burning hands, flame strike, hellish rebuke, magic circle, scorching ray, scrying, stinking cloud, suggestion, wall of fire*

Dark One's Own Luck (Recharges after a Short or Long Rest). When the warlock makes an ability check or saving throw, it can add a d10 to the roll. It can do this after the roll is made but before any of the roll's effects occur.

ACTIONS

Mace. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) bludgeoning damage plus 10 (3d6) fire damage.



Appendix 1: The Midnight Carriage

Bonus Objective A

Aboard the *Leviathan*, an ally of the Knights of Holy Judgment named Arden Marsh (male human (Damaran)), a high-ranking member of the Order of the Gauntlet, explains that there is a very narrow window of time in which to confront a hidden cell of the Cult of the Heir. This cell is based near Ylraphon, a port town on the southern edge of the Moonsea region.

Ylraphon is a lawless place, run by the adventurers who pillage the surrounding ruins. Five ruling merchant families attempt to civilize things, including Arden's kin, House Marsh.

A blue-eyed man with a shaved head and perpetual stubble, Arden has arranged for the characters to be teleported directly to Ylraphon, a necessity given the urgent timeframe involved. There they will meet with the paladin Ser Bresden Marsh, Arden's twin brother, who sent word about a local cell of the Cult of the Heir and can inform the characters of the details.

Once they have dealt with this cell, the High Initiate who leads the town's temple to the moon goddess Selûne can teleport them back.

LORE: THE MARSH FAMILY

Characters who succeed on a DC 11 Intelligence (History) check know the Marshes are an old noble family of the Moonsea, exiled from their ancestral holdings in Vaasa after the Spellplague, who have also held land in the areas of Ylraphon and Phlan since ancient times. Those who roll 14 or higher also know that a branch of this mostly human family is water genasi. Rolls of 17 or higher note that the Marshes are known for internal religious conflicts between family members who worship Selûne and other kin who devote themselves to various esoteric cults.

Order of the Gauntlet members know that Arden is feared for hunting down those who betray the faction, and that he has sworn an oath not to return to Ylraphon until he has atoned for some previous misdeed.

Arrival at the Moonwater

Given the urgent timeframe required, the characters are transported to Ylraphon by *teleportation circle*, arriving in a cavernous vault beneath the Moonwater, the dockside temple of Selûne.

The rune-scribed circle of teleportation stands in an underground chamber lit by smoldering coals in silver braziers. The rough stone walls are carved with depictions of primal rites that look to predate even ancient Myth Drannor. Nearby are three glowing pools of water and an altar to the goddess Selûne, bearing offerings of milk and white wine.

Members of the Harpers know that their faction created this circle as part of a larger network, and that it is mostly used in secret to send agents to and from the Moongloom Tower in Everlund. The High Initiate of the Moonwater, a priest of Selûne named Andorran Bree, is also the highest-ranking Harper in the area.

Today, however, it is being used at the behest of the Selûnite paladin **Ser Bresden Marsh**, who greets the characters when they arrive. Ser Bresden looks just like his brother Arden, except for his long dark hair and goatee.

In the seclusion of this hidden chamber, Ser Bresden explains that what he is about to reveal is known only to his kin, and he asks the characters to swear oaths of secrecy. His family suffers under an ancient and shameful curse, but it is this curse that has revealed the cell of the cult to him.

SAVING TIME

If you are concerned about spending too much time on the characters' meeting with Ser Bresden and discussion of the curse, you could also arrange events so that the characters teleport to Ylraphon just before midnight, and must rush to the roof of Old Marsh House immediately, arriving just as the Midnight Carriage arrives. This sends the characters right into the action, but the only info they will receive about the curse will come from asking Ser Bresden questions during the brief carriage ride.

Creature Information

Ser Bresden Marsh (a Lawful Good human paladin) knows how to get to a nearby cell of the Cult of the Heir. Powerful forces stop him from engaging the cultists himself—so he needs the characters' help.

Objectives & Goals. Tonight, a ghostly apparition that has haunted Ser Bresden's family for centuries will come and bear him away to the hidden lair of the local Cult of the Heir cell, and

he wants the characters to accompany him and eliminate the cultists. Bresden himself won't be able to help; he will be busy fighting the undying horror that bars him from interfering. If the characters agree to help, he will guide them to the Marsh family compound.

What Does He Know? Ser Bresden reveals that at midnight tonight a ghostly coach bearing a malevolent spirit will descend from the sky and land on the roof of his family's manse. Due to a family curse, the Midnight Carriage appears every month. On the three nights of each new moon, it bears away a member of his family to see a great evil happening in the world but bars them from interfering or revealing much of what they see.

Since his youth, Bresden has volunteered to be the one borne away by the specter, in order to spare his kin such visions. This is the third night the carriage will take him to a remote mountain cavern where he has seen cult members tormenting a silver-haired woman whose children are being held nearby under threat of death. Whenever the paladin tries to investigate further, a dark entity stops him.

If Bresden tries to speak more specifically of what he's seen, the curse prevents it, causing him to instead speak nonsensical nursery rhymes.

Treasure

If the characters agree to help him, Ser Bresden gives them a *potion of hill giant strength* to use against the cult.

STORY AWARD EFFECTS

Characters who have any of the Local Pursuit story awards gained from previous adventures set in Ylraphon, or any story award describing a positive relationship with members of the Marsh family (such as "House Marsh Militia." or "Favor of House Marsh." are received by Ser Bresden as old allies and friends. He asks them to recount their bold deeds in service of Ylraphon or his family. Award Inspiration to characters who recount their deeds in service of Ylraphon.

The Marsh Compound

Old Marsh House is opulent, but old, and parts of it have fallen into disrepair. Just across the way, separated by a withered courtyard garden, is a complex of storefronts owned by the family, with most rented out to other businesses.

Ser Bresden introduces the characters to his house servants as visiting friends from out of town and gives the characters the use of a suite of guest

rooms. A central spiral staircase leads to the rooftop and links the interior levels.

The characters have some time to kill before meeting Sir Bresden on the roof at midnight. Any gear listed in the *Player's Handbook* is available for purchase in Ylraphon.

The crenellated roof of Old Marsh House offers a commanding view of the town. Other than that, it is unremarkable... until midnight, when the carriage arrives.

The Carriage

At midnight during the new moon, a thick cloud of fog drifts over Old Marsh House, and a large shape blacker than the night itself emerges and descends. The carriage looks much like a normal vehicle of its type, but its shadowy color makes it practically invisible in the darkness. Only the flaming hoofprints of the six **nightmares** pulling it can be seen clearly, hanging in the air for a moment before vanishing like sparks from a campfire. The coachman at the reins, hooded and cloaked in black, is a **merrenoloth**.

The carriage moves in silence until it lands, the nightmares' hooves clattering onto the roof. The door of the carriage opens, and a tall figure with a red helm and armor leans out, a curving, scythe-like sword on its back. This is the Gaunt Cavalier (a death knight), and it beckons with a skeletal hand for Sir Bresden to enter.

There is room inside for the Gaunt Cavalier, Ser Bresden, and eight more Medium-sized creatures. The carriage will not move again until the Gaunt Cavalier and a member of House Marsh are inside, but it will also wait for any guests to board. Then it takes to the air again, noiselessly but with astonishing speed.

Creature Information

The Gaunt Cavalier and his allies are powerful. A battle with them would likely end in the characters' deaths, even with Ser Bresden's help, but these spectral horrors are not here to fight. Their only purpose is to convey the paladin and his guests along on their journey.

Sir Bresden is eager to remind the characters that these apparitions are not the evils he brought them to confront, and that they are likely too powerful to defeat. If necessary, he reveals that he and some allies did manage to kill the Gaunt Cavalier once before—but the allies died fighting, and the carriage and its sinister occupants reappeared on the next new moon, just as if the battle had never happened.

THE MIDNIGHT CARRIAGE

The carriage itself is a magical vehicle with AC 15, 80 hit points, and a damage threshold of 5 (meaning that any single attack or other source of damage that deals 5 points of damage or less to the carriage is ignored). The nightmares pulling it grant the carriage resistance to fire damage and a flying speed of 90 feet.

For purposes of the merrenoloth coachman's abilities, the carriage is treated as a water vessel with the merrenoloth as its captain.

Developments

During the carriage ride, the Gaunt Cavalier sits silently, its eyeless gaze fixed on Bresden. While traveling through the air, the carriage enters the Border Ethereal, though there is no sign of this transition visible from within.

The black carriage climbs into a deep bank of dark clouds, making it nearly impossible to track where the carriage is going. Ten minutes later, it emerges somewhere above the nearby Trollclaw Mountains.

THE NATURE OF THE CURSE

If the characters seek to learn more about the curse, no one outside the Marsh family knows much. If pressed, Ser Bresden and other members of the Marsh family can reveal that a family ancestor betrayed the dwarf king who once ruled these lands, causing his kingdom and subjects to be destroyed by invading orcs. It is for this treachery that the ancestor and his descendants were cursed. Ever since, dark spirits come for a scion of the house every new moon. They convey that descendant away to witness impotently as some other member of the family commits an act of despicable evil somewhere in the world. In this case, that evil is unusually close to home.

The Mountain Aerie

The nightmares' flaming hooves singe the tops of trees on the slopes of the mountain range. One of the highest peaks is capped in snow and ringed with clouds. Atop the clouds, silvery towers can be seen, but they seem to be slowly disintegrating. The carriage rushes straight towards the rocky summit, as if it would crash... and then passes through it intangibly, emerging into a set of branching mountain caverns.

These caverns in the mountain are part of the lair of a silver dragon, but the area is now occupied by a cell of the Cult of the Heir. While the carriage

itself remains in the Border Ethereal during its time here, invisible to those who have not traveled in it, passengers who exit the carriage return to the material plane and find themselves in area A1, which is visible through the carriage's windows.

The Gaunt Cavalier, Sir Bresden, and the characters all benefit from an invisibility spell that begins when they exit the carriage. Like a normal invisibility spell, it ends for any creature that attacks or casts a spell.

Area Information

The area has the following features.

Light. Areas A2 and A3 are lit by continual flame spells cast on torches wedged into cracks in the walls. Other areas are mostly dark.

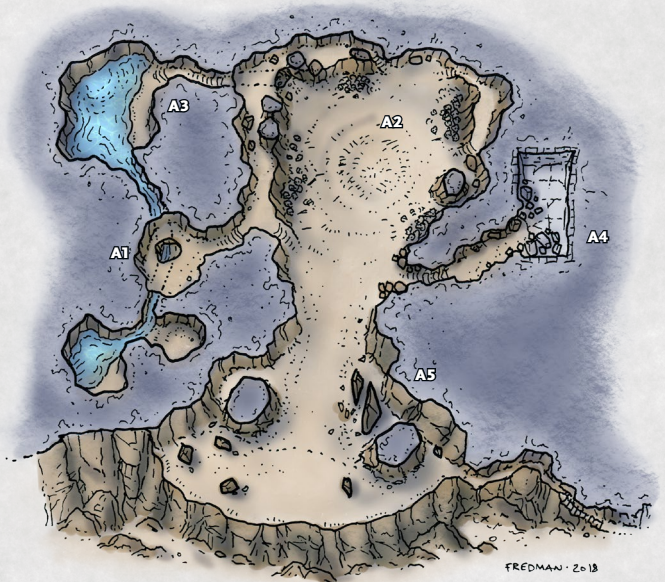
Manacles. The manacles the cult members use to secure their prisoners can be broken with a successful DC 17 Strength (Athletics) or unlocked with a successful DC 15 Dexterity (thieves' tools) check.

Sights and Sounds. The roar of running water from area A3 is loud everywhere, but becomes deafening within 15 feet of the actual pond and stream.

Extreme Cold. The floors and walls are slippery with ice (disadvantage on ability checks or saving throws to avoid falling prone), and the air in the caverns is freezing.

Creature Information

If (when) the characters attack anyone here or try to interfere with the cult directly, the Gaunt Cavalier immediately attacks Sir Bresden. If this happens, Sir Bresden keeps the Gaunt Cavalier engaged while the characters do battle but calls out that he can't last for long.



The powerful combatants clash with blade and spell, but don't roll any dice for battle between these NPCs unless the characters directly involve themselves. Instead, on initiative count 10 of each turn, the Gaunt Cavalier and Ser Bresden each inflict 20 points of damage on the other.

Ideally, you can just keep track of the damage and won't even need to reference their stat blocks (they each have 180 hp). However, half of all damage the Gaunt Cavalier takes is transferred to his mystical carriage. If the Midnight Carriage absorbs damage that reduces it to 0 hit points (it has 80 hit points, as described previously), it is destroyed, and the Gaunt Cavalier takes any leftover damage.

Basically, if the characters attack the cultists, they have just under a minute (9 combat rounds) to finish before the Gaunt Cavalier kills Ser Bresden. Sir Bresden should make it clear that he will be fighting for his life while the characters seek to defeat the cult.

If Sir Bresden or the Gaunt Cavalier is killed, the Midnight Carriage vanishes along with its crew, and the characters must find their own way back to civilization.

If any battle started by the characters ends (whether in victory or defeat), the Gaunt Cavalier stops attacking Ser Bresden. Either way, both combatants remain invisible to those who have not traveled in the carriage.

STATS FOR BRESDEN MARSH

Ser Bresden is a powerful paladin, with rules statistics like those of a **death knight**, with the following very important changes:

- Bresden's alignment is Lawful Good and his creature type is Humanoid (Human), not Undead.
- He does not have the **Marshal Undead** trait.
- He has the following paladin class features: **Divine Sense** (5/day) and **Lay Hands** (95 hp pool).
- His **Hellfire Orb** ability is called **Moonfire Orb**.
- He deals radiant instead of necrotic damage with both **Moonfire Orb** and the **destructive wave** spell.

A1. Side Cavern

This cave is uninhabited and mostly dark, aside from the light bleeding in from the tunnel to area A2. A hole in the floor leads down 10 feet to the icy underground stream that flows from the pond in area A3.

It is possible to swim to area A3 via the underground stream, but it only takes a DC 10 Wisdom (Survival) check to notice that such frigid waters can be fatal to anyone who stays in them too long. Due to the current and the extreme coldness

of the waters, anyone swimming in the stream must succeed on a DC 15 Strength (Athletics) check each round or fail to make progress.

Each time a creature fails this check, it takes 1d4 cold damage and must make a DC 15 Constitution saving throw, suffering one level of exhaustion on a failure. Creatures with resistance or immunity to cold damage automatically succeed on the saving throw, as do creatures naturally adapted to cold climates. Creatures wearing cold weather gear (thick coats, gloves, and the like) have advantage on the saving throw, but disadvantage on the Strength (Athletics) check to swim (due to the weight of their soaked heavy garments).

A2: A Mother Imprisoned

In this large cavern chamber, two cult leaders have made a frantic-looking woman their prisoner. She appears to be a female dwarf, and she begs her captors not to harm her children. Manacles chain her wrists and ankles. The cult leaders, a dragonborn and a water genasi, stand at a distance, assuring her that her children are safe as long as she obeys. The whole arrangement looks extremely elaborate for one dwarf prisoner...

Creature Information

The leader of the cultists is **Zhantos** (CE male black dragonborn blackguard), an evil paladin with an **eyepatch** and black plate mail. Zhantos is zealous and takes joy in crushing paladins and knights in battle.

Zhantos is aided by **Cressid Marsh** (NE female water genasi **warlock of the fiend**), Ser Bresden's distant cousin. Cressid has smooth blue-grey skin and teeth filed into points, giving her a shark-like face. When she inflicts fire damage, it manifests as a blast of super-heated steam rather than actual flame.

The woman is **Lady Silubra Stormbright**, of Ylraphon, whose husband Garm leads a temple to the dwarf deities. Secretly, however, Silubra's dwarf form is a disguise; she is a shapechanged **adult silver dragon**.

Objectives & Goals. Zhantos and Cressid want Silubra to destroy the airship *Leviathan*, which carries leaders of the cult's allied enemies, the Knights of Holy Judgment and the Cult of Zariel. In order to force Silubra to do so, they snuck into her lair, and now their cultist minions



hold her eggs hostage in area A3. They are waiting on intelligence regarding the airship's location before forcing her to attack.

If she knew her children were no longer in danger, Silubra would immediately assume her true form as a silver dragon (easily breaking her chains) and seek to destroy the cultists. Otherwise, she remains meek and docile, desperate to negotiate the safety of her offspring.

What They Know. The cultists know that their threat to the eggs is all that keeps Silubra from killing them. Cressid carries a loud whistle carved of coral—if she blows it, the intellect devourers in area A3 begin consuming the brains of Silubra's half-dragon children, who are still vulnerable within their eggs. The whistle is Cressid's leverage, and not only uses it to control Silubra but to try and stop any battle she is likely to lose.

A3. The Coldwater Nursery

Three dragon eggs lay cradled in a nest lovingly crafted of ice that floats on the chilly waters of the underground pond. On the shore right next to the eggs, deep gnome cultists grip the ends of chains restraining unnatural four-legged creatures. These abominations resemble humanoid brains with limbs.

The Gaunt Cavalier bars Ser Bresden from entering this area, attacking the paladin if he tries. However, the death knight makes no attempt to stop the characters from entering.

Creature Information

The three **intellect devourers** on leashes in this chamber are well-trained and ready to attack the silver dragon's eggs if they receive the signal from area A2. They remain within 5 feet of the eggs for this purpose.

Keeping the intellect devourers in check are a number of deep gnome cultists of the Heir (statistics as **Jamna Gleamsilver**) equal to the number of player characters.

The unborn hatchlings within the dragon's eggs are considered incapacitated and unconscious, making them very vulnerable to attack. These half-dragons need months before they develop enough to hatch safely (Silubra intends to raise them as dwarves, magically hiding their half-dragon nature until they are older).

If Cressid blows her whistle in area A2, one of the intellect devourers here will consume the brain of one of the silver dragon's children with its *Body Thief* action (the unborn hatchlings have disadvantage on the Intelligence check against that action, and a +1 modifier, making them easy prey). Once the signal is given, unless the cult leaders provide a

separate signal to stop, on each subsequent turn another intellect devourer will use *Body Thief* to consume an unhatched egg's brain.

Objectives & Goals. The deep gnome cultists are devoted to the Heir of Orcus and obey Zhantos and Cressid without hesitation. They do their best to help maintain the cult's leverage over the dragon by keeping the eggs threatened. If attacked, they call out loudly for their leaders in area A2.

The intellect devourers were a gift from a mind flayer ally, and they are just as obedient to the cult's aims as they would be to their illithid creator.

What They Know. The deep gnomes were recently recruited in the Underdark outside the nearby duergar outpost of Duerradin, and are low-level worshippers with little knowledge of the cult's larger plans.

PLAYING THE PILLARS

Here are some suggestions for these two linked encounters:

Combat. A fight that draws the characters into battling the cultists in both areas A2 and A3 would likely get them all killed. If they defeat the enemies in one area first, then deal with the others, the battles are manageable (especially since the characters can remain invisible until engaging). If the threat to the eggs is removed first, and Silubra can confirm the safety of her offspring, her aid makes it easy to quickly defeat Zhantos and Cressid.

Exploration. Wise characters will take advantage of their starting invisibility to scout out both areas before making any attempt to intervene. This also gives them the opportunity to attack with surprise.

Social. Negotiation will not dissuade Zhantos or Cressid from their ill intent, but successful attempts at parley can help distract them from attacks on their minions in area A3.

A4. The Prisoner's Cell

A halfling is manacled to the icy walls of this area, which is worked stone rather than natural cavern.

The halfling prisoner is an explorer named **Hugon Haversack**, and he is eager to be free.

Creature Information

Hugon is a rogue descended from a unique halfling. His grandfather Emilo was a hero of mysterious heritage, a member of the famous adventuring company called Finder's Band. Eager to live up to this illustrious descent,



Hugon is a writer who plans to chronicle his travels to dangerous places (“The next Volo!”). When he came here seeking rumors of a silver dragon’s lair, he ran afoul of the cultists, who imprisoned him to serve as a ritual sacrifice later.

Objectives & Goals. Hugon hates it here. His short attention span (an inherited trait) makes boredom the equivalent of torture to him. He desperately wants to be freed, or to get ahold of lock picks so he can free himself, and he is really annoying until this happens. He is willing to aid the characters in any way they ask in exchange for his release.

What He Knows. Having been eavesdropping, Hugon knows the entire situation with the imprisoned silver dragon’s eggs and the intellect devourers in area A3, and that the “dwarf” being held prisoner by the cultists in area A2 is the dragon. He is happy to relate this information to anyone he meets.

If rescued, Hugon becomes far less agitated, calming enough to recall some other information he passes on to any character who has been friendly to him. He says also heard Zhantos say that Thelbunious’s true power is “the enormous hulk who serves him,” and that any foe who stays too close to this “hulk.” will soon fall.

STATS FOR HUGON HAVERSACK

Hugon uses the statistics of a **master thief**, with the following changes:

- Hugon is a halfling, and his size is Small.

Treasure

Hugon’s has a paper he pickpocketed from Cressid as she was locking him up. It is written in Abyssal, so he can’t read it, and looking at the words gives him a headache. It reads:

Behold the revelation of the ritual:
*“That is not dead which can eternal lie,
And with strange aeons even death may die.
From Great Old One a-dreaming who lies dead,
A comet-tail falls to point the way ahead.
In caverns deep, claim power no stars can end;
By Far Realm gifts, the Heir may soon ascend.”*
—T.

A5. Lair Entrance

The wide cave-mouth opens here to a windswept cliff on the mountain-side. Climbing the frozen cliff is difficult, but not impossible.

Developments

If her children are saved, Silubra is tearfully grateful. Like Ser Bresden, she asks the characters for promises of secrecy, especially in the (likely) event that they have discovered she is a dragon.

In addition to the fact that Silubra lives peacefully among the folk of Ylraphon without their knowing her true nature, she doesn’t want her husband Garm to know of the cult’s attack on their family (he has sworn an oath of pacifism, and she does not want his wrath at this outrage to put him back on the path of violence).

There is little time for further discussion of these matters, however. About a minute after any conflict is resolved, the Gaunt Cavalier (who, if he was attacking Ser Bresden, stopped when the other fighting ended), points at the carriage, signaling that it is time to enter it again and return home.

One minute after that, if Ser Bresden is aboard, the Midnight Carriage heads back to Ylraphon, whether the characters are with him or not. If Ser Bresden is not aboard by then, the Gaunt Cavalier attacks him and does not cease until he enters the carriage.

If Ser Bresden makes it back to town, he can send a message to the Knights of Holy Judgement with details of how the matter was resolved. The airship *Leviathan* will arrive soon to pick the characters up.

Also, if Bresden feels the characters did well, he says he may contact them to help with future evils he sees. The character’s dark journey with the Gaunt Cavalier may be over, but for Bresden, it will go on and on, month after month, on each night of the new moon.

Treasure

If the characters agree to keep this incident and her true nature a secret, Silubra gives the characters a silver coin etched with an elegant rune. She says her husband used it in a holy rite, and it bears a special (but temporary) blessing of protection.

The next time during this adventure that a character bearing this scale on their person takes psychic damage, it has resistance against that damage. Once this happens, the coin’s magic is used up, and it changes from silver to polished ashwood as the rune vanishes. If it is not used before the adventure ends, the coin still loses its magic at that time. The coin has no monetary value.

Appendix 2: The Last Call

Bonus Objective B

The Cult of Zariel recently hired an eladrin bard from the Moonshae Isles, Alane Silverleaf, to track down the center of the Cult of the Heir's activities in the dangerous wilderness known as the Flooded Forest. Apparently, she has succeeded. Vindictus, the leading devotee of Zariel in the Moonsea region, recently received the following missive from Alane:

Vindictus,

As instructed, I have uncovered the activities of the Cult of the Heir in the Flooded Forest. They have a secret underground lair. I will be camped at the circle of standing stones due north of the Old Elven Watchtower that overlooks the Altar of the Smoldering Eye. Come meet me and provide the agreed-upon payment, and I will provide their location.

If you encounter this cell of cultists, be very wary; their leader can attain a more powerful form by foul rituals of sacrifice. It is only by luck and cunning that thus far I have avoided death at their hands.

Please come quickly.

—Alane

Vindictus provides the airship *Leviathan* to transport the characters to the circle of standing stones.

The Standing Stones

When the characters arrive at the circle of standing stones Alane described, they will quickly discover her corpse. She died in an ambush before she could pass on what she knew, and her dog companion guards her body.

Fortunately, only a day or so before her death, she had used a scroll of *awaken* on her loyal dog, Otho, granting him sentient intelligence and the ability to speak Common. Otho can reveal the cult cell's location but requires some convincing.

STATS FOR OTHO

Otho uses the **mastiff** stat block, but due to the effects of the *awaken* spell, he has an Intelligence score of 10 and can speak and understand Common.

Creature Information

A shaggy moorhound (statistics as a **mastiff**, but with a 10 Intelligence and the ability to speak and understand Common), Otho lays curled up next to the corpse of his fallen master Alane, head resting on his paws and growling aggressively at anyone who approaches.



Due to his grief over Alane, combined with the new self-awareness and existential confusion of his awakened intelligence, Otho sees his life as devoid of meaning. Anything but mourning over the body of his beloved former master seems pointless.

Objectives & Goals. Otho only wants to grieve over the bard he loved and protect her body. Human concepts like revenge make no sense to him; punishing Alane's murderers wouldn't bring her back. In fact, as a newly intelligent being, Otho is experiencing an existential crisis in addition to his grief. Unless convinced otherwise, he has no motivation to do anything, nor to reveal his information.

What Does He Know? Otho was with Alane as she tracked down the cultists and knows they were at a secret inn in the Flooded Forest. Not long after the bard tracked them down, however, other cultists emerged from hiding in the woods to make a surprise attack. They escaped, but Alane only made it to this meeting place before dying of her wounds. If motivated, Otho could guide the characters to the inn ("The Last Call") himself. Theoretically, he could also give directions, but that will take longer, as doing so is a new concept for him.



PLAYING THE PILLARS

Here are some suggestions for this encounter:

Combat. Violence and intimidation can be used to motivate Otho, but, if so, he uses his new intelligence to deceive such bullies. He leads them to a clearing in the forest where all the cultists from the Last Call will attack in an ambush, gaining surprise just as they did against Alane.

Exploration. Characters can follow Alane's tracks by making a DC 17 Wisdom (Survival) check. On a success, the characters pick up Alane's tracks leading back to the hidden location of the Last Call.

Social. Peacefully convincing Otho is the best solution but requires some thoughtful roleplaying. Successful DC 15 Charisma checks with appropriate skills can help, but no single check makes any progress without a compelling argument (such as citing what Alane would have wanted or helping Otho find a new meaning for his existence). Rather than going into this encounter with a successful approach in mind, respond to the players' creativity.

The Last Call

In a nearby clearing, a wooden building stands in the center of a fetid pond.

The Last Call is a secret inn in the Flooded Forest outside Ylraphon, along a popular route used by travelers to the underground duergar outpost of

Duerradin. It is built over an ancient dwarf tomb in the center of a marshy pond. The spies, pirates, assassins, and other criminals who are the Last Call's patrons use it to avoid the attention of lawful authorities, which is why the inn's location is revealed only to a select few.

The Last Call is hidden from sight by the thick canopy of duskwood trees above and by some basic illusion magic. It is an urban legend to most, but members of the Zhentarim and the Shadowcloaks (the local thieves' guild) know the Last Call and use it, as do major players in Ylraphon's thriving black market.

BO. The Common Room

The front door is kept barred, requiring a DC 20 Strength (Athletics) check to batter it down or a DC 18 Dexterity (Sleight of Hand) check to insert a sword or other flat, sturdy object into the space next to the door and use it to lift the heavy oak bar out of place.

If the characters wish to enter by the front door, they must get past a half-orc devotee of Bane (stats as a **blackguard**), here in his duties as a bodyguard for some of the Zhentarim drinking in the common room. Acting as a doorman, he asks for a password. This is a test, as there is no password (a fact members of the Zhentarim and Shadowcloaks know). The bodyguard attempts to bar characters who fail this test from entering but avoids battle except in self-defense. He follows and spies on characters who enter after failing the test.

Despite the illicit nature of this enterprise, the common room and other basic elements of the business are much like any other inn. Keys to all the locked doors in area B1 are kept here behind a desk.

Creature Information

A half-dozen sketchy-looking folks are drinking here, but none of them have any direct knowledge of the Cult of the Heir.

However, the woman behind the bar, the server who assists her, and the bodyguard at the door know that a mysterious religious group inhabits the lowest level, which is reached via the door in the southeast corner of area B1. The owners, two bored elf adventurers named Clif and Gythen, who are drinking in the Common Room alongside the patrons, know a bit more...

Objectives & Goals. The inn's patrons and employees want no trouble or attention from local authorities. The value of this place rests in its security and secrecy.

Clif and Gythen won't help the characters with their mission at all unless they are very solidly convinced that their long-term tenants (the cultists) are doing some truly horrible things. Even then,



they won't offer direct aid, seeking to avoid violence in their place of business. While they oppose demon worship and acts of evil, on some level they do find the idea of a demonic cult in their basement kind of exciting.

What They Know. Clif and Gythen know all of the information above, and also know that there is an extra key to the door to area B2 they never told the cultists about. Gythen keeps this key in his belt pouch. These elves believe the cultists to be members of a heretical sect of sensual Sune worshippers, who paid several months of rent in advance and never seem to cause any trouble.

B1. The Tomb Rooms

Dwarven heroes from a long-forgotten family were once buried in the mausoleum chambers here, but their bodies were exhumed and pillaged long ago. Later, the rooms were refurbished as places for the Last Call's paying customers to spend their nights.

Area Information

The area has the following features.

Light. Two large candelabras, one at each end of the hallway, each shed bright light for a radius of 10 feet. The rest of the area is only dimly lit, though the inhabited rooms may have their own light sources inside.

Locks. All doors on this level are locked. A DC 17 Strength (Athletics) check bashes one of the doors in. A DC 15 Dexterity (thieves' tools) check opens the locks.

Stairs. The stairs on the west side of the area lead up to area B0, the Common Room. Behind a locked door in the southeast corner is another staircase, leading down to the west end of area B2, the Cult's Sepulcher.

Rooms. The doors to the various rooms are all locked. The keys to empty rooms are in area B0, while the keys to the other rooms are with the guests who rented them. Each room is spare, cold stone, with no furniture; guests are expected to provide their own bedroll or whatever they wish to sit or sleep on.

To determine the contents of a particular room, roll 1d20 and consult the following table. Any creatures in these rooms are angry if someone breaks in, and most will likely attack unless intruders leave immediately or provide a good reason for bursting in.

d20 Room Contents

- | | |
|------|--|
| 1–8 | Vacant room |
| 9–14 | Rented room, but the renter is not here. Only basic gear (a bedroll, candles, some clothing) is left behind. There is a 40% chance that the door is trapped with a bottle of alchemist's fire above the door-frame that falls if the door is opened more than half-way (DC 15 to spot with Wisdom (Perception), DC 15 Dexterity saving throw to avoid 3d8 fire damage). |
| 15 | Orion Rhetgaur, a fugitive, looks like a drow (stats as a pirate captain) with platinum blond hair, but he is actually a psym (a living psionic construct, as described in CCC-ROLL20-02 <i>The Heir of Orcus: Verse III</i>). The duergar of Duerradin want him dead for smuggling other psyms out of slavery there. He asks intruders if they've come to kill him, and if it is "time to die." If they attack, he says "That was irrational of you... not to mention unsportsmanlike" before attacking. |
| 16 | Commander Sundeth (a blackguard), is a hideous, eight-foot -tall half-ogre paladin of Loviatar from Skullport. Described in DDAL 08-11 <i>Poisoned Words</i> , he is here to deal with an enemy of his master, the beholder crimelord called the Xanathar. He is cleaning tools of torture, and he gives intruders a count of six to leave before he grants them the gift of his goddess's pain. |
| 17 | Lora and Alek, two human members of the Shadowcloaks (pirate captains) engaged in a passionate extramarital affair, are discussing whether or not to leave their unknowing spouses back in Ylraphon. |
| 18 | Jamna Gleamsilver , a gnome spellcaster (last seen in <i>Hoard of the Dragon Queen</i>) and Zhentarim agent, rolls her eyes and says that she has nothing here worth stealing. She'd prefer to avoid a fight. |
| 19 | The Zhentarim mercenary Fzoul Slovis (a human veteran last seen in DDAL05-02 <i>The Black Road</i>) is trying to calm down two tielfing Shadowcloaks (pirate captains named Clara and Cithrin) over a black market deal gone wrong. The tielfings are ready to attack intruders, but Fzoul seeks to de-escalate before combat breaks out, and only fights if necessary. |
| 20 | The room of Darkhelm, a male drow wizard (statistics as a warlock of the fiend), who wears a black metal skullcap, the elaborate robes of a Red Wizard of Thay, and a frustrated expression; he says "Not again" before a contingency spell activates and teleports him back to his home in Ylraphon. |

Creature Information

At the far east end of the hall, a number of brooding, teenaged tiefling **cultists** (mostly young women, all members of the Cult of the Heir) equal to the number of player characters are standing around, trying to look nonchalant. However, a DC 12 Wisdom (Insight) check easily discerns that they are there for a reason, likely watching or guarding something. A result of 15 or higher also notes that while each is trying to look cool and detached, all are actually thrilled to be here.

The eldest, a 17-year-old named Chance, usually speaks for the group if necessary and has a key in her pocket that unlocks the nearby door leading down to area B2. If the players seem like they are having trouble figuring which way to go, you can save time by having one of these recruits ask Chance if the characters are new initiates to the cult who should be escorted to Ulbereth.

Objectives & Goals. These low-ranking new cult recruits are tasked with making sure no one tries to break through the door to the staircase and intrude on the rites being performed in area B2. They are eager to do well and be initiated into the cult's deeper mysteries.

What They Know. These cultists are largely ignorant of the larger organization to which they belong. Each fled persecution based on some part of their identity (being tieflings, their gender or religion, or something else). Each ended up homeless in a nearby town like Ylraphon, Tavilar, or Maskyr's Eye. The cult leader Ulbereth (who often seeks disaffected youth with no other place to go to serve as minions) recruited them. He offered free room and board and "a place where everyone is welcome."

Most have been here about two weeks. They believe Ulbereth (whom they know as a "charismatic elf." is a prophet. Just by providing warm meals and a safe place to sleep, the cult leader has won their loyalty.

All the new recruits know of the cult's theology is that it requires "actualizing your own desires and ambitions." and that they worship an "ascending demigod." called the Heir. They know their cell used to have a leader called Thelbunious, but he has been gone for quite some time, leaving Ulbereth in charge. They know secret rituals happen below, but have only assisted with them while blindfolded.

B2. The Cult's Sepulcher

Once the burial chamber of a warpriest serving the dwarf god Dumathoin, this underground sepulcher was first looted by adventurers before being refurbished as a covert inn.

Clif and Gythen rented out the lowest level to folks they believe to be devotees of Sune seeking to perform private and intimate rites. The cultists paid well, on the condition that Clif and Gythen never enter the sepulcher. In fact, these secretive tenants have been sacrificing intelligent humanoids to the Heir of Orcus.

The cultists never kidnap victims from the inn itself, but consider any new person visiting the inn to be fair game.

Area Information

The area has the following features.

Lighting. The candles on the walls of this room smell of incense and provide dim light.

Smells & Sounds. The scent of incense is thick in this sacrificial chamber. If the cultists' ritual has yet to be interrupted, their hideous chanting in Abyssal can be heard.

Caskets. Coffins emptied of bodies and treasure line the north and south walls, now acting as closets where the cultists' robes and other possessions are stowed.

The Statue. The stone carving of Dumathoin's priest at the east end of the room has been defaced, its facial features chiseled off. A new symbol, of two interlinked triangles pointing down, has been carved into the statue's torso. A DC 15 Intelligence (Investigation or Religion) check reveals this as an ancient occult symbol predating the rise of the demon lord Orcus.

The Inner Tomb. A walled hallway in the center of the sepulcher is lined with statues of dwarven priests, each defaced with the same interlocking-triangle symbol as the statue. Occult symbols are carved into the floor.

The cultists use this area to perform prophetic rituals that grant visions of the end of Orcus's reign within the layer of the Abyss known as Thanatos. They believe that this ritual speeds the ascension of the Heir of Orcus at her father's expense, but only if it is performed properly, and only if it ends in the sacrifice of an intelligent humanoid. The ritual also fuels their leader Ulbereth's horrifying transformations.

Creature Information

The cult members include a number of pirate captains equal to the number of characters in the party and their leader, a shadar-kai master thief called Ulbereth of Duskport. They are gathered in the inner tomb area, finishing their ritual with loathsome chanting in Abyssal.

As the characters enter, Ulbereth has just transformed into a **star spawn mangler**, thanks to the ritual and a fragment of the comet that led Thelbunious to his transformation (taken when Ulbereth fled the expedition to the Caves of the Writhing Nightmare). Ulbereth can still speak Common in his mangler form, and in a monstrous voice he commands, “Finish the sacrifice now, before I return to mortal form!”

The cult members draw wavy blades, preparing to stab their sacrificial victim, a female **minotaur** in sea captain’s garb on the floor at the foot of the statue. This is **Walharrow II**, daughter of the famous minotaur pirate, Captain Walharrow (from DDEX1-9 *Outlaws of the Iron Route*). On the way to the Last Call, she ran afoul of the cultists.

Knocked unconscious (stable at 0 hit points), Walharrow II is now chained to the floor with manacles on her wrists. If the minotaur takes damage three times while she is unconscious, she dies and the cultists complete their sacrifice. Ulbereth and any cult members not directly engaged in sacrificing Walharrow II fanatically attack those who interrupt their acts of worship.

Objectives & Goals. Ulbereth and the cultists intend to sacrifice Walharrow II to finish their ritual. They also seek to kill anyone who might reveal their activities to their enemies or to Clif and Gythen.

Walharrow II seeks only to survive these horrors. If freed and revived with healing, the minotaur will happily help fight the cultists.

What They Know. The fanatics here know little of their cult’s larger operations. The cell here was started by the warlock Thelbunious, but he has been away since he witnessed a portentous comet, leaving his second-in-command Ulbereth in charge.

The cultists know that Thelbunious believes this comet is a sign of the star spawn and a great evil whose power might be able to help the Heir of Orcus destroy her father. Thelbunious left with a group of cultists to go harness this power—the only one who came back was Ulbereth, bearing a mysterious crystalline stone.

Ulbereth traveled with Thelbunious to find the power the comet had revealed. After finding a crystalline rock he believed to be a piece of the comet, he hid it on his person, and fled the caves when the rest of his group was attacked. He saw the star spawn tear apart most of the others, but saw that Thelbunious also escaped, pressing on deeper into the caves. He knows that Thelbunious sought to assume a more powerful form, similar to what Ulbereth has been doing here.

The only other useful information Ulbereth has is something Thelbunious passed on from his research: that the powerful star spawn seers can warp space around them, and that they are much harder to kill while they have a star spawn hulk in sight.

Walharrow II (last seen in CCC-YLRA01-03 *Bound by Duty*) has no idea who these cultists are or why they kidnapped her. Normally, she leads her father’s old crew aboard their pirate ship, the *Baphomet’s Blood*, on raids throughout the Moonsea and the Sea of Fallen Stars, but a few days ago she came to the Last Call to sell some stolen goods. The cultists ambushed her less than half a mile from the inn. Any mention of her father (no matter the context) sends her into a murderous rage.

PLAYING THE PILLARS

Here are some suggestions for this encounter:

Combat. The cultists are committed to their ritual. If you are worried about time, they only attack the characters after their ritual is complete or in self-defense. When more than half the cultists are dead, the weakest remaining cult member drops their weapon and pleads for mercy. They promise to tell the characters about “what Thelbunious has done.”

Exploration. Since the cult members all have a passive Wisdom (Perception) score of 10, sneaking up on them is not that difficult. This could allow the characters to attack with surprise or to quickly rescue Walharrow II.

Social. Characters might be able to use trickery to divide the enemies here by succeeding on a DC 15 Charisma (Persuasion) check while pretending to be new cult recruits or representatives of cult leaders.



Developments

If Ulbereth is reduced to half his hit points as a star spawn mangler, unless Walharrow II has been killed, he reverts to his true form as a shadar-kai master thief at the start of his next turn (if you have access to the rules for the shadar-kai elf subrace in *Volo's Guide to Monsters*, you can give him those racial traits in his **master thief** form if you wish, but don't apply the ability score increase). When Ulbereth transforms, his hit points are reduced by the same amount of damage he had taken in his previous form.

However, if Walharrow II is killed, Ulbereth gains 15 temporary hit points. If he is still in his star spawn mangler form when he gains these temporary hit points, he remains in that form for the rest of the encounter, no matter how much damage he takes.

If the cultists are defeated, Clif and Gythen eventually come down and are shocked to see just how horrific the cult's activities here were.

As adventurers, they aren't very good at running a business and they see they made a big mistake renting to the cultists. The two elves resolve to hire someone to manage this place for them. If they are on good terms with the characters, they reward them for exposing the loathsome business going on beneath their feet. (See "Treasure," below.)

Walharrow II is happy if she is freed, but she displays little gratitude and leaves as soon as she can once the cultists are no longer a threat.

Once their mission is done, the characters should be able to return the same way they came.

Treasure

Unless the characters have upset or annoyed the two inn-owners, Clif and Gythen offer a reward to adventurers who defeated the cultists: a *potion of invulnerability*. However, they say this reward is conditional on the characters swearing not to go tell others about their inn or its location.



Appendix 3: Sanity Rules

This adventure uses Sanity to depict the vile horrors of the star spawn, Far Realm, and influences of Cthulhu in Part 2 and 3 of this adventure.

Each character begins the adventure with a Sanity score of 5. A reduction in Sanity results in characters experiencing various forms of madness. The below tables detail what occur when a character's Sanity score is reduced and the resulting effects of madness.

Sanity Scores and Effects

Sanity Score	Effect
5	—
4	Short-Term Madness
3	Short-Term Madness
2	Long-Term Madness
1	Long-Term Madness
0 or below	Indefinite Madness

SHORT-TERM MADNESS

d8 *Effect (lasts 1d10 minutes)*

- 1 The character retreats into their mind and becomes paralyzed. The effect ends if the character takes any damage.
- 2 The character becomes incapacitated and spends the duration screaming, laughing, or weeping.
- 3 The character sees large tentacles burst through the walls around them, becomes frightened, and screams as loud as they can.
- 4 The character begins babbling and is incapable of normal speech or spellcasting.
- 5 The character believes the nearest creature to them is a star spawn. The character must use their action each round to attack the nearest creature.
- 6 The character experiences vivid hallucinations of Cthulhu devouring them whole and has disadvantage on ability checks.
- 7 The character does whatever anyone tells them to do that isn't obviously self-destructive.
- 8 The character experiences an overpowering urge to eat something strange such as dirt, slime, or a scab off their body.



LONG-TERM MADNESS

d8 Effect (lasts 1d10 × 10 hours)

- 1 The character feels compelled to repeat a specific activity over and over, such as washing hands, touching things, praying, or counting coins.
- 2 The character suffers extreme paranoia that they will die in these caves. The character has disadvantage on Wisdom and Charisma checks.
- 3 The character experiences a powerful delusion. Choose a potion. The character imagine that they are under its effects.
- 4 The character experiences uncontrollable tremors or tics, which impose disadvantage on attack rolls, ability checks, and saving throws that involve Strength or Dexterity.
- 5 The character becomes attached to a “lucky charm,” such as a person or an object, and has disadvantage on attack rolls, ability checks, and saving throws while more than 30 feet from it.
- 6 The character experiences vivid glimpses into the Far Realm. They see horrible tentacled monstrosities and believe the world might end any moment.
- 7 The character loses the ability to speak. They believe their mouth has been sewn shut and experience agonizing pain whenever they try to open it.
- 8 The character suffers from partial amnesia. The character knows who they are and retains racial traits and class features, but doesn't recognize other people or remember anything that happened before the madness took effect.

INDEFINITE MADNESS

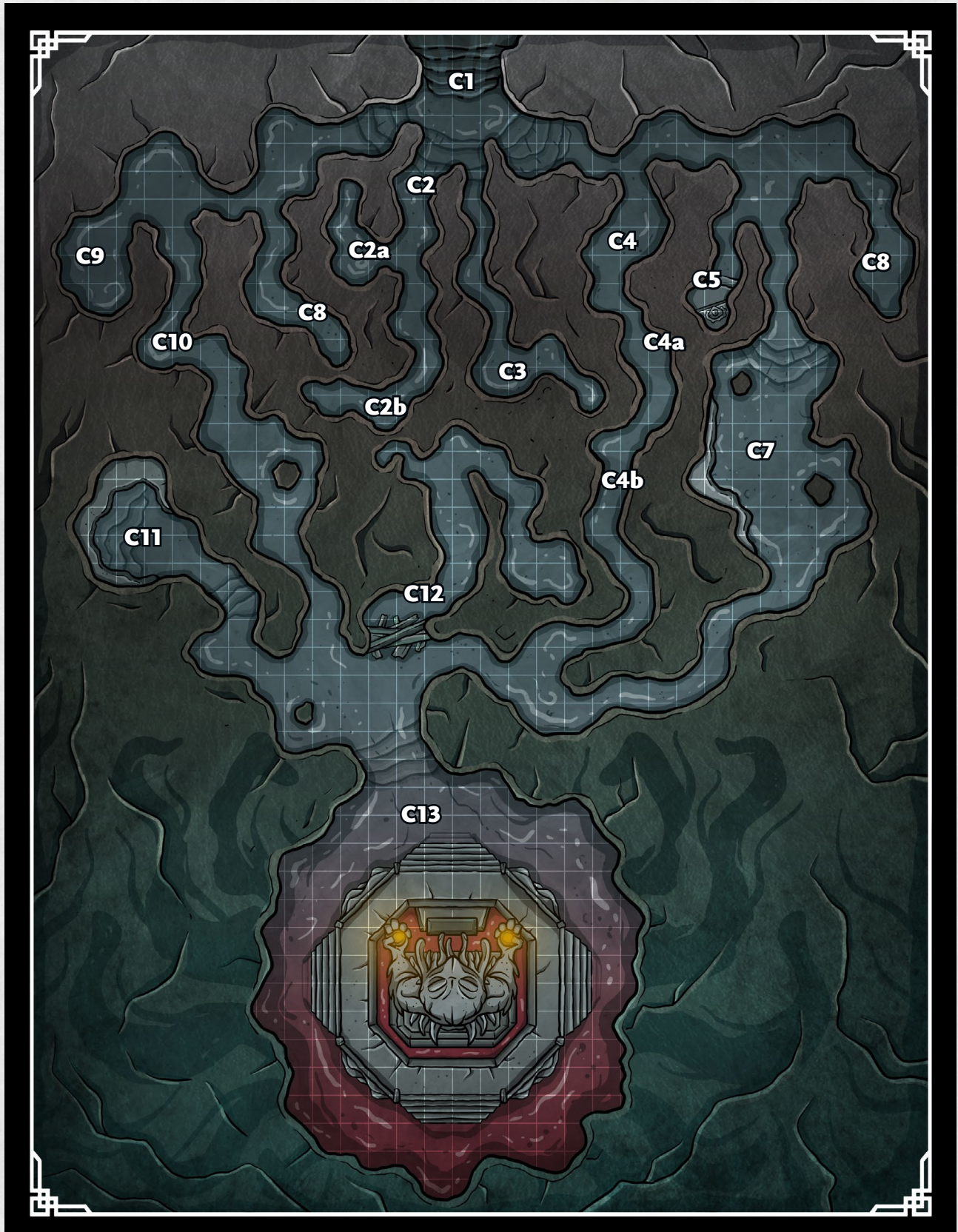
d8 Flaw (lasts until cured)

- 1 “I try to become more like someone else I know — adopting their style of dress, mannerisms, **and name.**”
- 2 “We're all going die, can't you feel it?! We are doomed!”
- 3 “Listen, all I am saying is maybe the Heir of Orcus killing her father isn't the end of **the world...**”
- 4 “There is something following us, I know it's there, I just can't **see it.**”
- 5 “I will stop at nothing to see Cthulhu's will **be done!**”
- 6 “What's that awful smell? And I thought they smelled bad on the outside!”
- 7 “I am convinced that powerful enemies are hunting me, and their agents are everywhere I go. I am sure they're watching me all the time.”
- 8 “Faeries! Bring me faeries so I may devour them and gain their power!”



Appendix 4: DM Map

Caves of the Writhing Nightmare



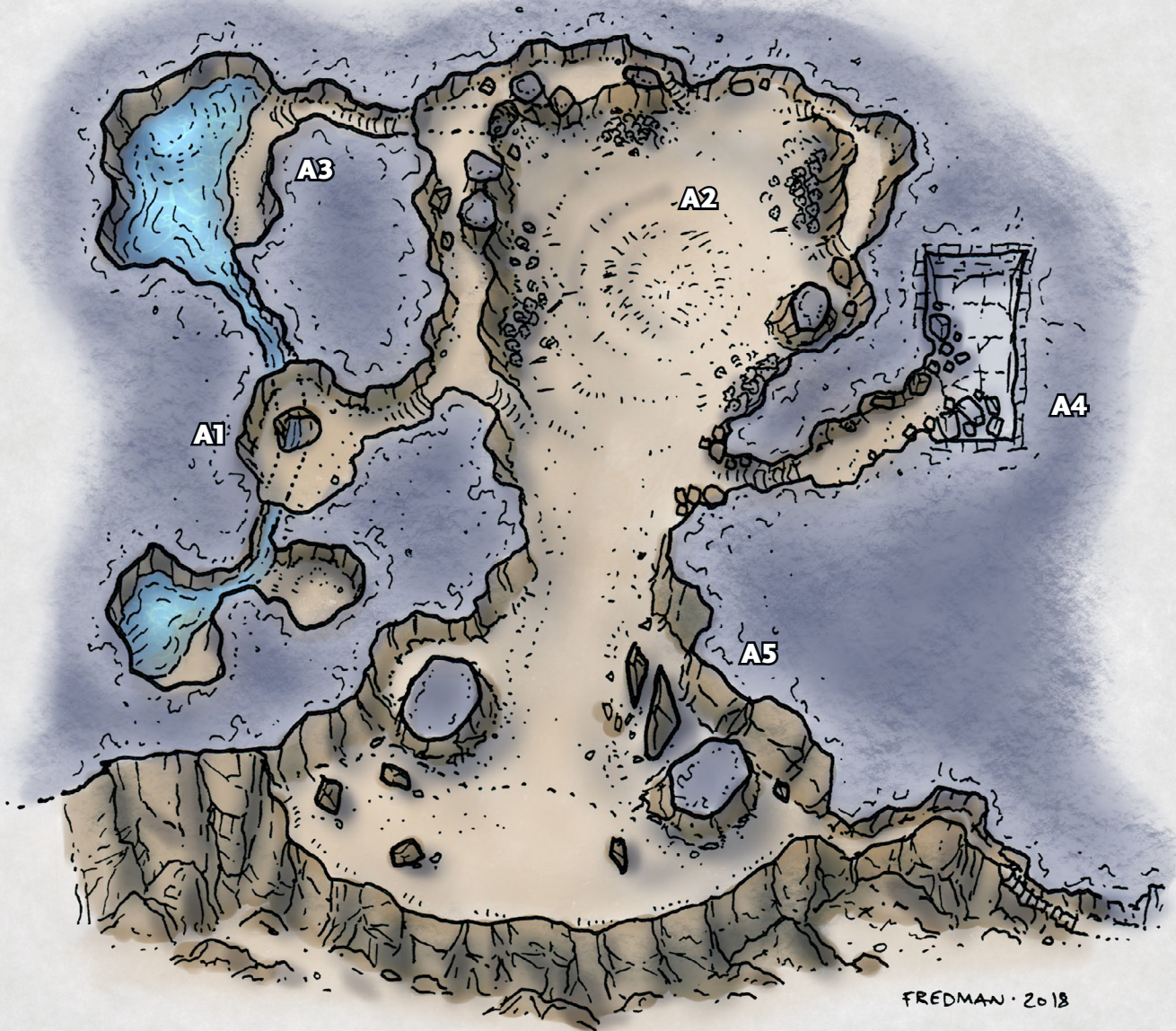
Appendix 5: Player Map

Caves of the Writhing Nightmare



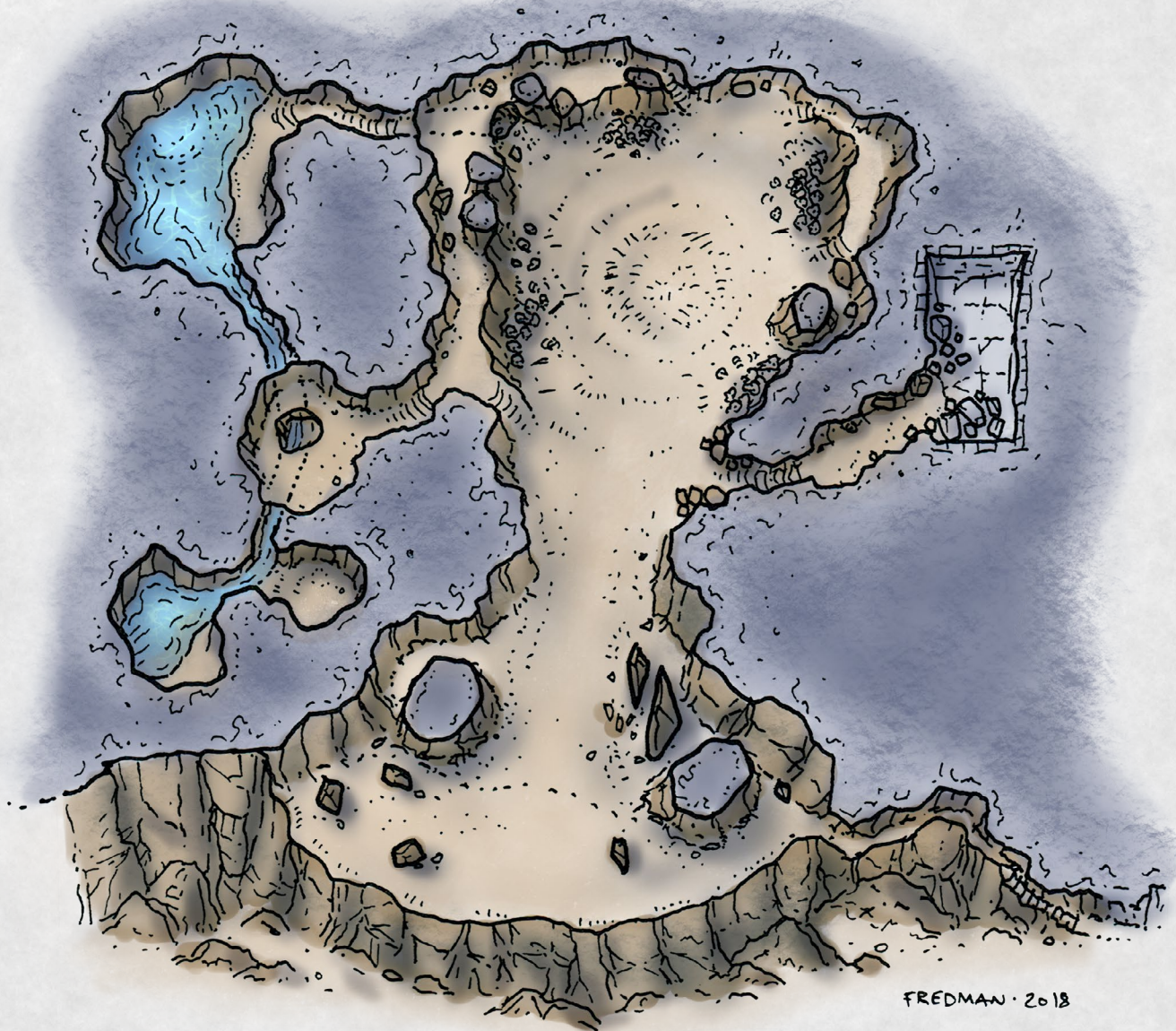
Appendix 6: DM Map

The Mountain Aerie



Appendix 7: Player Map

The Mountain Aerie



Appendix 8: DM Map

The Last Call



Appendix 9: Player Map

The Last Call



Appendix 10: Magic Items

Hat of Disguise

Wonderous Item, Uncommon

While wearing this hat, you can use an action to cast the *disguise self* spell from it at will. The spell ends if the hat is removed.

This hat is made of the scalp of a powerful night hag killed long ago by Nurfenpurf. The scalp retains the original hairs from the hag; the hairs are brittle and smell of death. This item can be found on Magic Item Table F.

Candle of the Deep

Wonderous Item, Common

The flame of this candle is not extinguished when immersed in water. It gives off light and heat like a normal candle.

This candle emits an aura of insanity. The wax is carved in the shape of the Great Old One, Cthulhu. The wax never melts and is nearly unbreakable.

Potion of Invulnerability

Potion, Rare

For 1 minute after you drink this potion, you have resistance to all damage. The potion's syrupy liquid looks like liquefied iron. This item can be found on Magic Item Table C.

Potion of Hill Giant Strength

Potion, Uncommon

When you drink this potion, your Strength score changes to 21 for 1 hour. The potion has no effect on you if your Strength is equal to or greater than that score.

This potion's transparent liquid has floating in it a sliver of fingernail from a hill giant. This item can be found on Magic Item Table B.



Appendix 14: Story Awards

Characters receive this story award if they fail to defeat Thelbunious.

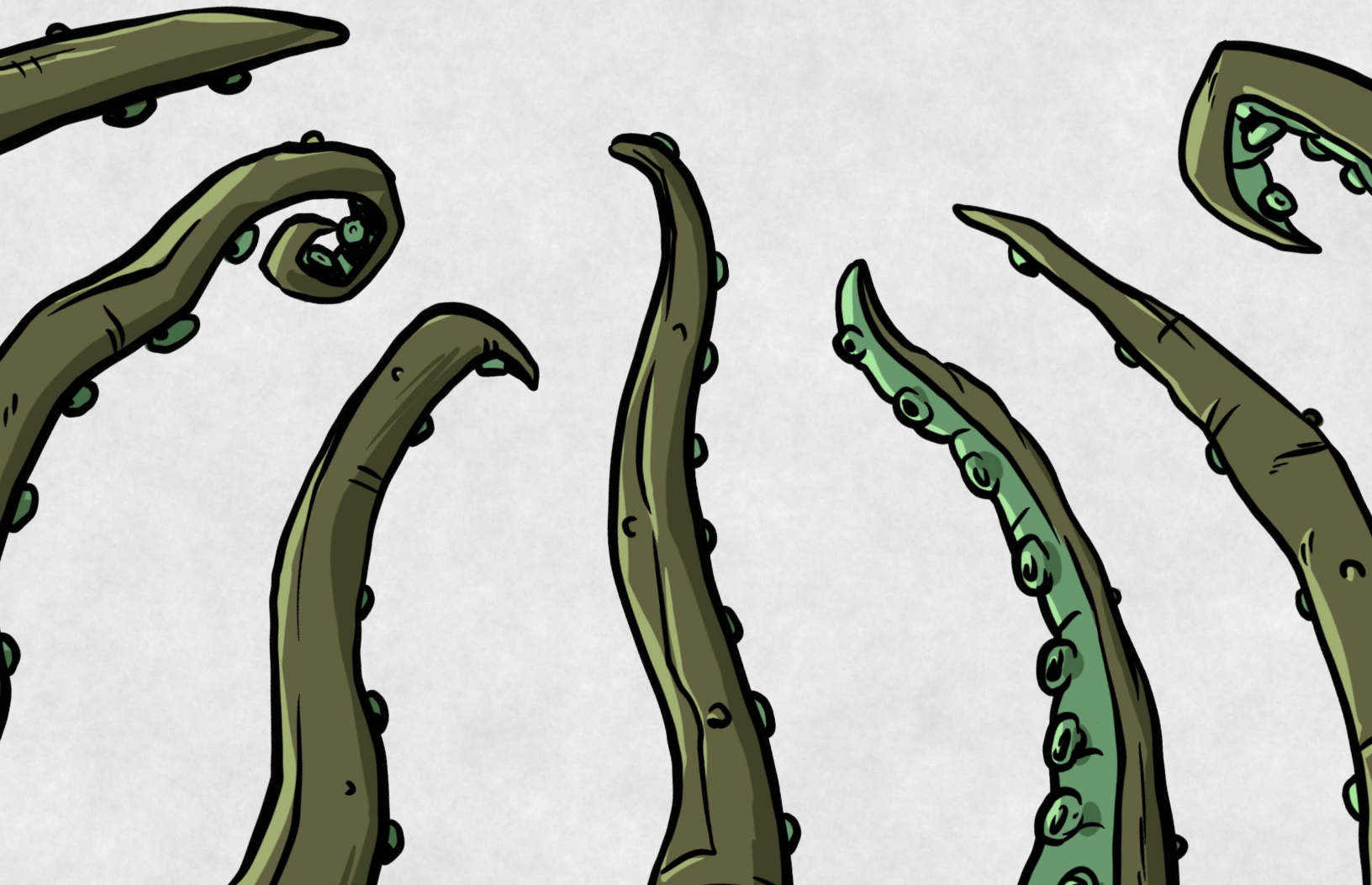
Game Over Man, Game Over!

Your mission is a failure. The forces of good sustained high levels of casualties and the Cult of the Heir successfully thwarted your goals. Appendix 15: Story Award—Death to the Heir!

Characters receive this story reward if they defeat Thelbunious.

Death to the Heir!

Your planning and mission were flawlessly executed! You dealt a significant blow to the Cult of the Heir this day. With the information you collected you can immediately begin seeking out hidden cells to destroy whatever remains of the Cult of the Heir.



Appendix 15: Dungeon Master Tips

To DM an adventure, you **must** have 3 to 7 players—each with their own character within the adventure’s level range (see Adventure Primer). Characters playing in a **hardcover** adventure may continue to play to but if they play a different hardcover adventure, they **can’t return** to the first if outside its level range.

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- <http://dnd.wizards.com/playevents/organized-play>

NEW TO THE ANNUAL STORYLINE?

- <http://dnd.wizards.com/story/waterdeep>
- <http://dndadventurersleague.org/storyline-seasons/waterdeep-adventures/>

Preparing the Adventure

Before you start play, consider the following:

Read through the adventure, taking notes of anything you’d like to highlight or remind yourself of while running the adventure, such as a way you’d like to portray an NPC or a tactic you’d like to use in a combat. Familiar yourself with the adventure’s appendices and handouts.

Gather any resources you’d like to use to aid you in running this adventure—such as notecards, a DM screen, miniatures, and battlemaps.

Ask the players to provide you with relevant character information, such as name, race, class, and level; passive Wisdom (Perception), and anything specified as notable by the adventure (such as backgrounds, traits, flaws, etc.)

Players can play an adventure they previously played as a Player or Dungeon Master but may only play it once with a given character. Ensure each player has their character’s adventure logsheet (if not, get one from the organizer) with their starting values for advancement and treasure checkpoints, downtime days, and renown. These are updated at the conclusion of the session. The adventure information and your information is added at the end of the adventure session—whether the completed the adventure or not.

Each player is responsible for maintaining an accurate logsheet. If you have time, you can do a quick scan of a player’s character sheet to ensure that nothing looks out of order. If you see magic items of very high rarities or strange arrays of ability scores, you can ask players to provide documentation for the irregularities. If they cannot, feel free to restrict item use or ask them to use a standard ability score array.

Point players to the D&D Adventurers League Players Guide for reference. If players wish to spend downtime days and it’s the beginning of an adventure or episode, they can declare their activity and spend the days now, or they can do so at the end of the adventure or episode. Players should select their characters’ spells and other daily options prior to the start of the adventure, unless the adventure specifies otherwise. Feel free to reread the adventure description to help give players hints about what they might face.

Adjusting This Adventure

To determine whether you should consider adjusting the adventure, add up the total levels of all the characters and divide the result by the number of characters (rounding .5 or greater up; .4 or less down). This is the group’s average party level (APL). To approximate the **party strength** for the adventure, consult the table below.

DETERMINING PARTY STRENGTH

Party Composition	Party	Strength
3–4 characters,	APL less than	Very weak
3–4 characters,	APL equivalent	Weak
3–4 characters,	APL greater than	Average
5 characters,	APL less than	Weak
5 characters,	APL equivalent	Average
5 characters,	APL greater than	Strong
6–7 characters,	APL less than	Average
6–7 characters,	APL equivalent	Strong
6–7 characters,	APL greater than	Very strong

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